

**The Legacy at North Augusta, Inc.**

Financial Statements

December 31, 2017 and 2016



**BAKER TILLY**

Candor. Insight. Results.

# **The Legacy at North Augusta, Inc.**

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## **Independent Auditors' Report**

Board of Trustees  
The Legacy at North Augusta, Inc.

We have audited the accompanying financial statements of The Legacy at North Augusta, Inc., a non-profit organization, which comprise the balance sheets as of December 31, 2017 and 2016, and the related statements of operations, changes in net assets (liabilities), and cash flows for the years then ended, and the related notes to the financial statements.

### **Management's Responsibility for the Financial Statements**

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

### **Auditors' Responsibility**

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

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

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

## Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Legacy at North Augusta, Inc. as of December 31, 2017 and 2016, and the results of its operations, changes in net assets (liabilities), and cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

*Baker Tilly Virchow Krause, LLP*

Wyomissing, Pennsylvania  
April 19, 2018

**The Legacy at North Augusta, Inc.**

Balance Sheets

December 31, 2017 and 2016

|  | 2017          | 2016          |   | 2017          | 2016          |
|--|---------------|---------------|---|---------------|---------------|
| <b>Assets</b>                                  |               |               | <b>Liabilities and Net Assets (Liabilities)</b> |               |               |
| <b>Current Assets</b>                          |               |               | <b>Current Liabilities</b>                      |               |               |
| Cash and cash equivalents                      | \$ 286,739    | \$ -          | Accounts payable                                | \$ 34,809     | \$ 68,123     |
| Accounts receivable, net                       | 29,378        | 43,392        | Accrued interest                                | 487,467       | 271,509       |
| Inventory                                      | 21,170        | 18,178        | Accrued expenses                                | 183,244       | 189,587       |
| Prepaid expenses and other assets              | 11,529        | 28,445        | Current portion of long-term debt               | 260,000       | 240,000       |
| Current portion of assets whose use is limited | 747,467       | 511,509       |   |               |               |
| Total current assets                           | 1,096,283     | 601,524       | Total current liabilities                       | 965,520       | 769,219       |
| <b>Assets Whose Use is Limited, Net</b>        | 706,539       | 906,189       | <b>Long-Term Debt, Net</b>                      | 15,819,901    | 16,063,369    |
| <b>Investments</b>                             | 1,696,867     | 1,434,711     | <b>Due to Affiliates</b>                        | 9,366,114     | 7,923,685     |
| <b>Property and Equipment, Net</b>             | 12,925,007    | 13,343,654    | Total liabilities                               | 26,151,535    | 24,756,273    |
|  |               |               | <b>Net Assets (Liabilities)</b>                 |               |               |
|  |               |               | Unrestricted                                    | (9,757,259)   | (8,491,715)   |
|  |               |               | Temporarily restricted                          | 8,866         | 6,758         |
|  |               |               | Permanently restricted                          | 21,554        | 14,762        |
|  |               |               | Total net assets (liabilities)                  | (9,726,839)   | (8,470,195)   |
| Total assets                                   | \$ 16,424,696 | \$ 16,286,078 | Total liabilities and net assets (liabilities)  | \$ 16,424,696 | \$ 16,286,078 |

See notes to financial statements

## The Legacy at North Augusta, Inc.

### Statements of Operations

Years Ended December 31, 2017 and 2016

|   | <u>2017</u>           | <u>2016</u>           |
|---|-----------------------|-----------------------|
| <b>Unrestricted Revenues</b>                      |                       |                       |
| Net resident service revenues                     | \$ 4,905,061          | \$ 4,416,626          |
| Contributions                                     | 2,937                 | 5,164                 |
| Interest and dividends                            | 58,747                | 33,803                |
| Realized gains                                    | 53,669                | 3,531                 |
| Other income                                      | 1,387                 | 2,648                 |
| Net assets released from restriction - operations | 1,642                 | 700                   |
|   | <u>5,023,443</u>      | <u>4,462,472</u>      |
| <b>Expenses</b>                                   |                       |                       |
| Salaries and wages                                | 2,319,431             | 2,000,247             |
| Employee benefits and payroll taxes               | 674,228               | 613,098               |
| Other resident costs                              | 26,399                | 25,700                |
| Professional fees                                 | 143,527               | 89,155                |
| Supplies  | 115,389               | 114,724               |
| Food services                                     | 275,298               | 283,415               |
| Utilities and other occupancy                     | 334,813               | 301,363               |
| Depreciation                                      | 553,695               | 689,335               |
| Interest  | 1,113,178             | 868,861               |
| Insurance and licenses                            | 30,920                | 32,747                |
| Minor equipment                                   | 22,427                | 24,692                |
| Repairs and maintenance                           | 121,422               | 106,898               |
| Advertising and recruitment                       | 47,009                | 62,973                |
| Data processing                                   | 7,571                 | 1,599                 |
| Legal and accounting                              | 153                   | 1,729                 |
| Dues and subscriptions                            | 113,192               | 185,910               |
| Miscellaneous                                     | 47,286                | 86,003                |
| Bad debt expense                                  | 4,466                 | 23,497                |
| Management fee                                    | 443,345               | 426,293               |
|   | <u>6,393,749</u>      | <u>5,938,239</u>      |
| Total expenses                                    | <u>6,393,749</u>      | <u>5,938,239</u>      |
| Operating loss                                    | (1,370,306)           | (1,475,767)           |
| <b>Unrealized Gains</b>                           |                       |                       |
|   | <u>104,762</u>        | <u>46,287</u>         |
| Change in unrestricted net assets (liabilities)   | <u>\$ (1,265,544)</u> | <u>\$ (1,429,480)</u> |

