

STATE OF NEW YORK
PUBLIC HEALTH AND HEALTH PLANNING COUNCIL

COMMITTEE DAY

AGENDA

November 29, 2018
10:15 a.m.

Empire State Plaza, Concourse Level, Meeting Room 6, Albany

I. COMMITTEE ON ESTABLISHMENT AND PROJECT REVIEW

Peter Robinson, Chair

A. Applications for Construction of Health Care Facilities/Agencies

Ambulatory Surgery Center – Construction **Exhibit # 1**

	<u>Number</u>	<u>Applicant/Facility</u>
1.	181329 C	Albany Medical Center Hospital (Schenectady County)

Residential Health Care Facilities – Construction **Exhibit # 2**

	<u>Number</u>	<u>Applicant/Facility</u>
1.	182082 C	Menorah Home & Hospital for Aged & Infirm (Kings County)

B. Applications for Establishment and Construction of Health Care Facilities/Agencies

Acute Care Services - Establish/Construct **Exhibit # 3**

	<u>Number</u>	<u>Applicant/Facility</u>
1.	172379 E	St. Peter's Health Partners (Albany County)
2.	182052 E	HQ-WCHN Health Systems, Inc. (Dutchess County)

Ambulatory Surgery Center - Establish/Construct **Exhibit # 4**

	<u>Number</u>	<u>Applicant/Facility</u>
1.	181277 E	The Surgery Center at Orthopedic Associates, LLC (Dutchess County)

Diagnostic and Treatment Centers - Establish/Construct

<u>Number</u>	<u>Applicant/Facility</u>
1. 181183 B	Visiting Services, LLC d/b/a Visiting Docs (Rockland County)
2. 182073 B	Union Square Eye Center, LLC d/b/a Union Square Eye Care – Harlem (New York County)

Dialysis Services - Establish/Construct

Exhibit # 5

<u>Number</u>	<u>Applicant/Facility</u>
1. 172406 B	Queens Boulevard Extended Care Dialysis Center II (Queens County)

Hospice Services - Establish/Construct

Exhibit # 6

<u>Number</u>	<u>Applicant/Facility</u>
1. 181405 E	Visiting Nurse Hospice and Palliative Care (Monroe County)

Residential Health Care Facilities - Establish/Construct

Exhibit # 7

<u>Number</u>	<u>Applicant/Facility</u>
1. 181293 E	Carthage Center for Rehabilitation and Nursing (Jefferson County)
2. 181294 E	Glens Falls Center for Rehabilitation and Nursing (Warren County)
3. 181295 E	New Paltz Center for Rehabilitation and Nursing (Ulster County)
4. 181297 E	Onondaga Center for Rehabilitation and Nursing (Onondaga County)
5. 181298 E	Schenectady Center for Rehabilitation and Nursing (Schenectady County)
6. 181299 E	Slate Valley Center for Rehabilitation and Nursing (Washington County)
7. 181300 E	Troy Center for Rehabilitation and Nursing (Rensselaer County)

	<u>Number</u>	<u>Applicant/Facility</u>
1.	171041 E	Shining Star Home Health Care (Kings County)
2.	181268 E	Oswego Health Home Care, LLC (Oswego County)
3.	181403 E	Visiting Nurse Service of Rochester and Monroe County (Monroe County)

C. Home Health Agency Licensures

Serious Concern/Access

	<u>Number</u>	<u>Applicant/Facility</u>
1.	182030 E	Amerita of New York LLC d/b/a/ Amerita (Nassau County)

Affiliated with Assisted Living Programs (ALPs)

	<u>Number</u>	<u>Applicant/Facility</u>
1.	182014 E	The Mohawk Homestead, Inc. d/b/a The Mohawk Homestead Licensed Homecare Services Agency (Herkimer County)
2.	182076 E	The Eliot at Troy, LLC (Rensselaer County)
3.	182078 E	The Sentinel of Amsterdam (Montgomery County)

ALBANY MEDICAL CENTER
AND RELATED ENTITIES

Combined Balance Sheets
December 31, 2017 and 2016
(Dollars in thousands)

Assets	2017	2016
Current assets:		
Cash and cash equivalents	\$ 229,117	137,019
Investments	165,988	90,400
Receivables, net:		
Patient service	170,893	135,478
Contributions	4,897	3,646
Other	26,383	19,509
	<u>202,173</u>	<u>158,633</u>
Inventories	27,754	22,455
Prepaid expenses and other current assets	27,441	17,657
Total current assets	<u>652,473</u>	<u>426,164</u>
Assets whose use is limited:		
Under debt financed agreements	28,103	22,606
Self-insurance funds	107,417	92,071
Other investments	11,208	5,634
	<u>146,728</u>	<u>120,311</u>
Property and equipment, net of accumulated depreciation and amortization	875,856	718,713
Investments, long term	220,336	149,023
Other assets:		
Student loan receivables	5,063	6,021
Deferred compensation agreements	35,170	24,608
Contributions receivable, noncurrent	8,782	5,695
Assets held in charitable trusts	4,037	3,450
Accrued pension asset, AMC	30,230	12,179
Other assets	31,221	31,790
	<u>114,503</u>	<u>83,743</u>
Total assets	<u>\$ 2,009,896</u>	<u>1,497,954</u>

(Continued)

ALBANY MEDICAL CENTER
AND RELATED ENTITIES

Combined Balance Sheets (continued)

December 31, 2017 and 2016

(Dollars in thousands)

Liabilities and Net Assets	<u>2017</u>	<u>2016</u>
Current liabilities:		
Current maturities of long-term debt	\$ 33,979	34,853
Accounts payable	94,247	87,814
Accrued expenses:		
Salaries and related items	63,808	45,257
Compensated absences	51,063	42,180
Deferred revenue	38,036	28,530
Other liabilities	38,212	22,459
Total current liabilities	<u>319,345</u>	<u>261,093</u>
Long-term debt, net of current maturities	550,286	450,184
Federal loan programs	6,050	6,089
Accrued pension obligations, CMH	3,963	4,936
Other liabilities, long-term	84,605	77,651
Professional liability self-insurance reserve	103,188	98,283
Total liabilities	<u>1,067,437</u>	<u>898,236</u>
Commitments and contingencies (notes 3, 9, 11, and 14)		
Net assets:		
Unrestricted	762,650	449,071
Temporarily restricted	100,703	77,113
Permanently restricted	79,106	73,534
	<u>942,459</u>	<u>599,718</u>
Total liabilities and net assets	<u>\$ 2,009,896</u>	<u>1,497,954</u>

**ALBANY MEDICAL CENTER
AND RELATED ENTITIES**

Combined Statements of Operations and Changes in Net Assets

Years ended December 31, 2017 and 2016

(Dollars in thousands)

	<u>2017</u>	<u>2016</u>
Operating revenue:		
Patient service revenue, net	\$ 1,683,622	1,292,380
Net provision for uncollectible accounts	<u>(30,977)</u>	<u>(23,810)</u>
Patient service revenue, less provision for uncollectible accounts	1,652,645	1,268,570
Tuition and fees	40,983	40,073
Federal, state, and local grants and contracts	30,325	25,262
Private gifts, grants, and contracts	8,206	4,863
Interest and dividend income	8,328	7,125
Other revenue	44,498	36,458
Net assets released from restrictions used for operations	<u>19,206</u>	<u>18,653</u>
Total operating revenue	<u>1,804,191</u>	<u>1,401,004</u>
Operating expenses:		
Salaries	869,578	681,925
Employee benefits	151,279	116,854
Supplies	375,136	279,194
Purchased services	202,625	167,089
Depreciation and amortization	103,168	82,239
Interest	27,825	24,373
Other expenses	<u>41,474</u>	<u>33,899</u>
Total operating expenses	<u>1,771,085</u>	<u>1,385,573</u>
Operating margin	<u>33,106</u>	<u>15,431</u>
Nonoperating gains:		
Net realized gains on sales of investments	8,217	902
Other, net	<u>3,725</u>	<u>4,020</u>
Total nonoperating gains, net	<u>11,942</u>	<u>4,922</u>
Excess of revenue over expenses, before effect of affiliation and other changes, net	<u>\$ 45,048</u>	<u>20,353</u>

(Continued)

ALBANY MEDICAL CENTER
AND RELATED ENTITIES

Combined Statements of Operations and Changes in Net Assets (continued)

Years ended December 31, 2017 and 2016

(Dollars in thousands)

	<u>2017</u>	<u>2016</u>
Excess of revenue over expenses, before effect of affiliation and other changes, net	\$ 45,048	20,353
Effect of affiliation (notes 1 and 15)	220,478	35,136
Settlement of swap (note 14)	(4,609)	—
Excess of revenue over expenses, after effect of affiliation and other changes, net	<u>260,917</u>	<u>55,489</u>
Unrestricted net assets:		
Excess of revenue over expenses, after effect of affiliation, net	260,917	55,489
Changes in net unrealized gains and losses on investments	31,299	8,926
Net assets released from restrictions used for purchase of property and equipment	6,988	8,629
Change in fair value of interest rate swaps	4,741	2,133
Pension related changes other than net periodic pension costs	9,634	(2,576)
Increase in unrestricted net assets	<u>313,579</u>	<u>72,601</u>
Temporarily restricted net assets:		
Private gifts, grants, contracts and other	18,998	18,782
Investment interest, dividends, and net realized gains, net	3,223	3,961
Net assets released from restrictions for operations	(19,206)	(18,653)
Changes in net unrealized gains and losses on investments	14,902	918
Contributions for property and equipment	5,356	8,127
Effect of affiliation (notes 1 and 15)	7,305	890
Net assets released from restrictions used for purchase of property and equipment	(6,988)	(8,629)
Increase in temporarily restricted net assets	<u>23,590</u>	<u>5,396</u>
Permanently restricted net assets:		
Effect of affiliation (note 15)	1,441	1,170
Private gifts	4,131	2,592
Increase in permanently restricted net assets	<u>5,572</u>	<u>3,762</u>
Change in net assets	342,741	81,759
Net assets, beginning of year	<u>599,718</u>	<u>517,959</u>
Net assets, end of year	<u>\$ 942,459</u>	<u>599,718</u>

**MENORAH HOME AND HOSPITAL
FOR THE AGED AND INFIRM
d/b/a MENORAH CENTER FOR
REHABILITATION AND NURSING CARE**

BALANCE SHEET

**DECEMBER 31, 2017
(With Summarized Financial Information
for December 31, 2016)**

	<u>2017</u>	<u>2016</u>
ASSETS		
Current assets		
Cash	\$ 8,103,796	\$ 4,329,812
Cash - patient trust funds	458,315	508,905
Accounts receivable (net of allowance for doubtful accounts of \$2,807,858 and \$3,570,906 in 2017 and 2016, respectively)	8,158,700	10,306,469
Other receivables	76,430	44,508
Grant receivable	500,000	
Estimated amount due from third parties	912,587	650,905
Due from Metropolitan Jewish Health System Foundation	86,982	115,559
Due from participating agencies of the Metropolitan Jewish Health System	<u>907,260</u>	<u>578,345</u>
Total current assets	<u>19,204,070</u>	<u>16,534,503</u>
Assets limited as to use - cash and cash equivalents	<u>16,753,142</u>	<u>16,935,722</u>
Other assets		
Grant receivable	485,000	
Investments	3,629,483	2,975,042
Fixed assets - net	<u>66,917,913</u>	<u>69,794,700</u>
Total other assets	<u>71,032,396</u>	<u>72,769,742</u>
Total assets	<u>\$ 106,989,608</u>	<u>\$ 106,239,967</u>

**MENORAH HOME AND HOSPITAL
FOR THE AGED AND INFIRM
d/b/a MENORAH CENTER FOR
REHABILITATION AND NURSING CARE**

BALANCE SHEET

**DECEMBER 31, 2017
(With Summarized Financial Information
for December 31, 2016)**

	<u>2017</u>	<u>2016</u>
LIABILITIES AND NET ASSETS		
Current liabilities		
Accounts payable and accrued expenses	\$ 3,007,714	\$ 3,086,683
Payroll and related expenses payable	2,349,235	2,304,979
Estimated amount due to third parties	2,779,237	2,341,092
Patient trust funds	458,315	508,905
Mortgage payable	2,531,279	2,461,957
Loan payable	1,000,000	1,000,000
Retainage payable	23,892	23,892
Accrued pension payable	200,000	250,000
Due to participating agencies of the Metropolitan Jewish Health System		14,335
Total current liabilities	<u>12,349,672</u>	<u>11,991,843</u>
Long-term liabilities		
Mortgage payable	37,942,208	40,465,903
Loan payable	15,583,333	16,583,333
Interest rate swap agreement	100,063	292,008
Accrued pension payable	1,449,936	1,274,384
Total long-term liabilities	<u>55,075,540</u>	<u>58,615,628</u>
Total liabilities	<u>67,425,212</u>	<u>70,607,471</u>
Net assets		
Unrestricted	35,188,582	33,055,872
Temporarily restricted	1,463,167	60,157
Permanently restricted	2,912,647	2,516,467
Total net assets	<u>39,564,396</u>	<u>35,632,496</u>
Total liabilities and net assets	<u>\$ 106,989,608</u>	<u>\$ 106,239,967</u>

MENORAH HOME AND HOSPITAL
 FOR THE AGED AND INFIRM
 d/b/a MENORAH CENTER FOR
 REHABILITATION AND NURSING CARE

STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2017
 (With Summarized Financial Information
 for the Year Ended December 31, 2016)

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	
				2017	2016
Operating revenues					
Net patient service revenues (net of contractual allowances and discounts)					
Skilled nursing facility	\$ 68,257,175			\$ 68,257,175	\$ 67,389,651
Provision for bad debts	<u>(206,755)</u>			<u>(206,755)</u>	<u>(642,869)</u>
Net patient service revenues less provision for bad debts	68,050,420			68,050,420	66,746,782
Grant (611,820	\$ 1,489,000		2,100,820	2,289,906
Other operating revenues	894,105			894,105	730,231
Net assets released from restrictions	<u>85,990</u>	<u>(85,990)</u>			
Total operating revenues	<u>69,642,335</u>	<u>1,403,010</u>		<u>71,045,345</u>	<u>69,766,919</u>
Operating expenses					
Health care services	53,155,667			53,155,667	51,295,695
General and administrative (including interest expense of \$1,743,338 in 2017)	<u>15,491,958</u>			<u>15,491,958</u>	<u>15,403,141</u>
Total operating expenses	<u>68,647,625</u>			<u>68,647,625</u>	<u>66,698,836</u>
Net operating gain	<u>994,710</u>	<u>1,403,010</u>		<u>2,397,720</u>	<u>3,068,083</u>

Menorah Center For Nursing and Rehabilitation
Balance Sheet as of June 30, 2018

CON#182082
BFA Attachment B

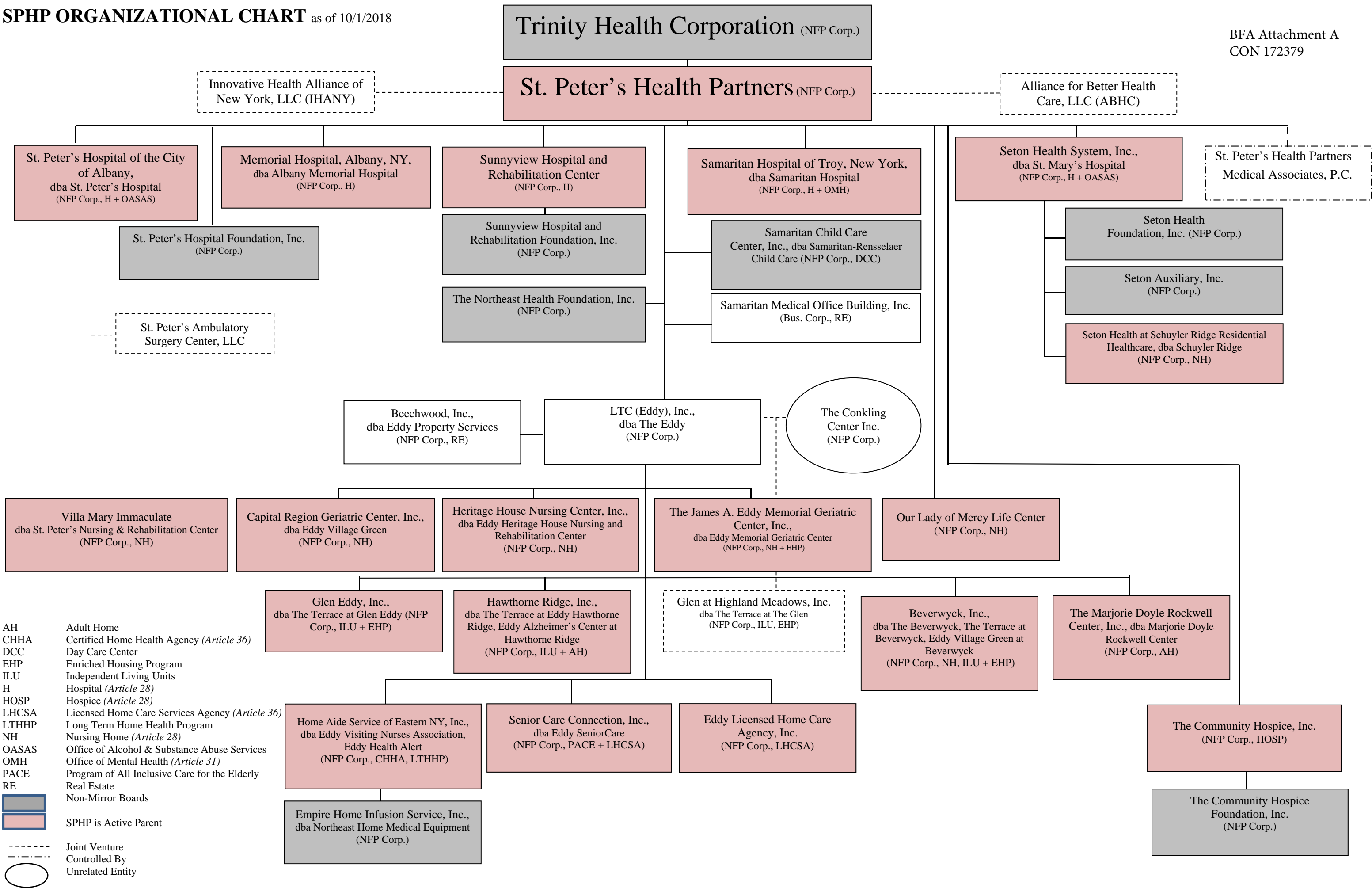
Assets

	<u>June</u> <u>2018</u>	<u>December</u> <u>2017</u>
<u>Current Assets</u>		
Cash	\$ 5,218,557	\$ 8,103,796
Accounts Receivable (net of allowance for uncollectable accounts of \$2,769,100)	6,507,453	7,077,524
Due from Third Party	2,470,276	1,993,763
Due from Affiliates	1,496,185	994,242
Grant Receivable	1,000,000	985,000
Prepaid Expenses and Deposits	125,999	76,430
Total Current Assets	\$ 16,818,469	\$ 19,230,755
<u>Limited Use Assets</u>		
Mortgage Related Reserves and Escrow	\$ 17,658,824	\$ 16,753,142
Endowment Funds	3,609,478	3,629,483
Resident Fund	527,313	458,315
Total Limited Use Assets	\$ 21,795,615	\$ 20,840,940
<u>Other Assets</u>		
Fixed Assets (net of Accumulated Depreciation of \$68,166,300)	\$ 66,084,959	\$ 66,917,913
Total Assets	\$ 104,699,043	\$ 106,989,608
<u>Liabilities</u>		
<u>Current Liabilities</u>		
Accounts Payable and Accrued Expenses	\$ 2,317,810	\$ 3,007,714
Payroll and Payroll Taxes Payable	2,341,923	2,349,235
Pension Payable	1,449,935	1,649,935
Due to Third Party	2,840,605	2,803,129
Mortgage Payable - Current Portion	2,560,735	2,531,279
Construction Loan Payable	1,000,000	1,000,000
Resident Fund	527,313	458,315
Termination Liability on Fixed Mortgage Rate	100,063	100,063
Total Current Liabilities	\$ 13,138,384	\$ 13,899,672
<u>Long-Term Liabilities</u>		
Construction Loan Payable	\$ 15,083,333	\$ 15,583,333
Mortgage Payable	36,765,792	37,942,208
	\$ 51,849,126	\$ 53,525,541
Total Liabilities	\$ 64,987,510	\$ 67,425,213
Fund Balances	39,711,533	39,564,395
Total Liabilities & Fund Balances	\$ 104,699,043	\$ 106,989,608

**Menorah Center For Nursing and Rehabilitation
Inpatient Program
for the Period Ending June 30, 2018**

CON#182082
BFA Attachment B (Continued)

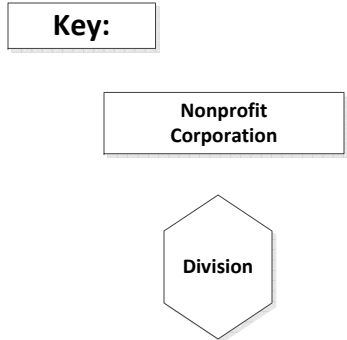
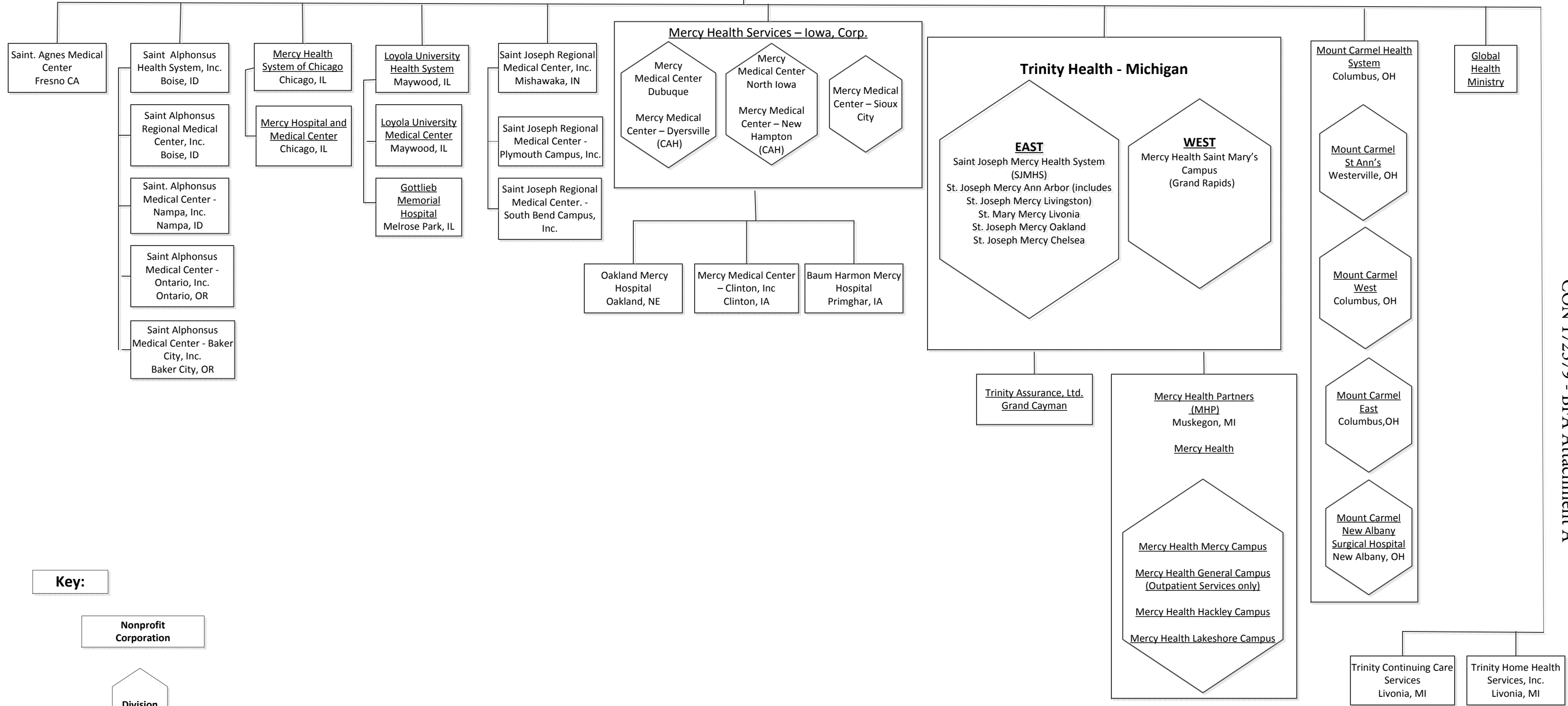
	<u>Q1 Actual</u>	<u>Q2 Actual</u>	<u>YTD Actual</u>	<u>YTD Budget</u>	<u>Variance</u>
Revenue					
Medicare	\$ 5,766,721	\$ 6,054,499	\$ 11,821,220	\$ 11,863,109	\$ (41,889)
Managed Medicare	672,774	744,060	1,416,834	1,432,507	(15,673)
Medicaid	4,663,116	4,301,489	8,964,605	9,072,506	(107,901)
Managed Medicaid	4,932,038	5,279,066	10,211,104	9,984,840	226,263
Private	624,568	605,181	1,229,749	1,167,382	62,367
Other	176,717	119,343	296,059	308,089	(12,030)
Other Operating Revenue	467,787	497,188	964,976	958,039	6,936
Total Revenue	\$ 17,303,721	\$ 17,600,826	\$ 34,904,547	\$ 34,786,473	\$ 118,073
Expenses					
Salaries	\$ 7,183,297	\$ 7,251,667	\$ 14,434,965	\$ 14,376,234	\$ (58,731)
Fringe Benefits	3,298,183	3,313,315	6,611,498	6,586,726	(24,773)
Other Than Salaries	3,763,152	3,899,675	7,662,827	7,479,134	(183,693)
Allocated Costs	1,277,603	1,262,282	2,539,885	2,545,684	5,799
Depreciation	1,248,750	1,248,750	2,497,500	2,515,329	17,829
Bad Debt	62,668	64,193	126,861	123,161	(3,700)
Interest Expense	417,876	411,391	829,267	829,382	116
Total Expenses	\$ 17,251,529	\$ 17,451,273	\$ 34,702,802	\$ 34,455,649	\$ (247,153)
Operating Gain/(Loss)	\$ 52,191	\$ 149,553	\$ 201,744	\$ 330,824	\$ (129,080)
Dementia Wing Expenses	\$ (35,409)	\$ (19,197)	\$ (54,606)	\$ (60,000)	\$ 5,394
Net Gain/(Loss)	\$ 16,782	\$ 130,356	\$ 147,138	\$ 270,824	\$ (123,686)



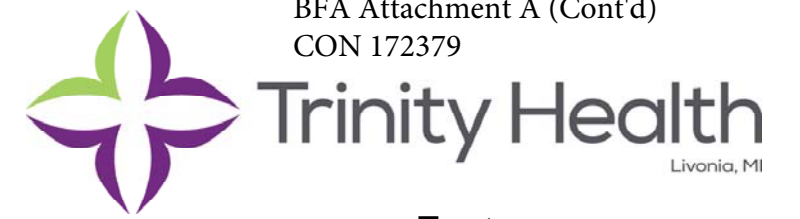


**Trinity Health Coporation
an Indiana nonprofit**

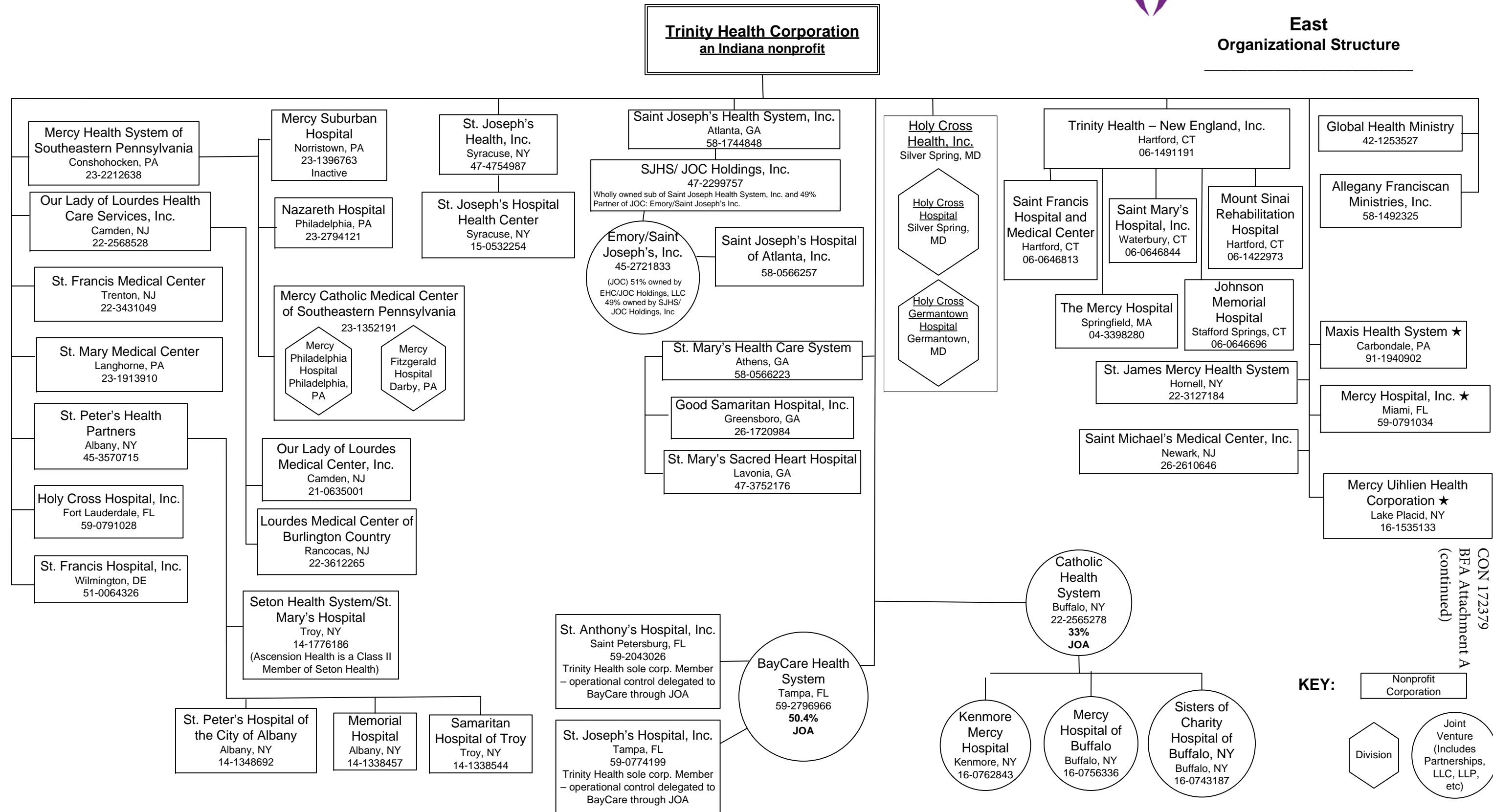
**West/Midwest
Organizational Structure**



