

Saint John's Communities, Inc. and Subsidiary

Milwaukee, Wisconsin

Consolidated Financial Statements and Supplementary
Information

Years Ended December 31, 2019 and 2018



WIPFLi^{LLP}
CPAs and Consultants



Independent Auditor's Report

Board of Directors
Saint John's Communities, Inc.
Milwaukee, Wisconsin

We have audited the accompanying consolidated financial statements of Saint John's Communities, Inc. and Subsidiary, which comprise the consolidated balance sheets as of December 31, 2019 and 2018, and the related consolidated statements of operations, changes in net assets, and cash flows for the years then ended and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Saint John's Communities, Inc. and Subsidiary as of December 31, 2019 and 2018, and the results of their operations, changes in their net assets, and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States.

A handwritten signature in cursive script that reads "Wipfli LLP".

Wipfli LLP
Milwaukee, Wisconsin

April 7, 2020

Saint John's Communities, Inc. and Subsidiary

Consolidated Balance Sheets

December 31, 2019 and 2018

Assets	2019	2018
Current assets:		
Cash	\$ 1,000,186	\$ -
Receivables:		
Residents - Net	880,367	960,881
Pledges	-	2,455
Prepaid expenses and other	367,586	213,316
Total current assets	2,248,139	1,176,652
Property and equipment - Net	146,269,199	91,146,159
Assets limited as to use	74,250,980	120,824,904
Development costs - Net	954,764	1,528,018
Investment in unconsolidated affiliate	74,998	74,998
TOTAL ASSETS	\$ 223,798,080	\$ 214,750,731

Saint John's Communities, Inc. and Subsidiary

Consolidated Balance Sheets (Continued)

December 31, 2019 and 2018

Liabilities and Net Assets	2019	2018
Current liabilities:		
Current maturities of long-term debt	\$ 1,203,591	\$ 1,169,335
Accounts payable:		
Trade	463,062	533,097
Construction related costs	57,702	194,587
Accrued expenses	2,716,050	2,627,313
Advance deposits and prepayments	1,303,542	1,290,632
Total current liabilities	5,743,947	5,814,964
Long-term liabilities:		
Long-term debt, less current maturities	139,246,143	135,942,448
Refundable entrance fees	40,200,158	39,400,855
Expansion deposits	5,791,784	5,710,265
Contract liability - deferred revenue	21,566,277	19,273,130
Total long-term liabilities	206,804,362	200,326,698
Total liabilities	212,548,309	206,141,662
Net assets:		
Without donor restrictions	7,148,744	5,293,752
With donor restrictions	4,101,027	3,315,317
Total net assets	11,249,771	8,609,069
TOTAL LIABILITIES AND NET ASSETS	\$ 223,798,080	\$ 214,750,731

See accompanying notes to consolidated financial statements.

Saint John's Communities, Inc. and Subsidiary

Consolidated Statements of Operations

Years Ended December 31, 2019 and 2018

	2019	2018
Revenue:		
Net resident service revenue	\$ 18,984,001	\$ 18,258,887
Investment income	1,247,637	2,382,302
Contributions	19,482	142,029
Net assets released from restrictions for operations	360,779	380,046
Other operating income	1,493,372	1,515,752
Total revenue	22,105,271	22,679,016
Expenses:		
Direct care	5,111,907	5,061,497
Dietary	2,609,349	2,472,442
Maintenance	2,146,250	1,966,313
Housekeeping	562,980	473,572
Administration	5,442,130	5,063,728
Grants	8,500	7,500
Depreciation and amortization	9,083,752	8,613,169
Interest	1,957,640	2,016,064
Total expenses	26,922,508	25,674,285
Loss from operations	(4,817,237)	(2,995,269)
Change in net unrealized gain and losses on investments	6,572,258	-
Excess (deficiency) over revenue over expenses	1,755,021	(2,995,269)
Other changes in net assets without donor restrictions:		
Change in net unrealized gains and losses on investments	-	(4,602,111)
Net assets released from restrictions for purchase of property and equipment	99,971	93,127
Increase (decrease) in net assets without donor restrictions	\$ 1,854,992	\$ (7,504,253)

See accompanying notes to consolidated financial statements.

Saint John's Communities, Inc. and Subsidiary

Consolidated Statements of Changes in Net Assets

Years Ended December 31, 2019 and 2018

	2019	2018
Net assets without donor restrictions:		
Excess (deficiency) over revenue over expenses	\$ 1,755,021	\$ (2,995,269)
Change in net unrealized gains and losses on investments	-	(4,602,111)
Net assets released from restrictions for purchase of property and equipment	99,971	93,127
Increase (decrease) in net assets without donor restrictions	1,854,992	(7,504,253)
Net assets with donor restrictions:		
Contributions	643,283	610,743
Investment income	97,499	140,699
Change in net unrealized gains and losses on investments	505,678	(398,565)
Net assets released from restrictions	(460,750)	(473,173)
Increase (decrease) in net assets with donor restrictions	785,710	(120,296)
Change in net assets	2,640,702	(7,624,549)
Net assets at beginning	8,609,069	16,233,618
Net assets at end	\$ 11,249,771	\$ 8,609,069

See accompanying notes to consolidated financial statements.

Saint John's Communities, Inc. and Subsidiary

Consolidated Statements of Cash Flows

Years Ended December 31, 2019 and 2018

	2019	2018
Increase (decrease) in cash and cash equivalents:		
Cash flows from operating activities:		
Change in net assets	\$ 2,640,702	\$ (7,624,549)
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation and amortization	9,083,752	8,613,169
Amortization of original issue premiums and deferred financing costs	(188,372)	(155,847)
Change in net unrealized gains and losses on investments	(7,077,936)	5,000,676
Net realized gains on sales of securities	(222,003)	(1,541,772)
Net proceeds from turnover of resident entrance fees	5,891,275	3,272,450
Provision for bad debt	139,486	30,637
Amortization of deferred revenue on resident entrance fees	(2,798,825)	(2,420,798)
Restricted contributions	(643,283)	(610,743)
Changes in operating assets and liabilities:		
Resident receivables	(58,972)	(344,730)
Prepaid expenses and other	(154,270)	3,110
Accounts payable	(70,035)	203,477
Accrued expenses	88,737	1,327,871
Advanced deposits and prepayments	12,910	(130,571)
Net cash provided by operating activities	6,643,166	5,622,380
Cash flows from investing activities:		
Sales of assets limited as to use	71,050,923	6,756,896
Purchases of assets limited as to use	(19,462,339)	(68,541,283)
Capital expenditures	(63,647,879)	(21,199,956)
Net cash used in investing activities	(12,059,295)	(82,984,343)

Saint John's Communities, Inc. and Subsidiary

Consolidated Statements of Cash Flows (Continued)

Years Ended December 31, 2019 and 2018

	2019	2018
Increase (decrease) in cash: (continued)		
Cash flows from financing activities:		
Payment of deferred finance costs	\$ 25,335	\$ (2,043,969)
Payment of development costs	(47,502)	(224,357)
Restricted contributions	645,738	657,493
Proceeds from expansion deposits	6,477	1,016,845
Proceeds from line of credit	-	1,740,887
Payment on line of credit	-	(1,740,887)
Payment of long-term debt	(1,169,335)	(1,135,592)
Proceeds from issuance of long-term debt	4,670,323	86,822,710
Net cash provided by financing activities	4,131,036	85,093,130
Net increase (decrease) in cash and cash equivalents	(1,285,093)	7,731,167
Cash and cash equivalents at beginning	8,176,050	444,883
Cash and cash equivalents at end	\$ 6,890,957	\$ 8,176,050
Reconciliation of cash and cash equivalents to balance sheet:		
Cash	\$ 1,000,186	\$ -
Cash equivalents in assets limited as to use	5,890,771	8,176,050
Total cash and cash equivalents	\$ 6,890,957	\$ 8,176,050
Supplemental cash flow information:		
Cash paid during the year for interest, amount capitalized of \$4,174,711 and \$2,996,809 in 2019 and 2018, respectively	\$ 6,073,774	\$ 3,773,511
Interest capitalized as development costs	75,042	102,635
Noncash investing and financing activities:		
Capital expenditures included in accounts payable	\$ 57,702	\$ 194,587
Capitalized interest included in accrued expenses	1,220,233	1,184,360

See accompanying notes to consolidated financial statements.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies

The Entity

Saint John's Communities, Inc.'s (the "Corporation") operations include a 110-unit independent living facility ("Central Tower Apartments"), a 90-unit independent living facility ("South Tower Apartments"), a 24-unit assisted living facility ("Canterbury Court"), and a 50-bed skilled nursing facility ("Windsor/Stratford Courts"). Collectively, the Central Tower and South Tower Apartments are referred to as "Lake Tower Apartments."

