

MARIAN MANOR, INC.
TAUNTON, MASSACHUSETTS
FINANCIAL STATEMENTS
AND INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2022 AND 2021

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Marian Manor, Inc.
Taunton, Massachusetts

Opinion

We have audited the accompanying financial statements of Marian Manor, Inc. (a nonprofit organization) ("the Home"), which comprise the statements of financial position as of December 31, 2022 and 2021, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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 the Home 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.

Substantial Doubt about the Organization's Ability to Continue as a Going Concern

The accompanying financial statements have been prepared assuming that the Home will continue as a going concern. As discussed in Note A to the financial statements, the Home has suffered recurring significant reductions in revenues, has a net deficiency in net assets, and has stated that substantial doubt exists about the Home's ability to continue as a going concern. Management's evaluation of the events and conditions and management's plans regarding those matters are also described in Note A. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion is not modified with respect to that matter.

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 the Home's ability to continue as a going concern within one year after the date that 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 generally accepted auditing standards 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 generally accepted auditing standards, we:

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



Wellesley, Massachusetts
May 18, 2023

MARIAN MANOR, INC.
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2022 AND 2021

ASSETS

	<u>2022</u>	<u>2021</u>
Cash and cash equivalents	\$ -	\$ 572,946
Patient accounts receivable, less allowances for uncollectible accounts of \$25,000 and \$85,000 at December 31, 2022 and 2021, respectively	610,173	710,941
Inventories of supplies	20,970	17,903
Prepaid expenses	<u>43,562</u>	<u>40,948</u>
TOTAL CURRENT ASSETS	674,705	1,342,738
Property and equipment:		
Land and land improvements	88,623	88,623
Building and building improvements	3,345,629	3,345,629
Equipment	1,221,212	1,211,872
Vehicles	52,000	52,000
Construction in progress	<u>10,444</u>	<u>-</u>
	4,717,908	4,698,124
Less allowances for depreciation and amortization	<u>3,831,580</u>	<u>3,697,056</u>
	886,328	1,001,068
Restricted cash	16,130	47,085
Other assets	<u>-</u>	<u>-</u>
TOTAL ASSETS	<u>\$ 1,577,163</u>	<u>\$ 2,390,891</u>

LIABILITIES AND NET ASSETS (DEFICIT)

Bank overdraft	\$ 248,707	\$ -
Accounts payable	699,538	352,170
Custodial funds	16,130	47,085
Due to affiliates	3,004,771	2,956,798
Accrued expenses	514,913	608,203
Current portion of long-term debt	<u>18,534</u>	<u>18,115</u>
TOTAL CURRENT LIABILITIES	4,502,593	3,982,371
Long-term debt, less current portion	<u>505,497</u>	<u>522,504</u>
TOTAL LIABILITIES	5,008,090	4,504,875
Net assets (deficit) without donor restrictions	<u>(3,430,927)</u>	<u>(2,113,984)</u>
TOTAL NET ASSETS (DEFICIT)	<u>(3,430,927)</u>	<u>(2,113,984)</u>
TOTAL LIABILITIES AND NET ASSETS (DEFICIT)	<u>\$ 1,577,163</u>	<u>\$ 2,390,891</u>

See accompanying notes to financial statements.

MARIAN MANOR, INC.
STATEMENTS OF ACTIVITIES
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
Revenue and other support:		
Patient service revenue (net of contractual allowances and discounts)	\$ 6,255,656	\$ 7,191,164
COVID-19 related relief revenue	517,386	355,413
Interest income	485	878
Donations	6,915	9,172
Gain on disposal of property and equipment	-	398,242
Other	<u>90,696</u>	<u>227,559</u>
 TOTAL REVENUE AND OTHER SUPPORT	 6,871,138	 8,182,428
Expenses:		
Program services:		
Health services	7,379,407	8,047,552
Adult day care	<u>-</u>	<u>16,718</u>
TOTAL PROGRAM SERVICES EXPENSES	7,379,407	8,064,270
Supporting services:		
Management and general	<u>808,674</u>	<u>761,688</u>
TOTAL SUPPORTING SERVICES EXPENSES	<u>808,674</u>	<u>761,688</u>
 TOTAL EXPENSES	 <u>8,188,081</u>	 <u>8,825,958</u>
 CHANGES IN NET ASSETS (DEFICIT)	 (1,316,943)	 (643,530)
Net assets (deficit) at beginning of year	<u>(2,113,984)</u>	<u>(1,470,454)</u>
 NET ASSETS (DEFICIT) AT END OF YEAR	 <u>\$ (3,430,927)</u>	 <u>\$ (2,113,984)</u>

See accompanying notes to financial statements.