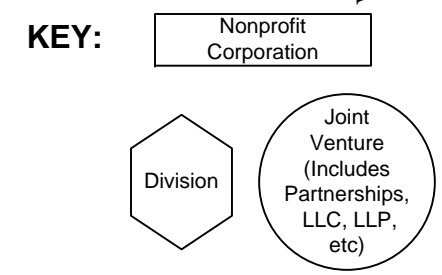
CON 172379 - BFA Attachment A



**East
Organizational Structure**



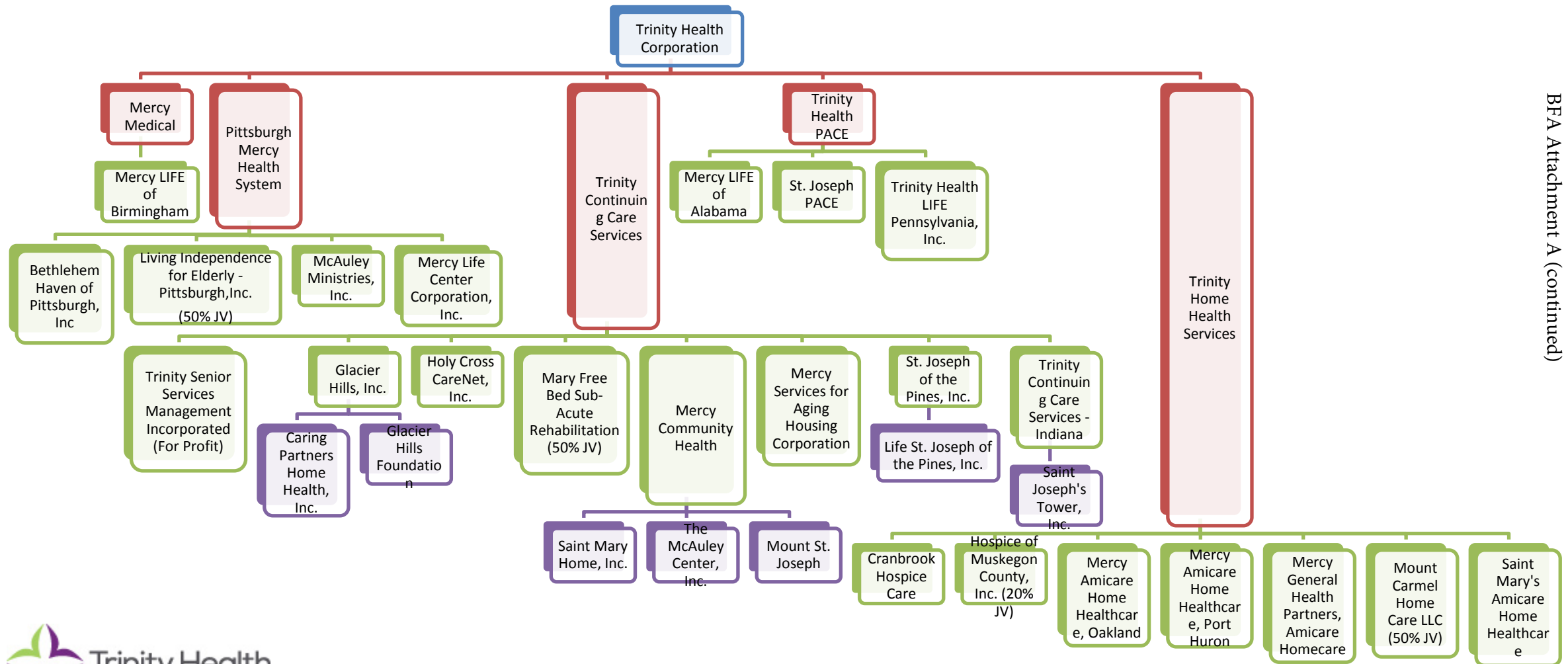
CON 172379
BFA Attachment A
(continued)



Unless otherwise indicated, all stock corporations are owned 100%

★ Inactive, in the process of winddown/dissolution

Continuing Care Division Organizational Chart April, 2017



CON 172379
BFA Attachment A (continued)



ST. PETER'S HEALTH PARTNERS ALBANY, NY
(A Member of Trinity Health)

CONSOLIDATED BALANCE SHEETS
JUNE 30, 2017 AND 2016
(In thousands)

	2017	2016
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 124,927	\$ 121,855
Investments	2,011	2,373
Investment in Trinity Health pooled investment program	192,048	177,866
Assets limited or restricted as to use—current portion	11,144	20,815
Patient accounts receivable—net of allowance for doubtful accounts of \$43.6 million and \$37.1 million as of June 30, 2017 and 2016, respectively	135,371	140,322
Estimated receivables from third-party payors	8,386	9,726
Other receivables	5,009	8,546
Receivables from affiliates	3,974	3,893
Inventories	13,008	13,456
Prepaid expenses and other current assets	<u>5,326</u>	<u>5,847</u>
Total current assets	<u>501,204</u>	<u>504,699</u>
ASSETS LIMITED OR RESTRICTED AS TO USE—Noncurrent portion:		
Held by trustees under bond indenture agreements	801	971
Self-insurance, benefit plans, and other	20,013	17,202
By Board	142,760	145,379
By donors	<u>78,628</u>	<u>71,719</u>
Total assets limited or restricted as to use—noncurrent portion	242,202	235,271
PROPERTY AND EQUIPMENT—Net	613,801	600,062
INVESTMENTS IN UNCONSOLIDATED AFFILIATES	5,621	5,086
GOODWILL	-	3,171
OTHER ASSETS	<u>47,042</u>	<u>33,245</u>
TOTAL ASSETS	<u>\$1,409,870</u>	<u>\$1,381,534</u>

ST. PETER'S HEALTH PARTNERS ALBANY, NY
(A Member of Trinity Health)

CONSOLIDATED BALANCE SHEETS
JUNE 30, 2017 AND 2016
(In thousands)

	2017	2016
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES:		
Current portion of long-term debt	\$ 744	\$ 892
Current portion of notes payable to Trinity Health	5,235	5,659
Accounts payable and accrued expenses	89,995	94,170
Salary, wages, and related liabilities	73,149	68,685
Estimated payables to third-party payors	<u>20,604</u>	<u>16,157</u>
Total current liabilities	189,727	185,563
LONG-TERM DEBT—Net of current portion	3,349	10,688
NOTES PAYABLE TO TRINITY HEALTH—Net of current portion	276,733	280,437
ACCRUED PENSION AND RETIREE HEALTH COSTS	-	18,073
DEFERRED REVENUE FROM ENTRANCE FEES	55,050	57,139
OTHER LONG-TERM LIABILITIES	<u>28,369</u>	<u>29,115</u>
Total liabilities	<u>553,228</u>	<u>581,015</u>
NET ASSETS:		
Unrestricted net assets	765,553	714,336
Temporarily restricted net assets	62,914	58,813
Permanently restricted net assets	<u>28,175</u>	<u>27,370</u>
Total net assets	<u>856,642</u>	<u>800,519</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 1,409,870</u>	<u>\$ 1,381,534</u>

ST. PETER'S HEALTH PARTNERS ALBANY, NY
(A Member of Trinity Health)

CONSOLIDATED STATEMENTS OF OPERATIONS AND CHANGES IN NET ASSETS
YEARS ENDED JUNE 30, 2017 AND 2016
(In thousands)

	2017	2016
UNRESTRICTED REVENUE:		
Patient service revenue—net of contractual and other allowances	\$ 1,291,309	\$ 1,243,402
Provision for bad debts	<u>57,093</u>	<u>42,204</u>
Net patient service revenue less provision for bad debts	1,234,216	1,201,198
Capitation revenue	18,465	16,569
Net assets released from restrictions	6,970	2,195
Other revenue	<u>68,259</u>	<u>75,072</u>
Total unrestricted revenue	<u>1,327,910</u>	<u>1,295,034</u>
EXPENSES:		
Salaries and wages	616,995	609,878
Employee benefits	104,783	103,465
Contract labor	<u>29,800</u>	<u>25,164</u>
Total labor expenses	751,578	738,507
Supplies	232,034	217,141
Purchased services	146,939	126,422
Depreciation and amortization	67,624	71,352
Occupancy	55,019	57,041
Interest	9,714	9,693
Other	<u>58,700</u>	<u>56,379</u>
Total expenses	<u>1,321,608</u>	<u>1,276,535</u>
OPERATING INCOME BEFORE OTHER ITEMS	6,302	18,499
Asset impairment charge	(3,790)	(39,624)
Restructuring costs	<u>(451)</u>	<u>-</u>
OPERATING INCOME (LOSS)	<u>2,061</u>	<u>(21,125)</u>
NONOPERATING ITEMS:		
Earnings (loss) in Trinity Health pooled investment program	35,356	(5,903)
Investment earnings (loss)	955	(3,903)
Change in market value and cash payments of interest rate swaps	(368)	(1,076)
Other, including income taxes	<u>(143)</u>	<u>(123)</u>
Total nonoperating items	<u>35,800</u>	<u>(11,005)</u>
	<u>\$ 37,861</u>	<u>\$ (32,130)</u>

TRINITY HEALTH

CONSOLIDATED BALANCE SHEETS

JUNE 30, 2017 AND 2016

(In thousands)

ASSETS	<u>2017</u>	<u>2016</u>
CURRENT ASSETS:		
Cash and cash equivalents	\$ 1,008,197	\$ 1,044,683
Investments	3,526,204	3,617,501
Security lending collateral	332,972	262,035
Assets limited or restricted as to use - current portion	328,712	314,706
Patient accounts receivable, net of allowance for doubtful accounts of \$428.9 million and \$385.2 million at June 30, 2017 and 2016, respectively	1,877,860	1,849,736
Estimated receivables from third-party payors	260,856	248,179
Other receivables	360,051	336,705
Inventories	274,830	248,092
Prepaid expenses and other current assets	172,051	212,008
Assets held for sale	-	64,272
	<u>8,141,733</u>	<u>8,197,917</u>
ASSETS LIMITED OR RESTRICTED AS TO USE - noncurrent portion:		
Held by trustees under bond indenture agreements	7,139	4,881
Self-insurance, benefit plans and other	823,948	780,102
By Board	3,709,246	2,959,641
By donors	460,491	409,493
	<u>5,000,824</u>	<u>4,154,117</u>
PROPERTY AND EQUIPMENT - Net	7,853,456	7,676,734
INVESTMENTS IN UNCONSOLIDATED AFFILIATES	3,105,173	2,681,778
GOODWILL	301,043	304,845
OTHER ASSETS	336,854	363,480
TOTAL ASSETS	<u>\$ 24,739,083</u>	<u>\$ 23,378,871</u>

BFA Attachment C(Cont'd)
 CON 172379

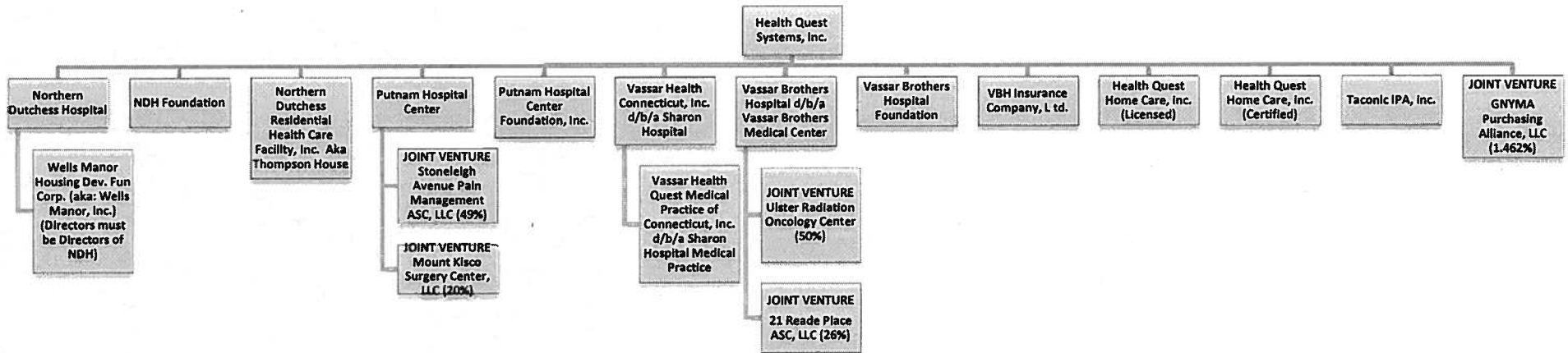
LIABILITIES AND NET ASSETS	2017	2016
CURRENT LIABILITIES:		
Commercial paper	\$ 99,861	\$ 145,958
Short-term borrowings	1,039,840	1,067,730
Current portion of long-term debt	192,680	106,345
Accounts payable and accrued expenses	1,404,413	1,361,438
Salaries, wages and related liabilities	820,014	861,757
Payable under security lending agreements	332,972	262,035
Estimated payables to third-party payors	331,585	374,014
Current portion of self-insurance reserves	269,874	255,552
Liabilities held for sale	-	67,453
Total current liabilities	4,491,239	4,502,282
LONG-TERM DEBT - Net of current portion	5,269,862	5,132,377
SELF-INSURANCE RESERVES - Net of current portion	980,624	933,362
ACCRUED PENSION AND RETIREE HEALTH COSTS	1,315,991	1,857,639
OTHER LONG-TERM LIABILITIES	695,940	705,998
Total liabilities	12,753,656	13,131,658
NET ASSETS:		
Unrestricted net assets	11,282,433	9,576,379
Noncontrolling ownership interest in subsidiaries	173,703	186,595
Total unrestricted net assets	11,456,136	9,762,974
Temporarily restricted net assets	345,974	326,651
Permanently restricted net assets	183,317	157,588
Total net assets	11,985,427	10,247,213
TOTAL LIABILITIES AND NET ASSETS	\$ 24,739,083	\$ 23,378,871

TRINITY HEALTH

**CONSOLIDATED STATEMENTS OF OPERATIONS AND
CHANGES IN NET ASSETS
YEARS ENDED JUNE 30, 2017 AND 2016
(In thousands)**

	<u>2017</u>	<u>2016</u>
UNRESTRICTED REVENUE:		
Patient service revenue, net of contractual and other allowances	\$ 15,747,094	\$ 14,718,528
Provision for bad debts	(548,965)	(489,558)
Net patient service revenue less provision for bad debts	15,198,129	14,228,970
Premium and capitation revenue	1,039,749	869,030
Net assets released from restrictions	39,826	36,352
Other revenue	1,350,141	1,204,695
Total unrestricted revenue	<u>17,627,845</u>	<u>16,339,047</u>
EXPENSES:		
Salaries and wages	7,594,863	7,056,453
Employee benefits	1,510,144	1,457,253
Contract labor	242,018	205,916
Total labor expenses	<u>9,347,025</u>	<u>8,719,622</u>
Supplies	2,880,802	2,676,637
Purchased services	2,059,267	1,889,460
Depreciation and amortization	870,289	835,213
Occupancy	744,444	698,198
Medical claims	417,054	414,648
Interest	207,152	195,829
Other	835,673	758,103
Total expenses	<u>17,361,706</u>	<u>16,187,710</u>
OPERATING INCOME BEFORE OTHER ITEMS:	266,139	151,337
Asset impairment charges	(248,070)	(39,623)
Restructuring costs	(36,184)	-
Premium revenue adjustment	-	(65,335)
OPERATING (LOSS) INCOME	<u>(18,115)</u>	<u>46,379</u>
NONOPERATING ITEMS:		
Investment earnings (losses)	859,934	(199,326)
Equity in earnings of unconsolidated affiliates	376,642	162,075
Change in market value and cash payments of interest rate swaps	52,955	(94,783)
Gain (loss) from early extinguishment of debt	792	(43,056)
Inherent contributions related to acquisitions	65,103	133,355
Inherent contributions related to acquisitions - unconsolidated organizations	-	87,170
Other, including income taxes	(488)	(2,011)
Total nonoperating items	<u>1,354,938</u>	<u>43,424</u>
EXCESS OF REVENUE OVER EXPENSES	1,336,823	89,803
EXCESS OF REVENUE OVER EXPENSES ATTRIBUTABLE TO NONCONTROLLING INTEREST	<u>(45,599)</u>	<u>(48,460)</u>
EXCESS OF REVENUE OVER EXPENSES, net of noncontrolling interest	<u>\$ 1,291,224</u>	<u>\$ 41,343</u>

Health Quest Entities

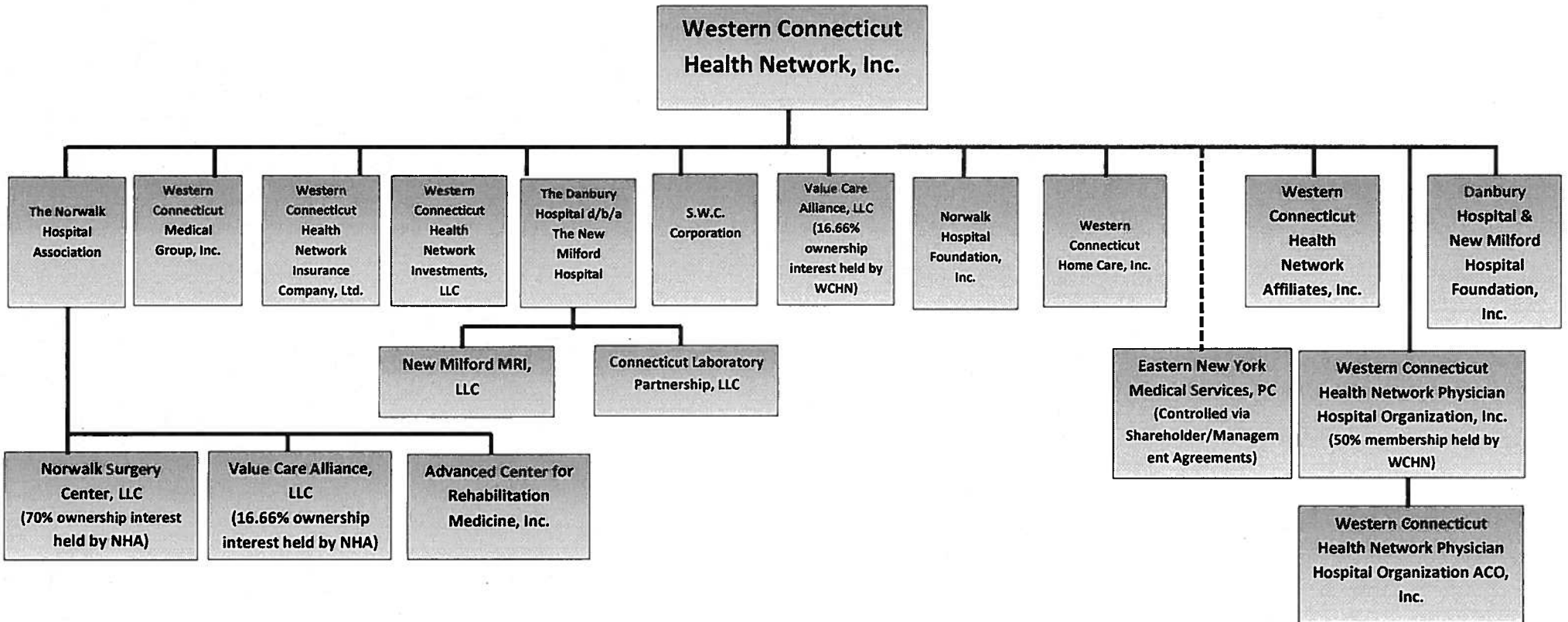


* Inactive Entities Not Listed



WESTERN CONNECTICUT HEALTH NETWORK, INC.

As of 4/15/2017

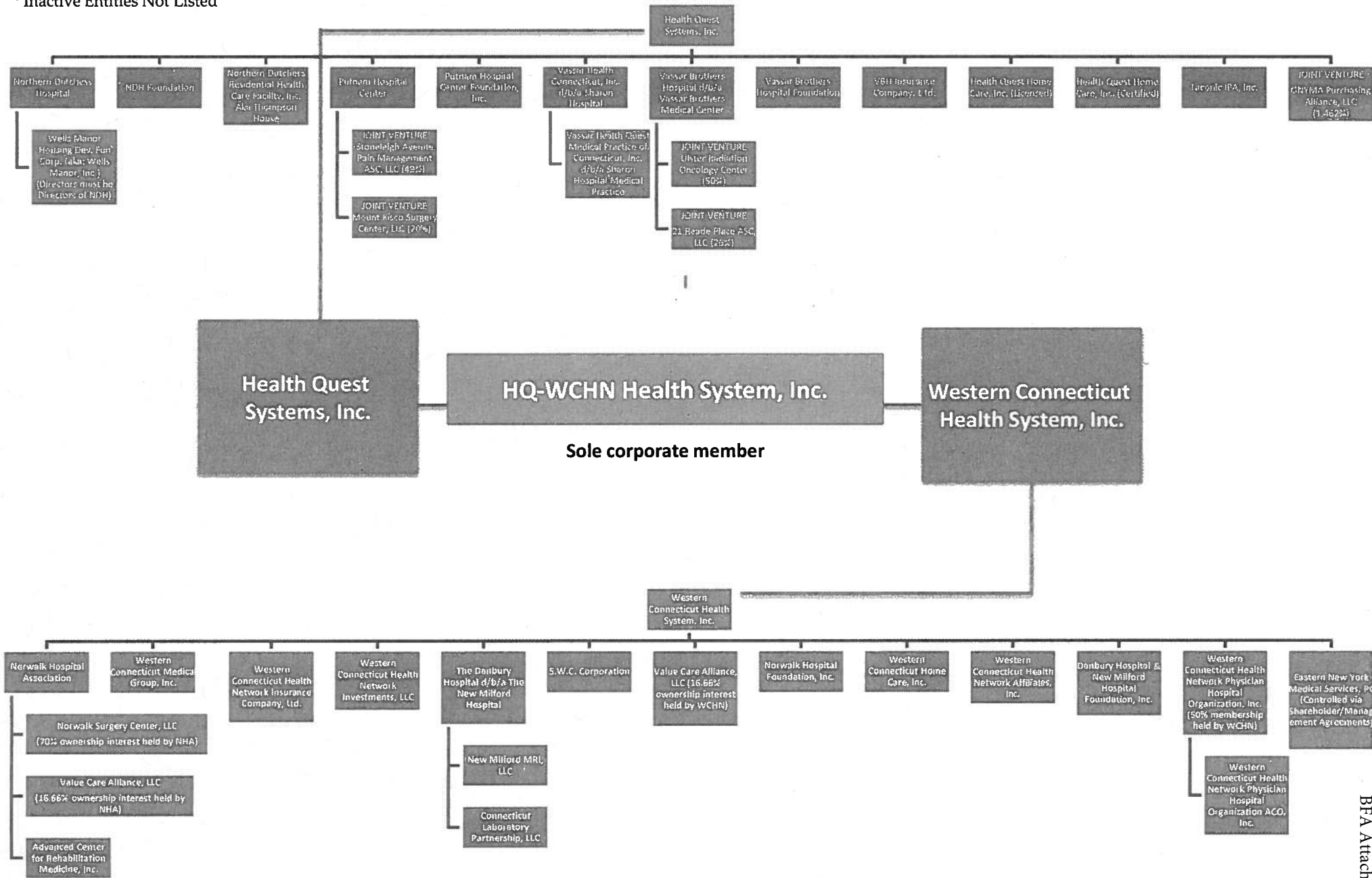


**Revised 12/7/2017

**All entities are tax exempt with the exception of S.W.C. Corporation

HQ-WCHN Health System, Inc. Future State:
Active Ultimate Parents

* Inactive Entities Not Listed



Health Quest Systems, Inc. and Subsidiaries

Consolidated Balance Sheets
December 31, 2017 and 2016
(in thousands)

	2017	2016
Assets		
Current assets:		
Cash and cash equivalents	\$ 112,169	\$ 98,489
Restricted cash	708	709
Investments	297,597	254,310
Assets whose use is limited, required for current liabilities:		
Externally restricted	1,881	2,272
Patient accounts receivable, less allowance for uncollectible accounts of \$41,525 and \$33,232 in 2017 and 2016, respectively	167,003	115,671
Supplies and prepaid expenses	34,657	30,552
Other current assets	9,141	7,765
Amounts due from third-party payors	2,927	5,845
Total current assets	626,083	515,613
Assets whose use is limited, net of current portion:		
Externally restricted	305,163	392,733
Investments held by captive	34,269	31,035
Long-term investments	11,035	9,588
Property, plant and equipment, net	553,486	461,242
Goodwill and intangible assets, net	40,695	30,585
Other assets	26,212	28,235
Total assets	\$ 1,596,943	\$ 1,469,031
Liabilities and Net Assets		
Current liabilities:		
Current portion of long-term debt	\$ 18,809	\$ 19,926
Accounts payable and accrued expenses	151,439	139,920
Amounts due to third-party payors	3,897	8,034
Captive insurance loss reserve payable	8,954	8,530
Total current liabilities	183,099	176,410
Long-term debt, net of current portion	546,381	564,434
Post-retirement benefit obligations	88,486	79,515
Amounts due to third-party payors and other liabilities	114,374	118,065
Total liabilities	932,340	938,424
Net assets:		
Unrestricted	637,536	504,368
Temporarily restricted	21,678	20,853
Permanently restricted	5,389	5,386
Total net assets	664,603	530,607
Total liabilities and net assets	\$ 1,596,943	\$ 1,469,031

Health Quest Systems, Inc. and Subsidiaries

Consolidated Statements of Operations
Years Ended December 31, 2017 and 2016
(in thousands)

	2017	2016
Operating revenue:		
Net patient service revenue	\$ 1,081,101	\$ 993,130
Provision for bad debts	(30,563)	(28,360)
Net patient service revenue less provision for bad debts	1,050,538	964,770
Other revenue	34,313	34,632
Net assets released from restrictions used for operations	409	440
Total operating revenue	1,085,260	999,842
Operating expenses:		
Salaries and fees	492,428	442,029
Employee benefits	139,456	122,335
Supplies	162,655	151,573
Other	164,989	154,233
Interest	8,293	9,313
Depreciation and amortization	49,178	51,113
Loss on extinguishment of debt	-	1,119
Total operating expenses	1,016,999	931,715
Operating income	68,261	68,127
Investment income	44,797	13,208
Gain on sale of property plant and equipment	88	51
Excess of revenue over expenses	113,146	81,386
Pension related changes other than net periodic pension cost	(11,157)	(853)
Grant revenue for capital expenditures	3,064	197
Net assets released from restrictions for capital expenditures	1,505	4,404
Excess of fair value of net assets acquired over consideration paid in acquisition of Sharon Hospital	26,610	-
Increase in unrestricted net assets	\$ 133,168	\$ 85,134

Health Quest Systems, Inc. and Subsidiaries

Consolidating Balance Sheet
December 31, 2017
(in thousands)

	HQ Obligated Group	VBH Insurance	Foundation for VBMC	PHC Foundation	NDH Foundation	NDRHCF	Sharon Hospital	HQ Med Practice	HQUMCP	HV Cardio Practice	Alamo	HQ Homecare	Wells Manor	SHMP	Total	Total Eliminations	Total Consolidated
Assets																	
Current assets:																	
Cash and cash equivalents	\$ 84,378	\$ 5,236	\$ 4,727	\$ 6,567	\$ 2,675	\$ 1,784	\$ 2,779	\$ 2,880	\$ 282	\$ 38	\$ -	\$ 477	\$ 26	\$ 320	\$ 112,169	\$ -	\$ 112,169
Restricted cash	635	-	-	-	27	21	-	-	-	-	-	-	25	-	708	-	708
Investments	254,664	-	31,457	7,132	4,344	-	-	-	-	-	-	-	-	-	297,597	-	297,597
Assets whose use is limited and required for current liabilities:																	
Externally restricted	1,881	-	-	-	-	-	-	-	-	-	-	-	-	-	1,881	-	1,881
Patient accounts receivable, net	142,027	-	-	-	-	1,519	12,971	6,563	394	1,637	-	651	-	1,241	167,003	-	167,003
Supplies and prepaid expenses	29,046	5	3	3	4	16	1,526	3,310	111	443	-	18	-	172	34,657	-	34,657
Other current assets	865	16,139	806	202	649	1	162	87	-	726	-	-	14	28	19,679	(10,538)	9,141
Amounts due from third-party payors	2,927	-	-	-	-	-	-	-	-	-	-	-	-	-	2,927	-	2,927
Interest in Foundation, current	1,657	-	-	-	-	-	-	-	-	-	-	-	-	-	1,657	(1,657)	-
Due from affiliates, current portion	52,609	-	93	3	-	-	26	5,471	361	2,796	38	6	-	2,393	63,796	(63,796)	-
Total current assets	570,689	21,380	37,086	13,907	7,699	3,341	17,464	18,311	1,148	5,640	38	1,152	65	4,154	702,074	(75,991)	626,083
Interest in Foundation	25,218	-	-	-	-	-	-	-	-	-	-	-	-	-	25,218	(25,218)	-
Assets whose use is limited:																	
Externally restricted	305,163	-	-	-	-	-	-	-	-	-	-	-	-	-	305,163	-	305,163
Investments held by captive	-	34,269	-	-	-	-	-	-	-	-	-	-	-	-	34,269	-	34,269
Long-term investments	10,529	-	-	-	506	-	-	-	-	-	-	-	-	-	11,035	-	11,035
Property, plant and equipment, net	515,787	-	49	12	8	1,912	21,881	9,704	1,529	1,516	-	33	1,042	13	553,486	-	553,486
Goodwill and intangible assets, net	25,962	-	-	-	-	-	10,108	985	-	3,342	-	298	-	-	40,695	-	40,695
Other assets	8,014	-	3,335	10	1,213	-	-	11,357	-	1,635	-	-	648	-	26,212	-	26,212
Due from affiliates, net of current	41,322	-	-	-	-	51	1,822	-	-	-	-	-	-	-	43,195	(43,195)	-
Total assets	\$ 1,502,684	\$ 55,649	\$ 40,470	\$ 13,929	\$ 9,426	\$ 5,304	\$ 51,275	\$ 40,357	\$ 2,677	\$ 12,133	\$ 38	\$ 1,483	\$ 1,755	\$ 4,167	\$ 1,741,347	\$ (144,404)	\$ 1,596,943
Liabilities and Net Assets																	
Current liabilities:																	
Current portion of long-term debt	\$ 18,662	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 147	\$ -	\$ 18,809	\$ -	\$ 18,809
Accounts payable and accrued expenses	117,401	2,164	94	22	12	1,065	6,920	17,118	163	6,591	38	419	159	328	152,494	(1,055)	151,439
Amounts due to third-party payors	3,736	-	-	-	-	161	-	-	-	-	-	-	-	-	3,897	-	3,897
Captive insurance loss reserve payable	-	8,954	-	-	-	-	-	-	-	-	-	-	-	-	8,954	-	8,954
Due to affiliates, current portion	6,783	-	1,566	2,336	1,839	6,358	14,274	12,263	282	11,667	492	11,596	-	3,851	73,307	(73,307)	-
Total current liabilities	146,582	11,118	1,660	2,358	1,851	7,584	21,194	29,381	445	18,258	530	12,015	306	4,179	257,461	(74,362)	183,099
Long-term debt, net of current portion	544,847	-	-	-	-	-	-	-	-	-	-	-	1,534	-	546,381	-	546,381
Postretirement benefit obligations	88,486	-	-	-	-	-	-	-	-	-	-	-	-	-	88,486	-	88,486
Amounts due to third-party payors and other liabilities	82,920	38,212	-	-	-	-	1,822	18,436	-	1,655	-	2,637	-	-	145,682	(31,308)	114,374
Due to affiliates, net of current portion	9,135	-	-	-	-	285	-	1,522	766	20	100	8	-	-	11,836	(11,836)	-
Total liabilities	871,970	49,330	1,660	2,358	1,851	7,869	23,016	49,339	1,211	19,933	630	14,660	1,840	4,179	1,049,846	(117,506)	932,340
Net assets:																	
Unrestricted	604,825	6,319	29,059	7,897	1,056	(2,753)	28,259	(9,029)	1,466	(7,800)	(592)	(13,177)	(85)	(12)	645,433	(7,897)	637,536
Temporarily restricted	21,384	-	9,303	2,855	6,083	188	-	47	-	-	-	-	-	-	39,860	(18,182)	21,678
Permanently restricted	4,505	-	448	819	436	-	-	-	-	-	-	-	-	-	6,208	(819)	5,389
Total net assets	630,714	6,319	38,810	11,571	7,575	(2,565)	28,259	(8,982)	1,466	(7,800)	(592)	(13,177)	(85)	(12)	691,501	(26,898)	664,603
Total liabilities and net assets	\$ 1,502,684	\$ 55,649	\$ 40,470	\$ 13,929	\$ 9,426	\$ 5,304	\$ 51,275	\$ 40,357	\$ 2,677	\$ 12,133	\$ 38	\$ 1,483	\$ 1,755	\$ 4,167	\$ 1,741,347	\$ (144,404)	\$ 1,596,943

Health Quest Systems, Inc. and Subsidiaries

Consolidating Balance Sheet – Obligated Group
December 31, 2017
(in thousands)