See notes to financial statements

## The Legacy at North Augusta, Inc.

### Statements of Changes in Net Assets (Liabilities)

Years Ended December 31, 2017 and 2016

|   | <u>2017</u>           | <u>2016</u>           |
|---|-----------------------|-----------------------|
| <b>Unrestricted Net Assets (Liabilities)</b>      |                       |                       |
| Operating loss                                    | \$ (1,370,306)        | \$ (1,475,767)        |
| Unrealized gains                                  | 104,762               | 46,287                |
|   | <u>(1,265,544)</u>    | <u>\$ (1,429,480)</u> |
| <b>Temporarily Restricted Net Assets</b>          |                       |                       |
| Contributions                                     | 3,750                 | -                     |
| Net assets released from restriction - operations | (1,642)               | (700)                 |
|   | <u>2,108</u>          | <u>(700)</u>          |
| <b>Permanently Restricted Net Assets</b>          |                       |                       |
| Contributions                                     | 6,792                 | 3,235                 |
|   | <u>(1,256,644)</u>    | <u>(1,426,945)</u>    |
| <b>Net Assets (Liabilities), Beginning</b>        | <u>(8,470,195)</u>    | <u>(7,043,250)</u>    |
| <b>Net Assets (Liabilities), Ending</b>           | <u>\$ (9,726,839)</u> | <u>\$ (8,470,195)</u> |

See notes to financial statements

## The Legacy at North Augusta, Inc.

### Statements of Cash Flows

Years Ended December 31, 2017 and 2016

|  | <u>2017</u>              | <u>2016</u>                |
|--|--------------------------|----------------------------|
| <b>Cash Flows from Operating Activities</b>  |                          |                            |
| Change in net assets (liabilities)   | \$ (1,256,644)           | \$ (1,426,945)             |
| Adjustments to reconcile change in net assets (liabilities)<br>to net cash used in operating activities: |                          |                            |
| Depreciation   | 553,695                  | 689,335                    |
| Amortization of deferred financing costs   | 16,532                   | 16,071                     |
| Realized gains   | (53,669)                 | (3,531)                    |
| Unrealized gains   | (104,762)                | (46,287)                   |
| Contributions permanently restricted by donor  | (6,792)                  | (3,235)                    |
| Change in allowance for uncollectible accounts receivable  | 4,118                    | 23,498                     |
| Changes in assets and liabilities:   |                          |                            |
| Accounts receivable  | 9,896                    | (32,261)                   |
| Inventory, prepaid expenses and other assets   | 13,924                   | 3,756                      |
| Accounts payable and accrued expenses  | 176,301                  | (152,624)                  |
| Monthly fees paid in advance   | -                        | (53,437)                   |
| Net cash used in operating activities  | <u>(647,401)</u>         | <u>(985,660)</u>           |
| <b>Cash Flows from Investing Activities</b>  |                          |                            |
| Net purchases of investments<br>and assets whose use is limited  | (140,033)                | (331,929)                  |
| Purchases of property and equipment  | <u>(135,048)</u>         | <u>(568,768)</u>           |
| Net cash used in investing activities  | <u>(275,081)</u>         | <u>(900,697)</u>           |
| <b>Cash Flows from Financing Activities</b>  |                          |                            |
| Principal payments on long-term debt   | (240,000)                | (225,000)                  |
| Contributions permanently restricted by donor  | 6,792                    | 3,235                      |
| Change in due to affiliates  | <u>1,442,429</u>         | <u>2,002,419</u>           |
| Net cash provided by financing activities  | <u>1,209,221</u>         | <u>1,780,654</u>           |
| Net change in cash and cash equivalents  | 286,739                  | (105,703)                  |
| <b>Cash and Cash Equivalents, Beginning</b>  | <u>-</u>                 | <u>105,703</u>             |
| <b>Cash and Cash Equivalents, Ending</b>   | <u><u>\$ 286,739</u></u> | <u><u>\$ -</u></u>         |
| <b>Supplementary Cash Flows Information</b>  |                          |                            |
| Interest paid  | <u><u>\$ 880,688</u></u> | <u><u>\$ 1,009,836</u></u> |

See notes to financial statements



# **The Legacy at North Augusta, Inc.**

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Notes to Financial Statements  
December 31, 2017 and 2016

## **1. Organization and Summary of Significant Accounting Policies**

### **Organization**

The Legacy at North Augusta, Inc. (the "Organization") is a not-for-profit corporation that was incorporated in Virginia on June 24, 2011. The Organization operates independent and assisted living services in Staunton, Virginia and offers 104 dual-purpose assisted living and independent living units.