Saint John's Communities Foundation, Inc. (the "Foundation") is a nonstock, nonprofit corporation organized exclusively to benefit, support, promote, and assist the Corporation. The Board of Directors of the Corporation elects the directors of the Foundation.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Corporation and the Foundation (collectively, the "Organization"). All material intercompany accounts and transactions have been eliminated in consolidation.

Financial Statement Presentation

The Organization follows accounting standards set by the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC). The ASC is the single source of authoritative accounting principles generally accepted in the United States (GAAP) to be applied to nongovernmental entities.

Use of Estimates in Preparation of Financial Statements

The preparation of the accompanying consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that directly affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenue and expenses during the reporting period. Actual results may differ from these estimates.

Cash Equivalents

The Organization considers all highly liquid debt instruments with an original maturity of three months or less to be cash equivalents, excluding board designated amounts other than for expansion deposits.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Resident Receivable and Credit Policy

Accounts receivable is reported at the amount that reflects the consideration to which the Organization expects to be entitled, in exchange for providing resident care services. Accounts receivable are recorded in the accompanying consolidated balance sheets net of contractual adjustments based on negotiated contractual agreements, historical experience, and current market conditions. The initial estimate of the transaction price is determined by reducing the standard charge by any contractual adjustments and discounts and is recorded through a reduction of gross revenue and a credit to accounts receivable. Subsequent changes to the estimate of the transaction price are generally recorded as adjustments to resident service revenue in the period of the change. Management estimates probable uncollectible amounts for residents through a charge to operations and a credit to a valuation allowance based on its assessment of the current status of individual accounts. The Organization does not have a policy to charge interest on past due accounts.

Assets Limited as to Use

Assets limited as to use include assets held by trustees under terms of a bond trust indenture agreement, designated assets set aside by the Board of Directors for capital improvements and other purposes, over which the Board retains control and may at its discretion subsequently use for other purposes, and assets designated to fund net assets with donor restrictions.

Investments included in assets limited as to use are measured at fair value in the accompanying consolidated balance sheets.

Investment income or loss (including realized gains and losses on investments, interest, and dividends) is included in excess (deficiency) of revenue over expenses unless the income is restricted by donor or law. In 2019, unrealized gains and losses on investments are included in excess of revenue over expenses (see Accounting Pronouncements Adopted - *Financial Instruments*). In 2018, unrealized gains and losses on investments are excluded from excess (deficiency) of revenue over expenses unless the investments are trading securities. Realized gains or losses are determined by specific identification.

The Organization monitors the difference between the cost and fair value of its investments. A decline in market value of an individual investment security below cost that is deemed to be other than temporary results in an impairment, and the Organization reduces the investment's carrying value to fair value. A new cost basis is established for the investment, and any impairment loss is recorded as a realized loss in investment income.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Property, Equipment, and Depreciation

Property and equipment acquisitions are recorded at cost or, if donated, at fair value at the date of donation. Depreciation is provided over the estimated useful life of each class of depreciable asset and is computed using the straight-line method. Estimated useful lives range from 30 to 31 years for buildings, 15 years for building and land improvements, and from 3 to 10 years for vehicles, equipment, furniture, and fixtures.

The Organization capitalizes interest during the construction period for major capital additions. Capitalized costs include interest costs incurred on borrowed funds offset by interest earnings on certain trusteed funds.

Gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, expirations of donor restrictions are reported when the acquired long-lived assets are placed in service.

Deferred Financing Costs and Original Issue Premiums

Deferred financing costs and original issue premiums related to the issuance of long-term debt are amortized over the life of the related debt. Amortization of bond issuance costs and original issue premiums are included with interest expense in the accompanying consolidated statements of operations.

Development Costs

Development costs relate to amounts paid for development, sales, marketing, and other related costs incurred in connection with initially renting units under Standard contracts (Note 9) for the independent living facilities. These costs are amortized using the straight-line method over 10 years, which is the estimated average life expectancy of the initial resident population. Amortization of approximately \$696,000 and \$309,000 in 2019 and 2018, respectively, is included in depreciation and amortization in the accompanying consolidated statements of operations.

Impairment

The Organization reviews its property, equipment, and intangible assets periodically to determine potential impairment by comparing the carrying value of the property, equipment, and identified intangible assets with the estimated future net undiscounted cash flows expected to result from the use of the assets, including cash flows from disposition. Should the sum of the expected future net cash flows be less than the carrying value, the Organization would recognize an impairment loss at that time. No impairment loss was recognized in 2019 or 2018.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Entrance Fees

Fees paid by residents upon entering Lake Tower Apartments, net of the portion thereof that is refundable to the residents, are recorded as contract liability - deferred revenue and amortized to income using the straight-line method over future periods based on the estimated life expectancy of the resident. The period of amortization is adjusted annually based on the actuarially determined remaining life expectancy of each individual or joint and last survivor life expectancy of each pair of residents occupying the same unit. The refundable portion of entrance fees is recorded as a liability.

Net Assets

Net assets without donor restrictions are those not subject to donor-imposed stipulations and includes those expendable resources which have been designated for special use by the Board of Directors. Net assets with donor restrictions are those whose use by the Organization has been limited by donors to a specific time period or purpose.

Fair Value Measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. A three-tier hierarchy prioritizes the inputs used in measuring fair value. These tiers include Level 1, defined as observable inputs such as quoted market prices in active markets; Level 2, defined as inputs other than quoted market prices in active markets that are either directly or indirectly observable; and Level 3, defined as unobservable inputs for which little or no market data exists, therefore requiring an entity to develop its own assumptions. The asset's or liability's fair value measurement within the hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Resident Service Revenue

The Organization operates a continuing care program for its residents. The Organization accounts for revenue generated from residents with Standard contracts in its independent living facilities as predominately rental income under lease accounting standards. All other revenue is recorded under ASC 606, as the predominate component relates to healthcare and other resident services. Residents may enter into a Lifecare agreement under which the Organization is obligated to provide future nursing, assisted living, or memory support services to residents under the agreement at a discount, as defined in the agreement, from established charges should residents need such services. Standard agreements provide certain priority rights should the resident require a transfer to the assisted living or skilled nursing facilities, and provide a limited amount of health care benefits. The terms of the agreement between the Organization and the residents contain two forms of payment – an entrance fee and monthly fees. The entrance fee, which may vary in amount depending upon the accommodations selected in the agreement, is paid on the date of contractual occupancy. Based on the agreement, the entrance fee or a portion of the entrance fee may be nonrefundable. The refundable portion of the resident agreements is not part of the transaction price under GAAP and is recorded as a refundable entrance fee liability in the accompanying consolidated balance sheets. The nonrefundable entrance fee provides the resident with a material right to access health services at the facility over the remaining life span of the resident or until the contract is terminated. The monthly fees are specified in the resident's agreement and are generally fixed with periodic changes based on increases in inflation or in operating costs, or other factors as defined in the resident agreement. The monthly fees are billed at the beginning of the month and entitles the residents to the use of the independent, nursing, and assisted living facilities.