	VBMC	PHC	NDH	Health Quest	Total	Eliminations	HQ Obligated Group
Assets							
Current assets:							
Cash and cash equivalents	\$ 26,908	\$ 11,528	\$ 36,007	\$ 9,935	\$ 84,378	\$ -	\$ 84,378
Restricted cash	-	635	-	-	635	-	635
Investments	189,729	45,904	19,031	-	254,664	-	254,664
Assets whose use is limited and required for current liabilities:							
Externally restricted	551	1,132	198	-	1,881	-	1,881
Patient accounts receivable, net	100,037	24,226	17,764	-	142,027	-	142,027
Supplies and prepaid expenses	13,499	4,595	2,720	8,232	29,046	-	29,046
Other current assets	387	251	54	173	865	-	865
Amounts due from third-party payors	1,851	655	421	-	2,927	-	2,927
Interest in Foundation, current	806	202	649	-	1,657	-	1,657
Due from affiliates, current portion	14,999	31,222	8,099	40,413	94,733	(42,124)	52,609
Total current assets	348,767	120,350	84,943	58,753	612,813	(42,124)	570,689
Interest in Foundation	8,438	11,369	5,411	-	25,218	-	25,218
Assets whose use is limited:							
Externally restricted	303,124	1,008	1,031	-	305,163	-	305,163
Long-term investments	10,529	-	-	-	10,529	-	10,529
Property, plant and equipment, net	361,220	58,593	77,588	18,386	515,787	-	515,787
Goodwill and intangible assets, net	25,916	46	-	-	25,962	-	25,962
Other assets	1,029	-	220	6,765	8,014	-	8,014
Due from affiliates, net of current	22,564	7,011	5,783	37,666	73,024	(31,702)	41,322
Total assets	\$ 1,081,587	\$ 198,377	\$ 174,976	\$ 121,570	\$ 1,576,510	\$ (73,826)	\$ 1,502,684
Liabilities and Net Assets							
Current liabilities:							
Current portion of long-term debt	\$ 16,942	\$ 1,390	\$ 330	\$ -	\$ 18,662	\$ -	\$ 18,662
Accounts payable and accrued expenses	57,423	14,790	9,800	35,388	117,401	-	117,401
Amounts due to third-party payors	2,441	1,157	138	-	3,736	-	3,736
Due to affiliates, current portion	3,725	3,089	2,819	39,274	48,907	(42,124)	6,783
Total current liabilities	80,531	20,426	13,087	74,662	188,706	(42,124)	146,582
Long-term debt, net of current portion	478,512	22,177	44,158	-	544,847	-	544,847
Postretirement benefit obligations	70,095	18,391	-	-	88,486	-	88,486
Amounts due to third-party payors and other liabilities	37,277	16,952	9,801	18,890	82,920	-	82,920
Due to affiliates, net of current portion	2,331	941	384	37,181	40,837	(31,702)	9,135
Total liabilities	668,746	78,887	67,430	130,733	945,796	(73,826)	871,970
Net assets:							
Unrestricted	399,259	114,930	99,799	(9,163)	604,825	-	604,825
Temporarily restricted	11,391	3,741	6,252	-	21,384	-	21,384
Permanently restricted	2,191	819	1,495	-	4,505	-	4,505
Total net assets	412,841	119,490	107,546	(9,163)	630,714	-	630,714
Total liabilities and net assets	\$ 1,081,587	\$ 198,377	\$ 174,976	\$ 121,570	\$ 1,576,510	\$ (73,826)	\$ 1,502,684

Health Quest Systems, Inc. and Subsidiaries

Consolidating Statement of Operations
 Year Ended December 31, 2017
 (in thousands)

	HQ Obligated Group	VBH Insurance	Foundation for VBMC	PHC Foundation	NDH Foundation	NDRHCF	Sharon Hospital	HQ Med Practice	HQUMCP	HV Cardio Practice	Alamo	HQ Homecare	Wells Manor	SHMP	Total	Eliminations	Consolidated
Operating revenue:																	
Net patient-service revenue	\$ 938,082	\$ -	\$ -	\$ -	\$ -	\$ 10,631	\$ 22,287	\$ 69,850	\$ 5,030	\$ 26,822	\$ -	\$ 6,812	\$ -	\$ 1,587	\$ 1,081,101	\$ -	\$ 1,081,101
Provision for bad debts	(23,062)	-	-	-	-	(143)	(1,117)	(4,896)	(248)	(1,029)	-	(24)	-	(44)	(30,563)	-	(30,563)
Net patient service revenue less provisions for bad debts	915,020	-	-	-	-	10,488	21,170	64,954	4,782	25,793	-	6,788	-	1,543	1,050,538	-	1,050,538
Other revenue	34,770	10,228	2,242	886	545	20	350	55,083	11	399	-	2	948	788	106,272	(71,959)	34,313
Net assets released from restriction used for operations	409	-	-	-	-	-	-	-	-	-	-	-	-	-	409	-	409
Total operating revenue	950,199	10,228	2,242	886	545	10,508	21,520	120,037	4,793	26,192	-	6,790	948	2,331	1,157,219	(71,959)	1,085,260
Operating expenses:																	
Salaries and fees	342,929	-	559	187	178	6,262	8,387	99,942	1,209	29,510	-	3,256	-	9	492,428	-	492,428
Employee benefits	113,962	-	118	49	46	2,606	1,975	15,744	394	3,829	-	933	-	-	139,456	-	139,456
Supplies	154,472	-	1	1	2	1,250	3,446	2,581	170	420	-	81	-	231	162,655	-	162,655
Other	176,606	9,067	496	324	328	2,706	7,128	24,903	4,059	6,092	15	894	574	3,756	236,948	(71,959)	164,989
Interest	8,132	-	-	-	-	-	-	-	-	-	-	-	161	-	8,293	-	8,293
Depreciation and amortization	46,187	-	7	2	3	230	281	1,875	122	357	-	22	81	1	49,178	-	49,178
Total operating expenses	842,288	9,067	1,181	563	557	13,054	21,217	145,045	5,954	40,008	15	5,186	826	3,997	1,088,958	(71,858)	1,016,999
Operating income (loss)	107,811	1,161	1,061	323	(12)	(2,546)	303	(25,008)	(1,161)	(13,816)	(15)	1,604	122	(1,666)	68,261	-	68,261
Investment Income	37,779	3,150	2,800	630	430	7	-	-	-	-	-	1	-	-	44,797	-	44,797
Gain on sale of property, plant and equipment	87	-	-	-	-	1	-	-	-	-	-	-	-	-	88	-	88
Excess (deficiency) of revenue over expenses	145,777	4,311	3,861	953	418	(2,538)	303	(25,008)	(1,161)	(13,816)	(15)	1,605	122	(1,666)	113,146	-	113,146
Pension related changes other than net periodic pension costs	(11,157)	-	-	-	-	-	-	-	-	-	-	-	-	-	(11,157)	-	(11,157)
Grant revenue for capital expenditures	64	-	-	-	-	-	3,000	-	-	-	-	-	-	-	3,064	-	3,064
Contribution received from acquisitions	-	-	-	-	-	-	26,610	-	-	-	-	-	-	-	26,610	-	26,610
Net assets released from restrictions for capital expenditures	1,505	-	-	-	-	-	-	-	-	-	-	-	-	-	1,505	-	1,505
Change in interest in Foundation	953	-	-	-	-	-	-	-	-	-	-	-	-	-	953	(953)	-
Transfers of equity	(34,880)	-	-	-	-	-	(1,854)	19,964	1,100	13,816	-	-	-	1,654	-	-	-
Increase (decrease) in unrestricted net assets	\$ 102,262	\$ 4,311	\$ 3,861	\$ 953	\$ 418	\$ (2,538)	\$ 28,259	\$ (5,044)	\$ (61)	\$ -	\$ (15)	\$ 1,605	\$ 122	\$ (12)	\$ 134,121	\$ (953)	\$ 133,188

Health Quest Systems, Inc. and Subsidiaries

**Consolidating Statement of Operations – Obligated Group
Year Ended December 31, 2017
(in thousands)**

	VBMC	PHC	NDH	Health Quest	Eliminations	HQ Obligated Group
Operating revenue:						
Net patient service revenue	\$ 647,352	\$ 162,739	\$ 127,991	\$ -	\$ -	\$ 938,082
Provision for bad debts	(16,950)	(3,825)	(2,287)	-	-	(23,062)
Net patient service revenue less provisions for bad debts	630,402	158,914	125,704	-	-	915,020
Other revenue	11,412	3,466	2,275	182,724	(165,107)	34,770
Net assets released from restriction used for operations	315	26	68	-	-	409
Total operating revenue	642,129	162,406	128,047	182,724	(165,107)	950,199
Operating expenses:						
Salaries and fees	163,597	53,436	37,634	88,262	-	342,929
Employee benefits	60,302	19,191	11,051	23,418	-	113,962
Supplies	101,714	25,412	19,157	8,189	-	154,472
Other	203,060	49,800	30,712	58,141	(165,107)	176,606
Interest	4,986	996	2,015	135	-	8,132
Depreciation and amortization	27,216	8,163	6,685	4,123	-	46,187
Total operating expenses	560,875	156,998	107,254	182,268	(165,107)	842,288
Operating income	81,254	5,408	20,793	456	-	107,911
Investment income	29,290	6,022	2,467	-	-	37,779
Gain (loss) on sale of property, plant and equipment	(20)	107	-	-	-	87
Excess of revenue over expenses	110,524	11,537	23,260	456	-	145,777
Pension related changes other than net periodic pension costs	(12,182)	1,025	-	-	-	(11,157)
Grant revenue for capital expenditures	-	-	64	-	-	64
Net assets released from restrictions for capital expenditures	843	135	527	-	-	1,505
Change in interest in Foundation	-	953	-	-	-	953
Transfers of equity	(29,044)	(1,191)	(4,645)	-	-	(34,880)
Increase in unrestricted net assets	\$ 70,141	\$ 12,459	\$ 19,206	\$ 456	\$ -	\$ 102,262

Health Quest Systems, Inc. and Subsidiaries
Balance Sheet
2018 Actual YTD
June 2018

	<u>2018</u>	<u>2017</u>	<u>Incr/Decr over</u> <u>PY</u>
<u>Assets</u>			
Current Assets -			
Cash and Cash Equivalents	\$142,738	\$112,169	\$30,569
Restricted Cash	709	708	1
Investments	296,217	297,597	(1,380)
Assets whose use is limited and required for current liabilities			
Externally Restricted	2,881	1,881	1,000
Patient accounts receivable, net	167,234	167,003	231
Supplies and prepaid expenses	30,482	34,657	(4,175)
Other current assets	10,023	9,141	882
Estimated third party payor adjustments	1,702	2,927	(1,225)
Interest in Foundation, current	0	0	0
Due from Affiliates, current portion	0	0	0
	<hr/>	<hr/>	<hr/>
Total current assets	\$651,986	\$626,083	\$25,903
Interest in Foundation	0	0	0
Assets whose use is limited, net of current portion			
Externally Restricted	264,207	305,163	(40,956)
Investments held by captive	39,091	34,269	4,822
Long Term Investments	10,983	11,035	(52)
Property, plant and equipment, less accum depreciation and amortization	635,766	553,486	82,280
Goodwill	40,695	40,695	0
Due from Affiliates, net of current portion	0	0	0
Other non-current assets	27,147	26,212	935
	<hr/>	<hr/>	<hr/>
Total Assets	\$1,669,875	\$1,596,943	\$72,932
<u>Liabilities and Net Assets</u>			
Current Liabilities -			
Current portion of long-term debt	\$18,809	\$18,809	\$0
Accounts payable and accrued expenses	186,392	151,439	34,953
Estimated third party payor adjustments	4,337	3,897	440
Estimated insurance loss reserve payable	8,142	8,954	(812)
Due to Affiliates, current portion	0	0	0
	<hr/>	<hr/>	<hr/>
Total current liabilities	\$217,680	\$183,099	\$34,581
Long-term debt, net of current portion	546,029	546,381	(352)
Post retirement benefit obligations	93,220	88,486	4,734
Estimated third party payor adjustments and and other liabilities	109,974	114,374	(4,400)
Due to Affiliates, net of current portion	0	0	0
	<hr/>	<hr/>	<hr/>
Total liabilities	\$966,903	\$932,340	\$34,563
Net Assets			
Unrestricted	\$676,069	\$637,536	\$38,533
Temporarily restricted	21,513	21,678	(165)
Permanently restricted	5,389	5,389	0
	<hr/>	<hr/>	<hr/>
Total Net Assets	\$702,971	\$664,603	\$38,368
	<hr/>	<hr/>	<hr/>
Total Liabilities and Net Assets	\$1,669,874	\$1,596,943	\$72,931

Health Quest Systems, Inc. and Subsidiaries
Statement of Operations

2018 Actual YTD

June 2018

	<u>Current Year Actual YTD</u>	<u>Current Year Budget YTD</u>	<u>Variance</u>	<u>Prior Year Actual YTD</u>	<u>PY Variance</u>
Revenue					
Inpatient Revenue	\$304,951	\$305,440	(\$489)	\$276,471	\$28,480
Outpatient Revenue	206,133	216,252	(10,119)	193,839	12,294
Other Patient Revenue	59,620	65,505	(5,885)	54,853	4,767
Less Provision for bad debts	(14,919)	(16,107)	1,188	(14,347)	(572)
Net Patient Revenue	555,785	571,090	(15,305)	510,816	44,969
					0
Other Operating Revenue	19,757	16,358	3,399	16,181	3,576
Affiliate Revenue	0	0	0	(0)	1
					0
Total Revenue	\$575,542	\$587,448	(\$11,906)	\$526,997	\$48,546
Operating Expenses					
Salaries	254,328	258,963	4,635	229,362	(24,966)
Fringe Benefits	75,459	77,611	2,152	67,934	(7,525)
Agency Fees	2,478	1,513	(965)	9,560	7,082
Sub Total	332,265	338,087	5,822	306,856	(25,409)
Supplies	90,326	86,004	(4,322)	78,981	(11,345)
Interest	4,000	4,037	37	4,000	0
Depreciation	23,280	23,305	25	23,956	676
Other Expenses	89,177	97,108	7,931	82,812	(6,366)
Sub Total	206,783	210,454	3,671	189,748	(17,035)
Total Operating Expenses	539,048	548,541	9,493	496,604	(42,444)
Gain/(Loss) from Operations	36,495	38,908	(2,413)	30,393	6,102
Investment Income	3,511	1,553	1,959	1,150	2,361
Change in net unrealized gains/(losses)	(3,369)	19,300	(22,669)	18,277	(21,646)
Gain on disposal	0	0	0	107	(107)
Excess of revenue over expenses	36,637	59,760	(23,124)	49,927	(13,290)
Transfer of Equity	0	0	0	0	0
Pension related changes other than net periodic pension costs	0	0	0	0	0
Grant Income for capital	153	0	153	32	121
Change in Foundation Interest	0	0	0	0	0
Prior Period Adjustments	0	0	0	0	0
Net Assets Released from Restrictions	1,744	925	819	0	1,744
					0
Increase/(Decrease) in Net Assets	\$38,534	\$60,685	(\$22,152)	\$49,959	(\$11,425)

Western Connecticut Health Network, Inc. and Subsidiaries

Consolidated Balance Sheets
(In Thousands)

	September 30	
	2017	2016
Assets		
Current assets:		
Cash and cash equivalents	\$ 62,579	\$ 61,070
Investments, current portion	35,783	36,175
Assets limited as to use, current portion	10,015	16,880
Patient accounts receivable, less allowance for uncollectible accounts of approximately \$37,914 in 2017 and \$39,080 in 2016	136,518	135,583
Pledges receivable, current portion	8,218	7,846
Inventories	17,474	16,082
Prepaid expenses and other	42,869	34,299
Total current assets	<u>313,456</u>	<u>307,935</u>
Investments	243,344	285,879
Assets limited as to use:		
Funds restricted by donor	108,611	93,044
Board designated funds	65,724	61,690
Beneficial interests in trusts held by others and charitable remainder trust	16,088	15,165
Investments held by Western Connecticut Health Network Insurance Co., Ltd.	127,627	103,776
Total noncurrent assets limited as to use	<u>318,050</u>	<u>273,675</u>
Other assets	34,288	27,693
Property, plant, and equipment:		
Land and land improvements	41,289	41,189
Buildings and building improvements	853,530	811,170
Equipment and other	587,501	645,113
Construction-in-progress (estimated cost to complete at September 30, 2017: \$65,820)	97,743	78,754
	<u>1,580,063</u>	<u>1,576,226</u>
Less accumulated depreciation	<u>886,664</u>	<u>891,315</u>
	693,399	684,911
Pledges receivable, less current portion	14,612	14,581
Total assets	<u>\$ 1,617,149</u>	<u>\$ 1,594,674</u>

	September 30	
	2017	2016
Liabilities and net assets		
Current liabilities:		
Accounts payable	\$ 75,204	\$ 65,526
Payroll-related accruals	51,307	54,994
Due to third-party payors	17,597	32,175
Interest payable	1,863	2,553
Other accrued expenses	9,890	9,009
Current portion of long-term debt	8,306	9,216
Total current liabilities	<u>164,167</u>	<u>173,473</u>
Self-insurance liabilities	75,064	74,660
Accrued pension liabilities and other	159,413	260,205
Long-term debt, less current portion	335,265	341,771
Total liabilities	<u>733,909</u>	<u>850,109</u>
Net assets:		
Unrestricted	735,314	611,912
Unrestricted attributable to noncontrolling interest	2,255	1,947
Temporarily restricted	96,960	85,290
Permanently restricted	48,711	45,416
Total net assets	<u>883,240</u>	<u>744,565</u>

Total liabilities and net assets

\$ 1,617,149 \$ 1,594,674

Western Connecticut Health Network, Inc. and Subsidiaries
Consolidated Statements of Operations and Changes in Net Assets
(In Thousands)

	Year Ended September 30	
	2017	2016
Unrestricted revenues:		
Net patient service revenue	\$ 1,181,592	\$ 1,161,053
Provision for uncollectible accounts	42,857	34,822
Net patient service revenue, less provision for uncollectible accounts	<u>1,138,735</u>	<u>1,126,231</u>
Net assets released from restriction	2,909	5,386
Other operating revenues	37,799	30,201
	<u>1,179,443</u>	<u>1,161,818</u>
Expenses:		
Salaries, benefits and fees	691,801	703,650
Supplies and other	383,134	358,924
Insurance	14,224	7,102
Depreciation and amortization	76,775	73,667
Interest	9,229	9,442
	<u>1,175,163</u>	<u>1,152,785</u>
Income from operations before net loss on extinguishment of long-term debt	4,280	9,033
Net loss on extinguishment of long-term debt	<u>(1,278)</u>	<u>—</u>
Income from operations	3,002	9,033
Nonoperating gains and (losses):		
Contributions	5,432	26,909
Investment income, net	26,498	11,589
Change in unrealized gains and losses on investments	17,211	22,783
Operating expenses of the Danbury Hospital and New Milford Hospital Foundation, Inc. and Norwalk Hospital Foundation, Inc.	(4,274)	(4,356)
Net research operations	(856)	(390)
Interest rate swap activity:		
Interest cost on interest rate swap	(473)	(640)
Change in value of interest rate swap	2,889	(1,800)
	<u>2,416</u>	<u>(2,440)</u>
	<u>46,427</u>	<u>54,095</u>
Excess of revenues over expenses, before noncontrolling interest in joint venture	49,429	63,128
Less: net income attributable to noncontrolling interest in joint venture	<u>(1,809)</u>	<u>(2,019)</u>
Excess of revenues over expenses	<u>47,620</u>	<u>61,109</u>

Western Connecticut Health Network, Inc. and Subsidiaries

Consolidating Balance Sheet
(In Thousands)

September 30, 2017

	Western Connecticut Health Network, Inc.	Danbury Hospital and New Milford Hospital Foundation, Inc.	The Danbury Hospital	The Norwalk Hospital Association and Subsidiaries	Western Connecticut Health Network Investments, LLC	Western Connecticut Medical Group, Inc.	Eliminations	Subtotal Obligated Group	Western Connecticut Health Network Insurance Co., Ltd.	SWC Corporation	Western Connecticut Health Network Affiliates, Inc.	Western Connecticut Home Care, Inc.	Eastern NY Medical Services, P.C.	Eliminations	Total
Assets															
Current assets:															
Cash and cash equivalents	\$ 288	\$ 6,889	\$ 20,478	\$ 19,513	\$ -	\$ 9,252	\$ -	\$ 56,420	\$ 327	\$ 1,780	\$ 2,438	\$ 1,024	\$ 590	\$ -	\$ 62,579
Investments, current portion	-	-	15,133	20,650	-	-	-	35,783	-	-	-	-	-	-	35,783
Assets limited as to use, current portion	-	-	1,435	-	-	-	-	1,435	8,580	-	-	-	-	-	10,015
Patient accounts receivable, less allowance for uncollectible accounts of approximately \$37,914 in 2017	-	-	79,250	42,033	-	10,846	-	132,129	-	352	2,028	1,901	108	-	136,518
Due from related parties, current portion	271	188	12,509	294	-	2,985	(13,880)	2,367	-	-	-	-	-	(2,367)	-
Prepaid expenses, current portion	-	5,381	-	2,837	-	-	-	8,218	-	-	-	-	-	-	8,218
Inventories	-	-	13,739	3,144	-	-	-	16,883	-	469	-	122	-	-	17,474
Prepaid expenses and other	732	1	23,771	4,069	-	879	(326)	29,126	13,515	-	21	200	7	-	42,869
Total current assets	1,291	12,459	166,315	92,540	-	23,962	(14,206)	282,361	22,422	2,601	4,487	3,247	705	(2,367)	313,456
Investments	-	2,718	-	-	239,439	-	-	242,157	-	-	-	1,187	-	-	243,344
Interest in investments held by Western Connecticut Health Network Investments, LLC	-	12,804	84,826	141,810	-	-	(239,440)	-	-	-	-	-	-	-	-
Assets limited as to use:															
Funds restricted by donor	-	-	-	-	108,611	-	-	108,611	-	-	-	-	-	-	108,611
Donor restricted interest in investments held by WCHN Investments, LLC	-	74,908	-	33,703	-	-	(108,611)	-	-	-	-	-	-	-	-
Board designated funds	-	-	-	-	65,724	-	-	65,724	-	-	-	-	-	-	65,724
Board designated interest in investments held by WCHN Investments, LLC	-	8,548	-	57,176	-	-	(65,724)	-	-	-	-	-	-	-	-
Beneficial interest in trusts held by others and charitable remainder trust	-	7,516	-	8,572	-	-	-	16,088	-	-	-	-	-	-	16,088
Investments held by Western Connecticut Health Network Insurance Co., Ltd.	-	-	-	-	-	-	-	-	127,627	-	-	-	-	-	127,627
Total noncurrent assets limited as to use	-	90,972	-	99,451	174,335	-	(174,335)	190,423	127,627	-	-	-	-	-	318,050
Other assets	12,437	391	7,103	25,005	-	18,935	(29,886)	33,985	-	202	187	167	325	(578)	34,288
Investment in NHSC	346,250	-	-	-	-	-	(331,170)	15,080	-	-	-	-	-	(15,080)	-
Interest in Danbury Hospital and New Milford Hospital Foundation, Inc. and Norwalk Hospital Foundation, Inc.	-	-	99,590	-	-	-	(99,590)	-	-	-	-	-	-	-	-
Due from related parties, less current portion	2,819	-	315	3,184	-	3,336	(6,520)	3,134	-	-	-	-	753	(3,887)	-
Property, plant, and equipment:															
Land and land improvements	-	472	12,850	27,967	-	-	-	41,289	-	-	-	-	-	-	41,289
Buildings and building improvements	12	706	543,351	303,310	-	2,340	-	849,719	-	406	3,349	19	37	-	853,530
Equipment and other	-	221	298,508	258,614	-	18,880	-	576,223	-	696	9,385	1,135	62	-	587,501
Construction in progress (estimated cost to complete at September 30, 2017: \$69,820)	-	-	67,096	27,851	-	2,796	-	97,743	-	-	-	-	-	-	97,743
Total property, plant, and equipment	12	1,399	921,805	617,742	-	24,016	-	1,564,974	-	1,102	12,734	1,154	99	-	1,580,063
Less accumulated depreciation	12	494	510,669	347,793	-	13,876	-	872,844	-	988	11,910	850	72	-	886,664
	-	905	411,136	269,949	-	10,140	-	692,131	-	114	824	304	27	-	693,399
Prepaid expenses, less current portion	-	3,900	-	10,712	-	-	-	14,612	-	-	-	-	-	-	14,612
Total assets	\$ 362,797	\$ 124,149	\$ 769,285	\$ 642,651	\$ 413,774	\$ 56,373	\$ (895,147)	\$ 1,473,882	\$ 150,049	\$ 2,917	\$ 5,498	\$ 4,905	\$ 1,810	\$ (21,912)	\$ 1,617,149

Western Connecticut Health Network, Inc. and Subsidiaries

Consolidating Balance Sheet (continued)
(In Thousands)

September 30, 2017

	Western Connecticut Health Network, Inc. and Subsidiary	Danbury Hospital and New Milford Hospital Foundation, Inc.	The Danbury Hospital	The Norwalk Hospital Association and Subsidiaries	Western Connecticut Health Network Investments, LLC	Western Connecticut Medical Group, Inc.	Eliminations	Subtotal Obligated Group	Western Connecticut Health Network Insurance Co., Ltd.	SWC Corporation	Western Connecticut Health Network Affiliates, Inc.	Western Connecticut Home Care, Inc.	Eastern NY Medical Services, P.C.	Eliminations	Total
Liabilities and net assets															
Current liabilities:															
Accounts payable	\$ -	\$ -	\$ 45,217	\$ 24,422	\$ -	\$ -	\$ (326)	\$ 69,313	\$ 5,123	\$ 323	\$ 113	\$ 317	\$ 15	\$ -	\$ 75,204
Payroll-related accruals	-	118	30,411	11,133	-	8,620	-	50,282	-	397	310	233	85	-	51,307
Due to third-party payors	-	-	10,846	6,751	-	-	-	17,597	-	-	-	-	-	-	17,597
Due to related parties, current portion	-	2,739	-	11,141	-	-	(13,880)	-	713	139	902	613	-	(2,367)	-
Interest payable	-	-	1,321	542	-	-	-	1,863	-	-	-	-	-	-	1,863
Other accrued expenses	4,600	5	4,335	315	-	429	-	9,684	-	-	-	206	-	-	9,890
Current portion of long-term debt	-	-	1,710	6,596	-	-	-	8,306	-	-	-	-	-	-	8,306
Total current liabilities	4,600	2,862	93,840	60,900	-	9,049	(14,206)	157,045	5,836	859	1,325	1,369	100	(2,367)	164,167
Self-insurance liabilities															
Accrued pension liabilities and other	108,792	36	44,431	25,290	-	10,440	(29,886)	159,103	-	-	-	586	302	(578)	159,413
Due to related parties, less current portion	6,520	-	-	-	-	753	(6,520)	753	-	-	-	-	3,134	(3,887)	-
Long-term debt, less current portion	-	-	238,307	96,958	-	-	-	335,265	-	-	-	-	-	-	335,265
Total liabilities	119,912	2,898	376,578	183,148	-	20,242	(50,612)	652,166	80,900	859	1,325	1,955	3,536	(6,832)	733,909
Net assets:															
Unrestricted	193,537	31,448	323,007	401,423	305,163	36,131	(616,876)	673,833	69,149	2,058	4,173	2,907	(1,726)	(15,080)	735,314
Unrestricted attributable to noncontrolling interest	-	-	-	2,255	-	-	-	2,255	-	-	-	-	-	-	2,255
Temporarily restricted	39,887	52,061	31,958	44,856	68,240	-	(140,085)	96,917	-	-	-	43	-	-	96,960
Permanently restricted	9,461	37,742	37,742	10,969	40,371	-	(87,574)	48,711	-	-	-	-	-	-	48,711
Total net assets	242,885	121,251	392,707	459,508	413,774	36,131	(844,535)	821,716	69,149	2,058	4,173	2,950	(1,726)	(15,080)	883,240
Total liabilities and net assets	\$ 362,797	\$ 124,149	\$ 769,285	\$ 642,651	\$ 413,774	\$ 56,373	\$ (825,147)	\$ 1,473,882	\$ 150,049	\$ 2,917	\$ 5,498	\$ 4,905	\$ 1,810	\$ (21,912)	\$ 1,617,149

Western Connecticut Health Network, Inc. and Subsidiaries

Consolidating Statement of Operations
(In Thousands)

Year Ended September 30, 2017

	Western Connecticut Health Network, Inc.	Danbury Hospital and New Milford Hospital Foundation, Inc.	The Danbury Hospital	The Norwalk Hospital Association and Subsidiaries	Western Connecticut Health Network Investments, L.L.C.	Western Connecticut Medical Group, Inc.	Eliminations	Subtotal Obligated Group	Western Connecticut Health Network Insurance Co., Ltd.	SWC Corporation	Western Connecticut Health Network Affiliates, Inc.	Western Connecticut Home Care, Inc.	Eastern NY Medical Services, P.C.	Eliminations	Total
Unrestricted revenues:															
Gross patient service revenue	\$	\$	\$ 1,731,999	\$ 1,089,434	\$	\$ 286,789	\$ (1,817)	\$ 3,106,405	\$	\$ 17,648	\$ 27,907	\$ 15,449	\$ 2,862	\$ (509)	\$ 3,169,762
Contractual allowances			1,081,523	698,056		147,874		1,927,453			15,142	1,863	1,575		1,946,033
Charity care			18,658	19,681		3,739		42,078			10	49			42,137
Net patient service revenue			631,818	371,697		135,176	(1,817)	1,136,874		17,648	12,755	13,537	1,287	(509)	1,181,592
Provision for uncollectible accounts			25,059	14,306		2,538		41,903		16	550	354	34		42,857
Net patient service revenue less provision for uncollectible accounts			606,759	357,391		132,638	(1,817)	1,094,971		17,632	12,205	13,183	1,253	(509)	1,138,735
Net assets released from restriction			1,500	1,051		252		2,803				106			2,909
Other operating revenues	748		23,674	15,134		109,570	(113,040)	36,086	10,997		159	196	354	(9,993)	37,799
	748		631,933	373,576		242,460	(114,857)	1,133,860	10,997	17,632	12,364	13,485	1,607	(10,502)	1,179,443
Expenses:															
Salaries, benefits and fees	2,143		355,542	210,400		209,878	(107,684)	670,279		1,196	8,955	9,700	1,671		691,801
Supplies and other	1,119		199,856	128,827		37,196	(7,134)	359,864	303	15,859	3,867	3,316	754	(820)	383,134
Insurance			7,007	905		1,442		9,354	14,224		214	87	18	(9,673)	14,224
Depreciation and amortization			48,080	25,330		2,764		76,174		49	425	117	10		76,775
Interest			6,935	2,294				9,229							9,229
	3,262		617,420	367,756		251,280	(114,818)	1,124,900	14,527	17,104	13,461	13,220	2,453	(10,502)	1,175,163
Income (loss) from operations before loss on extinguishment of long-term debt	(2,514)		14,511	5,820		(8,820)	(39)	8,960	(3,530)	528	(1,097)	265	(846)		4,280
Net loss on extinguishment of long-term debt			(1,278)					(1,278)							(1,278)
Income (loss) from operations	(2,514)		13,233	5,820		(8,820)	(39)	7,682	(3,530)	528	(1,097)	265	(846)		3,002
Nonoperating gains and (losses):															
Contributions		3,176		2,254				5,430				2			5,432
Investment income, net	(226)	3,126	7,660	15,938	25,737	13	(25,793)	26,455				43			26,498
Change in unrealized gains and losses on investments		642	3,181	7,386	11,698		(11,698)	11,209	5,927			75			17,211
Change in equity interest in unrestricted net assets of the Western Connecticut Health Network Foundation, Inc. and Norwalk Hospital Foundation, Inc.			3,240				(3,240)								
Operating expenses of the Danbury Hospital and New Milford Hospital Foundation, Inc. & Norwalk Hospital Foundation, Inc.		(1,776)		(2,593)			95	(4,274)							(4,274)
Net research operations			(826)	(30)				(856)							(856)
Interest rate swap activity:															
Interest cost on interest rate swap				(473)				(473)							(473)
Change in value of interest rate swap				2,889				2,889							2,889
			2,416					2,416							2,416
	(226)	5,168	13,255	25,371	37,435	13	(40,636)	40,380	5,927			120			46,427
Excess (deficiency) of revenues over expense, before noncontrolling interest in joint venture	(2,740)	5,168	26,490	31,191	37,435	(8,807)	(40,675)	48,062	2,397	528	(1,097)	385	(846)		49,429
Less: net income attributable to noncontrolling interest in joint venture				(1,809)				(1,809)							(1,809)
Excess (deficiency) of revenues over expenses	\$ (2,740)	\$ 5,168	\$ 26,490	\$ 29,382	\$ 37,435	\$ (8,807)	\$ (40,675)	\$ 46,253	\$ 2,397	\$ 528	\$ (1,097)	\$ 385	\$ (846)	\$	\$ 47,620



Consolidated Balance Sheet

(In Rounded 000's)