National Lutheran, Inc. ("NLI") is a not-for-profit Maryland corporation affiliated with the Evangelical Lutheran Church in America ("ELCA") and functions in accordance with Church body criteria and provisions. The Members of NLI are the Delaware-Maryland Synod, Metropolitan Washington, DC Synod, and the Virginia Synod of the ELCA.

NLI is the parent corporation and sole member of the Organization, which is a member of a system doing business as National Lutheran Communities and Services ("NLCS"). As a member of NLCS, the Organization shares in the control, support, and services of NLCS.

### **Use of Estimates**

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

### **Cash and Cash Equivalents**

The Organization considers all highly liquid investments with a maturity of three months or less when purchased to be cash and cash equivalents, excluding those classified as investments or assets whose use is limited.

### **Accounts Receivable**

Accounts receivable for services provided to residents consists of amounts owed directly from residents, primarily on a private pay basis. Receivables from private pay residents are recorded at established rates. Receivables are considered to be past due when payments have not been received by the Organization by their contractually stated due date. An allowance for uncollectible accounts receivable is based on management's assessment of the collectibility of individual receivables and the aggregate aging of all of the accounts receivable and was \$29,247 and \$25,129 at December 31, 2017 and 2016, respectively. Losses are charged against the allowance for uncollectible accounts receivable when management believes the uncollectibility of a receivable is confirmed.

# **The Legacy at North Augusta, Inc.**

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Notes to Financial Statements  
December 31, 2017 and 2016

## **Assets Whose Use is Limited and Investments**

Assets whose use is limited represent investments held by a trustee under the terms of a bond indenture and are reported separately in the accompanying balance sheets. Assets whose use is limited that are required for obligations classified as current liabilities are reported as current assets. Investments and assets whose use is limited are reported in the accompanying balance sheets at their fair value, based on quoted market prices as provided by a national exchange, excluding alternative investments which are valued at net asset value per share ("NAV"). A decline in market value of any investment below cost that is deemed to be other than temporary results in a reduction in carrying value to fair value. The impairment is charged to other than temporary losses and a new cost basis for the investment is established.

The Organization's investments are comprised of a variety of financial instruments and are managed by third-party investment advisors. The fair values reported in the balance sheets are subject to various risks including changes in the equity markets, the interest rate environment, and general economic conditions. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the fair value of investment securities, it is reasonably possible that the amounts reported in the balance sheets could change materially in the near term.

## **Property and Equipment**

Property and equipment are reported at cost. Depreciation is computed using the straight-line method at rates calculated to amortize the cost of the assets over their estimated useful lives. The Organization's capitalization policy is to review invoices in excess of \$5,000 to determine if they should be capitalized. The general range of estimated useful lives is five to twenty years for furniture and equipment and fifteen to forty years for buildings and building and land improvements. Expenditures that extend the useful lives of the asset or significantly increase their capacity are capitalized.

Property and equipment are evaluated for impairment whenever events or changes in circumstances indicate the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. If the expected cash flows are less than the carrying value, an impairment loss is recognized equal to an amount by which the carrying value exceeds the fair value of the assets.

## **Deferred Financing Costs**

Financing costs of \$553,999 were incurred in connection with the issuance of long-term debt. These costs are reported in the accompanying balance sheets as a reduction of long-term debt and are being amortized over the life of the debt using the straight-line method, which approximates the effective interest method. The amortization of deferred financing costs, included in interest expense on the accompanying statements of operations, totaled \$16,532 in 2017 and \$16,071 in 2016. Accumulated amortization was \$98,900 and \$82,368 at December 31, 2017 and 2016, respectively.

## **The Legacy at North Augusta, Inc.**

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Notes to Financial Statements  
December 31, 2017 and 2016

### **Net Assets**

There are three classes of net assets - permanently restricted, temporarily restricted, and unrestricted. Net assets, revenues, gains, and losses are classified based on the existence or absence of donor-imposed restrictions.

*Permanently restricted net assets*, Net assets subject to donor-imposed stipulations that are required to be maintained in perpetuity by the Organization. Generally, the donors of these assets permit the institution to use all or part of the income earned on related investments for general or specific purposes.

*Temporarily restricted net assets* subject to donor-imposed stipulation and/or the passage of time.