MARIAN MANOR, INC.
STATEMENTS OF FUNCTIONAL EXPENSES
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022				
	PROGRAM SERVICES			SUPPORTING SERVICES	
	Health Services	Adult Day Care	Total Program Services	Management and General	Total
Salaries and wages	\$ 3,248,892	\$ -	\$ 3,248,892	\$ 289,838	\$ 3,538,730
Payroll taxes	256,916	-	256,916	22,920	279,836
Employee benefits	457,967	-	457,967	40,856	498,823
Office expenses	-	-	-	105,050	105,050
Travel	-	-	-	6,681	6,681
Professional fees	-	-	-	28,420	28,420
Provision for bad debts	11,116	-	11,116	-	11,116
Depreciation and amortization	117,477	-	117,477	17,047	134,524
Interest	13,272	-	13,272	-	13,272
Advertising	-	-	-	16,861	16,861
Occupancy	259,365	-	259,365	29,612	288,977
Supplies and other	277,740	-	277,740	-	277,740
Purchased services	1,882,959	-	1,882,959	11,268	1,894,227
Food	169,284	-	169,284	-	169,284
Management fee	-	-	-	206,617	206,617
User fee	444,843	-	444,843	-	444,843
COVID-19 testing	190,750	-	190,750	-	190,750
Miscellaneous	48,826	-	48,826	33,504	82,330
 TOTAL EXPENSES AS PRESENTED ON THE STATEMENTS OF ACTIVITIES	 <u>\$ 7,379,407</u>	 <u>\$ -</u>	 <u>\$ 7,379,407</u>	 <u>\$ 808,674</u>	 <u>\$ 8,188,081</u>

See accompanying notes to financial statements.

MARIAN MANOR, INC.
STATEMENTS OF FUNCTIONAL EXPENSES (CONTINUED)
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2021				
	PROGRAM SERVICES			SUPPORTING SERVICES	
	Health Services	Adult Day Care	Total Program Services	Management and General	Total
Salaries and wages	\$ 3,718,117	\$ 60	\$ 3,718,177	\$ 264,845	\$ 3,983,022
Payroll taxes	311,553	-	311,553	22,192	333,745
Employee benefits	505,488	-	505,488	36,006	541,494
Office expenses	-	-	-	90,526	90,526
Travel	-	-	-	4,798	4,798
Professional fees	-	-	-	23,348	23,348
Provision for bad debts	116,533	-	116,533	-	116,533
Depreciation and amortization	120,332	-	120,332	19,199	139,531
Interest	13,943	-	13,943	-	13,943
Advertising	-	-	-	10,212	10,212
Occupancy	229,562	6,838	236,400	26,209	262,609
Supplies and other	387,586	-	387,586	-	387,586
Purchased services	1,489,819	9,820	1,499,639	11,047	1,510,686
Food	194,312	-	194,312	-	194,312
Management fee	-	-	-	225,400	225,400
User fee	524,716	-	524,716	-	524,716
COVID-19 testing	406,785	-	406,785	-	406,785
Miscellaneous	28,806	-	28,806	27,906	56,712
TOTAL EXPENSES AS PRESENTED ON THE STATEMENTS OF ACTIVITIES	\$ 8,047,552	\$ 16,718	\$ 8,064,270	\$ 761,688	\$ 8,825,958

See accompanying notes to financial statements.

MARIAN MANOR, INC.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
Cash flows from operating activities:		
Changes in net assets (deficit)	\$ (1,316,943)	\$ (643,530)
Adjustments to reconcile changes in net assets (deficit) to net cash used by operating activities:		
Depreciation and amortization	134,524	139,531
Provision for bad debts	11,116	116,533
Gain on disposal of property and equipment	-	(398,242)
(Increase) decrease in:		
Patient accounts receivable	89,652	273,687
Other receivable	-	60,746
Inventories of supplies	(3,067)	4,441
Prepaid expenses	(2,614)	5,639
Increase (decrease) in:		
Accounts payable	347,368	(89,778)
Due to affiliates	(7,027)	2,066
Accrued expenses and custodial funds	(124,245)	(339,097)
TOTAL ADJUSTMENTS	<u>445,707</u>	<u>(224,474)</u>
NET CASH USED BY OPERATING ACTIVITIES	(871,236)	(868,004)
Cash flows from investing activities:		
Proceeds from disposal of property and equipment, net of selling expenses of \$-0- and \$33,560, respectively	-	466,440
Purchases of property and equipment	(19,784)	(140,876)
NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES	(19,784)	325,564
Cash flows from financing activities:		
Principal payments of long-term debt	(16,588)	(36,050)
Funds paid back to affiliates	-	(159,000)
Increase in bank overdraft	248,707	-
Funds advanced from affiliates	55,000	-
NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES	<u>287,119</u>	<u>(195,050)</u>
NET DECREASE IN CASH, CASH EQUIVALENTS AND RESTRICTED CASH	(603,901)	(737,490)
Cash, cash equivalents, and restricted cash at beginning of year	<u>620,031</u>	<u>1,357,521</u>
CASH, CASH EQUIVALENTS, AND RESTRICTED CASH AT END OF YEAR	<u>\$ 16,130</u>	<u>\$ 620,031</u>

See accompanying notes to financial statements.