	May 31, 2018	September 30, 2017
ASSETS:		
CURRENT ASSETS:		
Cash and cash equivalents	\$89,666	\$62,580
Investments, current portion	37,287	35,783
Assets limited as to use, current portion	2,624	10,015
Pledges receivable, current portion	5,929	8,218
Patient accounts receivable, less allowance for uncollectible accounts	188,258	136,518
Prepaid expenses, inventories and other	48,576	60,342
Total Current Assets	372,341	313,456
Investments	156,015	243,345
Assets limited as to use:		
Funds restricted by donor	112,522	108,610
Board designated funds	66,841	65,724
Beneficial interest in trust held by others and charitable remainder trust	16,147	16,089
Investments held by WCHNIC, LTD	121,290	127,627
Total Noncurrent Assets Limited To Use	316,799	318,050
Other assets	44,285	34,286
Property, plant and equipment, net of depreciation	686,831	693,399
Pledges receivable, less current portion	20,183	14,612
TOTAL ASSETS	\$1,596,454	\$1,617,148
LIABILITIES AND NET ASSETS:		
CURRENT LIABILITIES:		
Accounts payable	\$74,429	\$75,205
Payroll accounts and accrued expenses	70,183	61,198
Due to third-party payors	17,997	17,596
Interest payable	2,214	1,862
Current portion of long - term debt	8,100	8,306
Total Current Liabilities	172,924	164,167
Long-term debt, less current portion	329,886	335,265
Self insurance liabilities	77,252	75,064
Accrued pension liabilities and other	136,390	159,412
NET ASSETS :		
Unrestricted	726,517	737,567
Temporarily Restricted	101,983	96,607
Permanently Restricted	51,501	49,065
TOTAL NET ASSETS	880,002	883,239
TOTAL LIABILITIES AND NET ASSETS	\$1,596,454	1,617,148



CONSOLIDATED SUMMARY OF OPERATIONS

YTD May 31, 2018 and 2017

(In Rounded 000's)	YEAR TO DATE				PRIOR YEAR
	ACTUAL	BUDGET	FAV(UNFAV) VARIANCE	VARIANCE%	
REVENUE:					
Net patient service revenue *	\$768,488	\$766,484	\$2,003	0.3%	\$716,646
Other operating revenues	22,520	21,309	1,211	5.7%	39,365
Net assets released from restriction	3,128	4,726	(1,598)	(33.8%)	3,552
Total Net Revenue	794,136	792,519	1,616	0.2%	759,564
EXPENSES:					
Salaries	379,817	367,196	(12,622)	(3.4%)	368,205
Benefits	79,405	77,898	(1,507)	(1.9%)	84,808
Physician Fees	12,533	16,342	3,809	23.3%	13,612
Supplies	129,473	130,082	609	0.5%	123,933
Services and other	157,000	150,482	(6,520)	(4.3%)	116,024
Depreciation and amortization	49,962	50,960	999	2.0%	50,356
Interest	6,698	6,208	(489)	(7.9%)	6,394
Total Expenses	814,886	799,168	(15,720)	(2.0%)	763,331
Income (Loss) from operations before joint venture	(20,751)	(6,648)	(14,103)	(212.1%)	(3,768)
Joint venture	2,720	3,667	(946)	(25.8%)	3,727
(Loss) on extinguishment of long-term debt	-	-	-	-	(1,278)
(LOSS) FROM OPERATIONS	(18,032)	(2,982)	(15,050)	(504.8%)	(1,319)
Contributions	1,435	2,002	(567)	(28.3%)	3,627
Investment income	37,739	14,436	23,302	161.4%	23,051
Change in unrealized gains and losses on investments	(30,068)	(3,253)	(26,815)	(824.3%)	5,518
Operating expenses of Foundations	(2,804)	(3,565)	761	21.4%	(2,910)
Net Research Expenses	(708)	(247)	(461)	(186.3%)	-
Joint venture minority interest	(916)	(1,350)	434	32.2%	(1,371)
	4,678	8,022	(3,345)	(41.7%)	27,914
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENSES	(\$13,353)	\$5,041	(\$18,395)	(364.9%)	\$26,596

Surgical Center at Orthopedic Associates, LLC.
Summary Balance Sheet
As of June 30, 2018

BFA Attachment A
CON 181277

	<u>Jun 30, 18</u>
ASSETS	
Current Assets	
Checking/Savings	171,436.03
Accounts Receivable	120,219.63
Other Current Assets	175.00
Total Current Assets	<u>291,830.66</u>
Fixed Assets	<u>2,760,869.89</u>
TOTAL ASSETS	<u>3,052,700.55</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	440,302.49
Credit Cards	-2,464.52
Other Current Liabilities	457,337.21
Total Current Liabilities	<u>895,175.18</u>
Long Term Liabilities	<u>106,098.04</u>
Total Liabilities	<u>1,001,273.22</u>
Equity	<u>2,051,427.33</u>
TOTAL LIABILITIES & EQUITY	<u>3,052,700.55</u>

Surgical Center at Orthopedic Associates, LLC.
Profit & Loss
January through June 2018

BFA Attachment A-Cont.
CON 181277

	Jan - Jun 18
Ordinary Income/Expense	
Income	
Nonmedical Income	13,035.38
Patient Collections	
Refunds	-8,641.53
Patient Collections - Other	3,920,503.76
Total Patient Collections	3,911,862.23
Total Income	3,924,897.61
Gross Profit	3,924,897.61
Expense	
Accounting Fees	44,000.00
Amortized Costs Expense	6,006.00
Bank Service Charges	1,002.50
Billing Service	2,057.70
Cleaning Service	7,848.90
Computer and Internet Expenses	
BILLING SOFTWARE	528.53
Computer and Internet Expenses - Other	19,902.71
Total Computer and Internet Expenses	20,431.24
Consulting Services	
Consulting services- Exec Board	60,861.60
Consulting Services - Other	32,404.52
Total Consulting Services	93,266.12
Consulting Services - Finance	17,166.01
Credentialing	54.76
Credit Card Service Fees	2,256.21
Dental Benefits	
Administrative Dental Benefits	-38.24
Billing Dental Benefits	-232.05
Clinical Dental Benefits	-4,822.96
MED REC DENTAL BENEFITS	-184.71
Dental Benefits - Other	7,508.03
Total Dental Benefits	2,230.07
Depreciation Expense	
Furniture Depreciation Expense	620.25
IT Depreciation Expense	1,846.00
Leasehold Depreciation	17,238.50
Medical Equipment Depreciation	61,242.00
RF Machine Depreciation Expense	275.50
Total Depreciation Expense	81,222.25
Disability Insurance Expense	-575.66
EDUCATION	370.00
FEDERAL EXCISE TAX	20.34
FLI	-1,137.84
HCRA SURCHARGE	19,538.00
HRA Expense	
Clinical HRA Expense	754.81
HRA Expense - Other	4,221.73
Total HRA Expense	4,976.54
HSA Expense	3,303.32
Human Resources	
Employee Welfare	4,000.02
HSA Administration Fee	1,167.00
Payroll Processing Fees	3,002.48
RECRUITING	201.50
Human Resources - Other	70.94
Total Human Resources	8,441.94

Surgical Center at Orthopedic Associates, LLC.
Profit & Loss
 January through June 2018

BFA Attachment A-Cont.
 CON 181277

	<u>Jan - Jun 18</u>
Implants	
FOOT AND ANKLE	14,031.33
SPORTS MEDICINE IMPLANT	11,434.00
TOTAL HIP IMPLANT	8,300.00
TOTAL KNEE IMPLANT	18,048.00
TRAUMA IMPLANTS	56,477.39
UNI KNEE IMPLANT	128,924.88
Implants - Other	<u>92,632.42</u>
Total Implants	329,848.02
INSTRUMENTS	7,238.15
Insurance Expense	
Health Insurance	2,526.03
Life and Disability Insurance	2,276.73
Malpractice Insurance	11,995.00
Worker's Compensation	<u>6,134.75</u>
Total Insurance Expense	22,932.51
Interest Expense	17,636.65
Laboratory Fees	16.53
Lease Expense	-30.00
Lease Interest Expense	1,744.73
Legal Expense	-368.25
Liability Insurance	2,917.94
Licenses and Permits	2,325.00
Life Insurance Benefits	
BILLING LIFE	-2.36
Booking Life	-56.98
Clinical Life Insurance Benefit	<u>-476.07</u>
Total Life Insurance Benefits	-535.41
Manual Fee	25.00
Medical Benefits	
Administrative Medical Benefits	369.76
Billing Medical Benefits	-727.05
Booking Medical Benefits	-7.76
Clinical Medical Benefits	-1,420.72
Medical Benefits - Other	<u>35,697.59</u>
Total Medical Benefits	33,911.82
Medical Gases	12,274.28
Medical Records	-93.75
Medical Supplies	1,005,585.71
Medical Textile Expense	23,405.54
Medical Waste Disposal	7,926.00
NYS Tax	3,000.00
Office Supplies	16,983.24
Operating Leases	
Copy Machine Lease	<u>2,149.26</u>
Total Operating Leases	2,149.26
Patient Nourishment	1,812.12
Payroll	
Administrative Payroll Expense	82,559.86
Administrative Payroll Tax Exp	6,839.76
Billing Payroll Expense	44,115.99
Billing Payroll Tax Expense	3,600.89
Booking Payroll Expense	17,471.85
Booking Payroll Tax Expense	1,586.97
Clinical Payroll Expense	734,379.79
Clinical Payroll Tax Expense	62,607.18
Med Records Payroll Expense	20,473.47
Med Records Payroll Tax Expense	1,814.83

Surgical Center at Orthopedic Associates, LLC.
Profit & Loss
 January through June 2018

BFA Attachment A-Cont.
 CON 181277

	<u>Jan - Jun 18</u>
Reception Payroll Expense	26,874.48
Reception Payroll Tax Expense	2,535.27
Total Payroll	1,004,860.34
PERSONAL PROTECTIVE EQUIPMENT	2,594.63
Postage and Delivery	1,657.04
Rent Expense	156,063.42
Repairs and Maintenance	
BUILDING REPAIRS	2,475.05
BUILDING SUPPLIES	775.16
EQUIPMENT REPAIRS	58,317.15
INSTRUMENT REPAIRS	3,326.94
SERVICE CONTRACTS	15,924.50
Repairs and Maintenance - Other	1,739.31
Total Repairs and Maintenance	82,558.11
Sales and Use Tax	60,809.01
Security Services	472.09
Service Contracts	20,734.04
Shipping Expense	8,291.70
Shredding Service	
RECORD STORAGE	647.00
Shredding Service - Other	350.00
Total Shredding Service	997.00
Taxes & CAM Charges	43,181.51
Telephone Expense	16,129.24
Transcription Services	3,443.40
Travel Expense	195.00
Uniforms	10,597.95
Utilities	38,660.00
Vision Benefits	-127.08
Total Expense	3,254,300.89
Net Ordinary Income	670,596.72
Other Income/Expense	
Other Income	
Interest Income	35.16
Total Other Income	35.16
Net Other Income	35.16
Net Income	670,631.88

THE SURGERY CENTER AT ORTHOPEDIC ASSOCIATES, LLC
BALANCE SHEETS
December 31, 2017 and 2016

BFA Attachment B
CON 181277

	<u>2017</u>	<u>2016</u>
ASSETS		
Current assets		
Cash and cash equivalents	\$ 316,133	\$ 486,147
Accounts receivable	1,128,320	1,012,179
Inventories	276,562	318,577
Prepaid expenses	20,410	26,407
Due from affiliate	34,526	-
Total current assets	<u>1,775,951</u>	<u>1,843,310</u>
Property and equipment		
Leasehold improvements	2,722,343	2,719,161
Medical equipment	1,591,593	1,493,142
Furniture and fixtures	29,320	29,672
	<u>4,343,256</u>	<u>4,241,975</u>
Less: accumulated depreciation	<u>(1,264,525)</u>	<u>(947,182)</u>
Total property and equipment	<u>3,078,731</u>	<u>3,294,793</u>
Other assets		
Intangible asset, net of accumulated amortization of \$23,459 and \$18,045, respectively	<u>3,609</u>	<u>9,023</u>
Total assets	<u>\$ 4,858,291</u>	<u>\$ 5,147,126</u>

THE SURGERY CENTER AT ORTHOPEDIC ASSOCIATES, LLC
BALANCE SHEETS, continued
December 31, 2017 and 2016

BFA Attachment B-Cont.
CON 181277

	<u>2017</u>	<u>2016</u>
LIABILITIES AND MEMBERS' EQUITY		
Current liabilities		
Line of credit	\$ 350,000	\$ 450,000
Current maturities of long-term debt	557,137	780,691
Current portion of capital leases payable	41,650	55,439
Accounts payable	639,568	499,631
Accrued payroll and payroll taxes payable	75,725	67,684
Retirement plan contribution payable	<u>72,284</u>	<u>57,740</u>
Total current liabilities	<u>1,736,364</u>	<u>1,911,185</u>
Long-term liabilities		
Long-term debt, less current maturities	60,229	559,372
Capital leases payable, less current maturities	21,043	63,471
Deferred rent	107,553	105,597
Due to affiliates	<u>3,019</u>	<u>51,194</u>
Total long-term liabilities	<u>191,844</u>	<u>779,634</u>
Total liabilities	1,928,208	2,690,819
Members' equity	<u>2,930,083</u>	<u>2,456,307</u>
Total liabilities and members' equity	<u>\$ 4,858,291</u>	<u>\$ 5,147,126</u>

THE SURGERY CENTER AT ORTHOPEDIC ASSOCIATES, LLC
STATEMENTS OF INCOME AND MEMBERS' EQUITY

BFA Attachment B- Cont.
 CON 181277

Years ended December 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Patient service revenue, net	\$ 8,439,897	\$ 7,833,713
Operating expenses		
Salaries and wages	1,936,275	1,571,142
Payroll taxes	158,593	127,143
Employee benefits	127,268	68,967
Retirement plan contribution expense	72,284	57,740
Medical supplies	2,754,296	2,381,719
Consulting fees	102,236	69,290
Billing fees and transcription services	10,105	14,505
Malpractice insurance	25,700	25,700
Other medical costs	16,856	21,873
Rent	330,123	330,123
Utilities	115,980	116,310
Repairs and maintenance	160,359	181,286
State surcharge	44,714	45,960
Depreciation and amortization expense	322,758	306,528
General and administrative expenses	290,964	190,023
Total operating expenses	<u>6,468,511</u>	<u>5,508,309</u>
Income from operations	1,971,386	2,325,404
Other expense, interest expense	<u>69,110</u>	<u>104,056</u>
Net income	1,902,276	2,221,348
Members' equity, beginning of year	2,456,307	1,451,531
Prior period adjustment (see note 12)	-	162,538
Distributions to members	<u>(1,428,500)</u>	<u>(1,379,110)</u>
Members' equity, end of year	<u>\$ 2,930,083</u>	<u>\$ 2,456,307</u>

The Surgery Center at Orthopedic Associates, LLC

	Membership
	%
Sasha Ristic, M.D.	6.7%
Frank Lombardo, M.D.	6.7%
Russell G. Tigges, M.D.	6.7%
Stephen G. Maurer, M.D.	6.7%
William W. Colman, M.D.	6.7%
Richard B. Perkins, M.D.	6.7%
Mark Aierstok, M.D.	6.7%
Lawrence J. Kusior, M.D.	6.7%
Michael W. Schweppe, M.D.	6.7%
Carl Barbera, M.D.	6.7%
David V. DiMarco, M.D.	6.7%
Wen Shen, M.D.	6.7%
William T. Barrick, M.D.	6.7%
Nicholas Renaldo, M.D.	6.7%
Richard Dentico, M.D.	6.7%
	<hr/> 100.00%

Visiting Services, LLC D/B/A Visiting Docs

Pro Forma Balance Sheet

As of first day of operations

Assets

D&TC-Capital	\$452,717
--------------	-----------

Cash	\$184,798
------	-----------

Total Assets	\$637,515
--------------	-----------

Liabilities	\$0
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Net Equity	\$637,515
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UNION SQUARE EYE CENTER LLC

ESTABLISH AND CONSTRUCT A DIAGNOSTIC AND TREATMENT CENTER

PRO FORMA BALANCE SHEET

ASSETS

Cash	\$548,160
New Leasehold Improvements / Other Assets	\$2,895,976
TOTAL ASSETS	\$3,442,136

LIABILITIES AND MEMBER EQUITY

LIABILITIES

Capital Loan	\$2,606,378
Working Capital Loan	<u>\$253,162</u>
TOTAL LIABILITIES	\$2,859,540
MEMBER EQUITY	<u>\$582,596</u>

TOTAL LIABILITIES AND MEMBER EQUITY	\$3,442,136
--	--------------------

CON 182073-Union Square Eye Center



Renaissance Health Care Network

3 miles

Union Square Eye Center

JGB Rehabilitation Corp

William F Ryan Community Health Center Inc

NY Hotel Trades Council & Hotel Assoc

University Eye Center

Ryan/Chelsea-Clinton Community Health Center

Michael Callen-Audre Lorde Community Health Center

Charles B Wang Community Health Center Inc

Betances Health Center

Gouverneur Diagnostic and Treatment Center

Queens Boulevard Extended Care Facility and related entities

Queens Boulevard Extended Care Facility Corp
(Realty owner)
Members include:
Anthony Clemenza, Jr. 27.48%
James Clemenza 4.99%

CON #152313

Queens Boulevard Extended Care Dialysis Center
61-11 Queens Boulevard,
Woodside, NY (15-station dialysis center under construction)
Members:
Anthony Clemenza, Jr. 50%
James Clemenza 50%

Lease
↓

Queens Boulevard Extended Care Facility Management LLC
61-11 Queens Boulevard, Woodside
(operating entity for RHCF)
Members:
Anthony Clemenza, Jr. 50%
James Clemenza 50%

CON #172406

Queens Boulevard Extended Care Dialysis Center II
61-11 Queens Boulevard,
Woodside, NY (proposed 15-station dialysis center)
Members:
Anthony Clemenza, Jr. 50%
James Clemenza 50%

← Sublease

Sublease →

Queens Boulevard Extended Care Dialysis Center II LLC

PRO FORMA BALANCE SHEET

ASSETS

Capital Improvements	\$1,437,360
Working Capital Cash	\$397,860
Equipment and Telecommunications	\$577,980
TOTAL ASSETS	\$2,413,200

LIABILITIES AND MEMBERS' EQUITY

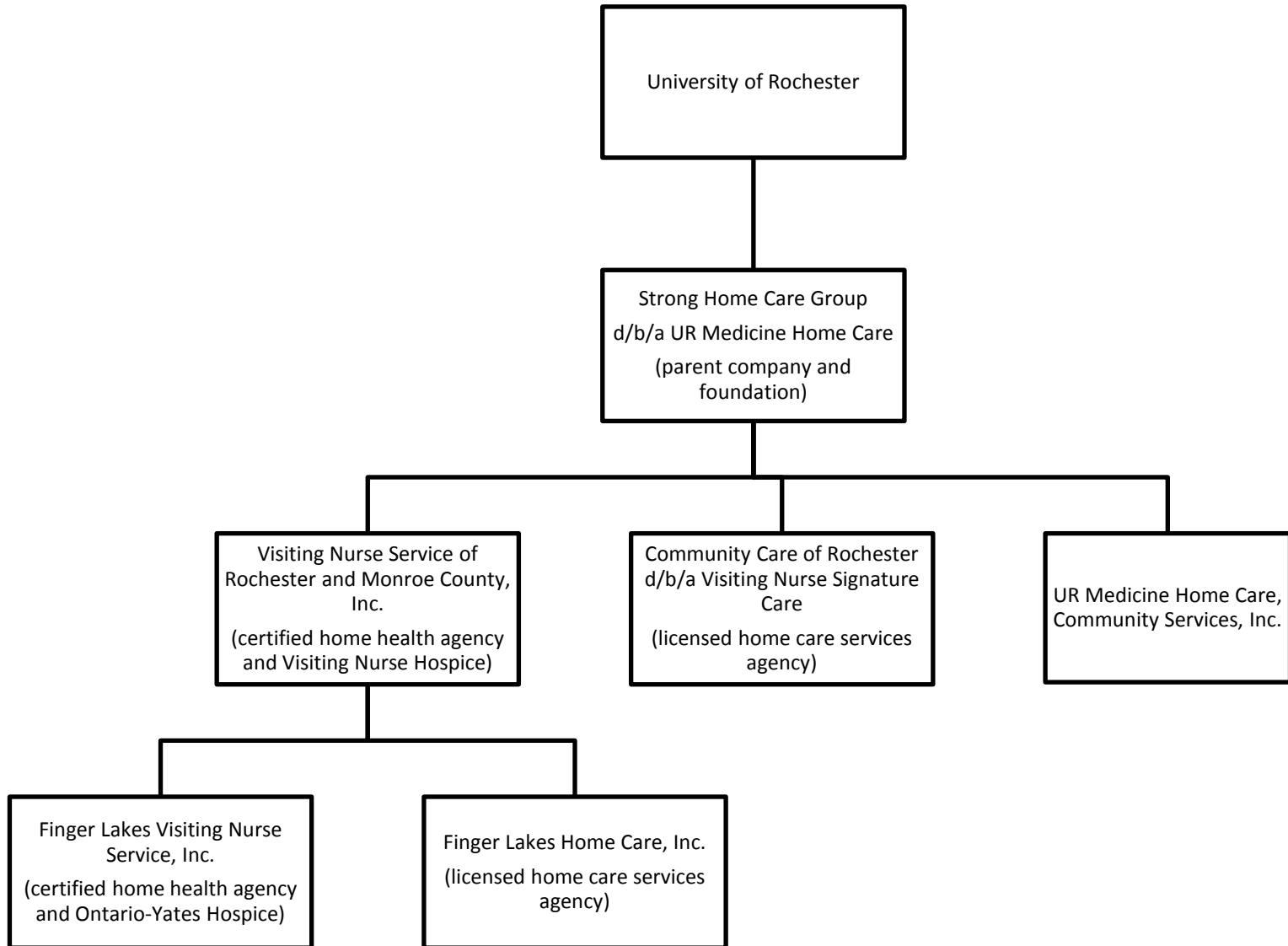
LIABILITIES

Working Capital Loan	\$198,930
Equipment and Improvements Loan	\$1,813,806
TOTAL LIABILITIES	\$2,012,736

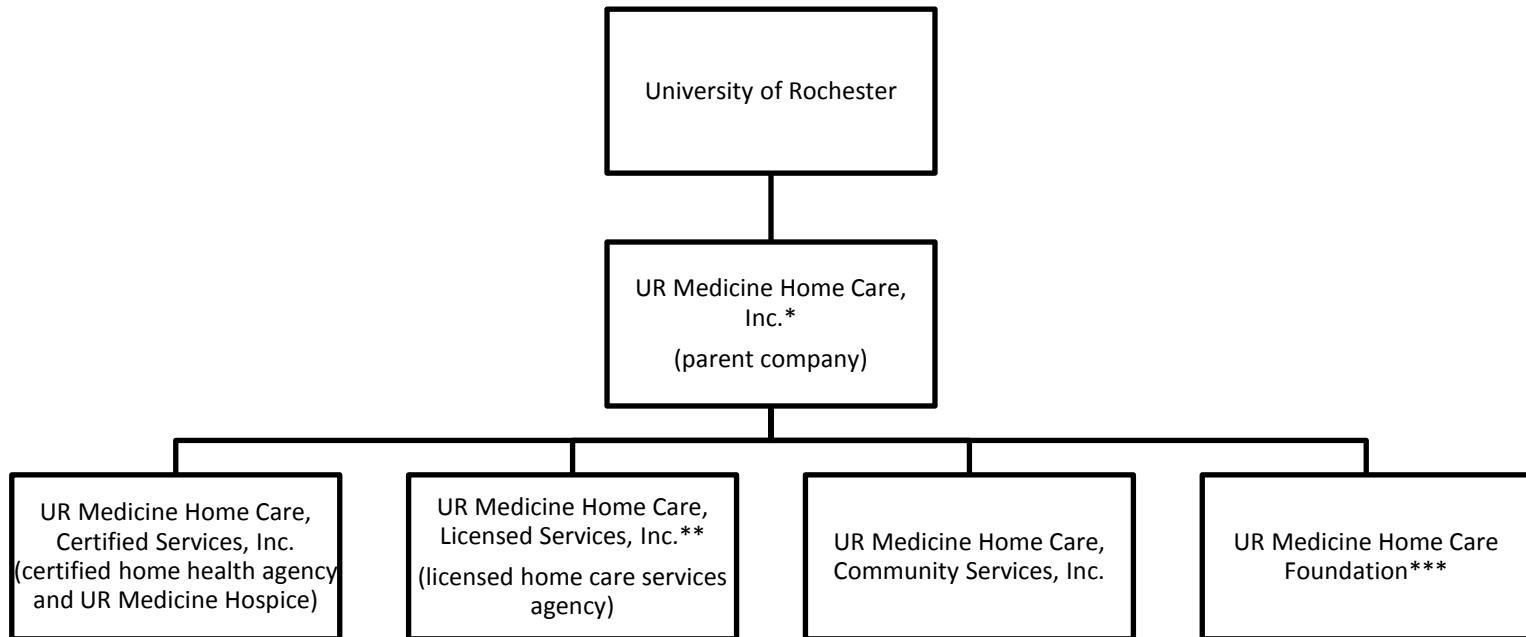
MEMBERS' EQUITY **\$400,464**

**TOTAL LIABILITIES AND
MEMBERS' EQUITY** **\$2,413,200**

UR Medicine Home Care Affiliates – Current Organization Chart



UR Medicine Home Care Affiliates –Future Organization Chart



Additional changes being made, other than the the merger of the CHHAs to form UR Medicine Home Care, Certified Services, Inc.:

*Strong Home Care Group will change its name to UR Medicine Home Care, Inc.

**Community Care of Rochester will be assuming the services currently provided by Finger Lakes Home Care, Inc., and will be renamed UR Medicine Home Care, Licensed Services, Inc.

***The system will form a new corporate entity to serve as a supporting organization, to be named UR Medicine Home Care Foundation.

Strong Home Care Group, Inc.
(d.b.a. Visiting Nurse Foundation)
Consolidated Balance Sheets
December 31, 2017 and 2016

CON 181405
BFA Attachment B

	2017	2016
Assets		
Cash and cash equivalents	\$ 828,463	\$ 837,993
Accounts receivable, net of allowance for doubtful accounts of \$1,168,646 and \$969,356 respectively	6,536,716	6,654,972
Accounts receivable - affiliates	183,169	87,185
Insurance claims receivable	1,428,960	1,090,463
Prepaid expenses and other assets	<u>892,186</u>	<u>1,051,412</u>
Total current assets	9,869,494	9,722,025
Investments	1,633,277	1,580,055
Property and equipment, net	<u>1,708,820</u>	<u>1,348,088</u>
Total assets	<u>\$ 13,211,591</u>	<u>\$ 12,650,168</u>
Liabilities and Net Assets		
Liabilities		
Line-of-credit	\$ 4,504,000	\$ 4,771,000
Cash overdraft	1,645,143	468,914
Current portion of notes payable to affiliates	-	164,673
Current portion of capital lease payable to affiliates	164,384	-
Accounts payable and accrued expenses	4,227,105	6,824,966
Accrued workers compensation	1,428,960	1,090,463
Estimated third-party payor settlements	430,356	919,845
Deferred revenue	<u>1,137,383</u>	<u>977,016</u>
Total current liabilities	13,537,331	15,216,877
Notes payable to affiliates, net of current portion	164,673	-
Capital lease payable to affiliates, net of current portion	454,759	-
Accounts payable - affiliates	16,612,165	14,490,330
Accrued workers compensation	312,367	312,367
Estimated third-party payor settlements, net of current portion	885,994	399,113
Accrued pension liability	3,346,204	4,249,292
Accrued postretirement liability	<u>384,847</u>	<u>388,336</u>
Total liabilities	<u>35,698,340</u>	<u>35,056,315</u>
Net assets (deficit)		
Unrestricted	(24,234,588)	(24,116,641)
Temporarily restricted	1,229,137	1,513,371
Permanently restricted	<u>518,702</u>	<u>197,123</u>
Total net assets (deficit)	<u>(22,486,749)</u>	<u>(22,406,147)</u>
Total liabilities and net assets	<u>\$ 13,211,591</u>	<u>\$ 12,650,168</u>

Strong Home Care Group, Inc.
(d.b.a. Visiting Nurse Foundation)
Consolidating Statement of Operations and Changes in Net Assets (Deficit)
Years Ended December 31, 2017 and 2016

	2017	2016
Revenues		
Net patient service revenue	\$ 44,235,348	\$ 45,869,021
Provision for bad debts	<u>(1,801,045)</u>	<u>(1,093,414)</u>
Net patient service revenue, less provision for bad debt	42,434,303	44,775,607
Other revenue - affiliates	771,511	154,853
Other revenue	5,158,846	4,459,494
Contributions	334,202	280,063
Net assets released from restriction	<u>900,509</u>	<u>449,427</u>
Total revenues	<u>49,599,371</u>	<u>50,119,444</u>
Expenses		
Salaries and wages	31,179,656	31,129,880
Fringe benefits	7,353,045	8,054,849
Supplies	2,974,999	3,019,813
Business and professional	647,438	406,642
Occupancy	933,139	1,020,934
Contracted services	7,632,507	8,458,815
Depreciation and amortization	505,187	486,910
Interest	190,658	165,612
Office	1,105,505	1,027,075
Travel	1,099,410	1,093,711
Other	<u>538,816</u>	<u>516,105</u>
Total expenses	<u>54,160,360</u>	<u>55,380,346</u>
Deficiency of revenues over expenses	(4,560,989)	(5,260,902)
Pension and postretirement related charges other than net periodic pension and postretirement cost	1,074,069	(147,912)
Net asset transfer from University of Rochester	3,319,000	2,400,000
Gain on investments	<u>49,973</u>	<u>9,620</u>
Increase (decrease) in unrestricted net assets	<u>(117,947)</u>	<u>(2,999,194)</u>
Temporarily restricted net assets		
Contributions	437,690	391,958
Gain on investments	178,585	57,425
Net assets released from restrictions	<u>(900,509)</u>	<u>(449,427)</u>
(Decrease) in temporarily restricted net assets	<u>(284,234)</u>	<u>(44)</u>
Permanently restricted net assets		
Contributions	<u>321,579</u>	<u>121,184</u>
Increase in permanently restricted net assets	<u>321,579</u>	<u>121,184</u>
Increase (decrease) in net assets	(80,602)	(2,878,054)
Net assets (deficit)		
Beginning of year	<u>(22,406,147)</u>	<u>(19,528,093)</u>
End of year	<u>\$ (22,486,749)</u>	<u>\$ (22,406,147)</u>

Strong Memorial Hospital
(A division of the University of Rochester)
Balance Sheets
June 30, 2018 and 2017

CON 181405
BFA Attachment C

	2018	2017
Assets		
Current assets		
Cash and cash equivalents	\$ 227,491,632	\$ 246,376,208
Investments	254,851,799	236,332,262
Patient accounts receivable, net of estimated uncollectible amounts of \$101,067,557 and \$77,510,395, respectively	188,565,353	139,076,432
Assets whose use is limited	215,657	1,255,560
Pledges receivable	2,220,889	4,436,900
Insurance claims receivable	13,873,824	13,562,360
Other receivables	51,026,182	40,167,478
Inventory	38,013,693	35,903,631
Other current assets	<u>3,396,743</u>	<u>4,134,684</u>
Total current assets	779,655,772	721,245,515
Assets whose use is limited	18,119,576	21,575,494
Pledges receivable	4,226,832	2,582,516
Insurance claims receivable	29,187,996	29,867,408
Investments held for long-term purposes	7,225,071	6,836,304
Equity investments	27,554,316	27,553,412
Property and equipment, net	690,619,842	658,206,134
Other noncurrent assets	<u>20,466,721</u>	<u>9,997,084</u>
Total assets	<u>\$ 1,577,056,126</u>	<u>\$ 1,477,863,867</u>
Liabilities and Net Assets		
Current liabilities		
Current installments of long-term debt	\$ 14,472,619	\$ 13,755,863
Accounts payable and accrued expenses	66,191,949	56,903,027
Construction accounts payable	16,320,111	14,145,478
Accrued payroll and payroll taxes	20,095,123	12,445,027
Accrued vacation	28,692,954	26,064,626
Accrued postemployment benefits	3,973,688	3,778,348
Accrued postretirement benefits	2,162,548	2,460,959
Accrued professional liability costs	14,385,470	13,981,451
Accrued third-party payor settlements	80,258,309	66,491,336
Deferred revenue	<u>12,252,249</u>	<u>6,736,680</u>
Total current liabilities	258,805,020	216,762,795
Accrued postemployment benefits	35,588,350	33,373,730
Accrued postretirement benefits	101,774,880	104,905,575
Accrued professional liability costs	50,291,384	50,514,640
Accrued third-party payor settlements	53,981,108	58,584,438
Fair value of interest rate swaps	4,917,717	7,169,009
Fair value of asset retirement obligation	6,722,661	6,779,502
Long-term debt, excluding current installments	<u>254,704,775</u>	<u>258,899,336</u>
Total liabilities	<u>766,785,895</u>	<u>736,989,025</u>
Commitments and contingencies (notes 8, 9 and 15)		
Net assets		
Unrestricted	770,630,115	702,283,004
Temporarily restricted	32,415,045	31,755,534
Permanently restricted	<u>7,225,071</u>	<u>6,836,304</u>
Total net assets	<u>810,270,231</u>	<u>740,874,842</u>
Total liabilities and net assets	<u>\$ 1,577,056,126</u>	<u>\$ 1,477,863,867</u>

The accompanying notes are an integral part of these financial statements.