Under the resident agreement, the Organization's performance obligation is to stand ready each month to provide a service such that the resident can continue to live at the facility and access the appropriate level of care based on the resident's needs. The services a resident will receive under that resident agreement are dependent on the resident's health and life span along with their decision to continue to reside at the facility.

The Organization recognizes the monthly fee over the month the services are provided as the resident simultaneously receives and consumes the benefits of occupying the unit. In this case, recognition of the obligation over time yields the same result as recognizing the obligation at a point in time. The Organization believes that this method provides a faithful depiction of the transfer of services over the term of the performance obligation. Each month the resident occupies the unit is a separate contract and performance obligation based on the fact the resident has a unilateral right to terminate the contract after each month. Since the contract can be terminated by either party at any time without compensating the other party for the termination (that is, other than paying amounts due as a result of services transferred up to the termination date), the duration of the contract does not extend beyond the services already transferred.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Resident Service Revenue (Continued)

The nonrefundable entrance fee included in the resident agreement provides a material right performance obligation for the resident to receive additional health services at any time based on the resident's needs. The Organization recognizes the nonrefundable entrance fee for the material right associated with access to future services using a time-based measurement (i.e., resident's life-expectancy). This results in equal amounts allocated to each month because the nature of the Organization's performance is to have various residential, social, or health care services available to the resident on a when-and-if needed basis each month for as long as the resident remains in the facility. Recognizing the material right performance obligation over the resident's life expectancy, using the most currently available life tables, provides a faithful depiction of the transfer of services over the term of the performance obligation. There are certain provisions and circumstances, usually at the beginning of the contract, whereby the nonrefundable entrance fee could be refunded or partially refunded. See Note 9 for further details on these terms. At the end of the reporting periods, management's estimate of the unsatisfied performance obligation of the nonrefundable entrance fee is reported as a contract liability - deferred revenue in the accompanying consolidated balance sheets. Subsequent changes to management's estimate of the transaction price, including changes in the resident's life-expectancy, are recognized as adjustment to net resident revenue and were not significant in 2019 or 2018.

Resident service revenue also includes nursing services provided in the skilled nursing facility, assisted living, and independent living facility. These amounts are due from residents and third-party payors (including health insurers and government programs). For residents with third-party insurance, the Organization bills the third-party payors after the end of a month when the services were performed, or when the resident is discharged from the facility.

Performance obligations are determined based on the nature of the resident services provided. Revenue from performance obligations satisfied over time is recognized based a predetermined rate formula under a contractual arrangement with the third-party payor or the uninsured resident. Generally, performance obligations satisfied over time relate to residents receiving post-acute care services as the residents simultaneously receive and consume the benefits of the services provided. In this case, recognition of the obligation over time yields the same result as recognizing the obligation at a point in time. The Organization 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. Each day a resident receives services is a separate contract and performance obligation based on the fact the resident has a unilateral right to terminate the contract after each day with no penalty or compensation due. Since the contract can be terminated by either party at any time without compensating the other party for the termination (that is, other than paying amounts due as a result of services transferred up to the termination date), the duration of the contract does not extend beyond the services already transferred. The Organization determined there is not a material right performance obligation for the daily option to renew the contract as the price of the renewal is a price consistent with the rate charged to other residents. Because the Organization's performance obligations relate to contracts with a duration of less than one year, the Organization has elected to apply the optional exemption and, therefore, is not required to disclose the aggregate amount of the transaction price allocated to performance obligations that are unsatisfied or partially unsatisfied at the end of the reporting period.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Resident Service Revenue (Continued)

The Organization determines the transaction price for nursing services, which involves significant estimates and judgement, based on standard charges for goods and services provided, reduced by contractual adjustments provided to third-party payors based on contractual agreements. The Organization has agreements with third-party payors that typically provide for payments at amounts less than established charges. A summary of the payment arrangements with major third-party payors follows:

Medicare: Reimbursement for Part A is based on a predetermined rate per resident day that varies depending on the resident's level of care and the types of services provided. Reimbursement for Part B is based on predetermined fee schedule amounts.

Medicaid: Reimbursement is based on a predetermined rate formula under a contractual arrangement with the Medicaid program. Rate adjustments under this program are reflected in income when determinable.

Laws and regulations concerning government programs, including Medicare and Medicaid, are complex and subject to varying interpretation. Because of investigations by governmental agencies, various health care organizations have received requests for information and notices regarding alleged noncompliance with those laws and regulations, which, in some instances, have resulted in organizations entering into significant settlement agreements. Compliance with such laws and regulations may also be subject to future government review and interpretation as well as significant regulatory action, including fines, penalties, and potential exclusion from the related programs. There can be no assurance that regulatory authorities will not challenge the Organization's compliance with these laws and regulations, and it is not possible to determine the impact (if any) such claims, or penalties would have upon the Organization. The Centers for Medicare and Medicaid Services (CMS) uses recovery audit contractors (RACs) to search for potentially inaccurate Medicare payments that may have been made to health care providers and that were not detected through existing CMS program integrity efforts. Once the RAC identifies a claim it believes is inaccurate, the RAC makes a deduction from or addition to the provider's Medicare reimbursement in an amount estimated to equal the overpayment or underpayment. The Organization has not been notified by the RAC of any potential significant reimbursement adjustments. In addition, the contracts the Organization has with commercial payors also provide for retroactive audit and review of claims.

Generally, residents who are covered by third-party payors are responsible for related deductibles and coinsurance, which vary in amount. The Organization does assess a resident's ability to pay for the services prior to admission. Subsequent changes that are determined to be the result of an adverse change in the resident's ability to pay are recorded as charity care.

The Organization has elected the practical expedient in which all incremental customer contract acquisition costs for turnover units are expensed as they are incurred as the amortization period of the asset that the Organization otherwise would have recognized is one year or less in duration.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Charity Care

The Organization provides care to residents who meet certain criteria under its charity care policy without charge or at amounts less than its established rates. Because the Organization does not pursue collection of amounts determined to qualify as charity care, they are not included in net resident service revenue in the accompanying consolidated statements of operations.

Excess (Deficiency) of Revenue Over Expenses

The consolidated statements of operations and changes in net assets include excess (deficiency) of revenue over expenses, which is considered the operating indicator. Changes in net assets without donor restrictions which are excluded from the operating indicator include change in net unrealized gains and losses on investments (2018 only) and net assets released from restrictions used for purchases of property and equipment.

Donor-Restricted Gifts

Unconditional promises to give cash and other assets to the Organization 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 deemed unconditional. The gifts are reported as with donor restriction 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 accomplished, net assets with donor restrictions are reclassified as net assets without donor restrictions and reported in the consolidated statements of operations and changes in net assets as net assets released from restrictions.

Advertising Costs

Advertising costs are expensed as incurred.

Obligation to Provide Future Services and Use of Facilities

The Organization calculates the present value of the net cost of future services and use of facilities to be provided to current residents 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 with a corresponding charge to income. An interest rate of 5% in 2019 and 2018 was used to discount the liability to provide future services. At December 31, 2019 and 2018, the present value of the net cost of future services did not exceed the unamortized deferred revenue from entrance fees; accordingly, no liability was recorded.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Contract Balances

At December 31, 2019 and 2018, the Organization recognized \$21,566,277 and \$19,273,130 of nonrefundable entrance fees which were reported as a contract liability. These amounts were recognized in accordance with management's resident service revenue policy. The process for estimating the remaining unsatisfied performance obligations of the nonrefundable entrance fee has not changed from the prior year.