MARIAN MANOR, INC.
 STATEMENTS OF CASH FLOWS (CONTINUED)
 FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
Supplemental disclosures of cash flow information:		
Cash paid during the year for:		
Income taxes	\$ -	\$ -
Interest	\$ 12,217	\$ 14,018

The following table provides a reconciliation of cash, cash equivalents, and restricted cash reported within the statements of financial position that sum to the totals of the same such amounts in the statements of cash flows:

	<u>2022</u>	<u>2021</u>
Cash and cash equivalents	\$ -	\$ 572,946
Restricted cash	<u>16,130</u>	<u>47,085</u>
	<u>\$ 16,130</u>	<u>\$ 620,031</u>

See accompanying notes to financial statements.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES

Marian Manor, Inc. ("the Home") is a non-profit corporation founded for the purpose of maintaining and operating a nursing and rehabilitation center for the aged and infirm. The Home is located in Taunton, Massachusetts and provides services primarily to residents of the region.

The Home had also operated Bethany House Adult Day Care Center. On April 1, 2021, the Commonwealth of Massachusetts' Division of Health Care Facility Licensure and Certification approved the Home's request to officially close Bethany House. Subsequently, the Home sold the building that had housed the operations as well as all associated equipment.

The significant accounting policies followed by the Home are described below.

Going Concern

The financial statements were prepared on a going concern basis. The going concern basis assumes that the Home will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of operations.

As indicated in the accompanying financial statements, during the year ended December 31, 2022, the Home had a decrease in patient service revenue of \$951,540, a decrease in net assets (deficit) of \$1,316,943, negative cash flows from operating activities of \$871,236, and at December 31, 2022, the Home had a negative working capital of \$3,827,888. To date in 2023, the Home has continued to experience a further decrease in patient service revenue as well as a further decrease in net assets (deficit) and negative cash flows from operating activities. Whether and when the Home can attain an increase in patient service revenue, an increase in net assets (deficit), and a positive working capital is uncertain. Management of the Home is developing a plan to increase its patient service revenue through increased marketing efforts. In addition, management has implemented expense controls. Management believes that this combination of managing expenses and producing additional revenue from increased marketing efforts will maximize the Home's ability to remain in business.

Management has concluded that the combination of these uncertainties casts substantial doubt upon the Home's ability to continue as a going concern within one year from issuance of these financial statements. Therefore, the Home may be unable to realize its assets and discharge its liabilities in the normal course of operations. The financial statements do not include any adjustments that might be necessary should the Home be unable to continue as a going concern.

Accrual Basis

The financial statements of the Home have been prepared on the accrual basis of accounting and, accordingly, reflect all significant receivables, payables and other liabilities.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES (Continued)

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.

Basis of Presentation

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

Net assets (deficit) without donor restrictions - Net assets (deficit) available for use in general operations and not subject to donor-imposed stipulations.

Net assets (deficit) with donor restrictions - Net assets (deficit) 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. 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 was restricted has been fulfilled, or both.

The Home had no net assets (deficit) with donor restrictions at December 31, 2022 and 2021.

Revenues are reported as increases in net assets (deficit) without donor restriction unless use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in net assets (deficit) without donor restriction. Gains and losses on investments and other assets or liabilities, other than endowment and similar funds, are reported as increases or decreases in net assets (deficit) without donor restriction unless their use is restricted by explicit donor stipulations. Expirations of time restrictions on net assets (deficit) (i.e., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as reclassifications between the applicable classes of net assets (deficit) as net assets (deficit) released from restrictions.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Basis of Presentation (Continued)

Contributions, including unconditional promises to give, are recognized as revenues in the period received. Conditional promises to give are not recognized until they become unconditional; that is, when the conditions on which they depend are substantially met. Contributions of property and equipment without donor restrictions concerning the use of such long-lived assets are reported as revenue of the net assets (deficit) without donor restrictions. Contributions of cash or other assets to be used to acquire property and equipment are reported as revenue of the net assets (deficit) with donor restrictions; the restrictions are considered to be released at the time of acquisition of such long-lived assets. Contributions of assets other than cash are recorded at their estimated fair value. Contributions to be received after one year are discounted at an appropriate discount rate commensurate with the risks involved. Amortization of discounts is recorded as additional contribution revenue in accordance with donor-imposed restrictions, if any, on the contributions. An allowance for uncollectible contributions receivable is provided based upon management's judgment including such factors as prior collection history, type of contribution, and nature of fundraising activity.

The Home recognizes governmental grants once there is reasonable assurance that any conditions attached to the grant will be met and the grant will be received. Once there is reasonable assurance that the conditions will be met, the grant is recognized on a systematic basis over the periods in which the Home recognizes as expenses the related costs for which the grants are intended to compensate. Thus, the Home would initially record the governmental grant as a deferred income liability and then reduce the liability and recognize revenue as the Home recognized the related cost to which the grant relates.