Strong Memorial Hospital
(A division of the University of Rochester)
Statements of Operations and Changes in Net Assets
Years Ended June 30, 2018 and 2017

CON 181405
BFA Attachment C (continued)

	2018	2017
Net unrestricted revenues		
Patient service revenue	\$ 1,731,833,335	\$ 1,570,776,578
Provision for bad debts	<u>(26,951,105)</u>	<u>(21,720,544)</u>
Net patient service revenue	1,704,882,230	1,549,056,034
Other revenue	300,635,427	232,654,818
Net assets released from restrictions - operations	<u>1,078,557</u>	<u>1,199,258</u>
Total unrestricted revenues	<u>2,006,596,214</u>	<u>1,782,910,110</u>
Expenses		
Salaries	719,515,968	660,888,336
Benefits	241,612,881	209,671,368
Pharmaceutical and medical supplies	499,003,000	422,018,454
University and Medical Center cost allocations	79,104,171	69,988,128
Professional and contract services	44,525,275	31,619,410
Interest	8,434,841	9,889,463
Depreciation and amortization	84,898,912	78,603,877
University of Rochester Medical Faculty Group clinical support	50,729,391	43,532,200
Other expenses	<u>180,507,571</u>	<u>163,557,506</u>
Total expenses	<u>1,908,332,010</u>	<u>1,689,768,742</u>
Income from operations	<u>98,264,204</u>	<u>93,141,368</u>
Other gains (losses), net		
Investment activity	21,545,809	28,225,321
Loss on early extinguishment of debt	(10,976,654)	(1,372,958)
Other	<u>6,996,552</u>	<u>(6,808,338)</u>
Total other gains, net	<u>17,565,707</u>	<u>20,044,025</u>
Excess of revenues over expenses	115,829,911	113,185,393
Other changes		
Net assets released from restrictions - capital	16,713,024	2,606,926
Transfers to the University of Rochester Medical Center Divisions	<u>(64,195,824)</u>	<u>(51,087,979)</u>
Increase in unrestricted net assets	<u>68,347,111</u>	<u>64,704,340</u>
Temporarily restricted net assets		
Contributions	13,616,363	5,458,814
Investment income	1,307,627	614,264
Net realized and unrealized gains on investments	1,108,823	2,590,579
Change in valuation of deferred gift annuities	(1,446)	(357,801)
Transfers	2,419,725	1,171,427
Net assets released from restrictions	<u>(17,791,581)</u>	<u>(3,806,184)</u>
Increase in temporarily restricted net assets	<u>659,511</u>	<u>5,671,099</u>
Permanently restricted net assets		
Contributions to endowment	383,667	106,091
Transfers	<u>5,100</u>	<u>-</u>
Increase in permanently restricted net assets	<u>388,767</u>	<u>106,091</u>
Increase in net assets	69,395,389	70,481,530
Net assets		
Beginning of year	<u>740,874,842</u>	<u>670,393,312</u>
End of year	<u>\$ 810,270,231</u>	<u>\$ 740,874,842</u>

The accompanying notes are an integral part of these financial statements.

Pro Forma Balance Sheet- Carthage Center

<u>Assets</u>	
Current Assets	
Cash & Equivalents	\$304,689
Accounts Receivable (Net)	\$1,188,074
Prepaid Expenses	\$101,300
Total Current Assets	\$1,594,063
Fixed Assets	
Capital & Leasehold Improvements	\$53,646
Furniture & Equipment	\$145,489
Less - Accum. Depreciation & Amortization	(\$11,779)
Total Fixed Assets	\$187,356
Other Assets	
Intangible Assets	\$2,398,939
Security Deposit & Escrow	\$32,155
Resident Funds	\$38,436
Total Other Assets	\$2,469,530
TOTAL ASSETS:	\$4,250,949
<u>Liabilities</u>	
Current Liabilities	
Accounts Payable	\$389,387
Accrued Expenses & Taxes	\$270,216
Accrued Payroll	\$247,957
Total Current Liabilities	\$907,560
Long Term Liabilities	
Loans & Exchanges	\$655,724
Notes & Loans Payable	\$1,981,000
Resident Funds	\$40,098
Total Long Term Liabilities	\$2,676,822
TOTAL LIABILITIES:	\$3,584,382
<u>Equity</u>	
Kenneth Rozenberg	\$566,582
Yisroel Wolff	\$26,663
Nathan Goldman	\$26,663
Maxwell Mase	\$26,663
Amir Abramchik	\$19,997
TOTAL EQUITY:	\$666,568
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$4,250,950

The basis for the values projected is the facility's December 31, 2017 year-end internal financial statement.

CON# 181293
Financial Summary- Carthage Center for Rehabilitation and Nursing

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>9/1/2017-12/31/2017</u> *Draft
ASSETS - CURRENT	\$1,352,000	\$1,488,000	\$1,594,064
ASSETS - FIXED AND OTHER	165,000	180,000	2,656,886
LIABILITIES - CURRENT	2,857,000	3,309,000	907,559
LIABILITIES - LONG-TERM	<u>4,000</u>	<u>3,000</u>	<u>2,676,822</u>
EQUITY	(\$1,344,000)	(\$1,644,000)	\$666,569
			**draft 12/31/17
INCOME	\$6,487,000	\$6,853,000	\$6,980,250
EXPENSE	<u>6,957,000</u>	<u>7,153,000</u>	<u>6,851,518</u>
NET INCOME	(\$470,000)	(\$300,000)	\$128,732
NUMBER OF BEDS	90	90	90
PERCENT OF OCCUPANCY (DAYS)	93.50%	95.80%	97.07%
Medicaid	78.20%	82.60%	70.28%
Medicare	6.50%	8.50%	5.48%
Private Pay/Other	15.30%	8.90%	24.24%

*Balance sheet as of September 1, 2017 when the current operator commenced operations.

** The statement of operations represents the full year of 2017.

CON# 181293
Financial Summary- Essex Center Nursing Home

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>12/31/17</u>
ASSETS - CURRENT	\$2,218,000	\$2,562,000	\$4,246,813
ASSETS - FIXED AND OTHER	2,269,000	2,252,000	3,213,786
LIABILITIES - CURRENT	1,266,000	1,229,000	2,149,525
LIABILITIES - LONG-TERM	<u>2,593,000</u>	<u>3,179,000</u>	<u>4,329,895</u>
EQUITY	\$628,000	\$406,000	\$981,179
<hr/>			
INCOME	\$9,101,000	\$9,996,000	\$11,272,191
EXPENSE	<u>8,437,000</u>	<u>9,675,000</u>	<u>10,315,116</u>
NET INCOME	\$664,000	\$321,000	\$957,075
<hr/>			
NUMBER OF BEDS	100	100	100
PERCENT OF OCCUPANCY (DAYS)	94.00%	94.60%	95.73%
<hr/>			
Medicaid	83.40%	73.70%	65.11%
Medicare	12.30%	12.40%	6.74%
Private Pay/Other	4.30%	13.90%	28.15%

Yisroel Wolff has 5% membership interest

Pro Forma Balance Sheet
Glens Falls Center

Assets

Current Assets

Cash & Equivalents	\$321,267
Accounts Receivable (Net)	\$1,776,588
Prepaid Expenses	\$22,108

Total Current Assets **\$2,119,963**

Fixed Assets

Capital & Leasehold Improvements	\$50,378
Furniture & Equipment	\$166,034
Less - Accum. Depreciation & Amortization	(\$10,957)

Total Fixed Assets **\$205,455**

Other Assets

Intangible Assets	\$3,232,348
Security Deposit & Escrow	\$40,620
Resident Funds	\$34,756

Total Other Assets **\$3,307,724**

TOTAL ASSETS: **\$5,633,142**

Liabilities

Current Liabilities

Accounts Payable	\$479,263
Accrued Expenses & Taxes	\$486,064
Accrued Payroll	\$355,157

Total Current Liabilities **\$1,320,484**

Long Term Liabilities

Loans & Exchanges	\$991,043
Notes & Loans Payable	\$2,475,000
Resident Funds	\$56,817

Total Long Term Liabilities **\$3,522,860**

TOTAL LIABILITIES: **\$4,843,344**

Equity

Kenneth Rozenberg	\$671,328
Yisroel Wolff	\$31,592
Nathan Goldman	\$31,592
Maxwell Mase	\$31,592
Amir Abramchik	\$23,694

TOTAL EQUITY: **\$789,798**

TOTAL LIABILITIES AND MEMBERS' EQUITY **\$5,633,142**

The basis for the values projected is the facility's December 31, 2017 year-end internal financial statement.

CON# 181294
Financial Summary- Glens Falls Center for Rehabilitation and Nursing

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>9/1/2017-12/31/2017</u>
			*Draft
ASSETS - CURRENT	\$9,850,000	\$10,265,000	\$2,119,963
ASSETS - FIXED AND OTHER	242,000	210,000	3,513,180
LIABILITIES - CURRENT	1,375,000	1,420,000	1,320,483
LIABILITIES - LONG-TERM	<u>0</u>	<u>0</u>	<u>3,522,860</u>
EQUITY	\$8,717,000	\$9,055,000	\$789,800
			**draft 12/31/17
INCOME	\$10,520,000	\$10,407,000	\$10,079,886
EXPENSE	<u>10,112,000</u>	<u>10,069,000</u>	<u>9,665,658</u>
NET INCOME	\$408,000	\$338,000	\$414,228
<hr/>			
NUMBER OF BEDS	120	120	117
PERCENT OF OCCUPANCY (DAYS)	88.40%	90.60%	96.70%
<hr/>			
Medicaid	62.00%	70.20%	51.00%
Medicare	19.80%	13.50%	7.00%
Private Pay/Other	18.20%	16.30%	42.00%

*Balance sheet as of September 1, 2017 when the current operator commenced operations.

** The statement of operations represents the full year of 2017.

CON# 181293
Financial Summary- Essex Center Nursing Home

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>12/31/17</u>
ASSETS - CURRENT	\$2,218,000	\$2,562,000	\$4,246,813
ASSETS - FIXED AND OTHER	2,269,000	2,252,000	3,213,786
LIABILITIES - CURRENT	1,266,000	1,229,000	2,149,525
LIABILITIES - LONG-TERM	<u>2,593,000</u>	<u>3,179,000</u>	<u>4,329,895</u>
EQUITY	\$628,000	\$406,000	\$981,179
<hr/>			
INCOME	\$9,101,000	\$9,996,000	\$11,272,191
EXPENSE	<u>8,437,000</u>	<u>9,675,000</u>	<u>10,315,116</u>
NET INCOME	\$664,000	\$321,000	\$957,075
<hr/>			
NUMBER OF BEDS	100	100	100
PERCENT OF OCCUPANCY (DAYS)	94.00%	94.60%	95.73%
<hr/>			
Medicaid	83.40%	73.70%	65.11%
Medicare	12.30%	12.40%	6.74%
Private Pay/Other	4.30%	13.90%	28.15%

Yisroel Wolff has 5% membership interest

BFA Attachment-E
CON# 181294

Glens Falls Center Rehab & Nursing

Budget Sensitivity

<u>Payor</u>	<u>Payor Mix as of 6/30/18</u>	<u>Revised Budgeted Days</u>	<u>Per Diem</u>	<u>Revised Revenues</u>
Medicaid-FFS	45.09%	17,983	\$179.76	\$3,232,587
Medicaid-MC	31.20%	12,443	\$175.35	\$2,181,912
Medicare-FFS	9.51%	3,793	\$490.25	1,859,410
Medicare-MC	8.29%	3,306	\$444.64	1,470,077
Private Pay	5.67%	2,261	\$338.89	766,335
Commercial	<u>0.24%</u>	<u>96</u>	\$395.00	37,808
	100.00%	39,882		
Total Revenues based on current utilization				\$9,548,129
Total Inpatient Revenues as budgeted for first year(excludes assessment)				<u>9,928,182</u>
Decrease in Budgeted Revenues				(\$380,053)

Note: Medicaid-FFS reflects the 2018 rate received.

Historical Days os of 6/30/2018=19,777/21,177=93.39% x 42,705=39,882

CLR New Paltz LLC
PRO FORMA BALANCE SHEET

ASSETS

Cash	\$	432,125
Accounts Receivable (Net)	\$	1,559,960
Prepaired Expenses	\$	43,328
Total Current Assets	\$	<u>2,035,413</u>
Non Current Assets	\$	2,129,076
Residents Funds	\$	13,025
Fixed Assets-Net	\$	217,707
Total Non Current Assets	\$	<u>2,359,808</u>
Total Assets	\$	4,395,221

Liabilities and Member Equity

LIABILITIES

Accounts Payable	\$	532,556
Accrued Expenses & Taxes	\$	506,639
Long Term Debt, Current portion	\$	-
Total current liabilities	\$	<u>1,039,195</u>

Long term Liabilities		
Resident Funds	\$	50,415
Long Term Debt, Net of Current Portion	\$	2,817,644
Total Long-Term Liabilities	\$	<u>2,868,059</u>
Total Liabilities	\$	3,907,254

MEMBER EQUITY	\$	<u>487,967</u>
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TOTAL LIABILITIES AND MEMBER EQUITY	\$	4,395,221
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New Paltz Center for Rehabilitation and Nursing

	FISCAL PERIOD ENDED		
	12/31/2015	12/31/2016	* Draft 09/01/2017
Assets - Current	\$ 1,245,778	\$ 1,636,407	\$ 2,035,413
Assets - Fixed & Other	\$ 154,062	\$ 191,297	\$ 2,359,807
Total Assets	\$ 1,399,840	\$ 1,827,704	\$ 4,395,220
Liabilities - Current	\$ 7,126,371	\$ 8,259,413	\$ 1,039,195
Liabilities - Long-Term	\$ -	\$ -	\$ 2,868,059
Total Liabilities	\$ 7,126,371	\$ 8,259,413	\$ 3,907,254
Working Capital	\$ (5,880,593)	\$ (6,623,006)	\$ 996,218
Net Asset Position	\$ (5,726,531)	\$ (6,431,709)	\$ 487,966

	** Draft 12/31/2017		
Income	\$ 7,045,650	\$ 7,278,124	\$ 6,899,049
Expense	\$ 7,834,410	\$ 7,969,272	\$ 7,680,116
Net Income (Loss)	\$ (788,760)	\$ (691,148)	\$ (781,067)

	6/30/2018		
Number of Beds	79	79	77
Percent of Occupancy (Days)	84.00%	87.90%	95.36%

	6/30/2018		
Medicaid	68.10%	72.20%	71.19%
Medicare	19.20%	17.00%	20.70%
Private Pay / Other	12.70%	10.80%	8.11%

* Balance sheet as of September 1, 2017, when the current operator commenced operations.

** Statement of operations represents the full year of 2017.

Essex Center Nursing Home

	FISCAL PERIOD ENDED		
	12/31/2015	12/31/2016	12/31/2017
Assets - Current	\$ 2,218,000	\$ 2,562,171	\$ 4,246,813
Assets - Fixed & Other	\$ 2,269,000	\$ 2,252,187	\$ 3,213,786
Total Assets	\$ 4,487,000	\$ 4,814,358	\$ 7,460,599
Liabilities - Current	\$ 1,266,000	\$ 1,369,563	\$ 2,149,525
Liabilities - Long-Term	\$ 2,593,000	\$ 3,038,527	\$ 4,329,895
Total Liabilities	\$ 3,859,000	\$ 4,408,090	\$ 6,479,420
Working Capital	\$ 952,000	\$ 1,192,608	\$ 2,097,288
Net Asset Position	\$ 628,000	\$ 406,268	\$ 981,179

Income	\$ 9,101,000	\$ 9,995,586	\$ 11,272,191
Expense	\$ 8,437,000	\$ 9,674,617	\$ 10,315,116
Net Income (Loss)	\$ 664,000	\$ 320,969	\$ 957,075

Number of Beds	100	100	100
Percent of Occupancy (Days)	94.00%	94.60%	95.73%

Medicaid	83.40%	73.70%	65.11%
Medicare	12.30%	12.40%	6.74%
Private Pay / Other	4.30%	13.90%	28.15%

Yisroel Wolf has a 5% membership interest.

Pro Forma Balance Sheet
Onondaga Center

Assets

Current Assets

Cash & Equivalents	\$253,491
Accounts Receivable (Net)	\$1,391,371
Prepaid Expenses	\$47,321

Total Current Assets **\$1,692,183**

Fixed Assets

Capital & Leasehold Improvements	\$25,025
Furniture & Equipment	\$133,883

Less - Accum. Depreciation & Amortization (\$7,329)

Total Fixed Assets **\$151,579**

Other Assets

Intangible Assets	\$2,184,640
Security Deposit & Escrow	\$26,889
Resident Funds	\$9,548

Total Other Assets **\$2,221,077**

TOTAL ASSETS: **\$4,064,839**

Liabilities

Current Liabilities

Accounts Payable	\$426,248
Accrued Expenses & Taxes	\$193,632
Accrued Payroll	\$210,954

Total Current Liabilities **\$830,834**

Long Term Liabilities

Loans & Exchanges	\$494,579
Notes & Loans Payable	\$1,732,500
Resident Funds	\$16,534

Total Long Term Liabilities **\$2,243,613**

TOTAL LIABILITIES: **\$3,074,447**

Equity

Kenneth Rozenberg	\$841,833
Yisroel Wolff	\$39,616
Nathan Goldman	\$39,616
Maxwell Mase	\$39,616
Amir Abramchik	\$29,712

TOTAL EQUITY: **\$990,393**

TOTAL LIABILITIES AND MEMBERS' EQUITY **\$4,064,840**

The basis for the values projected is the facility's December 31, 2017 year-end internal financial statement.

CON# 181297
Financial Summary- Onondaga Center for Rehabilitation and Nursing

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>*Draft</u> <u>9/1/2017-12/31/2017</u>
ASSETS - CURRENT	\$2,939,000	\$2,943,000	\$1,692,182
ASSETS - FIXED AND OTHER	181,000	174,000	2,372,656
LIABILITIES - CURRENT	1,088,000	916,000	830,834
LIABILITIES - LONG-TERM	<u>5,000</u>	<u>4,000</u>	<u>2,243,613</u>
EQUITY	\$2,027,000	\$2,197,000	\$990,391
			**draft 12/31/17
INCOME	\$7,161,000	\$8,035,000	\$2,771,505
EXPENSE	<u>7,641,000</u>	<u>7,866,000</u>	<u>2,231,016</u>
NET INCOME	<u>(\$480,000)</u>	<u>\$169,000</u>	<u>\$540,489</u>
<hr/>			
NUMBER OF BEDS	80	80	80
PERCENT OF OCCUPANCY (DAYS)	82.80%	84.40%	
<hr/>			
Medicaid	63.80%	62.30%	
Medicare	15.30%	19.40%	
Private Pay/Other	21.00%	18.30%	

*Balance sheet as of September 1, 2017 when the current operator commenced operations.

** The statement of operations represents the full year of 2017.

Essex Center Nursing Home

	FISCAL PERIOD ENDED		
	12/31/2015	12/31/2016	12/31/2017
Assets - Current	\$ 2,218,000	\$ 2,562,171	\$ 4,246,813
Assets - Fixed & Other	\$ 2,269,000	\$ 2,252,187	\$ 3,213,786
Total Assets	\$ 4,487,000	\$ 4,814,358	\$ 7,460,599
Liabilities - Current	\$ 1,266,000	\$ 1,369,563	\$ 2,149,525
Liabilities - Long-Term	\$ 2,593,000	\$ 3,038,527	\$ 4,329,895
Total Liabilities	\$ 3,859,000	\$ 4,408,090	\$ 6,479,420
Working Capital	\$ 952,000	\$ 1,192,608	\$ 2,097,288
Net Asset Position	\$ 628,000	\$ 406,268	\$ 981,179

Income	\$ 9,101,000	\$ 9,995,586	\$ 11,272,191
Expense	\$ 8,437,000	\$ 9,674,617	\$ 10,315,116
Net Income (Loss)	\$ 664,000	\$ 320,969	\$ 957,075

Number of Beds	100	100	100
Percent of Occupancy (Days)	94.00%	94.60%	95.73%

Medicaid	83.40%	73.70%	65.11%
Medicare	12.30%	12.40%	6.74%
Private Pay / Other	4.30%	13.90%	28.15%

Yisroel Wolf has a 5% membership interest.

Pro Forma Balance Sheet-Schenectady Center

<u>Assets</u>	
Current Assets	
Cash & Equivalents	\$1,272,790
Accounts Receivable (Net)	\$3,659,879
Prepaid Expenses	\$120,233
Total Current Assets	\$5,052,902
Fixed Assets	
Capital & Leasehold Improvements	\$22,918
Furniture & Equipment	\$188,601
Less - Accum. Depreciation & Amortization	(\$12,487)
Total Fixed Assets	\$192,030
Other Assets	
Intangible Assets	\$6,225,000
Security Deposit & Escrow	\$252,421
Resident Funds	\$62,335
Total Other Assets	\$6,539,756
TOTAL ASSETS:	\$11,784,688
<u>Liabilities</u>	
Current Liabilities	
Accounts Payable	\$1,619,192
Accrued Expenses & Taxes	\$274,439
Accrued Payroll	\$819,710
Total Current Liabilities	\$2,713,341
Long Term Liabilities	
Other Liabilities	\$227,576
Loans & Exchanges	\$287,318
Notes & Loans Payable	\$1,500,000
Resident Funds	\$96,656
Total Long Term Liabilities	\$2,111,550
TOTAL LIABILITIES:	\$4,824,891
<u>Equity</u>	
Kenneth Rozenberg	\$5,915,827
Yisroel Wolff	\$278,392
Nathan Goldman	\$278,392
Maxwell Mase	\$278,392
Amir Abramchik	\$208,794
TOTAL EQUITY:	\$6,959,797
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$11,784,688

The basis for the values projected is the facility's December 31, 2017 year-end internal financial statement.

CON# 181298
Financial Summary- Schenectady Center for Rehabilitation and Nursing

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>9/1/2017-12/31/2017</u>
			*Draft
ASSETS - CURRENT	\$10,496,000	\$12,269,000	\$5,052,901
ASSETS - FIXED AND OTHER	199,000	227,000	6,731,786
LIABILITIES - CURRENT	4,808,000	4,958,000	2,713,341
LIABILITIES - LONG-TERM	<u>48,000</u>	<u>33,000</u>	<u>2,111,550</u>
EQUITY	\$5,839,000	\$7,505,000	\$6,959,796
			**draft 12/31/17
INCOME	\$27,030,000	\$26,572,000	\$26,022,544
EXPENSE	<u>24,692,000</u>	<u>24,906,000</u>	<u>24,330,909</u>
NET INCOME	\$2,338,000	\$1,666,000	\$1,691,635
<hr/>			
NUMBER OF BEDS	240	240	240
PERCENT OF OCCUPANCY (DAYS)	96.60%	96.70%	95.32%
<hr/>			
Medicaid	68.50%	73.10%	54.12%
Medicare	15.00%	13.80%	7.76%
Private Pay/Other	16.50%	13.10%	38.12%

*Balance sheet as of September 1, 2017 when the current operator commenced operations.

** The statement of operations represents the full year of 2017.

Financial Summary- Essex Center Nursing Home

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	Draft <u>9/30/17</u>
ASSETS - CURRENT	\$2,218,000	\$2,562,000	\$3,360,051
ASSETS - FIXED AND OTHER	2,269,000	2,252,000	2,639,177
LIABILITIES - CURRENT	1,266,000	1,229,000	1,543,925
LIABILITIES - LONG-TERM	<u>2,593,000</u>	<u>3,179,000</u>	<u>3,035,622</u>
EQUITY	\$628,000	\$406,000	\$1,419,681
<hr/>			
INCOME	\$9,101,000	\$9,996,000	\$8,146,615
EXPENSE	<u>8,437,000</u>	<u>9,675,000</u>	<u>7,370,807</u>
NET INCOME	\$664,000	\$321,000	\$775,808
<hr/>			
			12/31/2017
NUMBER OF BEDS	100	100	100
PERCENT OF OCCUPANCY (DAYS)	94.00%	94.60%	95.73%
<hr/>			
Medicaid	83.40%	73.70%	65.11%
Medicare	12.30%	12.40%	6.74%
Private Pay/Other	4.30%	13.90%	28.15%

Isroel Wolff has 5% membership interest

BFA Attachment-E
CON# 181298

Schenectady Center Rehab & Nursing

Budget Sensitivity

<u>Payor</u>	<u>Payor Mix as of 6/30/18</u>	<u>Revised Budgeted Days</u>	<u>Per Diem</u>	<u>Revised Revenues</u>
Medicaid-FFS	67.83%	57,624	\$228.76	\$13,182,134
Medicaid-MC	1.09%	926	\$265.85	\$246,177
Medicare-FFS	9.56%	8,122	\$571.32	4,640,034
Medicare-MC	6.69%	5,683	\$435.55	2,475,415
Private Pay	12.80%	10,874	\$411.32	4,472,740
Commercial	<u>2.03%</u>	<u>1,725</u>	\$478.79	825,705
	100.00%	84,954		
Total Revenues based on current utilization				\$25,842,205
Total Inpatient Revenues as budgeted for first year(excludes assessment)				<u>25,255,818</u>
Increase in Budgeted Revenues				\$586,387

Note: Medicaid-FFS reflects the 2018 rate received.

Historical Days os of 6/30/2018=42,130/43,440=96.98% x 87,600=84,954

Pro Forma Balance Sheet
Slate Valley Center

Assets

Current Assets

Cash & Equivalents	\$357,848
Accounts Receivable (Net)	\$1,093,888
Prepaid Expenses	\$21,338

Total Current Assets **\$1,473,074**

Fixed Assets

Capital & Leasehold Improvements	\$18,300
Furniture & Equipment	\$118,003

Less - Accum. Depreciation & Amortization (\$6,622)

Total Fixed Assets **\$129,681**

Other Assets

Intangible Assets	\$2,380,933
Security Deposit & Escrow	\$29,579
Resident Funds	\$40,291

Total Other Assets **\$2,450,803**

TOTAL ASSETS: **\$4,053,558**

Liabilities

Current Liabilities

Accounts Payable	\$553,969
Accrued Expenses & Taxes	\$232,547
Accrued Payroll	\$193,449

Total Current Liabilities **\$979,965**

Long Term Liabilities

Loans & Exchanges	\$619,358
Notes & Loans Payable	\$1,881,000
Resident Funds	\$43,345

Total Long Term Liabilities **\$2,543,703**

TOTAL LIABILITIES: **\$3,523,668**

Equity

Kenneth Rozenberg	\$450,407
Yisroel Wolff	\$21,196
Nathan Goldman	\$21,196
Maxwell Mase	\$21,196
Amir Abramchik	\$15,897

TOTAL EQUITY: **\$529,892**

TOTAL LIABILITIES AND MEMBERS' EQUITY **\$4,053,560**

The basis for the values projected is the facility's December 31, 2017 year-end internal financial statement.

CON# 181299
Financial Summary- Slate Valley Center for Rehabilitation and Nursing

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	* Draft <u>9/1/17 - 12/31/17</u>
ASSETS - CURRENT	\$1,891,000	\$2,593,000	\$1,473,074
ASSETS - FIXED AND OTHER	197,000	173,000	2,450,803
LIABILITIES - CURRENT	4,323,000	5,246,000	979,964
LIABILITIES - LONG-TERM	<u>19,000</u>	<u>17,000</u>	<u>2,543,703</u>
EQUITY	(\$2,254,000)	(\$2,497,000)	\$529,891
			**Draft 12/31/17
INCOME	\$7,224,000	\$7,446,000	\$7,240,976
EXPENSE	<u>7,798,000</u>	<u>7,689,000</u>	<u>7,228,294</u>
NET INCOME	(\$574,000)	(\$243,000)	\$ 12,682
NUMBER OF BEDS	88	88	88
PERCENT OF OCCUPANCY (DAYS)	93.00%	93.70%	94.65%
Medicaid	71.40%	74.60%	74.60%
Medicare	11.40%	13.20%	13.02%
Private Pay/Other	17.20%	12.20%	13.00%

*Balance sheet as of September 1, 2017 when the current operator commenced operations.

** The statement of operations represents the full year of 2017.

Financial Summary- Essex Center Nursing Home

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>12/31/17</u>
ASSETS - CURRENT	\$2,218,000	\$2,562,000	\$4,246,813
ASSETS - FIXED AND OTHER	2,269,000	2,252,000	3,213,786
LIABILITIES - CURRENT	1,266,000	1,229,000	2,149,525
LIABILITIES - LONG-TERM	<u>2,593,000</u>	<u>3,179,000</u>	<u>4,329,895</u>
EQUITY	\$628,000	\$406,000	\$981,179
<hr/>			
INCOME	\$9,101,000	\$9,996,000	\$11,272,191
EXPENSE	<u>8,437,000</u>	<u>9,675,000</u>	<u>10,315,116</u>
NET INCOME	\$664,000	\$321,000	\$957,075
<hr/>			
NUMBER OF BEDS	100	100	100
PERCENT OF OCCUPANCY (DAYS)	94.00%	94.60%	95.73%
<hr/>			
Medicaid	83.40%	73.70%	65.11%
Medicare	12.30%	12.40%	6.74%
Private Pay/Other	4.30%	13.90%	28.15%

Yisroel Wolff has 5% membership interest

Pro Forma Balance Sheet
Troy Center

Assets

Current Assets

Cash & Equivalents	\$385,107
Accounts Receivable (Net)	\$1,210,986
Prepaid Expenses	\$52,134
Total Current Assets	\$1,648,227

Fixed Assets

Capital & Leasehold Improvements	\$87,848
Furniture & Equipment	\$136,502
Less - Accum. Depreciation & Amortization	(\$10,595)
Total Fixed Assets	\$213,755

Other Assets

Intangible Assets	\$2,096,461
Security Deposit & Escrow	\$26,217
Resident Funds	\$28,812
Total Other Assets	\$2,151,490

TOTAL ASSETS: \$4,013,472

Liabilities

Current Liabilities

Accounts Payable	\$472,553
Accrued Expenses & Taxes	\$346,917
Accrued Payroll	\$174,730
Total Current Liabilities	\$994,200

Long Term Liabilities

Loans & Exchanges	\$708,722
Notes & Loans Payable	\$1,732,500
Resident Funds	\$45,337
Total Long Term Liabilities	\$2,486,559

TOTAL LIABILITIES: \$3,480,759

Equity

Kenneth Rozenberg	\$452,806
Yisroel Wolff	\$21,309
Nathan Goldman	\$21,309
Maxwell Mase	\$21,309
Amir Abramchik	\$15,981
TOTAL EQUITY:	\$532,714

TOTAL LIABILITIES AND MEMBERS' EQUITY \$4,013,473

The basis for the values projected is the facility's December 31, 2017 year-end internal financial statement.

CON# 181300
Financial Summary- Troy Center for Rehabilitation and Nursing

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>9/1/2017-12/31/2017</u> *Draft
ASSETS - CURRENT	\$2,581,000	\$2,581,000	\$1,648,227
ASSETS - FIXED AND OTHER	179,000	223,000	2,365,246
LIABILITIES - CURRENT	7,129,000	7,682,000	994,200
LIABILITIES - LONG-TERM	<u>3,000</u>	<u>3,000</u>	<u>2,486,559</u>
EQUITY	(\$4,372,000)	(\$4,881,000)	\$532,714
			**draft 12/31/17
INCOME	\$6,851,000	\$7,005,000	\$6,710,809
EXPENSE	<u>7,193,000</u>	<u>7,514,000</u>	<u>7,024,849</u>
NET INCOME	(\$342,000)	(\$509,000)	(\$314,040)
<hr/>			
NUMBER OF BEDS	80	80	78
PERCENT OF OCCUPANCY (DAYS)	86.40%	87.50%	89.35%
<hr/>			
Medicaid	73.50%	84.60%	51.20%
Medicare	14.80%	12.90%	7.00%
Private Pay/Other	11.70%	2.50%	41.80%

*Balance sheet as of September 1, 2017 when the current operator commenced operations.