*Unrestricted net assets* are net assets not subject to donor-imposed stipulations. The Board of Trustees may, at its discretion, designate unrestricted funds for mission related purposes.

### **Donor Restrictions**

The Organization reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires (that is, when a stipulated time restriction ends or a purpose restriction is accomplished), temporarily restricted net assets are reclassified as unrestricted net assets and reported in the statements of operations and changes in net assets (liabilities) as net assets released from restrictions.

The Organization reports gifts of property and equipment (or other long-lived assets) as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. The Organization reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service.

### **Donated Services**

A number of volunteers annually donate their services to the Organization. The value of these services is not reflected in the financial statements because they do not meet the criteria to recognize them as requiring specialized skills and knowledge that the Organization would have purchased.

### **Net Resident Service Revenue**

Each resident executes a Residency Agreement which includes a one-time fee of \$1,000, payable at the time of move-in. The fee is non-refundable unless a resident gives notice of its intention to terminate the Residency Agreement within 30 days of moving into the residential unit. Monthly service fees and charges, including the room rate are payable in advance.

### **Advertising**

The Organization expenses advertising costs as incurred. Advertising expense totaled approximately \$27,000 and \$46,000 for the years ended December 31, 2017 and 2016, respectively.

## **The Legacy at North Augusta, Inc.**

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Notes to Financial Statements  
December 31, 2017 and 2016

### **Operating Loss**

The statements of operations include the determination of operating loss. Changes in unrestricted net assets (liabilities), which are excluded from operating loss, consistent with industry practice, include net unrealized gains on investments, and contributions of long-lived assets (including assets acquired using contributions which by donor restriction were to be used for the purposes of acquiring such assets).

### **Tax Status**

The Organization is a not-for-profit corporation as described in Section 501(c)(3) of the Internal Revenue Code ("IRC") and is exempt from federal income taxes on related income pursuant to Section 509(a) of the IRC.

### **Recent Accounting Pronouncements**

#### **Revenue Recognition**

During May 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*. ASU No. 2014-09 supersedes the revenue recognition requirements in Topic 605, *Revenue Recognition*, and most industry-specific guidance. Under the requirements of ASU No. 2014-09, the core principle is that entities should recognize revenue to depict the transfer of promised goods or services to customers (residents) in an amount that reflects the consideration at which the entity expects to be entitled in exchange for those goods or services. The Organization will be required to retrospectively adopt the guidance in ASU No. 2014-09 in the year ending December 31, 2019. The Organization is currently assessing the effect that ASU No. 2014-09 will have on its financial statements.

#### **Presentation of Financial Statements**

During August 2016, the FASB issued ASU No. 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. The new guidance is intended to improve and simplify the current net asset classification requirements and information presented in financial statements and notes that is useful in assessing a not-for-profit's liquidity, financial performance and cash flows. ASU No. 2016-14 is effective for fiscal years beginning after December 15, 2017, with early adoption permitted. ASU No. 2016-14 is to be applied retroactively with transition provisions. The Organization is currently assessing the impact this standard will have on its financial statements.

## **The Legacy at North Augusta, Inc.**

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Notes to Financial Statements  
December 31, 2017 and 2016

### **Financial Instruments**

During January 2016, the FASB issued ASU No. 2016-01, *Recognition and Measurement of Financial Assets and Financial Liabilities* (Subtopic 825-10). ASU No. 2016-01 was issued to enhance the reporting model for financial instruments in financial statements. The provisions of ASU No. 2016-01 require marketable equity securities to be reported at fair value with changes in fair value recognized within the performance indicator, establishes a qualitative factor in evaluating impairment on equity investments without readily determinable fair values, and eliminates the requirement to disclose the fair value on financial instruments measured at amortized cost. The Organization will be required to prospectively adopt the guidance in ASU No. 2016-01 for years beginning after December 15, 2018. The Organization is currently assessing the impact that ASU No. 2016-01 will have on its financial statements.

### **Restricted Cash**

During November 2016, the FASB issued ASU No. 2016-18, *Statement of Cash Flows (Topic 230): Restricted Cash*. The amendments in this update require that a statement of cash flows explain the change during the period in the total of cash, cash equivalents, and amounts generally described as restricted cash or restricted cash equivalents. Amounts generally described as restricted cash and restricted cash equivalents should be included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. ASU No. 2016-18 is effective for non-public entities for fiscal years beginning after December 15, 2018, with early adoption permitted. ASU No. 2016-18 is to be applied retroactively with transition provisions. The Organization is currently assessing the impact that ASU No. 2016-18 will have on its financial statements.

### **Reclassifications**

Certain items in the 2016 financial statements have been reclassified to conform to the 2017 financial statement presentation. The reclassifications had no effect on the change in net assets.

### **Subsequent Events**

The Organization has evaluated subsequent events for recognition and disclosure through April 19, 2018, which is the date the financial statements were available to be issued.