Income Taxes

The Corporation and Foundation are nonprofit corporations as described in Section 501(c)(3) of the Internal Revenue Code (the "Code") and are exempt from federal income taxes on related income pursuant to Section 501(a) of the Code. The Corporation and Foundation are also exempt from state income taxes on related income.

Federal and state income taxes are paid on unrelated business income in accordance with the Code.

Accounting Pronouncements Adopted

In January 2016, the FASB issued ASU 2016-01, *Financial Instruments - Overall*. ASU 2016-01 requires equity investments (except those using equity method accounting) be measured at fair value with changes in fair value recognized within the operating indicator. The Organization adopted this guidance prospectively as of January 1, 2019. As such, the Organization recorded changes in net unrealized gains and losses on investments to nonoperating income within the Organization's consolidated statements of operations in 2019 and in other changes in net assets without donor restrictions in 2018.

In February 2016, FASB issued ASU No. 2016-02, *Leases* (Topic 842). This ASU provides guidance on the recognition of lease assets and lease liabilities by lessees for those leases classified as operating leases under previous accounting standards and new disclosures on key information about leasing arrangements. The new standard supersedes current lease accounting requirements in FASB ASC Topic 840, *Leases*. The amendments in the ASU were applied using a modified retrospective approach. The Organization adopted this guidance as of January 1, 2019; however, there was no impact to the Organization on adoption of this guidance.

Subsequent Events

Subsequent events have been evaluated through April 7, 2020, which is the date the consolidated financial statements were issued. See Note 20.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 2: Resident Receivables

Patient accounts receivable consisted of the following at December 31, 2019 and 2018:

	2019	2018
Resident receivables	\$ 941,128	\$ 1,027,139
Less - Allowance for doubtful accounts	60,761	66,258
Resident receivables - Net	\$ 880,367	\$ 960,881

Note 3: Assets Limited as to Use

Assets limited as to use consisted of the following at December 31, 2019 and 2018:

	2019	2018
Cash equivalents	\$ 7,867,077	\$ 9,412,967
Fixed income mutual funds	23,758,349	77,992,074
Equity mutual funds	32,322,441	26,217,712
Alternative investments	10,303,113	7,202,151
Totals	\$ 74,250,980	\$ 120,824,904

Assets limited as to use were classified as follows at December 31, 2019 and 2018:

	2019	2018
Board designated:		
Capital improvements, other	\$ 45,822,788	\$ 37,805,633
Support of Corporate activities	4,661,550	3,859,135
Held for expansion deposits reimbursement	5,648,664	5,585,947
Held by trustee under bond indenture:		
Funded principal and interest	636,067	440,259
Construction funds	4,487,974	60,826,607
Debt service reserve funds	8,892,910	8,992,006
Restricted by donors	4,101,027	3,315,317
Totals	\$ 74,250,980	\$ 120,824,904

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 3: Assets Limited as to Use (Continued)

Investment Income

The total return on investments, including investment income consisting of interest from cash equivalents and interest, dividends, and gains and losses on assets limited as to use consisted of the following for the years ended December 31, 2019 and 2018:

	2019	2018
Interest and dividends	\$ 1,109,719	\$ 971,668
Net realized gains on sales of securities	202,188	1,472,428
Less - investment expenses	(64,270)	(61,794)
Total investment income	1,247,637	2,382,302
Nonoperating and Changes in net assets:		
Change in net unrealized gains and losses on investments	\$ 7,077,936	\$ (5,000,676)
Interest and dividends	77,684	71,355
Net realized gains	19,815	69,344
Total other changes in net assets	7,175,435	(4,859,977)
Total return on investments	\$ 8,423,072	\$ (2,477,675)

Investments, in general, are exposed to various risks such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of certain investments will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 4: Fair Value Measurements

The following is a description of the valuation methodologies used for assets measured at fair value.

Cash equivalents consist of money market funds, which are valued using \$1 as the net asset value (NAV), and repurchase agreements, which are valued at historical cost, which approximates fair value. Mutual funds are valued at the daily closing price as reported by the fund. These funds are registered with the U.S. Securities and Exchange Commission and are required to publish their daily NAV and to transact at that price. These funds are deemed to be actively traded. Certain alternative investments are valued at the NAV of units of the fund. The NAV, as provided by the trustee, is used as a practical expedient in estimating fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. Other alternative investments are valued based on the fair value of the underlying assets within the partnership as provided by the investment issuer. In substantiating the reasonableness of the pricing of alternative investments, management evaluates a variety of factors including recently executed transactions, economic conditions, industry and market developments, and overall credit ratings.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Organization believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There have been no changes in the methodology used at December 31, 2019 and 2018.

The following table sets forth by level, within the fair value hierarchy, the Organization's assets at fair value as of December 31, 2019 and 2018:

	2019			
	Level 1	Level 2	Level 3	Total
Cash equivalents	\$ -	\$ 7,867,077	\$ -	\$ 7,867,077
Fixed income mutual funds	23,758,349	-	-	23,758,349
Equity mutual funds:				
Small cap	7,320,387	-	-	7,320,387
Mid cap	4,917,481	-	-	4,917,481
Index	11,067,103	-	-	11,067,103
International	8,226,850	-	-	8,226,850
Balanced	790,620	-	-	790,620
Alternative investments:				
Limited partnerships	-	-	5,548,169	5,548,169
Real estate fund using NAV as an expedient				4,754,944
Totals	\$ 56,080,790	\$ 7,867,077	\$ 5,548,169	\$ 74,250,980

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 4: Fair Value Measurements (Continued)

	2018			
	Level 1	Level 2	Level 3	Total
Cash equivalents	\$ -	\$ 9,412,967	\$ -	\$ 9,412,967
Fixed income mutual funds	77,992,074	-	-	77,992,074
Equity mutual funds:				
Small cap	6,177,465	-	-	6,177,465
Mid cap	4,221,705	-	-	4,221,705
Index	8,433,950	-	-	8,433,950
International	6,717,733	-	-	6,717,733
Balanced	666,859	-	-	666,859
Alternative investments:				
Limited partnerships	-	-	2,689,954	2,689,954
Real estate fund using NAV as an expedient				4,512,197
Totals	\$ 104,209,786	\$ 9,412,967	\$ 2,689,954	\$ 120,824,904

The changes in Level 3 assets measured at fair value on a recurring basis are summarized as follows:

	2019	2018
Balance at beginning	\$ 2,689,954	\$ 2,574,226
Purchases	2,548,000	568,500
Dividend and distributions	(448,219)	(728,093)
Management fees	(79,794)	(40,457)
Total net gains	838,228	315,778
Balance at end	\$ 5,548,169	\$ 2,689,954

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 4: Fair Value Measurements (Continued)

The following tables set forth additional disclosures of the Organization's investments whose fair value is estimated at NAV or based on the proportional share of net assets of the investment as of December 31, 2019:

	Fair Value	Unfunded Commitment	Redemption Frequency	Redemption Notice Period	Lockup Period
Real estate fund using NAV as a practical expedient (a)	\$4,754,944	None	Ranges from quarterly to semiannually depending on the terms of the fund	Ranges from 45-60 days depending on the terms of the fund	None
Limited partnerships (b)	\$5,548,169	\$1,688,740	Limited	Not applicable	10 years

(a) This class seeks to provide predictable investment returns from a target portfolio of low-risk equity investments in income-producing real estate.

(b) This class seeks significant value appreciation of their portfolio companies through active management strategies or by investing in funds that invest in venture capital companies.