Functional Allocation of Expenses

The costs of program and supporting service activities have been summarized on a functional basis in the statements of activities. The statements of functional expenses present the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

The financial statements report certain categories that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include depreciation and amortization, insurance, and occupancy which are allocated on a square footage basis, as well as salaries and wages, payroll taxes and employee benefits, which are allocated on the basis of estimates of time and effort.

Patient Service Revenue

Patient service revenue is primarily derived from services rendered to patients for inpatient nursing care. The services provided by the Home have no fixed duration and can be terminated by the patient or the Home at any time and, therefore, each treatment is its own stand-alone contract.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Patient Service Revenue (Continued)

In order to recognize the patient service revenue, the Home identifies the patient's contract, identifies the performance obligations in the contract, determines the transaction price, allocates the transaction price to the performance obligations in the contract, and recognizes revenue when (or as) the Home satisfies a performance obligation.

Patient service revenue is reported at the estimated net realizable amount that reflects the consideration to which the Home expects to be entitled in exchange for providing resident and patient care. These amounts are due from residents, patients, third-party payors (including health insurers and government programs), and others for services rendered and includes variable consideration for retroactive revenue adjustments due to settlement of audits, reviews, and investigations. Revenue is recognized as performance obligations are satisfied.

Performance obligations are determined based on the nature of the services provided by the Home. Revenue for performance obligations satisfied over time is recognized based on actual charges incurred in relation to total expected (or actual) charges. The Home 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 and patients receiving skilled nursing services. The Home considers daily services provided to residents of the skilled nursing facility as separate performance obligations and measures these on a monthly basis, or upon move-out within the month, whichever is shorter. For nursing home residents, the Home measures the performance obligation from admission into the Home, to the point when it is no longer required to provide services to that resident, which is generally at the time of discharge.

The Home determines the transaction price based on standard charges for goods and services provided, reduced by contractual adjustments provided to third-party payors. The Home determines its estimates of contractual adjustments based on contractual agreements, its policies, and historical evidence.

Agreements with third-party payors typically provide for payments at amounts less than established charges. A summary of the payment arrangements with major third-party payors follows:

Medicaid - Standard Payments to Nursing Facilities

The Home receives reimbursement from the Commonwealth of Massachusetts under a standard rate of reimbursement payment system for the care and services rendered to publicly-aided patients pursuant to regulations promulgated by the Center for Health Information and Analysis. Under the regulations, current year rates are a combination of actual base year costs blended with industry standards adjusted for inflation. The base year costs are subject to audit and could result in a retroactive rate adjustment for the current year.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Patient Service Revenue (Continued)

Medicare - Patient Driven Payment Model

The Home receives reimbursement for the care of certain patients under the federally sponsored Medicare program through an insurance intermediary under a patient driven payment model. The federal rates utilize facility case-mix resident assessment data, completed by the skilled nursing facility ("SNF"), to assign patients into SNF Patient Driven Payment Model ("PDPM") using the underlying complexity and clinical needs of a patient as a basis for reimbursement. SNF's must complete the resident assessments according to a specific time schedule designed for Medicare payment. SNF's that do not comply with this requirement will be paid at a default payment (the lowest of the federal rates) for the days of a patient's care for which the SNF is not in compliance.

The Medicare program mandates the implementation of fee schedules for SNF therapy services to residents not in a covered Part A stay and to nonresidents who receive outpatient rehabilitation services from the SNF. The Centers for Medicare and Medicaid Services imposed a limit for both physical therapy (including speech therapy) and occupational therapy services, except for certain medical conditions. The Program is administered by the Centers for Medicare and Medicaid Services ("CMS").

Other

Payment agreements with certain commercial insurance carriers, health maintenance organizations, and preferred provider organizations provide for payment using prospectively determined daily rates.

Laws and regulations concerning government programs, including Medicare and Medicaid, are complex and subject to varying interpretation. As a result of investigations by governmental agencies, various health care organizations have received requests for information and notices regarding alleged noncompliance with those laws and regulations which, in some instances, have resulted in organizations entering into significant settlement agreements. Compliance with such laws and regulations may also be subject to future government review and interpretation as well as significant regulatory action, including fines, penalties, and potential exclusion from the related programs. There can be no assurance that regulatory authorities will not challenge the Home'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 Home. In addition, the contracts the Home has with commercial payors also provide for retroactive audit and review of claims.

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 Home'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 settlements are adjusted in future periods as adjustments become known (that is, new information becomes available), or as years are settled or are no longer subject to such audits, reviews, and investigations.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Patient Service Revenue (Continued)

Generally, residents who are covered by third-party payors are responsible for related deductibles and coinsurance, which vary in amount. The Home 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 changes to the estimate of the transaction price are generally recorded as adjustments to patient service revenue in the period of the change. See Note B for additional revenue recognized due to changes in its contractual adjustments 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.