## **2. Fair Value Measurements, Investments and Assets Whose Use is Limited, and Other Financial Instruments**

### **Fair Value Measurements**

For financial instruments required to be measured at fair value on a recurring basis, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value is measured using a hierarchy prioritizing the inputs used in determining valuations into three levels. The level within the fair value hierarchy is based on the lowest level input that is significant to the fair value measurement.



## The Legacy at North Augusta, Inc.

Notes to Financial Statements  
December 31, 2017 and 2016

The investments and assets whose use is limited are presented on the balance sheets as follows:

|                                    | <u>2017</u>         | <u>2016</u>         |
|------------------------------------|---------------------|---------------------|
| Investments                        | <u>\$ 1,696,867</u> | <u>\$ 1,434,711</u> |
| Assets held under trust indenture: |                     |                     |
| Debt service reserve               | \$ 650,026          | \$ 669,458          |
| Operating reserve                  | 150,193             | 152,007             |
| Renewal and replacement            | 43,239              | 39,617              |
| Funded interest and principal      | <u>610,548</u>      | <u>556,616</u>      |
|                                    | 1,454,006           | 1,417,698           |
| Less: current portion              | <u>(747,467)</u>    | <u>(511,509)</u>    |
| Assets whose use is limited, net   | <u>\$ 706,539</u>   | <u>\$ 906,189</u>   |

Certain investments are pooled with related organizations and are referred to as "Consolidated Fund" investments. Approximately 2.10% and 1.68% of the pooled investments are attributable to the Organization as of December 31, 2017 and 2016, respectively. The percentage of pooled investments is calculated based on a monthly cost basis adjusted for any deposits or withdrawals specific to the Organization. Investment income is also based on this allocation.

## The Legacy at North Augusta, Inc.

Notes to Financial Statements  
December 31, 2017 and 2016

The following tables present the Organization's share of the pooled investments in the Consolidated Fund measured at fair value at December 31, 2017 and 2016:

|  | 2017           |              |              |            |
|--|----------------|--------------|--------------|------------|
|  | Carrying Value | Fair Value   | Level 1      | Level 2    |
| <b>Consolidated Fund:</b>                |                |              |              |            |
| Cash and cash equivalents                | \$ 101,269     | \$ 101,269   | \$ 101,269   | \$ -       |
| Equity securities:                       |                |              |              |            |
| Consumer discretionary                   | 109,589        | 109,589      | 109,589      | -          |
| Consumer staples                         | 24,472         | 24,472       | 24,472       | -          |
| Energy                                   | 49,367         | 49,367       | 49,367       | -          |
| Financial                                | 68,445         | 68,445       | 68,445       | -          |
| Health care                              | 78,285         | 78,285       | 78,285       | -          |
| Industrials                              | 61,145         | 61,145       | 61,145       | -          |
| Information technology                   | 120,916        | 120,916      | 120,916      | -          |
| Materials                                | 25,790         | 25,790       | 25,790       | -          |
| Telecommunication                        | 68,431         | 68,431       | 68,431       | -          |
| Utilities                                | 58,745         | 58,745       | 58,745       | -          |
| Other                                    | 74,437         | 74,437       | 74,437       | -          |
| Mutual funds:                            |                |              |              |            |
| Fixed income                             | 223,052        | 223,052      | 223,052      | -          |
| Equity                                   | 153,947        | 153,947      | 153,947      | -          |
| Fixed income securities:                 |                |              |              |            |
| Corporate bonds                          | 216,740        | 216,740      | -            | 216,740    |
| U.S. Government and agency bonds         | 173,305        | 173,305      | -            | 173,305    |
| Subtotal                                 | \$ 1,607,935   | \$ 1,607,935 | \$ 1,217,890 | \$ 390,045 |
| Alternative investments, measured at NAV | 67,324         |              |              |            |
| Total                                    | \$ 1,675,259   |              |              |            |