** The statement of operations represents the full year of 2017.

CON# 181293
Financial Summary- Essex Center Nursing Home

	FISCAL PERIOD ENDED		
	<u>12/31/15</u>	<u>12/31/16</u>	<u>12/31/17</u>
ASSETS - CURRENT	\$2,218,000	\$2,562,000	\$4,246,813
ASSETS - FIXED AND OTHER	2,269,000	2,252,000	3,213,786
LIABILITIES - CURRENT	1,266,000	1,229,000	2,149,525
LIABILITIES - LONG-TERM	<u>2,593,000</u>	<u>3,179,000</u>	<u>4,329,895</u>
EQUITY	\$628,000	\$406,000	\$981,179
<hr/>			
INCOME	\$9,101,000	\$9,996,000	\$11,272,191
EXPENSE	<u>8,437,000</u>	<u>9,675,000</u>	<u>10,315,116</u>
NET INCOME	\$664,000	\$321,000	\$957,075
<hr/>			
NUMBER OF BEDS	100	100	100
PERCENT OF OCCUPANCY (DAYS)	94.00%	94.60%	95.73%
<hr/>			
Medicaid	83.40%	73.70%	65.11%
Medicare	12.30%	12.40%	6.74%
Private Pay/Other	4.30%	13.90%	28.15%

Yisroel Wolff has 5% membership interest

Troy Center for Rehab & Nursing

Budget Sensitivity

<u>Payor</u>	<u>Payor Mix as of 5/31/18</u>	<u>Revised Budgeted Days</u>	<u>Per Diem</u>	<u>Revised Revenues</u>
Medicaid-FFS	74.79%	18,987	\$210.92	\$4,004,725
Medicaid-MC	0.93%	236	\$216.61	\$51,141
Medicare-FFS	9.94%	2,523	\$494.76	1,248,511
Medicare-MC	9.08%	2,305	\$379.25	874,224
Private Pay	4.46%	1,132	\$313.67	355,156
Commercial	<u>0.80%</u>	<u>203</u>	\$301.41	61,215
	100.00%	25,387		

Total Revenues based on current utilization	\$6,594,973
Total Inpatient Revenues as budgeted for first year (excludes assessment)	<u>6,625,529</u>
Decrease in Budgeted Revenues	(\$30,556)

Note: Medicaid-FFS reflects the 2018 rate received.

Historical Days os of 6/30/2018=12,589/14,118=89.17% x 28,470=25,387

Shining Star Home Care, LLC
Balance Sheet
December 31, 2015

ASSETS

CURRENT ASSETS

Cash	\$	4,482	
Patient accounts receivable		<u>70,366</u>	
TOTAL CURRENT ASSETS			\$ 74,848

FIXED ASSETS

Computer software		68,000	
Accumulated amortization		<u>(56,667)</u>	
TOTAL FIXED ASSETS			<u>11,333</u>

TOTAL ASSETS			<u>\$ 86,181</u>
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LIABILITIES AND MEMBERS' DEFICIT

CURRENT LIABILITIES

Accounts payable	\$	569,547	
Accrued payroll		<u>24,412</u>	
TOTAL CURRENT LIABILITIES			\$ 593,959

LONG-TERM LIABILITIES

Members' loans			<u>625,939</u>
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TOTAL LIABILITIES			1,219,898
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MEMBERS' DEFICIT			<u>(1,133,717)</u>
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TOTAL LIABILITIES AND MEMBERS' DEFICIT			<u>\$ 86,181</u>
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Shining Star Home Care, LLC
Statement of Operations and Members' Deficit
For The Year Ended December 31, 2015

REVENUE

Patient service revenue, net \$ 608,326

TOTAL REVENUES \$ 608,326

EXPENSES

Operating expenses 878,167

General and administrative expenses 396,228

TOTAL EXPENSES 1,274,395

NET LOSS (666,069)

MEMBERS' DEFICIT - BEGINNING (706,214)

Contributions 238,566

MEMBERS' DEFICIT - ENDING \$ (1,133,717)

SHINING STAR HOME CARE, LLC**Balance Sheet****As of December 31, 2016**

CON 171041

BFA Attachment B

Assets**Current Assets**

Cash	\$	3,980
Accounts Receivable		58,392

Total Current Assets		62,372
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0

Total Assets	\$	62,372
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Liabilities and Partners' Equity**Current Liabilities**

Accounts Payable	\$	565,107
Other Current Liabilities		8,787

Total Current Liabilities		573,894
----------------------------------	--	----------------

Long-Term Liabilities

Notes Payable MT		733,466
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Total Long-Term Liabilities		733,466
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Total Liabilities		1,307,360
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Partners' Equity

Capital Contributions		388,071
Retained Earnings		(1,633,059)

Total Partners' Equity		(1,244,988)
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Total Liabilities and Partners' Equity	\$	62,372
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SHINING STAR HOME CARE, LLC
Income Statement

CON 171041
1 Year Ended BFA Attachment B
December 31, 2016 (cont.)

Sales		
Patient Service Revenue	\$	196,146
Total Sales		<u>196,146</u>
Direct Costs		
Direct Payroll		329,372
Payroll Taxes - Direct		<u>23,725</u>
Total Cost of Goods Sold		<u>353,097</u>
Gross Profit		<u>(156,951)</u>
Operating Expenses		
Outside Service		30,890
Advertising		2,169
Outsourcing Services		10,614
Bank Charges		245
Depreciation		5,667
Dues and Subscriptions		854
Insurance		12,719
Computer Services		57,701
Salaries		126,238
State LLC Fee		175
Health Assessment Tax		317
FICA Expense		11,060
Medical & Office Supplies		4,377
Professional Fees		70,544
Telephone		3,154
Total Operating Expenses		<u>336,724</u>
Operating Income (Loss)		<u>(493,675)</u>
Other Income (Expenses)		
Gain (Loss) on Sale of Fixed Assets		(5,667)
Total Other Income (Expenses)		<u>(5,667)</u>
Net Income (Loss) Before Taxes		<u>(499,342)</u>
Net Income (Loss)	\$	<u><u>(499,342)</u></u>

SHINING STAR HOME CARE, LLC**Balance Sheet****As of December 31, 2017**Project # 171041
BFA Attachment C**Assets****Current Assets**

Cash Accounts	\$	52,385
Accounts Receivable		66,664
Prepaid Expenses		2,422

Total Current Assets 121,471**Property and Equipment****Net Property and Equipment** 0**Total Assets** \$ 121,471**Total Liabilities and Members' Equity****Current Liabilities**

Accounts Payable	\$	493,733
Accrued Expenses		11,000
Accrued Payroll		11,269

Total Current Liabilities 516,002**Long-Term Liabilities****Total Long-Term Liabilities** 0**Total Liabilities** 516,002**Partners' Equity**

Members Contributions	263,295
Members Contributions	733,466
Members' Equity	(1,391,292)

Total Members' Equity (394,531)**Total Liabilities and Members' Equity** \$ 121,471

SHINING STAR HOME CARE, LLC
Income Statement

Project # 171041
BFA Attachment C cont

4 Quarters Ended
December 31, 2017

Sales

Patient Service Revenue	\$ 440,703
Total Sales	<u>440,703</u>

Direct Costs

Direct Payroll	133,515
Contracted Services - Direct	166,069
Employee Benefits - Direct	2,167
Payroll Taxes - Direct	<u>11,870</u>

Total Cost of Goods Sold	<u>313,621</u>
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Gross Profit	<u>127,082</u>
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Operating Expenses

Outsourcing Services	29,842
Bank Charges	2,526
Dues and Subscriptions	4,857
Employee Benefits	37,363
Interest Expenses	283
Insurance	17,415
Computer Services	5,158
Salaries	106,022
Rent	47,200
State LLC Fee	500
Health Assessment Tax	354
FICA Expense	8,094
State Unemployment	1,047
Federal Unemployment	206
Professional Fees	11,000
Telephone	3,426
Utilities	<u>3,675</u>

Total Operating Expenses	<u>278,968</u>
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Operating Income (Loss)	<u>(151,886)</u>
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Other Income (Expenses)

Other Income	5,582
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Total Other Income (Expenses)	<u>5,582</u>
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Net Income (Loss) Before Taxes	<u>(146,304)</u>
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Net Income (Loss)	<u>\$ (146,304)</u>
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SHINING STAR HOME CARE, LLC

**Balance Sheet
As of June 30, 2018**

Project # 171041
BFA Attachment D

Assets

Current Assets

Cash Accounts	\$	8,793
Accounts Receivable		78,417
Prepaid Expenses		2,941

Total Current Assets 90,151

Property and Equipment

Net Property and Equipment 0

Total Assets \$ 90,151

Total Liabilities and Members' Equity

Current Liabilities

Accounts Payable	\$	368,657
Accrued Payroll		8,489
Accrued Expenses		9,000
Accrued Payroll		7,408

Total Current Liabilities 393,554

Long-Term Liabilities

Total Long-Term Liabilities 0

Total Liabilities 393,554

Partners' Equity

Members' Equity (303,403)

Total Members' Equity (303,403)

Total Liabilities and Members' Equity \$ 90,151

SHINING STAR HOME CARE, LLC
Income Statement

Project # 171041
BFA Attachment D cont

2 Quarters Ended
June 30, 2018

Sales

Patient Service Revenue	\$	<u>336,066</u>
Total Sales		<u>336,066</u>

Direct Costs

Direct Payroll		51,167
Contracted Services - Direct		51,336
Payroll Taxes - Direct		<u>4,460</u>

Total Cost of Goods Sold		<u>106,963</u>
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Gross Profit		<u>229,103</u>
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Operating Expenses

Bank Charges		151
Employee Benefits		17,339
Insurance		7,338
Computer Services		1,831
Salaries		86,197
Rent		15,000
FICA Expense		6,742
State Unemployment		989
Federal Unemployment		178
Disability		502
Telephone		1,663
Utilities		<u>44</u>
Total Operating Expenses		<u>137,974</u>

Operating Income (Loss)		<u>91,129</u>
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Other Income (Expenses)

Total Other Income (Expenses)		<u>0</u>
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Net Income (Loss) Before Taxes		<u>91,129</u>
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Net Income (Loss)	\$	<u><u>91,129</u></u>
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**Programmatic Attachment A:
Trinity Health Facilities in NYS
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Catholic Health System, Inc.		Alsace Abbott Corporation	565 Abbott Road	Buffalo	NY	14220	
Catholic Health System, Inc.		Aurora Mercy Corp.	565 Abbott Road	Buffalo	NY	14220	
Catholic Health System, Inc.		Catholic Health Home Respiratory, LLC	435 Lawrence Bell Drive Suite 12	Williamsville	NY	14221	
Catholic Health System, Inc.		Catholic Health System Infusion Pharmacy, Inc.	6350 Transit Road	Depew	NY	14043	
Catholic Health System, Inc.	PACE/LIFE	Catholic Health System Program of All-Inclusive Care for the Elderly, Inc.	55 Melroy Avenue	Lackawana	NY	14218	
Catholic Health System, Inc.	PACE/LIFE	CHS LIFE	55 Melroy Avenue	Lakawanna	NY	14218	
Catholic Health System, Inc.	SNF	Father Baker Manor	6400 Powers Road	Orchard Park	NY	14127	1435302N
Catholic Health System, Inc.	Hospital	Kenmore Mercy Hospital	2950 Elmwood Avenue	Kenmore	NY	14217	1404000H
Catholic Health System, Inc.	Home Health	McAuley-Seton Home Care Corporation (CHHA)	144 Genesee Street	Buffalo	NY	14203	1455600
Catholic Health System, Inc.	Hospital	Mercy Hospital of Buffalo	565 Abbott Road	Buffalo	NY	14220	1401008H
Catholic Health System, Inc.		Mount St. Mary's Child Care Center	5310 Military Road	Lewiston	NY	14092	
Catholic Health System, Inc.	Hospital	Mount St. Mary's Hospital	5300 Military Road	Lewiston	NY	14092	3121001H
Catholic Health System, Inc.	Home Health	Niagara Homemaker Services, Inc. d/b/a Mercy Home Care of Western New York (LHCSA)	144 Genesee Street 2nd Floor	Buffalo	NY	14203	0744L001
Catholic Health System, Inc.		Niagara Medicine, PC	7300 Porter Road	Niagara Falls	NY	14304	
Catholic Health System, Inc.		Orchard Park Mercy Corp.	565 Abbott Road	Buffalo	NY	14220	
Catholic Health System, Inc.		Our Lady of Victory Community Housing Development Organization, Inc.	144 Genesee Street	Buffalo	NY	14203	
Catholic Health System, Inc.		Our Lady of Victory Renaissance Corporation	144 Genesee Street 6th Floor West	Buffalo	NY	14203	
Catholic Health System, Inc.	Hospital	Sisters of Charity Hospital of Buffalo, NY	2157 Main Street	Buffalo	NY	14214	1401013H

**Programmatic Attachment A:
Trinity Health Facilities in NYS
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Catholic Health System, Inc.		Smithtown GP, LLC	144 Genesee Strett 6th Floor West	Buffalo	NY	14203	
Catholic Health System, Inc.		St. Clare Apartments	2787 Main Street	Buffalo	NY	14214	
Catholic Health System, Inc.		Trinity Medical WNY, PC	3435 Bailey Avenue	Buffalo	NY	14215	
Catholic Health System, Inc.		Victory Ridge Apartments, L.P.	50 Fountain Plaza Suite 301	Buffalo	NY	14202	
St. Joseph's Hospital Health Center	Home Care	Franciscan Health Support, Inc. (LHCSA)	1108 Court Street	Syracuse	NY	13208	9301L002
St. Joseph's Hospital Health Center	SNF	Iroquois Nursing Home, Inc.	4600 Southwood Heights Drive	Jamesville	NY	13078	3353300N
St. Joseph's Hospital Health Center	Home Care	Oswego Home Health, LLC (CHHA)	113 Schuyler Street, Suite 3	Fulton	NY	13069	3701601
St. Joseph's Hospital Health Center	PACE/LIFE	PACE CNY - Loretto and St. Joseph's Partnership	100 Malta Lane	Syracuse	NY	13212	
St. Joseph's Hospital Health Center	Home Care	St. Joseph's Certified Home Health Care Agency (CHHA)	7246 Janus Park Dr	Liverpool	NY	13088	3331601
St. Joseph's Hospital Health Center	Hospital	St. Joseph's Hospital Health Center	301 Prospect Avenue	Syracuse	NY	13203	3301003H
St. Joseph's Hospital Health Center	ASC	St. Joseph's North Ambulatory Surgery Center	5100 West Taft Road	Liverpool	NY	13088	
St. Joseph's Hospital Health Center	ASC	St. Joseph's Northeast Ambulatory Surgery Center	4208 Medical Ctr Drive	Fayetteville	NY	13066	
St. Peter's Health Partners	Hospital	Albany Memorial Hospital	600 Northern Blvd	Albany	NY	12204	1010031H
St. Peter's Health Partners	Assisted Living	Beverwyck, Inc. dba Eddy Village Green at Beverwyck	2131 Beverwyck Lane	Slingerlands	NY	12159	0151301N
St. Peter's Health Partners	Independent Living	Beverwyck, Inc. dba Eddy Village Green at Beverwyck	2131 Beverwyck Lane	Slingerlands	NY	12159	N/A
St. Peter's Health Partners	SNF	Eddy Heritage House Nursing Center, NY	2920 Tibbits Avenue	Troy	NY	12180	4102311N
St. Peter's Health Partners	Home Health	Eddy Licensed Home Care Agency (LHCSA)	433 River Street, Ste 3000	Troy	NY	12180	0846L001
St. Peter's Health Partners	Assisted Living	Eddy Memorial Geriatric Center	2256 Burdett Avenue	Troy	NY	12180	

**Programmatic Attachment A:
Trinity Health Facilities in NYS
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
St. Peter's Health Partners	PACE/LIFE	Eddy Senior Care	504 State Street	Schenectady	NY	12305	
St. Peter's Health Partners	SNF	Eddy Village Green at Beverwyck, NY	40 Autumn Drive	Slingerlands	NY	12159	0151130N
St. Peter's Health Partners	SNF	Eddy Village Green Capital Reg Geriatric Cntr, NY	421 W Columbia Street	Cohoes	NY	12047	0102001N
St. Peter's Health Partners	Home Health	Eddy Visiting Nurse & Rehab Association (CHHA)	433 River Street	Troy	NY	12180	4102601
St. Peter's Health Partners	Independent Living	Glen Eddy, Inc.	One Glen Eddy Drive	Niskayuna	NY	12309	N/A
St. Peter's Health Partners	Assisted Living	Glen Eddy, Inc.	One Glen Eddy Drive	Niskayuna	NY	12309	
St. Peter's Health Partners	Independent Living	Hawthorne Ridge, Inc.	30 Community Way	East Greenbush	NY	12061	N/A
St. Peter's Health Partners	Assisted Living	Hawthorne Ridge, Inc.	30 Community Way	East Greenbush	NY	12061	
St. Peter's Health Partners	SNF	James A Eddy Memorial Geriatric Center, NY	2256 Burdett Avenue	Troy	NY	12180	4102309N
St. Peter's Health Partners	Assisted Living	Marjorie Doyle Rockwell Center	421 Columbia Street	Cohoes	NY	12047	
St. Peter's Health Partners	SNF	Our Lady of Mercy Life Center, NY	2 Mercycare Lane	Guilderland	NY	12084	0155301N
St. Peter's Health Partners	Hospital	Samaritan Hospital	2215 Burdett Avenue	Troy	NY	12180	4102002H
St. Peter's Health Partners	SNF	Schuyler Ridge, NY	1 Abele Drive	Clifton Park	NY	12065	4552300N
St. Peter's Health Partners	Hospital	Seton Health System - St. Mary's Hosp	1300 Massachusetts Avenue	Troy	NY	12180	4102003H
St. Peter's Health Partners	Hospital	St. Peter's Hospital	315 South Manning Blvd	Albany	NY	12205	0101004H
St. Peter's Health Partners	SNF	St. Peter's Nursing and Rehab, NY	301 Hackett Boulevard	Albany	NY	12208	0101305N
St. Peter's Health Partners	Hospital	Sunnyview Hospital and Rehabilitation	1270 Belmont Avenue	Schenectady	NY	12308	4601004H
St. Peter's Health Partners	Hospice	The Community Hospice, Inc	445 New Karner Road	Albany	NY	12205	4152500F

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Trinity Health PACE	PACE/LIFE	Mercy LIFE of Alabama	2900 Springhill Avenue	Mobile	AL	36607	93397
Trinity Health at Home	Home Health	Saint Agnes Home Health	6729 N. Willow Avenue	Fresno	CA	93710	30000747
Trinity Health at Home	Hospice	Saint Agnes Hospice	6729 N. Willow Avenue	Fresno	CA	93710	40000174
Saint Agnes Medical Center	Hospital	Saint Agnes Medical Center	1303 E. Herndon Avenue	Fresno	CA	98720	40000173
Saint Agnes Medical Center	ASC	Saint Agnes Outpatient Surgery North	1105 E. Spruce Avenue	Fresno	CA	93720	FAC00069771
Trinity Continuing Care Services/Mercy Community Health	Assisted Living	Frances Warde Apartments	2021 Albany Avenue	West Hartford	CT	06117	1289-RHC
Trinity Health at Home	Home Health	Home & Community Health Services	101 Phoenix Avenue, 1st Floor	Enfield	CT	06083	9915743
Trinity New England	Hospital	Johnson Memorial Medical Center	201 Chestnut Hill Road	Stafford Springs	CT	06076	33
Trinity New England	Hospital	Mount Sinai Rehabilitation Hospital	490 Blue Hills Avenue	Hartford	CT	06112	17CD
Trinity New England	Hospital	Saint Francis Hospital & Medical Center	114 Woodland Street	Hartford	CT	06105	54
Trinity Continuing Care Services/Mercy Community Health	SNF	St. Mary Home, CT	2021 Albany Avenue	West Hartford	CT	06117	680-C
Trinity New England	Hospital	St. Mary's Health System	56 Franklin Street	Waterbury	CT	06709	55
Trinity Continuing Care Services/Mercy Community Health	Assisted Living	The McAuley	275 Steele Road	West Hartford	CT	06117	0164-ALSA
Trinity Continuing Care Services/Mercy Community Health	Independent Living	The McAuley	275 Steele Road	West Hartford	CT	06117	164
St. Francis Hospital	Home Health	St. Francis Home Care	1070 Justison Street	Wilmington	DE	19801	HHAS-001
St. Francis Hospital	Hospital	St. Francis Hospital	701 N. Clayton Street	Wilmington	DE	19805	HSPTL-004

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
St. Francis Hospital	PACE/LIFE	St. Francis LIFE	1072 Justison Street	Wilmington	DE	19801	N/A
BayCare Health	Hospital	Bartow Regional Medical Center	2200 Osprey Blvd.	Bartow	FL	33830	
BayCare Health	Hospital	BayCare Alliant Hospital	601 Main St.	Dunedin	FL	34698	
Holy Cross Hospital	ASC	Holy Cross HealthPlex	1000 NE 56th Street	Fort Lauderdale	FL	33334	11709
Holy Cross Hospital	Hospital	Holy Cross Hospital	4725 N Federal Hwy	Fort Lauderdale	FL	33308	4069
Holy Cross Hospital	Home Health	Holy Cross Hospital Home Health Agency	5601 N Dixie Highway	Fort Lauderdale	FL	33308	20472096
BayCare Health	Hospital	Mease Countryside Hospital	3231 McMullen Booth Road	Safety Harbor	FL	34695	
BayCare Health	Hospital	Mease Dunedin Hospital	601 Main St.	Dunedin	FL	34698	
BayCare Health	Hospital	Morton Plant Hospital	300 Pinellas St.	Clearwater	FL	33756	
BayCare Health	Hospital	Morton Plant North Bay Hospital	6600 Madison St.	New Port Richey	FL	34652	
BayCare Health	Hospital	South Florida Baptist Hospital	301 N Alexander St.	Plant City	FL	33563	
BayCare Health	Hospital	St. Anthony's Hospital	1200 Seventh Ave. N.	St. Petersburg	FL	33705	4215/6303
BayCare Health	Hospital	St. Joseph's Children's Hospital	3002 W. Dr. Martin Luther King Jr. Blvd.	Tampa	FL	33607	4292
BayCare Health	Hospital	St. Joseph's Hospital	3001 W. Dr. Martin Luther King Jr. Blvd.	Tampa	FL	33607	4292
BayCare Health	Hospital	St. Joseph's Hospital North	4211 VanDyke Road	Lutz	FL	33558	4292
BayCare Health	Hospital	St. Joseph's Hospital South	6901 Simmons Loop	Riverview	FL	33578	4292

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
BayCare Health	Hospital	St. Joseph's Women's Hospital	3030 W. Dr. Martin Luther King Jr. Blvd.	Tampa	FL	33607	
BayCare Health	Hospital	St. Joseph's Women's Hospital	3030 W. Dr. Martin Luther King Jr. Blvd.	Tampa	FL	33607	4292
BayCare Health	Hospital	Winter Haven Hospital	200 Ave. F N.E.	Winter Haven	FL	33881	
BayCare Health	Hospital	Winter Haven Women's Hospital	101 Ave. O S.E.	Winter Haven	FL	33880	
Emory Healthcare	Hospital	Emory Saint Joseph's Hospital - Atlanta	5665 Peachtree Dunwoody Rd NE	Atlanta	GA	30342	
St. Mary's Health Care System	Assisted Living	Highland Hills Village	1660 Jennings Mill Road	Watkinsville	GA	30677	ALC000021
St. Mary's Health Care System	Independent Living	Highland Hills Village	1660 Jennings Mill Road	Watkinsville	GA	30677	ALC000021
St. Mary's Health Care System	Hospice	Hospice House	1161 Jennings Mill Road	Watkinsville	GA	30677	029-035H
St. Mary's Health Care System	Hospital	St. Mary's Good Samaritan Hospital - Critical Access	1201 Siloam Road	Greensboro	GA	30642	066-638
St. Mary's Health Care System	Home Care	St. Mary's Home Care & Hospice	1021 Jamestown Blvd.	Watkinsville	GA	30677	029-057
St. Mary's Health Care System	Hospice	St. Mary's Hospice (Outpatient)	1021 Jamestown Blvd.	Watkinsville	GA	30677	029-035H
St. Mary's Health Care System	Hospital	St. Mary's Hospital	1230 Baxter Street	Bogart	GA	30606	029-160
St. Mary's Health Care System	Hospital	St. Mary's Sacred Heart Hospital	367 Clear Creek Drive	Lavonia	GA	30553	059-708
Mercy Health Services - Iowa	Hospital	Baum-Harmon Mercy Hospital - Critical Access	255 N Welch Avenue	Primghar	IA	51245	710106h
Mercy Health Services - Iowa	Assisted Living	Ellen Kennedy Living Center	1177 7th Street SW #1	Dyersville	IA	52040	S0155
Mercy Health Services - Iowa	Independent Living	Ellen Kennedy Living Center	1177 7th Street SW #1	Dyersville	IA	52040	N/A

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Mercy Health Services - Iowa	SNF	Mercy Health Services-Iowa Corp, IA	910 North Eisenhower Avenue	Mason City	IA	50401	165183
Mercy Health Services - Iowa	Home Care	Mercy Home Care	910 N Eisenhower Ave	Mason City	IA	50401	N/A
Trinity Health at Home	Home Health	Mercy Home Care - Sioux City	801 Fifth Street	Sioux City	IA	51101	970112H
Mercy Health Services - Iowa	Home Health	Mercy Home Care, Clinton	638 S. Bluff Boulevard	Clinton	IA	52732	165119
Mercy Health Services - Iowa	Home Health	Mercy Home Care, Dubuque	250 Mercy Drive	Dubuque	IA	52001	310003H
Mercy Health Services - Iowa	Home Health	Mercy Home Care, North Iowa	1000 4th St. SW	Mason City	IA	50401	170023H
Mercy Health Services - Iowa	Hospice	Mercy Hospice, Clinton	638 S. Bluff Boulevard	Clinton	IA	52732	161527
Mercy Health Services - Iowa	Hospice	Mercy Hospice, North Iowa	232 2 nd Street SE	Mason City	IA	50401	170023H
Mercy Health Services - Iowa	SNF	Mercy Living Center North, IA	600 14TH Avenue North	Clinton	IA	52732	2300032
Mercy Health Services - Iowa	SNF	Mercy Living Center South, IA	638 South Bluff Boulevard	Clinton	IA	52732	165119
Mercy Health Services - Iowa	Hospital	Mercy Medical Center - Clinton	1410 N. Fourth Street	Clinton	IA	52732	230056H
Mercy Health Services - Iowa	Hospital	Mercy Medical Center - Dubuque (Dyersville) - Critical Access	1111 Third Street, SW	Dyersville	IA	52040	310181H
Mercy Health Services - Iowa	SNF	Mercy Medical Center - Dubuque, IA	250 Mercy Drive	Dubuque	IA	52001	310003H
Mercy Health Services - Iowa	Hospital	Mercy Medical Center - New Hampton - Critical Access	308 North Maple Avenue	New Hampton	IA	50266	190022H
Mercy Health Services - Iowa	Hospital	Mercy Medical Center - North Iowa	1000 N. Eisenhower	Mason City	IA	50401	170023H
Mercy Health Services - Iowa	Hospital	Mercy Medical Center - Sioux City	801 Fifth Street	Sioux City	IA	51101	970112H

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Mercy Health Services - Iowa	Hospital	Mercy Medical Center Dubuque	250 Mercy Drive	Dubuque	IA	52001	310003H
Trinity Continuing Care Services	SNF	The Alverno Health Care Center, IA	849 13TH Avenue North	Clinton	IA	52732	230192
Mercy Health Services - Iowa	Surgery Center	The Tri-State Surgery Center	1500 Associates Drive	Dubuque	IA	52002	N/A
Mercy Health Services - Iowa	Independent Living	The Willows	1000 N. Eisenhower	Mason City	IA	50401	N/A
Mercy Health Services - Iowa	Hospice	Hospice of North Iowa	232 2nd St SE	Mason City	IA	50401	161503
Saint Alphonsus Health System	Surgery Center	General Surgery - Boise	1072 N. Liberty Street	Boise	ID	83704	
Saint Alphonsus Health System	Surgery Center	General Surgery - Nampa	401 E. Hawaii	Nampa	ID	83687	
Saint Alphonsus Health System	Hospital	Saint Alphonsus Medical Center - Nampa	1512 12th Avenue Road	Nampa	ID	83686	#10
Saint Alphonsus Health System	Hospital	Saint Alphonsus Medical Center - Nampa	4402 E. Flamingo Ave.	Nampa	ID	83687	#10
Saint Alphonsus Health System	Hospital	Saint Alphonsus Regional Medical Center	1055 North Curtis Road	Boise	ID	83706	#2
Loyola University Health System	Hospital	Gottlieb Memorial Hospital	701 West North Avenue	Melrose Park	IL	60160	5793
Loyola University Health System	SNF	Gottlieb Memorial Hospital	701 West North Avenue	Melrose Park	IL	60160	5793
Trinity Health at Home	Hospice	Loyola Center for Hospice	701 West North Avenue	Melrose Park	IL	60160	2003136
Loyola University Health System	Hospital	Loyola University Medical Center	2160 South First Avenue	Maywood	IL	60153	5801
Trinity Health at Home	Home Health	LUMC for Home Care and Hospice	2 Westbrook Corporate Center	Westchester	IL	60154	1007814
Mercy Health System Chicago	Hospital	Mercy Hospital & Medical Center	2525 South Michigan Avenue	Chicago	IL	60616	1578

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Saint Joseph Health System	Hospital	Saint Joseph Health System - Mishawaka Medical Center	5215 Holy Cross Parkway	Mishawaka	IN	46545	17-005012-1
Saint Joseph Health System	Hospital	Saint Joseph Health System - Plymouth Medical Center	1915 Lake Avenue	Plymouth	IN	46563	15-005070-1
Trinity Health at Home	Home Health	Saint Joseph VNA Home Care	60101 Bodnar Boulevard	Mishawaka	IN	46544	17-005248-1
Saint Joseph Health System	SNF	Sanctuary at Holy Cross - Indiana, IN	17475 Dugdale Drive	South Bend	IN	46635	16-001201-1
Trinity Continuing Care Services	Assisted Living	Sanctuary at St. Paul's	3602 South Ironwood Drive	South Bend	IN	46614	17-000104-1
Trinity Continuing Care Services	Independent Living	Sanctuary at St. Paul's	3602 South Ironwood Drive	South Bend	IN	46614	N/A
Trinity Continuing Care Services	SNF	Sanctuary at St. Pauls, IN	3602 South Ironwood Drive	South Bend	IN	46614	17-000104-1
Trinity Continuing Care Services	Independent Living	Sanctuary at Trinity Tower	316 S. Saint Joseph Street	South Bend	IN	46601	N/A
Trinity Health PACE	PACE/LIFE	St. Joseph PACE	250 East Day Road	Mishawaka	IN	46545	n/a
Trinity New England	Assisted Living	Beaven Kelly Home	25 Brightside Drive	Holyoke	MA	01040	1105
Trinity New England	SNF	Farren Care Center, MA	340 Motague City Road	Turners Falls	MA	01376	926
Trinity Health at Home	Home Health	Mercy Home Care	2112 Riverdale Street	West Springfield	MA	01089	6S8F
Trinity Health at Home	Hospice	Mercy Hospice	2112 Riverdale Street	West Springfield	MA	01089	7SS1
Trinity New England	PACE/LIFE	Mercy LIFE (MA)	2112 Riverdale Street	West Springfield	MA	01089	N/A
Trinity New England	Hospital	Mercy Medical Center	271 Carew Street	Springfield	MA	01104	2149
Trinity New England	SNF	Mount St. Vincent, MA	35 Holy Family Road	Holyoke	MA	01040	EX6S