The Home has determined that the nature, amount, timing and uncertainty of revenue and cash flows are affected by the following factors:

- Payors (for example, Medicare, Medicaid, managed care or other insurance, patient) have different reimbursement/payment methodologies
- Length of the patient's service/episode of care
- Method of reimbursement (fee for service or capitation)

For the years ended December 31, 2022 and 2021, the Home recognized revenue of \$6,255,656 and \$7,191,164, respectively, from goods and services that transfer to the patients or individuals over a period of time.

The opening and closing contracted balances were as follows:

	<u>Accounts Receivable</u>
Balance as of January 1, 2021	\$1,101,161
Balance as of December 31, 2021	\$710,941
Balance as of December 31, 2022	\$610,173

Cash and Cash Equivalents

Cash and cash equivalents are defined as cash in bank, cash on hand, and short-term highly liquid investments, with maturities at purchase of less than three months. Bank overdrafts were reclassified to liabilities and included as bank overdrafts on the statements of financial position.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Restricted Cash

The restricted cash belongs to residents of the Home and represents funds on deposit to be used for residents' personal needs. It is not available for use by the Home. The related liability is included in custodial funds on the statements of financial position.

Accounts Receivable

The Home carries its accounts receivable at cost less an allowance for uncollectible accounts. On a periodic basis, the Home evaluates its accounts receivable and establishes an allowance for uncollectible accounts, based on a history of past write-offs and collections and current conditions, when deemed necessary. The Home determines delinquent accounts based on individual facts and circumstances. Historically, the Home has not charged interest on accounts that are deemed to be delinquent.

Inventories of Supplies

Inventories of supplies are valued at the lower of cost or net realizable value using the first-in, first-out (FIFO) method.

Property and Equipment

Property and equipment are stated at cost at the date of acquisition or, if donated, at the market value on the date of the gift less accumulated depreciation and amortization. Maintenance repairs and minor renewals are expensed as incurred and renewals and betterments are capitalized. When an asset is retired or disposed of, the related costs and allowances for depreciation or amortization are removed from the accounts and any gain or loss on the disposition is reflected in the statements of activities. Provision for depreciation and amortization is made on the straight-line method by annual charges to the statements of activities calculated to absorb the costs over the estimated useful lives of the assets.

The estimated useful lives of these assets are as follows:

Land and land improvements	20 years
Building and building improvements	20-40 years
Equipment	3-10 years
Vehicles	4 years

Other Assets

Other assets at December 31, 2022 and 2021 consists of an external website developed by the Home. The website is used by the Home for advertising purposes only. The costs associated with the website application and infrastructure development of the website were capitalized and are being amortized over a period of three years - the estimated useful life of the website.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE A - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income Taxes

The Home is classified as a public charity exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code.

The Home recognizes the tax benefit from any uncertain tax position 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 tax position. Any 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. Management has analyzed the Home's tax positions, and has concluded that no liability for unrecognized tax benefits should be recorded related to uncertain tax positions taken on returns filed for open years (2019-2021) or expected to be taken in the Home's 2022 tax returns. The Home identifies its major tax jurisdictions as U.S. Federal and the Commonwealth of Massachusetts; however, the Home is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will change materially in the next twelve months. The Home also follows the policy to recognize interest and penalties related to unrecognized tax benefits (if any) in income tax expense. No such interest and penalties have been recorded as of December 31, 2022 and 2021.

Financial Instruments and Credit Risk

The Home manages deposit concentration risk by placing cash, money market accounts, and certificates of deposit with financial institutions believed by them to be creditworthy. At times, amounts on deposit may exceed FDIC insured limits. To date, the Home has not experienced losses in any of these accounts.

NOTE B - CONCENTRATIONS AND RISKS

The Home grants credit without collateral to its patients, most of whom are local residents and are insured under third-party payor agreements. The primary third-party payor is the Commonwealth of Massachusetts.

For the years ended December 31, 2022 and 2021, revenue from the Medicare programs accounted for approximately 21% and 19%, respectively, of the Home's patient service revenue. For the years ended December 31, 2022 and 2021, revenue from Medicaid programs accounted for approximately 48% and 50%, respectively, of the Home's patient service revenue. Laws and regulations governing the Medicare and Medicaid programs are extremely 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 2022 and 2021 net patient service revenue decreased \$14,525 and \$5,875, respectively, due to prior-year retroactive adjustments in excess of amounts previously estimated.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE C - PENSION PLAN

The Home participates with other related and affiliated non-profit organizations in a multiemployer, contributory, defined-benefit plan.

Effective December 31, 2015, the Diocese froze the Plan to new entrants and froze future benefit accruals for all current participants under the Plan. The Plan covered substantially all lay employees who were eligible to participate in the Plan prior to the Plan freeze. As of January 1, 2018, the Plan is requiring that the Home make a monthly contribution that is billed by the Plan.