## The Legacy at North Augusta, Inc.

Notes to Financial Statements  
December 31, 2017 and 2016

|  | 2016           |              |              |            |
|--|----------------|--------------|--------------|------------|
|  | Carrying Value | Fair Value   | Level 1      | Level 2    |
| <b>Consolidated Fund:</b>                |                |              |              |            |
| Cash and cash equivalents                | \$ 68,094      | \$ 68,094    | \$ 68,094    | \$ -       |
| Equity securities:                       |                |              |              |            |
| Consumer discretionary                   | 102,785        | 102,785      | 102,785      | -          |
| Consumer staples                         | 28,678         | 28,678       | 28,678       | -          |
| Energy                                   | 63,814         | 63,814       | 63,814       | -          |
| Financial                                | 108,261        | 108,261      | 108,261      | -          |
| Health care                              | 85,994         | 85,994       | 85,994       | -          |
| Industrials                              | 62,577         | 62,577       | 62,577       | -          |
| Information technology                   | 69,888         | 69,888       | 69,888       | -          |
| Materials                                | 26,872         | 26,872       | 26,872       | -          |
| Telecommunication                        | 36,512         | 36,512       | 36,512       | -          |
| Utilities                                | 20,385         | 20,385       | 20,385       | -          |
| Other                                    | 33,166         | 33,166       | 33,166       | -          |
| Mutual funds:                            |                |              |              |            |
| Fixed income                             | 127,251        | 127,251      | 127,251      | -          |
| Equity                                   | 46,740         | 46,740       | 46,740       | -          |
| Other                                    | 151,838        | 151,838      | 151,838      | -          |
| Exchange-traded and closed-end funds     | 3,202          | 3,202        | 3,202        | -          |
| Fixed income securities:                 |                |              |              |            |
| Corporate bonds                          | 185,844        | 185,844      | -            | 185,844    |
| U.S. Government and agency bonds         | 131,096        | 131,096      | -            | 131,096    |
| Subtotal                                 | \$ 1,352,997   | \$ 1,352,997 | \$ 1,036,057 | \$ 316,940 |
| Alternative investments, measured at NAV | 81,714         |              |              |            |
| Total                                    | \$ 1,434,711   |              |              |            |

## The Legacy at North Augusta, Inc.

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Notes to Financial Statements  
December 31, 2017 and 2016

### Valuation Methodologies

The carrying amounts of cash and cash equivalents and money market funds approximate fair value due to the short-term nature of these instruments.

Mutual funds are valued at closing price reported on the active market on which the individual securities are traded.

The fair value of the Consolidated Fund was determined using the fair values of the investments held in the fund at the Organization's percentage of holdings, which include the following:

Investments within the Consolidated Fund are valued at fair value based on quoted market prices in active markets for cash and cash equivalents, equity securities, mutual funds, and exchange-traded and closed-end funds; and based on quoted prices for the same or similar securities for fixed income securities.

Alternative investments are comprised of hedge funds. The Organization measures the fair value of the alternative investments based on NAV as calculated on the reporting entity's measurement date. The Organization measures the fair value of an investment that does not have a readily determinable fair value, based on the NAV of the investment as a practical expedient, without further adjustment, unless it is probable that the investment will be sold at a value significantly different than the NAV. If the practical expedient NAV is not as of the reporting entity's measurement date, then the NAV is adjusted to reflect any significant events that would materially affect the value of the security and the NAV of the Organization as of the valuation date. In using the NAV as a practical expedient, certain attributes of the investment, that may impact the fair value of the investment, are not considered in measuring fair value. Attributes of those investments include the investment strategies of the investees and may also include, but are not limited to, restrictions on the investor's ability to redeem its investments at the measurement date at NAV as well as any unfunded commitments.

The fair value of due to affiliates does not appear in the preceding tables because as a practical matter fair value cannot be estimated since terms could not be duplicated in the market and related parties can revise terms, thereby making assumptions supporting fair values potentially unreliable.

## The Legacy at North Augusta, Inc.

Notes to Financial Statements  
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The following table presents a list of the Organization's share of the Consolidated Fund's alternative investments as of December 31, 2017 and 2016:

| Name of Fund                                  | Fair Value<br>December 31,<br>2017 | Fair Value<br>December 31,<br>2016 | Investment<br>Strategy | Unfunded<br>Commitments | Redemption<br>Frequency          |
|---|------------------------------------|------------------------------------|------------------------|-------------------------|----------------------------------|
| Ironwood Institutional<br>Multi Strategy Fund | \$ 67,324                          | \$ 49,900                          | (a)                    | N/A                     | Monthly/Quarterly<br>15-120 days |
| Skybridge Multi-Advisor<br>Hedge Fund         | -                                  | 31,814                             | (b)                    | N/A                     | Monthly/Quarterly<br>15-120 days |
|   | <u>\$ 67,324</u>                   | <u>\$ 81,714</u>                   |                        |                         |                                  |

(a) Investment strategy is capital appreciation with limited variability of returns. This fund invests exclusively in other private investment companies, which invests substantially all of its assets in hedge funds and other similar investment vehicles that are managed by a select group of portfolio managers who invest in a variety of financial markets and utilize a broad range of alternative investment strategies.

(b) The investment strategy of this fund is to achieve capital appreciation principally through investing in investment funds managed by third-party investment managers that employ a variety of alternative investment strategies. These investment strategies allow investment managers the flexibility to use leverage or short-side positions to take advantage of perceived inefficiencies across the global markets, often referred to as alternative strategies. Because investment funds following alternative investment strategies are often described as hedge funds, the investment program of the fund can be described as a fund of hedge funds. The fund was redeemed during 2017.