Note 5: Property and Equipment

Property and equipment consisted of the following at December 31, 2019 and 2018:

	2019	2018
Land and land improvements	\$ 3,370,065	\$ 2,201,491
Buildings and building improvements	111,340,492	110,152,279
Equipment, furniture, and fixtures	14,193,812	13,300,465
Vehicles	413,782	413,782
Construction in progress	82,982,397	23,002,874
Total property and equipment	212,300,548	149,070,891
Less - Accumulated depreciation	66,031,349	57,924,732
Total	\$ 146,269,199	\$ 91,146,159

Construction in progress at December 31, 2019 and 2018, relates to the costs of constructing an additional independent living tower and replacing the Organization's skilled nursing and assisted living facilities (the "Tower Project"). The construction of the Tower Project is estimated to cost \$124,500,000 and is expected to be completed in 2020. The construction and renovation began in 2018. At December 31, 2019, the Organization has unpaid commitments related to the Tower Project of approximately \$29,900,000. The Organization anticipates using the construction funds in assets limited as to use, then advances from the Series 2018B Bonds, to fund the Tower Project.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 6: Line of Credit

The Organization has a \$3,000,000 line of credit that expires June 30, 2020. Borrowings on the line bear interest at 2.0% over the one-month LIBOR. There were no borrowings on the line of credit at December 31, 2019 or 2018.

Note 7: Long-Term Debt

Long-term notes payable consisted of the following December 31, 2019 and 2018:

	2019	2018
Wisconsin Health and Educational Facilities Authority (WHEFA) Fixed Rate Revenue Bonds, Series 2018A, dated April 1, 2018, bearing interest at rates between 4.00% and 5.00%; annual principal payments beginning September 2021, with final payment due in September 2050	\$ 83,725,000	\$ 83,725,000
WHEFA Adjustable Rate Revenue Bonds, Series 2018B, dated April 1, 2018, bearing interest at 2.61% until 2023, thereafter will bear an adjustable rate until maturity; principal of \$51,920,000, available through advances; anticipated tender date of April 2023, and a final maturity of April 2025; purchased directly by a bank.	4,720,324	50,001
WHEFA Adjustable Rate Refunding Revenue Bonds, Series 2015A, dated December 1, 2015, bearing interest at 2.76% until December 2025; thereafter will bear an adjustable rate until maturity; annual principal payments beginning September 2016, with final payment due in September 2045; purchased directly by a bank	19,331,870	19,588,368
WHEFA Revenue Bonds, Series 2015B, dated December 1, 2015, bearing interest at rates between 3.00% and 5.00%; annual principal payments beginning September 2016, with final payment due in September 2045	23,895,000	24,320,000
WHEFA Adjustable Rate Revenue Bonds, Series 2012A, dated December 28, 2012, bearing an interest rate of 3.22% until December 2022; thereafter will bear an adjustable rate until maturity; annual principal payments beginning September 2016, with final payment due September 2032; purchased directly by a bank	7,812,599	8,300,436
Totals	139,484,793	135,983,805
Less:		
Current maturities of long-term debt	1,203,591	1,169,335
Premium on long-term debt	(3,642,522)	(3,879,282)
Deferred financing costs	2,677,581	2,751,304
Long-term debt	\$ 139,246,143	\$ 135,942,448

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 7: Long-Term Debt (Continued)

The bond indenture requires the establishment of certain funds to be held by the trustee that are unavailable for general corporate purposes. Required funds have been established and are included in assets limited as to use in the accompanying consolidated balance sheets.

The bond indenture contains various covenants and restrictions on the Organization, including requirements that the Organization maintain minimum debt service coverage and liquidity ratios.

Scheduled principal payments on long-term debt at December 31, 2019, based on stated maturities, are summarized as follows:

2020	\$	1,203,591
2021		2,252,524
2022		2,286,764
2023		2,370,291
2024		2,461,644
Thereafter		128,909,979
<hr/>		
Total	\$	139,484,793

Note 8: Net Resident Service Revenue

Net resident service revenue consisted of the following for the years ended December 31, 2019 and 2018:

	2019	2018
Resident service revenue:		
Resident services by payor:		
Medicaid	\$ 242,162	\$ 285,534
Medicare	1,140,487	1,142,895
Private	4,975,808	4,568,689
Resident fees:		
Amortization of deferred revenue on resident entrance fees	2,798,825	2,420,798
Maintenance fees	9,826,719	9,840,971
<hr/>		
Net resident service revenue	\$ 18,984,001	\$ 18,258,887

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 9: Deferred Revenue From Residential and Life Care Programs

Two residency contract options are available to Lake Tower Apartments residents: LifeCare and Standard. On occasion Saint John's will issue a "split" contract which combines LifeCare and Standard contract features to a couple when one of the individuals either is not qualified for LifeCare or declines the LifeCare offering. In those instances the characteristics of the LifeCare and Standard contract described herein govern all benefits and terms as they relate to each member of the couple, respectively. Each resident, upon entering those facilities, pays an "entrance fee." The entrance fee is a lump-sum amount, payable before occupancy. Under the LifeCare agreement, the entrance fee is 30% refundable. Under the Standard agreement, the entrance fee is 90% refundable upon the shorter of reoccupancy of the unit by a new resident or one year from the date the unit is vacated. Prior to 2014, the Organization also had LifeCare agreements that were nonrefundable or 90% refundable and offered Standard contracts that were 30% refundable. Some Lake Tower Apartments residents still have these contracts. The entrance fee varies according to the size and location of the apartment and is subject to change. The entrance fee is increased when a second person occupies an apartment. At December 31, 2019, the refundable entrance fees ranged from \$24,150 to \$850,000.

Under the LifeCare agreement, the Organization agrees to provide care to residents, when medically indicated, in Canterbury Court or Windsor/Stratford at a rate equal to the resident's current monthly fee, plus costs incurred for meal services. This rate does not include the costs of drugs, special treatments, special therapies, or physician services. These costs are the obligation of the residents. In addition, residents are required to continue participation in the Medicare program. Under the Standard agreement, residents are entitled to a total of 30 days of health care benefits at Canterbury Court or Windsor/Stratford. Residents may only use 10 days of health care benefits during the first 365 days of the Standard agreement.

The Organization also has residents under other agreements that are no longer offered, including nonrefundable LifeCare and rental agreements.

Under the LifeCare agreement's refund provisions, a portion of the entrance fee is required to be refunded to the resident or the resident's estate if occupancy is terminated under the following conditions:

- (a) If, within 30 days after occupancy of the unit, the resident dies or the agreement is terminated by the resident, the entrance fee is to be refunded in its entirety less the costs of refurbishing the unit and the unreimbursed costs of LifeCare and other services received by the resident.
- (b) If, after the first 30 days following the date the unit is occupied but within the first 90 days following the date the unit is occupied, the resident dies or either party terminates the LifeCare agreement, the Organization will refund 90% of the entrance fee, less the reasonable cost of returning the unit to the same condition as it was upon initial occupancy, reasonable wear and tear excluded.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 9: Deferred Revenue From Residential and Life Care Programs (Continued)

- (c) If the resident dies or terminates the LifeCare agreement after 90 days following the date the unit is occupied, as defined, a refund of the entrance fee will be made as follows:
- If the resident has elected the 30% refundable entrance fee option, the entrance fee refund will amortize from 90% of the entrance fee to 30% of the entrance fee in equal increments (1.333% per month) over the subsequent 45 months less the reasonable cost of returning the unit to the same condition as it was upon initial occupancy, reasonable wear and tear excluded.
 - If the resident has elected the 90% refundable entrance fee option, the resident's entrance fee refund will equal 90% of the entrance fee less the reasonable cost of returning the unit to the same condition as it was upon initial occupancy, reasonable wear and tear excluded.

Any refund owed to the resident, under either the 30% or 90% option, will be paid by the earlier of the Organization's receipt of an entrance fee from a new occupant for the vacated unit or within one year from the date the unit is vacated.