The risks of participating in multiemployer plans are different from single-employer plans in the following aspects:

- a. Assets contributed to multiemployer plans by one employer may be used to provide benefits to employees of other participating employers.
- b. If a participating employer stops contributing to a multiemployer plan, generally the unfunded obligations of the multiemployer plan may be borne by the remaining participating employers on a case by case basis.
- c. If a participating entity chooses to stop participating in a multiemployer plan, the participating entity may be required to pay the multiemployer plan an amount based on the underfunded status of the multiemployer plan, referred to as a withdrawal liability.

The plan that the Home participates in is the Retirement Plan for Full-Time Lay Employees of Roman Catholic Bishop of Fall River, Corporation Sole ("the Plan"). Benefits under the Plan are provided through a pension plan administered by the Diocese. For the years ended December 31, 2022 and 2021, the Home made pension contributions to the Plan of approximately \$135,000 and \$130,200, respectively. The Home has determined that its contributions represent more than 5% of total contributions to the Plan during the years ended December 31, 2022 and 2021. The Home owes \$23,132 and \$10,922, respectively, for these contributions at December 31, 2022 and 2021, which are included in accounts payable on the statements of financial position. Accumulated plan benefit information, as provided by consulting actuaries, has not been distinguished from the benefits of the other organizations participating in the Plan and is not reflected in the accompanying statements of financial position.

The Plan provides retirement payments to employees on the basis of the credits earned by those participating employees. To the extent that the Plan is underfunded, if at all, future contributions by the Home to the Plan may or may not be affected depending upon how the Plan decides to handle the underfunding. At this time, based on the Home's understanding of the Plan, the Home is not responsible for the underfunded status of the Plan because, presently, the Plan does not require withdrawing participants to pay a withdrawal liability or other penalty. As of January 1, 2017, the Plan included assets equal to 58.1% of the present value of accumulated benefits.

In replacement of the Plan, the Home's employees can contribute to a 403(b) Plan (refer to Note F.)

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE D - RELATED PARTY TRANSACTIONS

During the years ended December 31, 2022 and 2021, the Home purchased accounting and management services in the approximate amounts of \$206,600 and \$225,400, respectively, from the Diocese's Office of Diocesan Health Facilities ("DHFO"), a related organization. At December 31, 2022 and 2021, no amounts were owed for these services.

During the years ended December 31, 2022 and 2021, the Home purchased various property and malpractice insurance and medical coverage for its employees in the aggregate amounts of approximately \$322,300 and \$371,600, respectively, through the Diocese. The Home owed at December 31, 2022 and 2021 approximately \$269,700 and \$131,300, respectively, for this insurance coverage for the current and prior years, which is included in accounts payable and accrued expenses on the statements of financial position.

During 2020, the Diocese converted \$583,711 of the amounts owed related to these insurance policies into a loan from the Diocese. See Note L for more information on this loan. During the years ended December 31, 2022 and 2021, the Home made principal payments on this loan of \$16,588 and \$36,050, respectively, and incurred interest expense of \$13,272 and \$13,943, respectively. At December 31, 2022 and 2021, the Home had accrued interest expense related to this loan of \$2,181 and \$1,126, respectively. These amounts are included in accrued expenses on the statements of financial position.

Through June 30, 2021, the Home was responsible for paying to the Diocese 1% of employees' gross salaries for short-term disability insurance and life insurance. After June 30, 2021, the Home paid this short-term disability insurance and life insurance to an unrelated entity. For the years ended December 31, 2022 and 2021, the Home's contributions for short-term disability and life insurance that were paid to the Diocese approximated \$-0- and \$20,600, respectively. There were no amounts owed for these contributions for the years ended December 31, 2022 and 2021.

In prior years, the Home had joined with other organizations engaged in Catholic health and welfare services in the Diocese of Fall River and had established a not-for-profit association of employers to constitute a workers' compensation self-insurance group. Subsequently, the Home changed its workers' compensation provider to an unrelated entity. During 2021, the Home received a distribution of \$37,291 from this former related workers' compensation group. This amount is included in other revenue in the statements of activities.

Certain personnel employed by related entities perform services for the Home. The applicable salaries and benefits of these employees are reimbursed by the Home. The value of these services approximated \$119,600 and \$53,600 for the years ended December 31, 2022 and 2021, respectively. At December 31, 2022 and 2021, the Home owed \$163,468 and \$168,085, respectively, for these services for the current and prior years, which are included in due to affiliates on the statements of financial position.