The following table summarizes the gross unrealized losses and fair value, aggregated by investment category and length of time for individual securities in a loss position for the Organization's share of the pooled investments in the Consolidated Fund. 92 and 204 individual securities had unrealized losses at December 31, 2017 and 2016, respectively. Management believes that these holding losses are not permanently impaired as they reflect general market conditions instead of a permanent decline in value.

|                            | 2017                    |                    |                         |                    |                   |                    |             |
|----------------------------|-------------------------|--------------------|-------------------------|--------------------|-------------------|--------------------|-------------|
|                            | Less than Twelve Months |                    | More than Twelve Months |                    | Total             |                    |             |
|                            | Fair Value              | Unrealized<br>Loss | Fair Value              | Unrealized<br>Loss | Fair Value        | Unrealized<br>Loss |             |
| Equity securities          | \$ 79,513               | \$ (2,346)         | \$ 55,686               | \$ (8,610)         | \$ 135,199        | \$ (10,956)        |             |
| Mutual funds               | 5,407                   | (667)              | 157,134                 | (13,270)           | 162,541           | (13,937)           |             |
| Fixed income<br>securities | 93,517                  | (730)              | 76,583                  | (1,132)            | 170,100           | (1,862)            |             |
|                            | <u>\$ 178,437</u>       | <u>\$ (3,743)</u>  | <u>\$ 289,403</u>       | <u>\$ (23,012)</u> | <u>\$ 467,840</u> | <u>\$ (26,755)</u> |             |
|                            | 2016                    |                    |                         |                    |                   |                    |             |
|                            | Equity securities       | \$ 80,548          | \$ (4,558)              | \$ 63,067          | \$ (16,052)       | \$ 143,615         | \$ (20,610) |
|                            | Mutual funds            | 13,460             | (561)                   | 175,837            | (14,919)          | 189,297            | (15,480)    |
| Fixed income<br>securities | 60,157                  | (1,080)            | 80,915                  | (1,394)            | 141,072           | (2,474)            |             |
|                            | <u>\$ 154,165</u>       | <u>\$ (6,199)</u>  | <u>\$ 319,819</u>       | <u>\$ (32,365)</u> | <u>\$ 473,984</u> | <u>\$ (38,564)</u> |             |

## The Legacy at North Augusta, Inc.

Notes to Financial Statements  
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### 3. Property and Equipment

A summary of property and equipment and the related accumulated depreciation is as follows at December 31, 2017 and 2016:

|                                     | <u>2017</u>          | <u>2016</u>          |
|-------------------------------------|----------------------|----------------------|
| Land                                | \$ 923,248           | \$ 923,248           |
| Buildings and building improvements | 14,193,053           | 14,175,023           |
| Furniture and equipment             | 1,610,021            | 1,522,710            |
| Construction in progress            | 519,439              | 484,576              |
|                                     | <u>17,245,761</u>    | <u>17,105,557</u>    |
| Less accumulated depreciation       | <u>(4,320,754)</u>   | <u>(3,761,903)</u>   |
|                                     | <u>\$ 12,925,007</u> | <u>\$ 13,343,654</u> |

Construction in progress at December 31, 2017 consists of initial planning costs for a future expansion/repositioning project. No construction commitments exist as of December 31, 2017.

### 4. Long-Term Debt

Long-term debt, net consists of the following as of December 31, 2017 and 2016:

|  | <u>2017</u>          | <u>2016</u>          |
|--|----------------------|----------------------|
| Series 2011 Residential Care Facility Revenue Bonds, payable in monthly installments to satisfy annual debt service requirements through July 2045. Interest is payable at a fixed rate of 5.25% through January 1, 2018, and then 6.625% through June 2021. Beginning in July 2021, the interest rate will become a variable rate through maturity. | \$ 16,535,000        | \$ 16,775,000        |
| Less current portion   | <u>(260,000)</u>     | <u>(240,000)</u>     |
| Long-term debt, excluding deferred financing costs   | 16,275,000           | 16,535,000           |
| Deferred financing costs, net of accumulated amortization  | <u>(455,099)</u>     | <u>(471,631)</u>     |
| Long-term debt, net  | <u>\$ 15,819,901</u> | <u>\$ 16,063,369</u> |

The bonds are limited offerings and are not listed on any stock or other securities exchange. As security for the payment of the bonds, the Organization will grant a lien and security interest in the mortgaged premises. Additionally, NLI entered into a support agreement guaranteeing the repayment of the bonds as additional security. The support agreement will terminate upon the achievement of certain financial performance targets as defined in the agreement.

## The Legacy at North Augusta, Inc.

Notes to Financial Statements  
December 31, 2017 and 2016

The long-term debt maturing in the next five years and thereafter is as follows:

|            |    |                   |
|------------|----|-------------------|
| 2018       | \$ | 260,000           |
| 2019       |    | 275,000           |
| 2020       |    | 295,000           |
| 2021       |    | 315,000           |
| 2022       |    | 260,000           |
| Thereafter |    | <u>15,130,000</u> |
| Total      | \$ | <u>16,535,000</u> |

Interest expense totaled \$1,113,178 in 2017 and \$868,861 in 2016, including amortization of deferred financing costs of \$16,532 in 2017 and \$16,071 in 2016.