Under the Standard agreement, if the resident dies or the Standard agreement is terminated by either party within the first 30 days, the Organization will refund the entire entrance fee. If, after the first 30 days following the date the unit is occupied, as defined, the resident dies or either party terminates the standard agreement, the Organization will refund the refundable portion of the entrance fee, less the reasonable cost of returning the unit to the same condition as it was upon initial occupancy, reasonable wear and tear excluded. Any refund owed to the resident will be paid by the earlier of the Organization's receipt of an entrance fee from a new occupant for the vacated unit or within one year from the date the unit is vacated.

The make-up of the Organization's residency contracts consisted of the following at December 31:

	2019		2018	
	Residents Under Contract	Refundable Entrance Fee	Residents Under Contract	Refundable Entrance Fee
Nonrefundable LifeCare	44	\$ -	48	\$ -
Nonrefundable Rental	4	-	4	-
30% Refundable LifeCare	97	10,014,390	85	8,227,862
30% Refundable Split-LifeCare	5	611,190	5	549,270
90% Refundable LifeCare	31	12,690,963	32	13,549,968
90% Refundable Split-LifeCare	1	283,472	1	283,472
90% Refundable Standard	41	16,064,460	40	16,047,720
90% Refundable Rental	1	79,583	1	79,763
100% Refundable Rental	2	456,100	3	662,800
Totals	226	\$ 40,200,158	219	\$ 39,400,855

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 10: Expansion Deposits

The Organization has received partial payments for entrance fees associated to units for the Tower Project (Note 5). Depositors contribute 10% of the entrance fee to reserve a unit, and owe the remaining portion of the entrance fee based on occupancy of the unit. Amounts received have been recorded as assets limited as to use and expansion deposits liability in the consolidated balance sheets.

Note 11: Community Benefit and Charity Care

The estimated cost of providing care to residents under the Organization's charity care policy was approximately \$165,000 and \$201,000 in 2019 and 2018, respectively, calculated by multiplying the ratio of cost to gross charges for the Organization by the gross uncompensated charges associated with providing charity care.

Health care services to patients under the Medicaid program are also considered part of the Organization's benefit provided to the community, since a substantial portion of such services are reimbursed at amounts less than the cost of providing care. The Organization's shortfall (the difference between program reimbursement and costs to provide services) from the Medicaid program was \$351,000 and \$657,000 in 2019 and 2018, respectively.

Note 12: Net Assets with Donor Restrictions

Net assets with donor restrictions were available for the following purposes at December 31:

	2019	2018
Subject to expenditure for specific purpose, and functioning as an endowment:		
Chaplaincy and chapel music	\$ 2,561,588	\$ 2,235,669
Charitable care	238,235	142,232
Scholarships	372,439	207,472
Lifestreams program fund	173,045	126,516
Musical programming	240,936	205,641
Garden and nature fund	41,445	33,250
Visual impairment	263,593	231,242
Subject to expenditure for specific purpose:		
Music	25,968	45,240
Knowledge initiative	98,633	44,917
Other	85,145	43,138
Total net assets with donor restrictions	\$ 4,101,027	\$ 3,315,317

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 13: Endowment Funds

The Foundation's endowments consist of various funds established to benefit the Corporation for a variety of purposes. These funds are maintained by the Foundation in various investments, and the Foundation is responsible for investment decisions.

The Board of Directors has interpreted Wisconsin's adoption of the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor restricted endowment funds absent explicit donor stipulations to the contrary. The Organization classifies as an endowment (a) the original value of gifts donated, (b) the original value of subsequent gifts, and (c) accumulations to the endowment made in accordance with the direction of applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment funds in excess of the original fair value is classified as net assets with donor restrictions until those amounts are appropriated for expenditure in a manner consistent with the standard of prudence prescribed by UPMIFA. If the market value of the endowment net assets at year-end is below the original fair value, the deficit is recorded as a reduction in net assets with donor restrictions.

The primary long-term financial objective for the Organization's endowments is to preserve the real purchasing power of endowment assets and income after accounting for endowment spending and costs of portfolio management. Performance of the overall endowment against this objective is measured over rolling periods of 20 quarters.

The endowment funds are managed to optimize the long-run total rate of return on invested assets, assuming a prudent level of risk. The goal for this rate of return is one that provides funding for the Organization's existing spending policy. Over the short term, the return for each element of the endowment portfolio should match or exceed each of the returns for the broader capital markets in which assets are invested.

The endowment assets are governed by a spending policy that seeks to distribute a specific payout rate of the endowment base to support the Organization's programs. The endowment base will be defined as the 20 quarter moving average of the market value of the total endowment plus any board-designated additional distribution for earnings in excess of the specific payout rate. The distribution or payout rate will be calculated at a specific fixed percentage of the base. Such a policy will allow for a greater predictability of spendable income for budgeting purposes and for gradual steady growth for the support of operations by the endowments. In addition, this policy will minimize the probability of invading the principal over the long term. Spending in a given year will reduce the unit value of each endowment element by the payout percentage. In the case of short-term declines in the market value of the endowment pool of funds, the overall spending rate may be calculated below the designated payout percentage in order to maintain the original unit value of certain elements of the true endowment. Growth of the unit values over time should allow for spending of principal without drawing from the original corpus of a particular gift.

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 13: Endowment Funds (Continued)

As of December 31, 2019 and 2018, the Board of Directors had designated \$4,268,504 and \$3,744,439, respectively, of net assets without donor restrictions as a general endowment fund to support the mission of the Organization. In addition, the endowment fund also consists of funds that are donor restricted for a specific purpose, but which the Board of Directors manages as endowment funds. There are no funds designated as endowments by a donor; however, there are funds that are being managed as endowments where donors have specified a particular purpose.

Endowment funds are invested in cash and cash equivalents and equity and fixed-income mutual funds. The total endowment is monitored on a continual basis for consistency of investment philosophy, return relative to objectives, and asset allocation.

Endowment net asset composition by type of fund as of December 31, 2019 and 2018 was as follows:

	2019	2018
Without donor restrictions	\$ 4,268,504	\$ 3,744,439
With donor restrictions	3,891,281	3,182,022
Totals	\$ 8,159,785	\$ 6,926,461

Changes in endowment net assets were as follows:

	Without donor restrictions	With donor restrictions	Total
Endowments at December 31, 2017	\$ 4,055,565	\$ 3,353,855	\$ 7,409,420
Investment losses	(303,619)	(254,883)	(558,502)
Contributions	121,793	183,419	305,212
Endowment distributions	(129,300)	(100,369)	(229,669)
Endowments at December 31, 2018	3,744,439	3,182,022	6,926,461
Investment earnings (losses)	680,179	599,327	1,279,506
Contributions	12,286	255,933	268,219
Endowment distributions	(168,400)	(146,001)	(314,401)
Endowments at December 31, 2019	\$ 4,268,504	\$ 3,891,281	\$ 8,159,785

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 14: Malpractice Insurance

The Organization's liability insurance for claim losses of less than \$1,000,000 per claim and \$3,000,000 per year covers professional liability claims reported during a policy year regardless of when the claims are reported (occurrence coverage). In addition, the Organization has umbrella coverage for all losses of up to \$8,000,000 per claim and \$8,000,000 per year, also on an occurrence coverage basis. The liability insurance policy is renewable annually and has been renewed by the insurance carrier for the annual period extending through January 1, 2021.

Note 15: Retirement Plan

The Organization sponsors a noncontributory defined contribution plan covering all eligible employees. The Organization's contributions to the plan are based on a percentage, subject to review and change at the discretion of the Board of Directors, of the annual compensation of all participants, as defined by the plan. The Organization recognized expense of approximately \$300,000 and \$302,000 related to this plan in 2019 and 2018, respectively.