Employees of the Home also provided services to related entities. The applicable salaries and benefits of these employees are reimbursed by the related entities. The value of these services approximated \$8,460 and \$540 for the years ended December 31, 2022 and 2021, respectively. At December 31, 2022 and 2021, the Home is owed \$1,749 and \$571, respectively, for these services for the current and prior years, which are included in due to affiliates on the statements of financial position.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE D - RELATED PARTY TRANSACTIONS (Continued)

During the years ended December 31, 2022 and 2021, the Home was loaned \$55,000 and \$-0-, respectively, to meet its short-term cash needs by its affiliates. During 2022 and 2021, the Home made repayments of \$-0- and \$159,000, respectively, on these loans. At December 31, 2022 and 2021, the Home owed \$2,833,000 and \$2,778,000, respectively, to these affiliates. Currently, there are no repayment terms and the affiliates are not charging interest on the loans. The short-term loans are included in due to affiliates on the statements of financial position.

The amounts in due to affiliates at December 31, 2022 and 2021 are as follows:

	<u>2022</u>	<u>2021</u>
Office of Diocesan Health Facilities:		
Services and other	\$ 588	\$ (1,010)
Funds advanced to the Home	75,000	20,000
Our Lady's Haven of Fairhaven, Inc.:		
Services and other	452	(376)
Funds advanced to the Home	75,000	75,000
Sacred Heart Home:		
Services and other	156,794	164,151
Funds advanced to the Home	551,000	551,000
Madonna Manor, Inc.:		
Services and other	5,734	4,616
Funds advanced to the Home	-	-
Catholic Memorial Home, Inc.:		
Services and other	8,203	11,417
Funds advanced to the Home	<u>2,132,000</u>	<u>2,132,000</u>
	<u>\$ 3,004,771</u>	<u>\$ 2,956,798</u>

NOTE E - ADVERTISING COSTS

The Home expenses advertising costs as incurred. Advertising expenses for the years ended December 31, 2022 and 2021 were as follows:

	<u>2022</u>	<u>2021</u>
Help wanted advertising	\$ 11,838	\$ 6,840
Advertising - promotional	<u>5,023</u>	<u>3,372</u>
	<u>\$ 16,861</u>	<u>\$ 10,212</u>

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE F - 403(b) PLAN

On August 1, 2010, the Home joined the Roman Catholic Bishop of Fall River 403(b) Retirement Plan (the "Plan"). The Home participates with other related and affiliated non-profit organizations in this defined contribution deferred savings plan. The Plan is being administered by the Diocese. The Plan is based on total compensation and qualifies under Section 403(b) of the Internal Revenue Service Code. All employees are eligible to participate immediately upon employment at the Home. The Home is not making matching contributions to the Plan.

NOTE G - ACCRUED EXPENSES

At December 31, 2022 and 2021, accrued expenses consist of:

	<u>2022</u>	<u>2021</u>
Accrued salaries	\$ 138,333	\$ 151,189
Accrued paid time off	153,672	153,412
Accrued user fee	124,195	127,677
Accrued payroll taxes	10,358	11,073
Accrued insurance	13,009	6,206
Accrued National Government Services accelerated payment	-	31,057
Other accrued expenses	<u>75,346</u>	<u>127,589</u>
	<u>\$ 514,913</u>	<u>\$ 608,203</u>

During 2020, the Home received from National Government Services an accelerated payment due to COVID-19. The Home paid this amount back during 2022 and 2021.

NOTE H - ACCOUNTS RECEIVABLE

At December 31, 2022 and 2021, accounts receivable consists of:

	<u>2022</u>	<u>2021</u>
Private patients	\$ 240,337	\$ 328,091
Medicare patients	150,190	144,660
Medicaid patients	244,646	323,190
Allowance for uncollectible accounts	<u>(25,000)</u>	<u>(85,000)</u>
	<u>\$ 610,173</u>	<u>\$ 710,941</u>

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE I - OTHER ASSETS

At December 31, 2022 and 2021, other assets consist of:

	<u>2022</u>	<u>2021</u>
Website costs	\$ 1,447	\$ 1,447
Less: accumulated amortization of website costs	<u>(1,447)</u>	<u>(1,447)</u>
	<u>\$ -</u>	<u>\$ -</u>

Amortization expense for the website for the years ended December 31, 2022 and 2021 was \$-0- and \$482, respectively.

NOTE J - PROPERTY AND EQUIPMENT

For the years ended December 31, 2022 and 2021, depreciation and amortization of property and equipment amounted to \$134,524 and \$139,049, respectively.

On December 30, 2021, the Home sold its former Bethany House building and associated equipment which had a net book value at the time of sale of \$67,841 for \$500,000 less selling expenses of \$33,560 for a total gain on disposal of \$398,599. This gain is included on the statements of activities as gain on disposal of property and equipment.

NOTE K - COMMITMENTS AND CONTINGENCIES

In the ordinary course of business, the Home is, from time to time, involved in various legal matters. It is the Home's opinion that any potential settlements would not be material to the accompanying financial statements.

A significant portion of the Home's net revenues and accounts receivable are derived from services reimbursable under the Medicaid and the Medicare programs. There are numerous health care reform proposals being considered on the federal and state levels. The Home cannot predict at this time whether any of these proposals will be adopted or, if adopted and implemented, what effect such proposals would have on the Home.