### 5. Temporarily and Permanently Restricted Net Assets

Temporarily restricted net assets consists of funds for use for specific purposes and amounted to \$8,866 and \$6,758 as of December 31, 2017 and 2016, respectively.

Permanently restricted net assets consists of a benevolent endowment of \$21,554 and \$14,762 at December 31, 2017 and 2016, respectively.

### 6. Related Party Transactions

NLI is the sole member of the Organization and provides support in the form of management and support services in exchange for management fees and provides additional capital support when needed. The Organization incurred management fees to NLI totaling \$443,345 in 2017 and \$426,293 in 2016.

Various entities that are part of the NLCS system make working capital advances to each other as needed. Related party transactions bear no interest and have no stated repayment terms

The following represents net amounts due to affiliated organizations at December 31:

|   | <u>2017</u>         | <u>2016</u>         |
|---|---------------------|---------------------|
| NLI                                       | \$ 8,445,695        | \$ 7,192,458        |
| The Village at Orchard Ridge, Inc.        | 101,046             | 71,160              |
| The Village at Rockville, Inc.            | 156,248             | -                   |
| myPotential Virginia, LLC                 | 3,125               | 67                  |
| National Lutheran Home for the Aged, Inc. | <u>660,000</u>      | <u>660,000</u>      |
|   | <u>\$ 9,366,114</u> | <u>\$ 7,923,685</u> |

## The Legacy at North Augusta, Inc.

Notes to Financial Statements  
December 31, 2017 and 2016

### 7. Classification of Expenses

Expenses by functional classifications for the years ended December 31, 2017 and 2016 are as follows:

|                            | <u>2017</u>         | <u>2016</u>         |
|----------------------------|---------------------|---------------------|
| Program activities         | \$ 5,312,695        | \$ 4,788,245        |
| General and administrative | <u>1,081,054</u>    | <u>1,149,994</u>    |
|                            | <u>\$ 6,393,749</u> | <u>\$ 5,938,239</u> |

Fundraising expenses are incurred through NLI.

### 8. Pension Plan

The Organization participates in a 403(b) defined contribution plan. The Organization contributes 2% of the eligible employees' salaries and matches 50% of each employee's contribution up to 8% after 90 days of service for a maximum contribution of 6%. All participating employees' contributions are 100% vested and employer contributions are vested at 20% per year to 100% after 5 years. Employer contributions totaled \$66,419 and \$61,099 for the years ended December 31, 2017 and 2016, respectively.

### 9. Benevolent Care

The Organization extends charity care and other support to residents, who meet certain criteria under its benevolent care policy and are unable to pay for services, at all levels of care as needed and when appropriate without charge or at amounts less than its established rates. Because the Organization does not pursue collection of amounts determined to be benevolent care, they are not reported as resident service revenues.

The Organization maintains records to identify and monitor the level of benevolent care it provides. The estimated cost of providing benevolent care is based upon the direct and indirect costs identified with the specific benevolent care provided. The cost of benevolent care provided amounted to approximately \$343,000 in 2017 and \$165,000 in 2016.

### 10. Risk

Financial instruments which subject the Organization to concentrations of credit risk consist primarily of cash and cash equivalents, investments, and receivables.

The Organization typically maintains cash and cash equivalents in local banks, which at times exceed what is insured by the Federal Deposit Insurance Corporation. The Organization has not experienced any losses from maintaining cash accounts in excess of federally insured limits. Management believes it is not subject to any significant credit risk on its cash accounts.

## **The Legacy at North Augusta, Inc.**

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Notes to Financial Statements  
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The Organization's investments are subject to fluctuation in the fair values of those investments.

The Organization grants credit to its residents and other third-party payors, primarily Medicare and various commercial insurance companies. The Organization maintains reserves for potential credit losses and such losses have historically been within management's expectations.

### **11. Medical Malpractice Claims Coverage**

The Organization maintains occurrence based professional liability coverage through a commercial insurance carrier. Management believes no incidents have occurred or will be asserted that will exceed the Organization's insurance coverage or will have a material adverse effect on the financial statements.

### **12. Contingencies**

The senior living services industry is subject to numerous laws, regulations, and administrative directives of federal, state, and local governments and agencies. Compliance with these laws, regulations, and administrative directives is subject to future government review and interpretation as well as regulatory actions unknown or unasserted at this time. Government activity continues to increase with respect to investigations and allegations concerning possible violations by healthcare providers of fraud and abuse statutes and regulations, which could result in the imposition of significant fines and penalties as well as significant repayments for resident services previously billed. Management is not aware of any material incidents of noncompliance; however, the possible future effect of this matter on the Organization, if any, is not presently determinable.