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Trinity New England	Hospital	Providence Behavioral Health Hospital	1233 Main Street	Holyoke	MA	01040	2150
Trinity New England	Assisted Living	St. Luke's Home	85 Spring Street	Springfield	MA	01105	1229
Trinity Health at Home	Home Health	Holy Cross Home Care	11800 Tech Road, Suite 240	Silver Springs	MD	20904	HH7030
Trinity Health at Home	Home Health	Holy Cross Home Care and Hospice Agency Administrative Offices	10720 Columbia Pike	Silver Spring	MD	20901	HH052
Trinity Health at Home	Hospice	Holy Cross Home Care and Hospice Agency Administrative Offices	10720 Columbia Pike	Silver Spring	MD	20901	HH052
Trinity Health at Home	Hospice	Holy Cross Hospice	11800 Tech Road, Suite 240	Silver Springs	MD	20904	H1502
Holy Cross Health	Hospital	Holy Cross Hospital	1500 Forest Glen Road	Silver Springs	MD	20910	15175
Holy Cross Health	Hospital	Holy Cross Hospital - Germantown	19801 Observation Drive	Germantown	MD	20876	FH4776083
Holy Cross Health	SNF	Holy Cross Rehab & Nursing, MD	3415 Greencastle Road	Burtonsville	MD	20866	15071
Trinity Continuing Care Services	SNF	Mount St. Joseph	7 Highwood Street	Waterville	ME	4901	2977
SJMHS (Southeast Michigan)	Surgery Center	Alice Gustafson Outpatient Surgery Center	44405 Woodward Avenue	Pontiac	MI	48341	
SJMHS (Southeast Michigan)	SNF	Care and Rehabilitation Center at Glacier Hills	1200 Earhart Road	Ann Arbor	MI	48105	1070000115
Trinity Health at Home	Home Health	Chelsea Care Home Health	775 S Main	Chelsea	MI	48118	N/A
Trinity Continuing Care Services	Assisted Living	Glacier Hills	1200 Earhart Road	Ann Arbor	MI	48105	1070000115
Trinity Continuing Care Services	Independent Living	Glacier Hills	1200 Earhart Road	Ann Arbor	MI	48105	N/A
Trinity Continuing Care Services	Assisted Living	Huron Woods	5361 McAuley Drive	Ypsilanti	MI	48197	AH810378557

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Mercy Health (W MI)	PACE/LIFE	LifeCircles (Joint Venture)	506 Seminole Road	Muskegon	MI	49444	N/A
Trinity Continuing Care Services	Independent Living	Marycrest Heights	15495 Middlebelt Road	Livonia	MI	48154	N/A
SJMHS (Southeast Michigan)	SNF	Marycrest Manor, MI	15475 Middlebelt Road	Livonia	MI	48154	1070000242
Mercy Health (W MI)	Hospital	Mercy Health - Lakeshore - Critical Access	72 South State Street	Shelby	MI	49455	1060000032
Mercy Health (W MI)	Hospital	Mercy Health - Muskegon	1500 E. Sherman Blvd.	Muskegon	MI	49444	1060000003
Mercy Health (W MI)	Hospital	Mercy Health Saint Mary's - Grand Rapids	200 Jefferson Street, SE	Grand Rapids	MI	49503	L2271994
Trinity Health at Home	Home Health	Mercy Home Care, Oakland	1111 W. Long Lake Rd., Suite 102	Troy	MI	48098	N/A
Trinity Health at Home	Home Health	Mercy Home Health - Grand Rapids	1430 Monroe NW	Grand Rapids	MI	49505	N/A
Trinity Health at Home	Home Health	Mercy Home Health - Port Huron	505 Huron Avenue	Port Huron	MI	48060	N/A
Trinity Health at Home	Hospice	Mercy Hospice Services, Muskegon	888 Terrace	Muskegon	MI	49440	Closed
Trinity Health at Home	Home Health	Mercy VNS and Hospice Services	888 Terrace	Muskegon	MI	49440	L2515456
Mercy Health (W MI)	Hospital	Saint Mary's Healthcare - Pine Rest	2303 Kalamazoo Ave SE	Grand Rapids	MI	49507	
Trinity Continuing Care Services	Assisted Living	Sanctuary at Bellbrook	873 West Avon Road	Rochester Hills	MI	48307	AH630236844
Trinity Continuing Care Services	Independent Living	Sanctuary at Bellbrook	873 West Avon Road	Rochester Hills	MI	48307	N/A
SJMHS (Southeast Michigan)	SNF	Sanctuary at Bellbrook, MI	873 W Avon Road	Rochester Hills	MI	48307	1070000257
Trinity Continuing Care Services	Independent Living	Sanctuary at Clinton Villa	17825 15 Mile Road	Clinton Township	MI	48035	N/A

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Trinity Continuing Care Services	Assisted Living	Sanctuary at Fraser Villa	33300 Utica Road	Fraser	MI	48026	1070000107
SJMHS (Southeast Michigan)	SNF	Sanctuary at Fraser Villa, MI	33300 Utica Road	Fraser	MI	48026	1070000107
Trinity Continuing Care Services	Independent Living	Sanctuary at Maple Vista	600 Maple Vista Street	Imlay City	MI	48444	N/A
Trinity Continuing Care Services	Independent Living	Sanctuary at Marian Oakland	29250 West 10 Mile Road	Farmington Hills	MI	48336	N/A
Trinity Continuing Care Services	Independent Living	Sanctuary at Marian Place	408 West Front Street	Monroe	MI	48161	N/A
Trinity Continuing Care Services	Independent Living	Sanctuary at Maryhaven	11350 Reeck Road	Southgate	MI	48195	N/A
Mercy Health (W MI)	SNF	Sanctuary at McAuley, MI	1380 E Sherman Boulevard	Muskegon	MI	49444	1070000245
Trinity Continuing Care Services	Assisted Living	Sanctuary at Mercy Village	4170 24th Avenue	Fort Gratiot Towns	MI	48059	AL740261122
Trinity Continuing Care Services	Independent Living	Sanctuary at Mercy Village	4170 24th Avenue	Fort Gratiot Towns	MI	48059	N/A
Trinity Continuing Care Services	Assisted Living	Sanctuary at St. Joseph's Village	5341 McAuley Drive	Ypsilanti	MI	48197	AL810261121
Trinity Continuing Care Services	Independent Living	Sanctuary at St. Joseph's Village	5341 McAuley Drive	Ypsilanti	MI	48197	N/A
Mercy Health (W MI)	SNF	Sanctuary at St. Mary's, MI	1050 Four Mile NW	Grand Rapids	MI	49544	1070000323
Trinity Continuing Care Services	Assisted Living	Sanctuary at the Oaks	1740 Village Drive	Muskegon	MI	49442	AL610261127
Trinity Continuing Care Services	Independent Living	Sanctuary at the Oaks	1740 Village Drive	Muskegon	MI	49442	AL610261127
Mercy Health (W MI)	SNF	Sanctuary at the Park, MI	570 S Harvey Street	Muskegon	MI	48093	1070000393
Mercy Health (W MI)	SNF	Sanctuary at the Shore, MI	900 S Beacon Boulevard	Grand Haven	MI	49417	1070000329

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Trinity Continuing Care Services	Independent Living	Sanctuary at Villa Marie	15131 Newburgh Road	Livonia	MI	48154	N/A
SJMHS (Southeast Michigan)	SNF	Sanctuary at White Lake, MI	10770 Elizabeth Lake Road	White Lake	MI	48386	107000005
Trinity Continuing Care Services	Assisted Living	Sanctuary at Woodland	7533 Grand River Road	Brighton	MI	48114	AL470260177
Trinity Continuing Care Services	Independent Living	Sanctuary at Woodland	7533 Grand River Road	Brighton	MI	48114	N/A
Mercy Health (W MI)	Freestanding ER	Southwest	2373 64th St	Byron Center	MI	49315	5315028938
SJMHS (Southeast Michigan)	Hospital	St. Joseph Mercy Ann Arbor	5301 McAuley Drive	Ypsilanti	MI	48197	1060000071
SJMHS (Southeast Michigan)	Hospital	St. Joseph Mercy Chelsea	775 South Main Street	Chelsea	MI	48118	1060000071
Trinity Health at Home	Home Health	St. Joseph Mercy Home Care, Ann Arbor	3075 Clark Road, Suite 200	Ypsilanti	MI	48197	N/A
Trinity Health at Home	Home Health	St. Joseph Mercy Home Care, Livingston	907 Fowler	Howell	MI	49943	N/A
Trinity Health at Home	Hospice	St. Joseph Mercy Hospice, Ann Arbor	3075 Clark Road, Suite 200	Ypsilanti	MI	48197	1041000012
Trinity Health at Home	Hospice	St. Joseph Mercy Hospice, Livingston	8273 W. Grand River, Ste. 110	Brighton	MI	48114	104100019
Trinity Health at Home	Hospice	St. Joseph Mercy Hospice, Oakland	1111 W. Long Lake Rd., Suite 102	Troy	MI	48098	104100027
SJMHS (Southeast Michigan)	Hospital	St. Joseph Mercy Livingston	620 Byron Road	Howell	MI	48843	1060000033
SJMHS (Southeast Michigan)	Hospital	St. Josephy Mercy Oakland	44405 Woodward Avenue	Pontiac	MI	48341	L2274589
SJMHS (Southeast Michigan)	Hospital	St. Mary Mercy Livonia	36475 Five Mile Road	Livonia	MI	48154	1060000001
Trinity Continuing Care Services	Independent Living	Belle Meade	100 Waters Drive	Southern Pines	NC	28387	29-03

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Trinity Continuing Care Services	Assisted Living	Coventry	105 Gossman Road	Southern Pines	NC	28387	HAL-063-016
Trinity Continuing Care Services	Assisted Living	Family Care Homes	128 N Carlisle St	Southern Pines	NC	28387	
Trinity Continuing Care Services	PACE/LIFE	LIFE St. Joseph of the Pines	4900 Raeford Road	Fayetteville	NC	28304	N/A
Trinity Continuing Care Services	Independent Living	Pine Kroll	590 Central Drive	Southern Pines	NC	28387	N/A
Trinity Continuing Care Services	SNF	St. Joseph of The Pines Health, NC	103 Gossman Drive	Southern Pines	NC	28387	NH0589
Mercy Health Services - Iowa	Hospital	Oakland Mercy Hospital - Critical Access	601 East 2nd Street	Oakland	NE	68045	80001
Our Lady of Lourdes Health Care Services	PACE/LIFE	LIFE at Lourdes	2475 McClellan Avenue	Pennsauken Town	NJ	08109	N/A
St. Francis Medical Center	PACE/LIFE	LIFE St. Francis	1435 Liberty Street	Trenton	NJ	08629	N/A
Our Lady of Lourdes Health Care Services	Hospital	Lourdes Medical Center Burlington	218 A Sunset Road	Willingboro	NJ	08046	10303
Our Lady of Lourdes Health Care Services	Hospital	Our Lady of Lourdes Medical Center	1600 Haddon Avenue	Camden	NJ	08103	10404
St. Francis Medical Center	Hospital	St. Francis Medical Center	601 Hamilton Avenue	Trenton	NJ	08629	11105
Mount Carmel Health System	Hospital	Diley Ridge Medical Center	7911 Diley Rd	Canal Winchester	OH	43110	
Mount Carmel Health System	Hospital	Mount Carmel East	6001 East Broad Street	Columbus	OH	43213	1027
Trinity Health at Home	Home Health	Mount Carmel Home Care	501 W. Schrock Road, Suite 350	Westerville	OH	43081	
Mount Carmel Health System	Hospice	Mount Carmel Hospice	1144 Dublin Road	Columbus	OH	43215	
Mount Carmel Health System	Hospital	Mount Carmel New Albany	7333 Smith Mill Road	New Albany	OH	43054	1451

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Mount Carmel Health System	Hospital	Mount Carmel St. Ann's	500 S. Cleveland Avenue	Westerville	OH	43081	1604
Mount Carmel Health System	Hospital	Mount Carmel West	793 West State Street	Columbus	OH	43222	1176
Mount Carmel Health System	ASC	New Albany Surgery Center	5040 Forest Drive	New Albany	OH	43054	
Mount Carmel Health System	ASC	Taylor Station Surgical Center	275 Taylor Station Road	Columbus	OH	43213	
Saint Alphonsus Health System	Hospital	Saint Alphonsus Medical Center - Baker City - Critical Access	3325 Pocahontas Road	Baker City	OR	97814	14-1469
Saint Alphonsus Health System	Hospital	Saint Alphonsus Medical Center - Ontario	351 SW Ninth Street	Ontario	OR	97914	14-1470
St. Mary Medical Center	PACE/LIFE	LIFE St. Mary	2500 Interplex Drive	Feasterville-Trevos	PA	19053	N/A
Mercy Health System (SEPA)	Hospital	Mercy Fitzgerald Hospital	1500 Lansdowne Avenue	Darby	PA	19023	136001
Mercy Health System (SEPA)	Home Health	Mercy Home Health - Administration	1001 Baltimore Pike	Springfield	PA	19064	
Mercy Health System (SEPA)	Home Health	Mercy Home Health - Newtown Square	4677 West Chester Pike	Newtown Square	PA	19073	
Mercy Health System (SEPA)	Home Health	Mercy Home Health - Philadelphia	1930 South Broad Street	Philadelphia	PA	19145	
Mercy Health System (SEPA)	Hospital	Mercy Hospital of Philadelphia	501 South 54th Street	Philadelphia	PA	19143	391901
Mercy Health System (SEPA)	PACE/LIFE	Mercy LIFE - N. Hancock (Fictitious Name of St. Agnes Continuing Care Center)	3240 N. Hancock Street	Philadelphia	PA	19140	314320
Mercy Health System (SEPA)	PACE/LIFE	Mercy LIFE - S. Broad St (Fictitious Name of St. Agnes Continuing Care Center)	1930 S. Broad Street	Philadelphia	PA	19145	314720
Mercy Health System (SEPA)	PACE/LIFE	Mercy Life - Sharon Hill (Fictitious Name of St. Agnes Continuing Care Center)	701 Chester Pike	Sharon Hill	PA	19079	N/A
Mercy Health System (SEPA)	PACE/LIFE	Mercy LIFE - Valley View (Fictitious Name of St. Agnes Continuing Care Center)	111 Elwyn Road	Media	PA	19063	N/A

**Programmatic Attachment B:
Trinity Health Out-of-State Facilities
CON #181268**

RHM	Type	Facility Name	Address	City	State	Zip	License Number
Mercy Health System (SEPA)	Hospital	Nazareth Hospital	2601 Holme Avenue	Philadelphia	PA	19152	400301
Mercy Health System (SEPA)	SNF	Nazareth Hospital, PA	2601 Holme Avenue	Philadelphia	PA	19152	400301
St. Mary Medical Center	Hospital	St. Mary Medical Center	1201 Langhorne Newtown Road	Philadelphia	PA	19143	710201
St. Mary Medical Center	Hospital	St. Mary Rehabilitation Hospital	1208 Langhorne Newtown Road	Darby	PA	19023	23760101
Mercy Health Services - Iowa	Hospital	Dunes Surgical Hospital	600 Sioux Point Road	Dakota Dunes	SD	57049	10580

AFFIDAVIT

COMMONWEALTH OF PENNSYLVANIA)
: ss.:
COUNTY OF Montgomery)

Michael Hemsley, being duly sworn, hereby deposes and says:

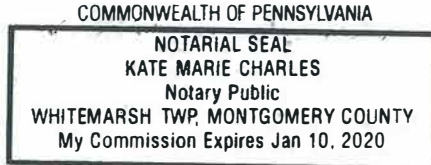
Re: Trinity Out-of-State Facilities

1. I am Michael C. Hemsley of Trinity Health Corporation (“Trinity”) and am duly authorized to make and deliver this affidavit on behalf of Trinity.
2. In connection with Project #172330, the New York State Department of Health has conducted a review of any enforcement actions against Trinity’s out-of-state facilities as identified in such project.
3. To the best of my knowledge and after reasonable inquiry, Attachment A identifies any enforcement actions taken against such facilities from April 2018 until present.
4. I declare under perjury that the foregoing is true and correct.

 November 6, 2018
Signature Date

Michael C. Hemsley Deputy General Counsel
Print Name Title

Sworn to before me this
6 day of November, 2018.




Notary Public

Programmatic Attachment C:
Affidavit of Out-of-State Enforcement Actions
CON #181268

STATE	NAME AND ADDRESS OF THE FACILITY	TYPE OF FACILITY	DETAILS OF EACH ENFORCEMENT ACTION	STATUS OF EACH ENFORCEMENT ACTION
California	Saint Agnes Medical Center 1303 E. Herndon Avenue Fresno, CA 93720	Acute Care Hospital	Event: July 12, 2018 CDPH visit: July 16, 2018 CMS Complaint Validation survey: August 21-24 Brief Description: Medication mislabeling, non-repetitive	Pending, Response to Statement of Deficiencies submitted 10/30/18.
Delaware	St. Francis Hospital 701 N Clayton Street Wilmington, DE 19805	Acute Care Hospital	State Survey agency sample validation occurred on August 24 (health survey) and August 27 (fire safety survey) and found that SFH was not in compliance with Physical Environment Conditions of Participation. The Hospital's Plan of Correction, with attention to health and fire safety deficiencies, detailed numerous corrective actions that have already been completed and matters which will require more time to resolve (largely due to the need to order and receive replacement equipment).	Closed - Plan of Correction approved on October 31, 2018.
Georgia	St. Mary's Highland Hills Village 1660 Jennings Mill Road Watkinsville, GA 30677	Assisted Living Facility	The Department concluded we violated Georgia Rule 111-8-63-.25(1)(a) which states as follows: The assisted living community must operate in a manner that respects the personal dignity of the residents and the human rights of the residents which rights cannot be waived, except as provided in these rules by the resident or the resident's representative or legal surrogate; The assisted living community must provide to each resident care and services which are adequate, appropriate, and in compliance with state law and regulations.	Check request for payment of the fine was submitted on 10/29/18 and is currently being processed for issuance.

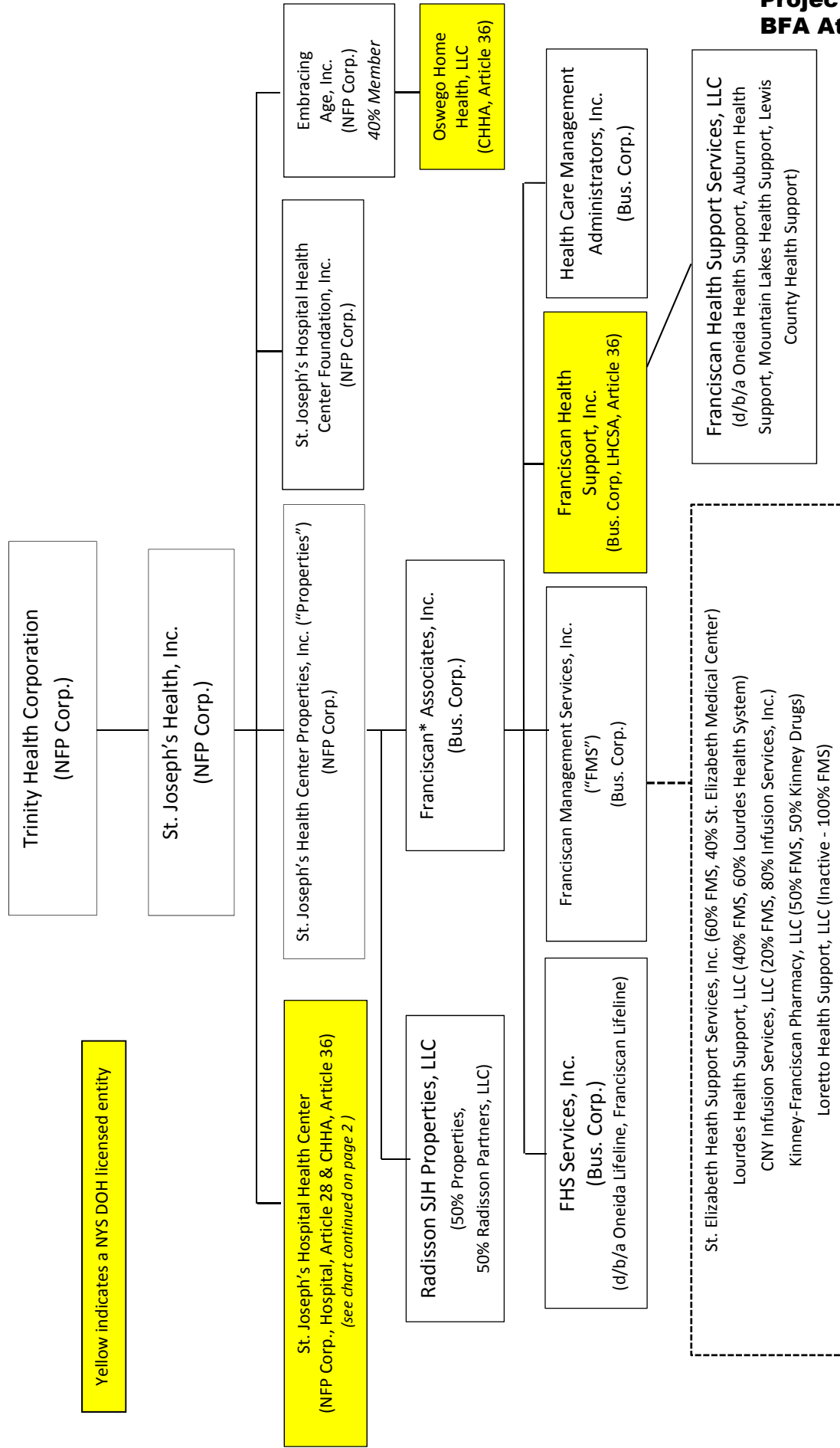
Programmatic Attachment C:
Affidavit of Out-of-State Enforcement Actions
CON #181268

STATE	NAME AND ADDRESS OF THE FACILITY	TYPE OF FACILITY	DETAILS OF EACH ENFORCEMENT ACTION	STATUS OF EACH ENFORCEMENT ACTION
Indiana	Saint Joseph Regional Medical Center – South Bend Campus, Inc. 5215 Holy Cross Parkway Mishawaka, IN 46545	Acute Care Hospital	Noncompliance with EMTALA, 42 CFR §489.20 and §489.24. Inappropriate discharge of woman in early labor. No repetitive violations.	Pending. Plan of Correction submitted to CMS. Hospital to be resurveyed in the next couple of weeks. No fine expected.
Massachusetts	The Mercy Hospital, Inc. dba Mercy Medical Center 271 Carew Street Springfield, MA 01104	Acute Care Hospital	DPH/CMS issued Immediate Jeopardy Status on 04/26/18 after the hospital failed to report an unanticipated maternal death in the facility's Family Life Center; Jeopardy was removed on May 21, 2018 after the submission of a robust corrective action plan and on-site survey by DPH.	No enforcement action currently pending related to this matter.
New Jersey	Lourdes Medical Center of Burlington Co. 214 A Sunset Road Willingboro, NJ	Acute Care Hospital	Complaint Investigation: Discharge Planning Nursing Care Policies - 1:1/Observation	Pending – Response submitted September 26, 2018.
New Jersey	Lourdes Medical Center of Burlington County 217 A Sunset Road Willingboro, NJ	Acute Care Hospital	Complaint Investigation: Patient Rights - Privacy Housekeeping - Window cleaning - Mattress pad (tear) Medical Staff Policies - Response to issue raised by another discipline in note Plant Maintenance - Floor tiles and paint	Closed – Plan of Correction submitted and accepted, May 20, 2018.

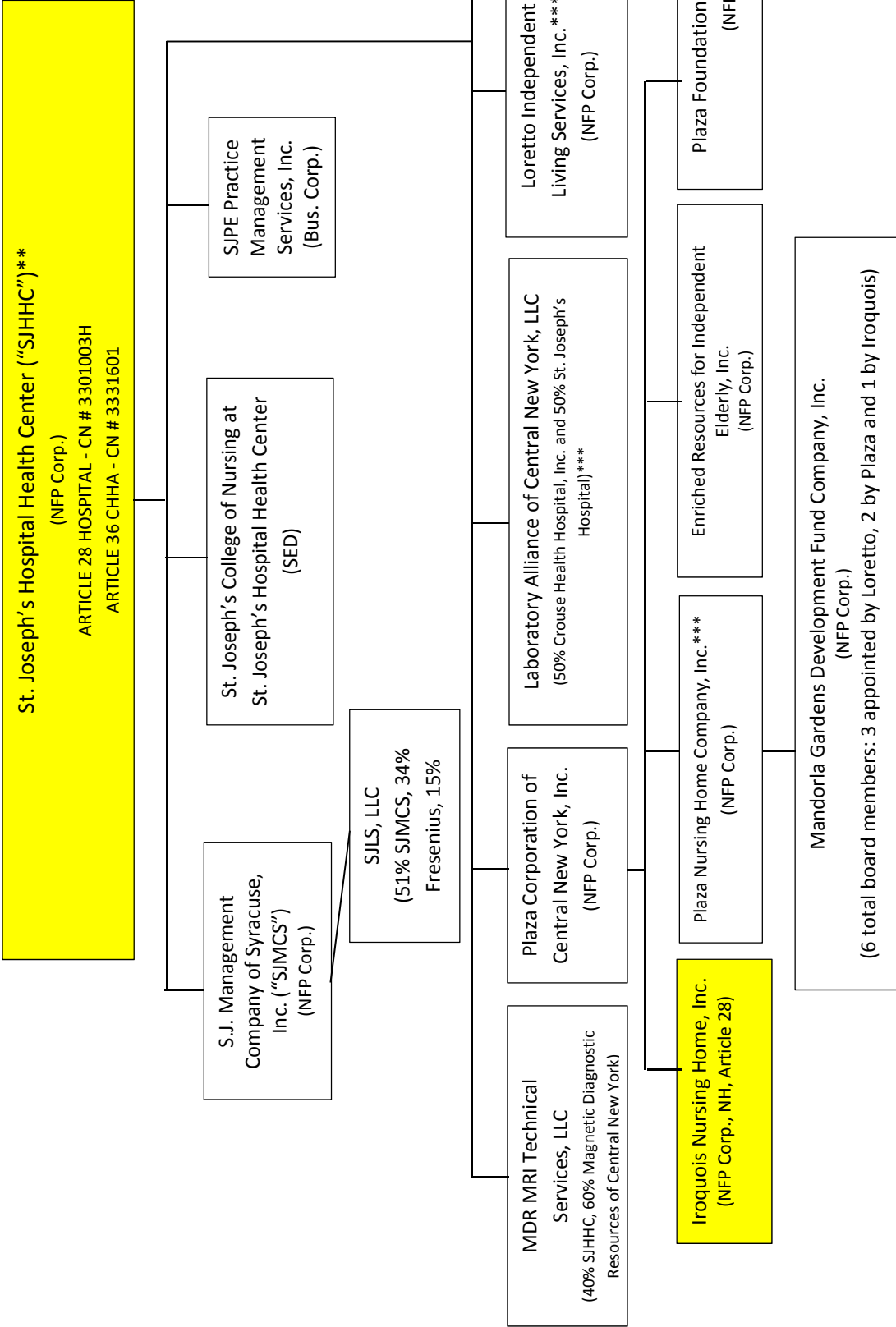
Programmatic Attachment C:
 Affidavit of Out-of-State Enforcement Actions
 CON #181268

STATE	NAME AND ADDRESS OF THE FACILITY	TYPE OF FACILITY	DETAILS OF EACH ENFORCEMENT ACTION	STATUS OF EACH ENFORCEMENT ACTION
New Jersey	Our Lady of Lourdes Medical Center 1600 Haddon Avenue Camden, NJ	Acute Care Hospital	Complaint Investigation: Administration: Policies and Procedures - Patient Grievance Pharmacy: Policies and Procedures - Administration of Drugs	Pending – Response due November 5, 2018.
New York	Eddy Village Green at Beverwyck 40 Autumn Drive Slingerlands, NY 12159	Nursing Home	The violation relates to permitting verbal abuse against resident.	Settlement negotiations; penalty of \$2,000.
Ohio	Mount Carmel Health System <i>dba</i> Mount Carmel St. Ann's Hospital 500 South Cleveland Avenue Westerville, OH 43081	Hospital	Maternity unit violations.	Settlement negotiations.
Oregon	Saint Alphonsus Health System - Baker City 3325 Pocahontas Road Baker City, OR 97814	Critical Access Hospital	OHA Nurse Staffing Survey	Open.

St. Joseph's Health – Corporate Organizational Chart



*All Franciscan entities have their employees employed by this entity and then are leased to the various entities.



** Hospital employs all employees that render services to the various Hospital related entities. SJHHC operates St. Joseph's Hospital Health Center CHHA, an Article 36 Certified Home Health Agency, CN # 3331601.
 *** Has Employees but we do not control and thus benefits are separate.