A significant portion of the Home's revenues are derived from services reimbursable under the Medicaid program (see Note B). The base year costs utilized in calculating the Medicaid prospective rates are subject to audit which could result in a retroactive rate adjustment for all years in which that base year's costs are used in calculating the prospective rates. It is not possible at this time to determine whether the Home will be audited or if a retroactive rate adjustment would result.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE K - COMMITMENTS AND CONTINGENCIES (Continued)

A significant portion of the Home's revenues are derived from services under the Medicare program (see Note B). Under this program, some cost report cost centers are subject to potential for an audit for a period of three years from the date of issuance of a Notification of Provider Reimbursement by the Fiscal Intermediary ("FI"). It is not possible at this time to determine whether the Home's filed cost reports will be audited. The Home's Medicare claims are also subject to audit or medical review by the FI. It is not possible at this time to determine whether the Home's claims will be subjected to post payment review by the FI or if a retroactive rate adjustment would result.

The Home purchases professional and general liability insurance to cover medical malpractice claims. Through December 31, 2022, the Home was covered by a claims-made basis policy. There are known claims and incidents that may result in the assertion of additional claims and there may be claims from unknown incidents that may be asserted arising from services provided to patients. Based on historical evidence, the Home believes that a reserve for claims from unknown incidents is not necessary, and as such, no reserve has been accrued in the financial statements as of December 31, 2022 and 2021.

NOTE L - LONG-TERM DEBT

On July 1, 2020, the Home obtained a loan from the Diocese in exchange for paying off old outstanding invoices that were owed to the Diocese. The loan payable consists of the following at December 31:

	<u>2022</u>	<u>2021</u>
2.5% unsecured loan payable to the Diocese in monthly payments of \$2,619, including interest, through June 2044	\$ 524,031	\$ 540,619
Less current portion	<u>18,534</u>	<u>18,115</u>
	<u>\$ 505,497</u>	<u>\$ 522,504</u>

The amount of aggregate annual principal installments of long-term debt for each of the five years succeeding December 31, 2022 are as follows:

<u>Year Ending December 31,</u>	
2023	\$ 18,534
2024	19,003
2025	19,483
2026	19,976
2027	20,481

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE M - LIQUIDITY AND AVAILABILITY

The Home regularly monitors liquidity required to meet its operating needs and other contractual commitments, while also striving to maximize the investment of its available funds. The Home has various sources of liquidity at its disposal including cash and cash equivalents and short-term loans from the other related nursing homes.

For purposes of analyzing resources available to meet general expenditures over a 12-month period, the Home considers all expenditures related to its ongoing activities of health services as well as the conduct of services undertaken to support those activities to be general expenditures.

In addition to financial assets available to meet general expenditures over the next 12 months, the Home has a balanced budget and anticipates collecting sufficient revenue to cover general expenditures.

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

	<u>2022</u>	<u>2021</u>
Cash and cash equivalents	\$ -	\$ 572,946
Patient accounts receivable	610,173	710,941
Other receivable	<u>-</u>	<u>-</u>
	<u>\$ 610,173</u>	<u>\$ 1,283,887</u>

NOTE N - GUARANTEE LIABILITIES

The Home along with the other four Diocesan Nursing Homes have guaranteed a \$1,500,000 revolving line of credit that DHFO has with a bank. The DHFO revolving line of credit has interest only payments through April 10, 2025 when all accrued interest and principal payments are due. The Homes would be obligated to perform under this guarantee if DHFO failed to pay principal and interest payments to the bank when due. At December 31, 2022, DHFO did not have an outstanding balance on the line of credit. Therefore, no amounts have been accrued on the statements of financial position related to the guarantee.

NOTE O - COVID-19

In March 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. In response to the pandemic and in an effort to supplement lost revenues and support increased costs to secure personal protective equipment, the federal and state governments issued stimulus payments to skilled nursing facilities. These amounts are included in the statement of activities as COVID-19 related relief revenue.

MARIAN MANOR, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2022 AND 2021

NOTE O - COVID-19 (Continued)

COVID-19 may also impact various parts of the Home's 2022 operations and financial results including but not limited to additional costs for emergency preparedness, disease control and containment, potential shortages of health care personnel, or loss of revenue due to reductions in certain revenue streams. Management believes that the Home is taking appropriate actions to mitigate the negative impact. However, the full impact of COVID-19 is unknown and cannot be reasonably estimated as of December 31, 2022.

NOTE P - RECLASSIFICATIONS

Certain balances in the prior-year financial statements have been reclassified for comparative purposes to conform to the presentation of the current-year financial statements. These reclassifications had no impact on the statements of financial position, statements of activities, statements of functional expenses or statements of cash flows.

NOTE Q - SUBSEQUENT EVENTS

The Home has evaluated the impact of all subsequent events through May 18, 2023, the date the financial statements were available to be issued, and has determined that there were no subsequent events requiring adjustment or disclosure in the financial statements.