Note 16: Functional Expenses

The Organization provides general health care services to residents. Expenses related to providing these services for the years ended December 31, 2019 and 2018 are as follows:

2019	Health Care services	Administrative and General	Fundraising	Totals
Salaries and wages	\$ 6,663,697	\$ 1,736,131	\$ 168,375	\$ 8,568,203
Employee benefits	1,452,507	751,655	29,912	2,234,074
Professional fees and purchased services	922,649	548,506	-	1,471,155
Supplies	328,525	262,398	-	590,923
Utilities	1,035,543	219,797	-	1,255,340
Depreciation and amortization	9,083,752	-	-	9,083,752
Interest	1,957,640	-	-	1,957,640
Other	1,229,716	531,705	-	1,761,421
Total	\$ 22,674,029	\$ 4,050,192	\$ 198,287	\$ 26,922,508

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 16: Functional Expenses (Continued)

2018	Health Care services	Administrative and General	Fundraising	Totals
Salaries and wages	\$ 6,232,678	\$ 1,671,374	\$ 158,598	\$ 8,062,650
Employee benefits	1,212,621	787,581	28,714	2,028,916
Professional fees and purchased services	931,870	456,995	-	1,388,865
Supplies	316,178	254,942	-	571,120
Utilities	1,060,884	204,061	-	1,264,945
Depreciation and amortization	8,613,169	-	-	8,613,169
Interest	2,016,064	-	-	2,016,064
Other	1,272,277	456,279	-	1,728,556
Total	\$ 21,655,741	\$ 3,831,232	\$ 187,312	\$ 25,674,285

These costs above are allocated based on time and specific costs incurred, except for utilities and other, which are allocated based on statistical analysis.

Note 17: Unemployment Compensation

The Organization has elected reimbursement financing under provisions of the Wisconsin unemployment compensation laws. At December 31, 2019 and 2018, the Organization had provided a letter of credit in the amount of approximately \$163,000 to the Treasurer of the Unemployment Reserve Fund of the State of Wisconsin as collateral for payment of eligible benefits. The letter of credit expires December 31, 2023.

Note 18: Concentration of Credit Risk

Financial instruments that subject the Organization to possible credit risk consist principally of cash deposits in excess of insured levels, investments that are uninsured, and accounts receivable.

The Organization grants credit without collateral to its residents. The mix of gross receivables from residents and third-party payors was as follows at December 31:

	2019	2018
Medicare	27 %	37 %
Medicaid	8	3
Private-pay and other insurance	65	60
Totals	100 %	100 %

Saint John's Communities, Inc. and Subsidiary

Notes to Consolidated Financial Statements

Note 18: Concentration of Credit Risk (Continued)

The Organization maintains a depository relationship with a financial institution that is a Federal Deposit Insurance Corporation (FDIC) insured institution. The Organization maintains cash in accounts at this institution which are insured by the FDIC up to \$250,000. At December 31, 2019, the Organization exceeded insured limits by approximately \$1,334,000. Investments classified as assets limited as to use held by financial institutions are uninsured.

Note 19: Liquidity

As part of the Organization's liquidity management, it invests cash in excess of daily requirements in a variety of investment vehicles. These board designated funds, included in assets limited as to use, are considered available for operational or capital needs and other activities, except for investment vehicles with restrictive redemption requirements. The Organization does not consider amount held for donor restriction for specific purposes to be available for general expenditure. In the event of a liquidity need, the Organization could also draw upon its \$3,000,000 line of credit.

As of December 31, 2019 and 2018, financial assets and liquidity resources available within one year for general expenditure, such as operating expenses, scheduled debt service payments, and capital items, were as follows:

	2019	2018
Financial assets:		
Cash	\$ 1,000,186	\$ -
Assets limited as to use	44,936,169	38,974,814
Accounts receivable	880,367	963,336
Liquidity resource - line of credit	3,000,000	3,000,000
Total	\$ 49,816,722	\$ 42,938,150

Note 20: Subsequent Event

Beginning in March 2020, the United States economy began suffering adverse effects from the Covid 19 virus crisis ("CV19 Crisis"). As of the date of issuance of the consolidated financial statements the Organization has started see adverse impacts of the CV19 Crisis in the form of a decline in investment values. The future impact of the CV19 Crisis on the Corporation cannot be reasonably estimated at this time.

Supplementary Information



Independent Auditor's Report on Supplementary Information

Board of Directors
Saint John's Communities, Inc. and Subsidiary
Milwaukee, Wisconsin

We have audited the consolidated financial statements of Saint John's Communities, Inc. and Subsidiary ("the Organization") as of and for the years ended December 31, 2019 and 2018, and our report thereon dated April 7, 2020, which expressed an unmodified opinion on those financial statements, appears on page 1. Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplementary information appearing on pages 34 through 41 is presented for purposes of additional analysis and is not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

A handwritten signature in black ink that reads "Wipfli LLP".

Wipfli LLP
Milwaukee, Wisconsin

April 7, 2020

Saint John's Communities, Inc. and Subsidiary

Consolidating Balance Sheet

December 31, 2019

Assets	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Current assets:				
Cash	\$ 1,000,186	\$ -	\$ -	\$ 1,000,186
Receivables:				
Residents - Net	880,367	-	-	880,367
Prepaid expenses and other	367,586	-	-	367,586
Due from related party	65,500	-	(65,500)	-
Total current assets	2,313,639	-	(65,500)	2,248,139
Property and equipment - Net	146,269,199	-	-	146,269,199
Assets limited as to use	66,001,248	8,249,732	-	74,250,980
Development costs - Net	954,764	-	-	954,764
Investment in unconsolidated affiliate	74,998	-	-	74,998
TOTAL ASSETS	\$ 215,613,848	\$ 8,249,732	\$ (65,500)	\$ 223,798,080

Saint John's Communities, Inc. and Subsidiary

Consolidating Balance Sheet (Continued)

December 31, 2019

Liabilities and Net Assets	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Current liabilities:				
Current maturities of long-term debt	\$ 1,203,591	\$ -	\$ -	\$ 1,203,591
Accounts payable:				
Trade	463,062	-	-	463,062
Construction related costs	57,702	-	-	57,702
Accrued expenses	2,713,550	2,500	-	2,716,050
Advance deposits and prepayments	1,303,542	-	-	1,303,542
Due to related party	-	65,500	(65,500)	-
Total current liabilities	5,741,447	68,000	(65,500)	5,743,947
Long-term liabilities:				
Long-term debt, less current maturities	139,246,143	-	-	139,246,143
Refundable entrance fees	40,200,158	-	-	40,200,158
Expansion deposits	5,791,784	-	-	5,791,784
Contract liability - deferred revenue	21,566,277	-	-	21,566,277
Total long-term liabilities	206,804,362	-	-	206,804,362
Total liabilities	212,545,809	68,000	(65,500)	212,548,309
Net assets:				
Without donor restrictions	2,880,239	4,268,505	-	7,148,744
With donor restrictions	187,800	3,913,227	-	4,101,027
Total net assets	3,068,039	8,181,732	-	11,249,771
TOTAL LIABILITIES AND NET ASSETS	\$ 215,613,848	\$ 8,249,732	\$ (65,500)	\$ 223,798,080

See Independent Auditor's Report on Supplementary Information.