TRINITY HEALTH

CONSOLIDATED BALANCE SHEETS

JUNE 30, 2018 AND 2017

(In thousands)

ASSETS	2018	2017
CURRENT ASSETS:		
Cash and cash equivalents	\$ 971,726	\$ 1,008,197
Investments	3,846,190	3,526,204
Security lending collateral	275,228	332,972
Assets limited or restricted as to use - current portion	352,231	328,712
Patient accounts receivable, net of allowance for doubtful accounts of \$480.8 million and \$428.9 million at June 30, 2018 and 2017, respectively	2,070,567	1,877,860
Estimated receivables from third-party payors	213,563	260,856
Other receivables	360,477	360,051
Inventories	292,945	274,830
Assets held for sale	67,793	-
Prepaid expenses and other current assets	172,819	172,051
Total current assets	<u>8,623,539</u>	<u>8,141,733</u>
ASSETS LIMITED OR RESTRICTED AS TO USE - noncurrent portion:		
Held by trustees under bond indenture agreements	6,865	7,139
Self-insurance, benefit plans and other	865,949	823,948
By Board	3,881,021	3,709,246
By donors	498,871	460,491
Total assets limited or restricted as to use - noncurrent portion	<u>5,252,706</u>	<u>5,000,824</u>
PROPERTY AND EQUIPMENT - Net	8,025,580	7,853,456
INVESTMENTS IN UNCONSOLIDATED AFFILIATES	3,493,495	3,105,173
GOODWILL	438,460	301,043
OTHER ASSETS	361,920	336,854
TOTAL ASSETS	<u>\$ 26,195,700</u>	<u>\$ 24,739,083</u>

LIABILITIES AND NET ASSETS	2018	2017
CURRENT LIABILITIES:		
Commercial paper	\$ 99,904	\$ 99,861
Short-term borrowings	711,020	1,039,840
Current portion of long-term debt	276,295	192,680
Accounts payable and accrued expenses	1,548,741	1,404,413
Salaries, wages and related liabilities	863,143	820,014
Payable under security lending agreements	275,228	332,972
Liabilities held for sale	32,440	-
Estimated payables to third-party payors	395,970	331,585
Current portion of self-insurance reserves	272,842	269,874
Total current liabilities	4,475,583	4,491,239
LONG-TERM DEBT - Net of current portion	5,982,141	5,269,862
SELF-INSURANCE RESERVES - Net of current portion	1,002,274	980,624
ACCRUED PENSION AND RETIREE HEALTH COSTS	688,259	1,315,991
OTHER LONG-TERM LIABILITIES	703,427	695,940
Total liabilities	12,851,684	12,753,656
NET ASSETS:		
Unrestricted net assets	12,581,754	11,282,433
Noncontrolling ownership interest in subsidiaries	176,156	173,703
Total unrestricted net assets	12,757,910	11,456,136
Temporarily restricted net assets	388,624	345,974
Permanently restricted net assets	197,482	183,317
Total net assets	13,344,016	11,985,427
TOTAL LIABILITIES AND NET ASSETS	\$ 26,195,700	\$ 24,739,083

TRINITY HEALTH

**CONSOLIDATED STATEMENTS OF OPERATIONS AND
CHANGES IN NET ASSETS
YEARS ENDED JUNE 30, 2018 AND 2017
(In thousands)**

	<u>2018</u>	<u>2017</u>
UNRESTRICTED REVENUE:		
Patient service revenue, net of contractual and other allowances	\$ 16,406,252	\$ 15,747,094
Provision for bad debts	(574,954)	(548,965)
Net patient service revenue less provision for bad debts	15,831,298	15,198,129
Premium and capitation revenue	1,067,582	1,039,749
Net assets released from restrictions	50,510	39,826
Other revenue	1,396,015	1,350,141
Total unrestricted revenue	<u>18,345,405</u>	<u>17,627,845</u>
EXPENSES:		
Salaries and wages	7,949,446	7,594,863
Employee benefits	1,525,511	1,510,144
Contract labor	296,611	242,018
Total labor expenses	9,771,568	9,347,025
Supplies	2,983,635	2,880,802
Purchased services	2,083,761	2,059,267
Depreciation and amortization	857,154	870,289
Occupancy	748,346	744,444
Medical claims	406,330	417,054
Interest	224,882	207,152
Other	868,437	835,673
Total expenses	<u>17,944,113</u>	<u>17,361,706</u>
OPERATING INCOME BEFORE OTHER ITEMS	401,292	266,139
Asset impairment charges	(264,366)	(248,070)
Restructuring costs	-	(36,184)
OPERATING INCOME (LOSS)	<u>136,926</u>	<u>(18,115)</u>
NONOPERATING ITEMS:		
Investment earnings	488,715	859,934
Equity in earnings of unconsolidated affiliates	328,353	376,642
Change in market value and cash payments of interest rate swaps	25,671	52,955
(Loss) gain from early extinguishment of debt	(39,857)	792
Inherent contributions related to acquisitions	1,903	65,103
Other, including income taxes	7,419	(488)
Total nonoperating items	<u>812,204</u>	<u>1,354,938</u>
EXCESS OF REVENUE OVER EXPENSES	949,130	1,336,823
EXCESS OF REVENUE OVER EXPENSES ATTRIBUTABLE TO NONCONTROLLING INTEREST	<u>(47,619)</u>	<u>(45,599)</u>
EXCESS OF REVENUE OVER EXPENSES, net of noncontrolling interest	<u>\$ 901,511</u>	<u>\$ 1,291,224</u>

TRINITY HEALTH

CONSOLIDATED BALANCE SHEETS

JUNE 30, 2017 AND 2016

(In thousands)

ASSETS	2017	2016
CURRENT ASSETS:		
Cash and cash equivalents	\$ 1,008,197	\$ 1,044,683
Investments	3,526,204	3,617,501
Security lending collateral	332,972	262,035
Assets limited or restricted as to use - current portion	328,712	314,706
Patient accounts receivable, net of allowance for doubtful accounts of \$428.9 million and \$385.2 million at June 30, 2017 and 2016, respectively	1,877,860	1,849,736
Estimated receivables from third-party payors	260,856	248,179
Other receivables	360,051	336,705
Inventories	274,830	248,092
Prepaid expenses and other current assets	172,051	212,008
Assets held for sale	-	64,272
Total current assets	8,141,733	8,197,917
ASSETS LIMITED OR RESTRICTED AS TO USE - noncurrent portion:		
Held by trustees under bond indenture agreements	7,139	4,881
Self-insurance, benefit plans and other	823,948	780,102
By Board	3,709,246	2,959,641
By donors	460,491	409,493
Total assets limited or restricted as to use - noncurrent portion	5,000,824	4,154,117
PROPERTY AND EQUIPMENT - Net	7,853,456	7,676,734
INVESTMENTS IN UNCONSOLIDATED AFFILIATES	3,105,173	2,681,778
GOODWILL	301,043	304,845
OTHER ASSETS	336,854	363,480
TOTAL ASSETS	\$ 24,739,083	\$ 23,378,871

**Project #181268 BFA
Attachment B (Cont)**

LIABILITIES AND NET ASSETS	2017	2016
CURRENT LIABILITIES:		
Commercial paper	\$ 99,861	\$ 145,958
Short-term borrowings	1,039,840	1,067,730
Current portion of long-term debt	192,680	106,345
Accounts payable and accrued expenses	1,404,413	1,361,438
Salaries, wages and related liabilities	820,014	861,757
Payable under security lending agreements	332,972	262,035
Estimated payables to third-party payors	331,585	374,014
Current portion of self-insurance reserves	269,874	255,552
Liabilities held for sale	-	67,453
	<hr/>	<hr/>
Total current liabilities	4,491,239	4,502,282
LONG-TERM DEBT - Net of current portion	5,269,862	5,132,377
SELF-INSURANCE RESERVES - Net of current portion	980,624	933,362
ACCRUED PENSION AND RETIREE HEALTH COSTS	1,315,991	1,857,639
OTHER LONG-TERM LIABILITIES	695,940	705,998
	<hr/>	<hr/>
Total liabilities	12,753,656	13,131,658
NET ASSETS:		
Unrestricted net assets	11,282,433	9,576,379
Noncontrolling ownership interest in subsidiaries	173,703	186,595
Total unrestricted net assets	11,456,136	9,762,974
Temporarily restricted net assets	345,974	326,651
Permanently restricted net assets	183,317	157,588
	<hr/>	<hr/>
Total net assets	11,985,427	10,247,213
TOTAL LIABILITIES AND NET ASSETS	\$ 24,739,083	\$ 23,378,871

TRINITY HEALTH

**CONSOLIDATED STATEMENTS OF OPERATIONS AND
CHANGES IN NET ASSETS
YEARS ENDED JUNE 30, 2017 AND 2016
(In thousands)**

	<u>2017</u>	<u>2016</u>
UNRESTRICTED REVENUE:		
Patient service revenue, net of contractual and other allowances	\$ 15,747,094	\$ 14,718,528
Provision for bad debts	(548,965)	(489,558)
Net patient service revenue less provision for bad debts	15,198,129	14,228,970
Premium and capitation revenue	1,039,749	869,030
Net assets released from restrictions	39,826	36,352
Other revenue	1,350,141	1,204,695
Total unrestricted revenue	<u>17,627,845</u>	<u>16,339,047</u>
EXPENSES:		
Salaries and wages	7,594,863	7,056,453
Employee benefits	1,510,144	1,457,253
Contract labor	242,018	205,916
Total labor expenses	<u>9,347,025</u>	<u>8,719,622</u>
Supplies	2,880,802	2,676,637
Purchased services	2,059,267	1,889,460
Depreciation and amortization	870,289	835,213
Occupancy	744,444	698,198
Medical claims	417,054	414,648
Interest	207,152	195,829
Other	835,673	758,103
Total expenses	<u>17,361,706</u>	<u>16,187,710</u>
OPERATING INCOME BEFORE OTHER ITEMS:	266,139	151,337
Asset impairment charges	(248,070)	(39,623)
Restructuring costs	(36,184)	-
Premium revenue adjustment	-	(65,335)
OPERATING (LOSS) INCOME	<u>(18,115)</u>	<u>46,379</u>
NONOPERATING ITEMS:		
Investment earnings (losses)	859,934	(199,326)
Equity in earnings of unconsolidated affiliates	376,642	162,075
Change in market value and cash payments of interest rate swaps	52,955	(94,783)
Gain (loss) from early extinguishment of debt	792	(43,056)
Inherent contributions related to acquisitions	65,103	133,355
Inherent contributions related to acquisitions - unconsolidated organizations	-	87,170
Other, including income taxes	(488)	(2,011)
Total nonoperating items	<u>1,354,938</u>	<u>43,424</u>
EXCESS OF REVENUE OVER EXPENSES	1,336,823	89,803
EXCESS OF REVENUE OVER EXPENSES ATTRIBUTABLE TO NONCONTROLLING INTEREST	<u>(45,599)</u>	<u>(48,460)</u>
EXCESS OF REVENUE OVER EXPENSES, net of noncontrolling interest	<u>\$ 1,291,224</u>	<u>\$ 41,343</u>

Project # 181268
BFA Attachment B (Cont)

	<u>2017</u>	<u>2016</u>
UNRESTRICTED NET ASSETS:		
Unrestricted net asset attributable to Trinity Health:		
Excess of revenue over expenses	\$ 1,291,224	\$ 41,343
Net assets released from restrictions for capital acquisitions	37,695	28,031
Net change in retirement plan related items - consolidated organizations	372,579	(838,812)
Net change in retirement plan related items - unconsolidated organizations	4,123	8,544
Other	8,165	12,396
Increase (decrease) in unrestricted net assets before discontinued operations	1,713,786	(748,498)
Discontinued operations:		
Gain (loss) from operations	4,919	(56,165)
(Loss) gain on disposals and settlement of debt	(12,651)	106,765
Increase (decrease) in unrestricted net assets attributable to Trinity Health	1,706,054	(697,898)
Unrestricted net asset attributable to noncontrolling interests:		
Excess of revenue over expenses attributable to noncontrolling interests	45,599	48,460
Noncontrolling interests related to acquisitions	2,500	29,272
Dividends	(52,190)	(42,133)
Other	(8,801)	(45)
(Decrease) increase in unrestricted net assets attributable to noncontrolling interests before discontinued operations	(12,892)	35,554
Discontinued operations attributable to noncontrolling interests:		
Income from operations	-	47
(Decrease) increase in unrestricted net assets attributable to noncontrolling interests	(12,892)	35,601
TEMPORARILY RESTRICTED NET ASSETS:		
Contributions	83,378	84,422
Net investment gain (loss)	17,140	(9,165)
Net assets released from restrictions	(77,521)	(64,383)
Acquisitions	2,874	38,669
Other	(6,548)	1,442
Increase in temporarily restricted net assets	19,323	50,985
PERMANENTLY RESTRICTED NET ASSETS:		
Contributions for endowment funds	1,805	3,763
Net investment gain	7,892	1,361
Acquisitions	16,960	56,411
Other	(928)	1,084
Increase in permanently restricted net assets	25,729	62,619
INCREASE (DECREASE) IN NET ASSETS	1,738,214	(548,693)
NET ASSETS - BEGINNING OF YEAR	10,247,213	10,795,906
NET ASSETS - END OF YEAR	\$ 11,985,427	\$ 10,247,213

**ST. JOSEPH'S HEALTH, INC. AND SUBSIDIARIES
(SYRACUSE, NEW YORK)
(A Member of Trinity Health)**

**CONSOLIDATED BALANCE SHEETS
JUNE 30, 2018 AND 2017
(In thousands)**

	2018	2017
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 15,437	\$ 16,816
Investments	6,558	9,183
Investment in Trinity Health pooled investment program	50,376	59,453
Assets limited or restricted as to use—current portion	9,240	7,400
Patient accounts receivable—net of allowance for doubtful accounts of \$22.2 million and \$16.4 million as of June 30, 2018 and 2017, respectively	95,926	82,509
Other receivables	13,640	12,136
Receivables from Trinity Health	12,520	-
Inventories	8,981	7,304
Prepaid expenses and other current assets	<u>3,660</u>	<u>3,896</u>
Total current assets	<u>216,338</u>	<u>198,697</u>
ASSETS LIMITED OR RESTRICTED AS TO USE—Noncurrent portion:		
By Board	14	514
By donors	4,300	7,147
Self insurance and other	<u>4,291</u>	<u>3,879</u>
Total assets limited or restricted as to use—non-current portion	<u>8,605</u>	<u>11,540</u>
PROPERTY AND EQUIPMENT—Net	<u>295,110</u>	<u>283,784</u>
INVESTMENTS IN UNCONSOLIDATED AFFILIATES	<u>21,464</u>	<u>21,506</u>
OTHER INTANGIBLE ASSETS	<u>956</u>	<u>65</u>
OTHER ASSETS	<u>5,004</u>	<u>1,700</u>
TOTAL ASSETS	<u>\$547,477</u>	<u>\$517,292</u>

ST. JOSEPH'S HEALTH, INC. AND SUBSIDIARIES
(SYRACUSE, NEW YORK)
(A Member of Trinity Health)

CONSOLIDATED BALANCE SHEETS
JUNE 30, 2018 AND 2017
(In thousands)

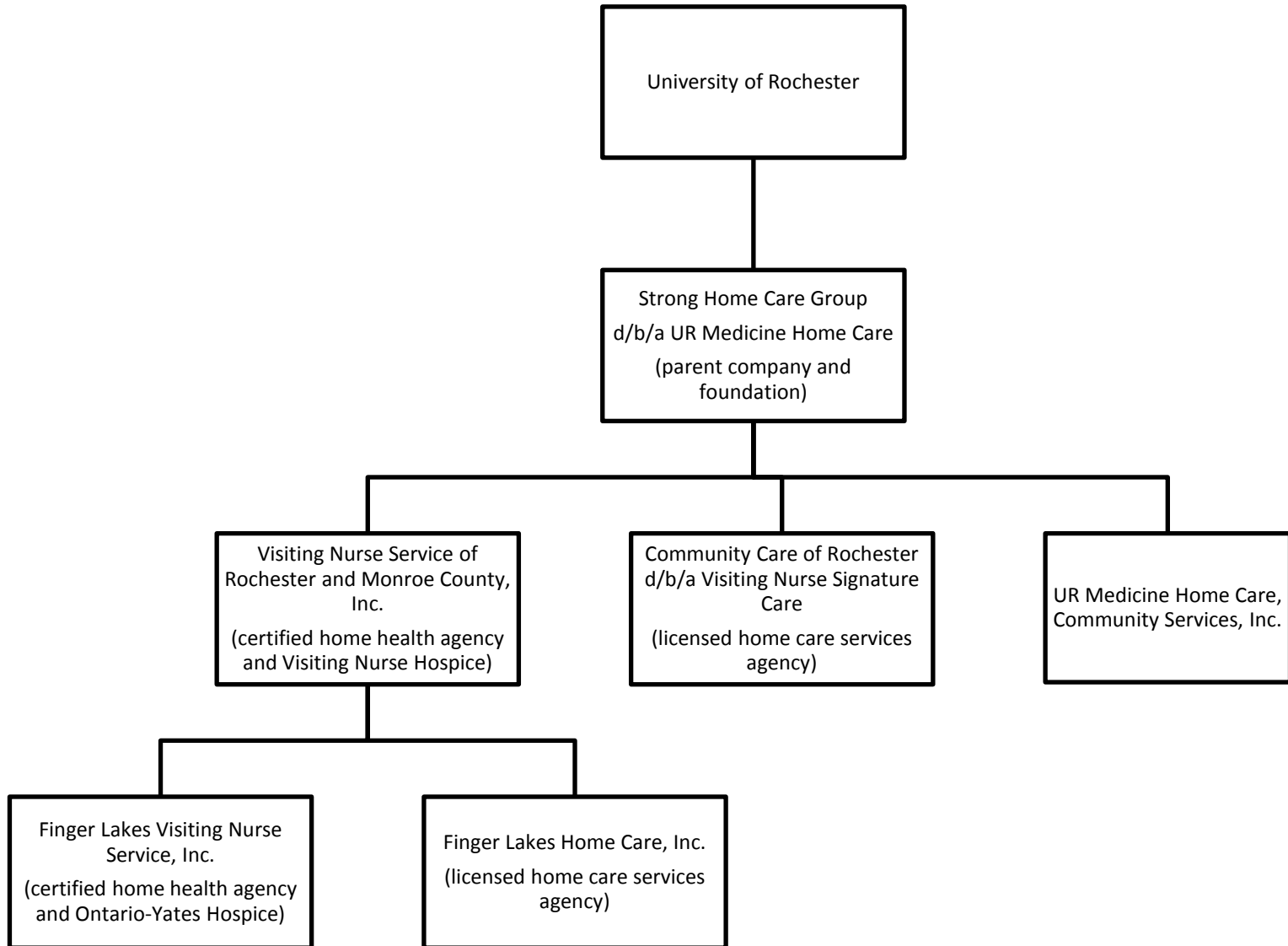
	2018	2017
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES:		
Current portion of long-term debt	\$ 1,553	\$ 1,163
Current portion of notes payable to Trinity Health and affiliates	8,169	10,726
Accounts payable and accrued expenses	67,409	56,014
Salary, wages and related liabilities	41,255	45,071
Payables to Trinity Health and affiliates	-	2,450
Estimated payables to third-party payors	<u>12,516</u>	<u>7,517</u>
Total current liabilities	130,902	122,941
LONG-TERM DEBT—Net of current portion	1,029	1,713
NOTES PAYABLE TO TRINITY HEALTH AND AFFILIATES—Net of current portion	284,143	264,442
ACCRUED PENSION AND RETIREE HEALTH COSTS	15,881	18,800
OTHER LONG-TERM LIABILITIES	<u>15,848</u>	<u>18,175</u>
Total liabilities	<u>447,803</u>	<u>426,071</u>
NET ASSETS:		
Unrestricted net assets	56,038	48,784
Noncontrolling ownership interest in subsidiaries	<u>30,053</u>	<u>28,190</u>
Total unrestricted net assets	86,091	76,974
Temporarily restricted net assets	9,828	10,791
Permanently restricted net assets	<u>3,755</u>	<u>3,456</u>
Total net assets	<u>99,674</u>	<u>91,221</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$547,477</u>	<u>\$517,292</u>

ST. JOSEPH'S HEALTH, INC. AND SUBSIDIARIES
(SYRACUSE, NEW YORK)
(A Member of Trinity Health)

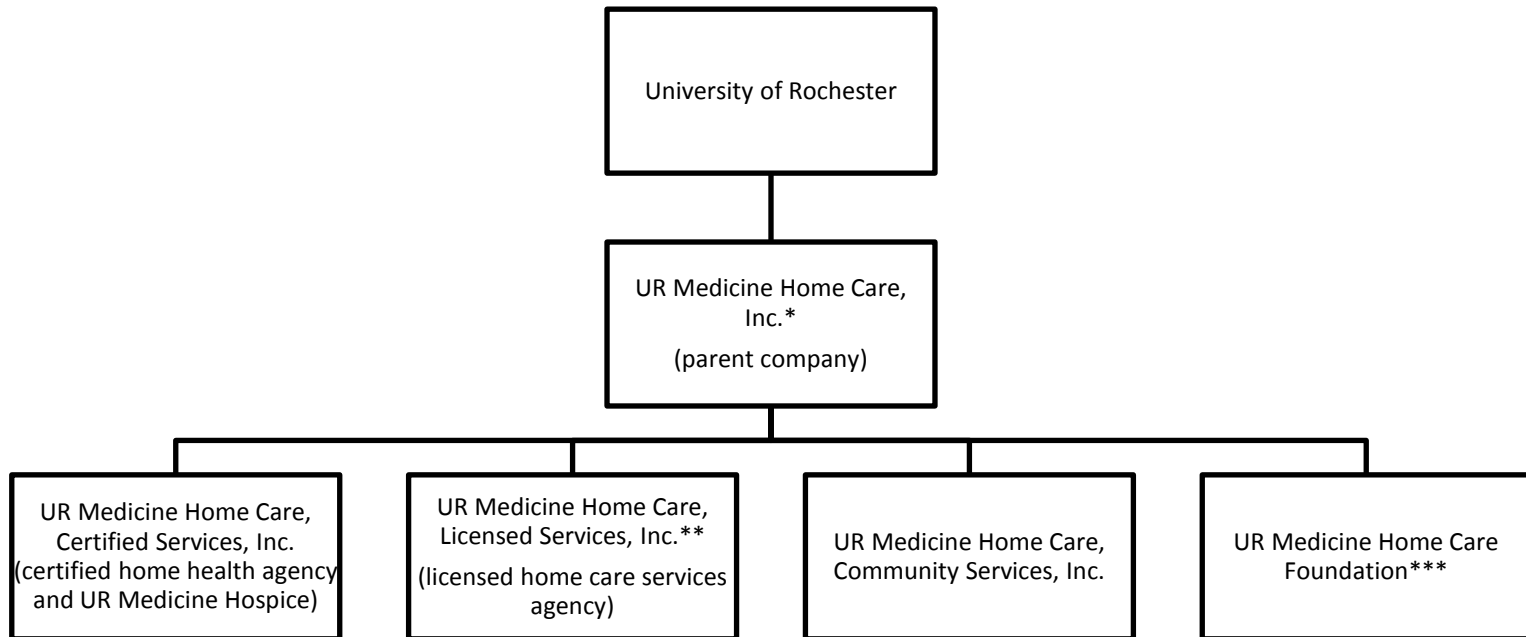
CONSOLIDATED STATEMENTS OF OPERATIONS AND CHANGES IN NET ASSETS
YEARS ENDED JUNE 30, 2018 AND 2017
(In thousands)

	2018	2017
UNRESTRICTED REVENUE:		
Patient service revenue—net of contractual and other	\$670,511	\$642,537
Provision for bad debts	<u>(10,078)</u>	<u>(817)</u>
Net patient service revenue less provision for bad debts	660,433	641,720
Capitation revenue	2,835	(1,268)
Net assets released from restrictions	455	1,981
Grant revenue	5,028	24,465
Other revenue	<u>27,780</u>	<u>28,113</u>
Total unrestricted revenue	<u>696,531</u>	<u>695,011</u>
EXPENSES:		
Salaries and wages	300,587	293,291
Employee benefits	70,452	71,327
Contract labor	<u>9,650</u>	<u>7,813</u>
Total labor expenses	<u>380,689</u>	<u>372,431</u>
Supplies	135,017	135,512
Purchased services	94,995	97,184
Depreciation and amortization	31,053	31,472
Occupancy	23,787	23,901
Interest	10,622	10,333
Other	<u>19,372</u>	<u>19,104</u>
Total expenses	<u>695,535</u>	<u>689,937</u>
OPERATING INCOME BEFORE UNUSUAL ITEMS	<u>996</u>	<u>5,074</u>
UNUSUAL ITEMS—Other items	<u>(3,856)</u>	<u>(1,778)</u>
OPERATING (LOSS) INCOME	<u>(2,860)</u>	<u>3,296</u>
NON-OPERATING ITEMS:		
Earnings in Trinity Health pooled investment program	3,825	8,314
Investment earnings	846	1,698
Equity losses in unconsolidated affiliates	(70)	(214)
Change in market value and cash payments of interest rates	(902)	(1,079)
Other, including income taxes	<u>(49)</u>	<u>561</u>
Total nonoperating items	3,650	9,280
EXCESS OF REVENUE OVER EXPENSE	790	12,576
EXCESS OF REVENUE OVER EXPENSES ATTRIBUTABLE TO NONCONTROLLING INTEREST	<u>(3,950)</u>	<u>(3,364)</u>
(DEFICIENCY) EXCESS OF REVENUE OVER EXPENSES	<u>(3,160)</u>	<u>9,212</u>

UR Medicine Home Care Affiliates – Current Organization Chart



UR Medicine Home Care Affiliates –Future Organization Chart



Additional changes being made, other than the the merger of the CHHAs to form UR Medicine Home Care, Certified Services, Inc.:

*Strong Home Care Group will change its name to UR Medicine Home Care, Inc.

**Community Care of Rochester will be assuming the services currently provided by Finger Lakes Home Care, Inc., and will be renamed UR Medicine Home Care, Licensed Services, Inc.

***The system will form a new corporate entity to serve as a supporting organization, to be named UR Medicine Home Care Foundation.

Strong Home Care Group, Inc.
(d.b.a. Visiting Nurse Foundation)
Consolidated Balance Sheets
December 31, 2017 and 2016

CON 181403 BFA
Attachment B

	2017	2016
Assets		
Cash and cash equivalents	\$ 828,463	\$ 837,993
Accounts receivable, net of allowance for doubtful accounts of \$1,168,646 and \$969,356 respectively	6,536,716	6,654,972
Accounts receivable - affiliates	183,169	87,185
Insurance claims receivable	1,428,960	1,090,463
Prepaid expenses and other assets	<u>892,186</u>	<u>1,051,412</u>
Total current assets	9,869,494	9,722,025
Investments	1,633,277	1,580,055
Property and equipment, net	<u>1,708,820</u>	<u>1,348,088</u>
Total assets	<u>\$ 13,211,591</u>	<u>\$ 12,650,168</u>
Liabilities and Net Assets		
Liabilities		
Line-of-credit	\$ 4,504,000	\$ 4,771,000
Cash overdraft	1,645,143	468,914
Current portion of notes payable to affiliates	-	164,673
Current portion of capital lease payable to affiliates	164,384	-
Accounts payable and accrued expenses	4,227,105	6,824,966
Accrued workers compensation	1,428,960	1,090,463
Estimated third-party payor settlements	430,356	919,845
Deferred revenue	<u>1,137,383</u>	<u>977,016</u>
Total current liabilities	13,537,331	15,216,877
Notes payable to affiliates, net of current portion	164,673	-
Capital lease payable to affiliates, net of current portion	454,759	-
Accounts payable - affiliates	16,612,165	14,490,330
Accrued workers compensation	312,367	312,367
Estimated third-party payor settlements, net of current portion	885,994	399,113
Accrued pension liability	3,346,204	4,249,292
Accrued postretirement liability	<u>384,847</u>	<u>388,336</u>
Total liabilities	<u>35,698,340</u>	<u>35,056,315</u>
Net assets (deficit)		
Unrestricted	(24,234,588)	(24,116,641)
Temporarily restricted	1,229,137	1,513,371
Permanently restricted	<u>518,702</u>	<u>197,123</u>
Total net assets (deficit)	<u>(22,486,749)</u>	<u>(22,406,147)</u>
Total liabilities and net assets	<u>\$ 13,211,591</u>	<u>\$ 12,650,168</u>

Strong Home Care Group, Inc.

(d.b.a. Visiting Nurse Foundation)

Consolidating Statement of Operations and Changes in Net Assets (Deficit)**Years Ended December 31, 2017 and 2016**

	2017	2016
Revenues		
Net patient service revenue	\$ 44,235,348	\$ 45,869,021
Provision for bad debts	<u>(1,801,045)</u>	<u>(1,093,414)</u>
Net patient service revenue, less provision for bad debt	42,434,303	44,775,607
Other revenue - affiliates	771,511	154,853
Other revenue	5,158,846	4,459,494
Contributions	334,202	280,063
Net assets released from restriction	<u>900,509</u>	<u>449,427</u>
Total revenues	<u>49,599,371</u>	<u>50,119,444</u>
Expenses		
Salaries and wages	31,179,656	31,129,880
Fringe benefits	7,353,045	8,054,849
Supplies	2,974,999	3,019,813
Business and professional	647,438	406,642
Occupancy	933,139	1,020,934
Contracted services	7,632,507	8,458,815
Depreciation and amortization	505,187	486,910
Interest	190,658	165,612
Office	1,105,505	1,027,075
Travel	1,099,410	1,093,711
Other	<u>538,816</u>	<u>516,105</u>
Total expenses	<u>54,160,360</u>	<u>55,380,346</u>
Deficiency of revenues over expenses	(4,560,989)	(5,260,902)
Pension and postretirement related charges other than net periodic pension and postretirement cost	1,074,069	(147,912)
Net asset transfer from University of Rochester	3,319,000	2,400,000
Gain on investments	<u>49,973</u>	<u>9,620</u>
Increase (decrease) in unrestricted net assets	<u>(117,947)</u>	<u>(2,999,194)</u>
Temporarily restricted net assets		
Contributions	437,690	391,958
Gain on investments	178,585	57,425
Net assets released from restrictions	<u>(900,509)</u>	<u>(449,427)</u>
(Decrease) in temporarily restricted net assets	<u>(284,234)</u>	<u>(44)</u>
Permanently restricted net assets		
Contributions	<u>321,579</u>	<u>121,184</u>
Increase in permanently restricted net assets	<u>321,579</u>	<u>121,184</u>
Increase (decrease) in net assets	(80,602)	(2,878,054)
Net assets (deficit)		
Beginning of year	<u>(22,406,147)</u>	<u>(19,528,093)</u>
End of year	<u>\$ (22,486,749)</u>	<u>\$ (22,406,147)</u>

Strong Memorial Hospital
(A division of the University of Rochester)
Balance Sheets
June 30, 2018 and 2017

CON 181403 BFA
Attachment C

	2018	2017
Assets		
Current assets		
Cash and cash equivalents	\$ 227,491,632	\$ 246,376,208
Investments	254,851,799	236,332,262
Patient accounts receivable, net of estimated uncollectible amounts of \$101,067,557 and \$77,510,395, respectively	188,565,353	139,076,432
Assets whose use is limited	215,657	1,255,560
Pledges receivable	2,220,889	4,436,900
Insurance claims receivable	13,873,824	13,562,360
Other receivables	51,026,182	40,167,478
Inventory	38,013,693	35,903,631
Other current assets	<u>3,396,743</u>	<u>4,134,684</u>
Total current assets	779,655,772	721,245,515
Assets whose use is limited	18,119,576	21,575,494
Pledges receivable	4,226,832	2,582,516
Insurance claims receivable	29,187,996	29,867,408
Investments held for long-term purposes	7,225,071	6,836,304
Equity investments	27,554,316	27,553,412
Property and equipment, net	690,619,842	658,206,134
Other noncurrent assets	<u>20,466,721</u>	<u>9,997,084</u>
Total assets	<u>\$ 1,577,056,126</u>	<u>\$ 1,477,863,867</u>
Liabilities and Net Assets		
Current liabilities		
Current installments of long-term debt	\$ 14,472,619	\$ 13,755,863
Accounts payable and accrued expenses	66,191,949	56,903,027
Construction accounts payable	16,320,111	14,145,478
Accrued payroll and payroll taxes	20,095,123	12,445,027
Accrued vacation	28,692,954	26,064,626
Accrued postemployment benefits	3,973,688	3,778,348
Accrued postretirement benefits	2,162,548	2,460,959
Accrued professional liability costs	14,385,470	13,981,451
Accrued third-party payor settlements	80,258,309	66,491,336
Deferred revenue	<u>12,252,249</u>	<u>6,736,680</u>
Total current liabilities	258,805,020	216,762,795
Accrued postemployment benefits	35,588,350	33,373,730
Accrued postretirement benefits	101,774,880	104,905,575
Accrued professional liability costs	50,291,384	50,514,640
Accrued third-party payor settlements	53,981,108	58,584,438
Fair value of interest rate swaps	4,917,717	7,169,009
Fair value of asset retirement obligation	6,722,661	6,779,502
Long-term debt, excluding current installments	<u>254,704,775</u>	<u>258,899,336</u>
Total liabilities	<u>766,785,895</u>	<u>736,989,025</u>
Commitments and contingencies (notes 8, 9 and 15)		
Net assets		
Unrestricted	770,630,115	702,283,004
Temporarily restricted	32,415,045	31,755,534
Permanently restricted	<u>7,225,071</u>	<u>6,836,304</u>
Total net assets	<u>810,270,231</u>	<u>740,874,842</u>
Total liabilities and net assets	<u>\$ 1,577,056,126</u>	<u>\$ 1,477,863,867</u>

The accompanying notes are an integral part of these financial statements.

Strong Memorial Hospital
(A division of the University of Rochester)
Statements of Operations and Changes in Net Assets
Years Ended June 30, 2018 and 2017

CON 181403
BFA Attachment C (continued)

	2018	2017
Net unrestricted revenues		
Patient service revenue	\$ 1,731,833,335	\$ 1,570,776,578
Provision for bad debts	<u>(26,951,105)</u>	<u>(21,720,544)</u>
Net patient service revenue	1,704,882,230	1,549,056,034
Other revenue	300,635,427	232,654,818
Net assets released from restrictions - operations	<u>1,078,557</u>	<u>1,199,258</u>
Total unrestricted revenues	<u>2,006,596,214</u>	<u>1,782,910,110</u>
Expenses		
Salaries	719,515,968	660,888,336
Benefits	241,612,881	209,671,368
Pharmaceutical and medical supplies	499,003,000	422,018,454
University and Medical Center cost allocations	79,104,171	69,988,128
Professional and contract services	44,525,275	31,619,410
Interest	8,434,841	9,889,463
Depreciation and amortization	84,898,912	78,603,877
University of Rochester Medical Faculty Group clinical support	50,729,391	43,532,200
Other expenses	<u>180,507,571</u>	<u>163,557,506</u>
Total expenses	<u>1,908,332,010</u>	<u>1,689,768,742</u>
Income from operations	<u>98,264,204</u>	<u>93,141,368</u>
Other gains (losses), net		
Investment activity	21,545,809	28,225,321
Loss on early extinguishment of debt	(10,976,654)	(1,372,958)
Other	<u>6,996,552</u>	<u>(6,808,338)</u>
Total other gains, net	<u>17,565,707</u>	<u>20,044,025</u>
Excess of revenues over expenses	115,829,911	113,185,393
Other changes		
Net assets released from restrictions - capital	16,713,024	2,606,926
Transfers to the University of Rochester Medical Center Divisions	<u>(64,195,824)</u>	<u>(51,087,979)</u>
Increase in unrestricted net assets	<u>68,347,111</u>	<u>64,704,340</u>
Temporarily restricted net assets		
Contributions	13,616,363	5,458,814
Investment income	1,307,627	614,264
Net realized and unrealized gains on investments	1,108,823	2,590,579
Change in valuation of deferred gift annuities	(1,446)	(357,801)
Transfers	2,419,725	1,171,427
Net assets released from restrictions	<u>(17,791,581)</u>	<u>(3,806,184)</u>
Increase in temporarily restricted net assets	<u>659,511</u>	<u>5,671,099</u>
Permanently restricted net assets		
Contributions to endowment	383,667	106,091
Transfers	<u>5,100</u>	<u>-</u>
Increase in permanently restricted net assets	<u>388,767</u>	<u>106,091</u>
Increase in net assets	69,395,389	70,481,530
Net assets		
Beginning of year	<u>740,874,842</u>	<u>670,393,312</u>
End of year	<u>\$ 810,270,231</u>	<u>\$ 740,874,842</u>

The accompanying notes are an integral part of these financial statements.