Saint John's Communities, Inc. and Subsidiary

Consolidating Balance Sheet

December 31, 2018

Assets	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Current assets:				
Cash	\$ -	\$ -	\$ -	\$ -
Receivables:				
Residents - Net	960,881	-	-	960,881
Pledges	-	2,455	-	2,455
Prepaid expenses and other	213,316	-	-	213,316
Due from related party	28,104	-	(28,104)	-
Total current assets	1,202,301	2,455	(28,104)	1,176,652
Property and equipment - Net	91,146,159	-	-	91,146,159
Assets limited as to use	113,851,020	6,973,884	-	120,824,904
Development costs - Net	1,528,018	-	-	1,528,018
Investment in unconsolidated affiliate	74,998	-	-	74,998
TOTAL ASSETS	\$ 207,802,496	\$ 6,976,339	\$ (28,104)	\$ 214,750,731

Saint John's Communities, Inc. and Subsidiary

Consolidating Balance Sheet (Continued)

December 31, 2018

Liabilities and Equity	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Current liabilities:				
Current maturities of long-term debt	\$ 1,169,335	\$ -	\$ -	\$ 1,169,335
Accounts payable:				
Trade	533,097	-	-	533,097
Construction related costs	194,587	-	-	194,587
Accrued expenses	2,624,813	2,500	-	2,627,313
Advance deposits and prepayments	1,290,632	-	-	1,290,632
Due to related party	-	28,104	(28,104)	-
Total current liabilities	5,812,464	30,604	(28,104)	5,814,964
Long-term liabilities:				
Long-term debt, less current maturities	135,942,448	-	-	135,942,448
Refundable entrance fees	39,400,855	-	-	39,400,855
Expansion deposits	5,710,265	-	-	5,710,265
Contract liability - deferred revenue	19,273,130	-	-	19,273,130
Total long-term liabilities	200,326,698	-	-	200,326,698
Total liabilities	206,139,162	30,604	(28,104)	206,141,662
Net assets:				
Without donor restrictions	1,549,313	3,744,439	-	5,293,752
With donor restrictions	114,021	3,201,296	-	3,315,317
Total net assets	1,663,334	6,945,735	-	8,609,069
TOTAL LIABILITIES AND NET ASSETS	\$ 207,802,496	\$ 6,976,339	\$ (28,104)	\$ 214,750,731

See Independent Auditor's Report on Supplementary Information.

Saint John's Communities, Inc. and Subsidiary

Consolidating Statement of Operations

Year Ended December 31, 2019

	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Revenue:				
Net resident service revenue	\$ 18,984,001	\$ -	\$ -	\$ 18,984,001
Investment income	1,135,127	112,510	-	1,247,637
Contributions	175,596	12,286	(168,400)	19,482
Net assets released from restrictions for operations	352,279	148,201	(139,701)	360,779
Other operating income	1,493,372	-	-	1,493,372
Total revenue	22,140,375	272,997	(308,101)	22,105,271
Expenses:				
Direct care	5,111,907	-	-	5,111,907
Dietary	2,609,349	-	-	2,609,349
Maintenance	2,146,250	-	-	2,146,250
Housekeeping	562,980	-	-	562,980
Administration	5,439,568	2,562	-	5,442,130
Distributions	-	316,601	(308,101)	8,500
Depreciation and amortization	9,083,752	-	-	9,083,752
Interest	1,957,640	-	-	1,957,640
Total expenses	26,911,446	319,163	(308,101)	26,922,508
Loss from operations	(4,771,071)	(46,166)	-	(4,817,237)
Nonoperating income -				
Change in net unrealized gains and losses on investments	6,002,026	570,232	-	6,572,258
Excess of revenue over expenses	1,230,955	524,066	-	1,755,021
Other changes in net assets without donor restrictions -				
Net assets released from restrictions for purchase of property and equipment	99,971	-	-	99,971
Increase in net assets without donor restrictions	\$ 1,330,926	\$ 524,066	\$ -	\$ 1,854,992

See Independent Auditor's Report on Supplementary Information.

Saint John's Communities, Inc. and Subsidiary

Consolidating Statement of Operations

Year Ended December 31, 2018

	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Revenue:				
Net resident service revenue	\$ 18,258,887	\$ -	\$ -	\$ 18,258,887
Investment income	2,211,693	170,609	-	2,382,302
Contributions	149,536	121,793	(129,300)	142,029
Net assets released from restrictions for operations	372,546	105,383	(97,883)	380,046
Other operating income	1,515,752	-	-	1,515,752
Total revenue	22,508,414	397,785	(227,183)	22,679,016
Expenses:				
Direct care	5,061,497	-	-	5,061,497
Dietary	2,472,442	-	-	2,472,442
Maintenance	1,966,313	-	-	1,966,313
Housekeeping	473,572	-	-	473,572
Administration	5,061,164	2,564	-	5,063,728
Distributions	-	234,683	(227,183)	7,500
Cost to acquire contracts	-	-	-	-
Depreciation and amortization	8,613,169	-	-	8,613,169
Interest	2,016,064	-	-	2,016,064
Total expenses	25,664,221	237,247	(227,183)	25,674,285
Excess (deficiency) of revenue over expenses	(3,155,807)	160,538	-	(2,995,269)
Other changes in net assets without donor restrictions:				
Change in net unrealized gains and losses on investments	(4,130,447)	(471,664)	-	(4,602,111)
Net assets released from restrictions for purchase of property and equipment	93,127	-	-	93,127
Decrease in net assets without donor restrictions	\$ (7,193,127)	\$ (311,126)	\$ -	(7,504,253)

See Independent Auditor's Report on Supplementary Information.

Saint John's Communities, Inc. and Subsidiary

Consolidating Statement of Changes in Net Assets

Year Ended December 31, 2019

	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Net assets without donor restrictions:				
Excess of revenue over expenses	\$ 1,230,955	\$ 524,066	\$ -	\$ 1,755,021
Net assets released from restrictions for purchase of property and equipment	99,971	-	-	99,971
Increase in net assets without donor restrictions	1,330,926	524,066	-	1,854,992
Net assets with donor restrictions:				
Contributions	526,029	256,955	(139,701)	643,283
Investment income	-	97,499	-	97,499
Change in net unrealized gains and losses on investments	-	505,678	-	505,678
Net assets released from restriction	(452,250)	(148,201)	139,701	(460,750)
Increase in net assets with donor restrictions	73,779	711,931	-	785,710
Change in net assets	1,404,705	1,235,997	-	2,640,702
Net assets at beginning	1,663,334	6,945,735	-	8,609,069
Net assets at end	\$ 3,068,039	\$ 8,181,732	\$ -	\$ 11,249,771

See Independent Auditor's Report on Supplementary Information.

Saint John's Communities, Inc. and Subsidiary

Consolidating Statement of Changes in Net Assets

Year Ended December 31, 2018

	Saint John's Communities, Inc.	Saint John's Communities Foundation, Inc.	Eliminations	Consolidated
Net assets without donor restrictions:				
Excess (deficiency) of revenue over expenses	\$ (3,155,807)	\$ 160,538	\$ -	\$ (2,995,269)
Change in net unrealized gains and losses on investments	(4,130,447)	(471,664)	-	(4,602,111)
Net assets released from restrictions for purchase of property and equipment	93,127	-	-	93,127
<hr/>				
Decrease in net assets without donor restrictions	(7,193,127)	(311,126)	-	(7,504,253)
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Net assets with donor restrictions:				
Contributions	523,625	185,001	(97,883)	610,743
Investment income	-	140,699	-	140,699
Change in net unrealized gains and losses on investments	-	(398,565)	-	(398,565)
Net assets released from restriction	(465,673)	(105,383)	97,883	(473,173)
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Increase (decrease) in net assets with donor restrictions	57,952	(178,248)	-	(120,296)
<hr/>				
Change in net assets	(7,135,175)	(489,374)	-	(7,624,549)
Net assets at beginning	8,798,509	7,435,109	-	16,233,618
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Net assets at end	\$ 1,663,334	\$ 6,945,735	\$ -	\$ 8,609,069

See Independent Auditor's Report on Supplementary Information.