



Diakon and Controlled Affiliates

Consolidated Financial Statements
and Supplementary Information

December 31, 2022 and 2021

Diakon and Controlled Affiliates

Table of Contents

December 31, 2022 and 2021

	<u>Page</u>
Independent Auditors' Report	1
Consolidated Financial Statements	
Consolidated Balance Sheets	3
Consolidated Statements of Operations and Changes in Net Assets	5
Consolidated Statements of Cash Flows	7
Notes to Consolidated financial Statements	9
Supplementary Information	
Schedule of Consolidating Information, Balance Sheet	45
Schedule of Consolidating Information, Statement of Operations and Changes in Net Assets (Deficit)	47
Schedule of Consolidating Information, Statement of Cash Flows	49
Statutory Minimum Liquid Reserve	51

Independent Auditors' Report

To the Board of Directors of
Diakon and Controlled Affiliates

Opinion

We have audited the consolidated financial statements of Diakon and Controlled Affiliates (the Corporation), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, and the related consolidated statements of operations and changes in net assets and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Corporation as of December 31, 2022 and 2021, and the results of its operations, changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America (GAAP).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audits of the Consolidated Financial Statements section of our report. We are required to be independent of the Corporation and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors' Responsibilities for the Audits of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

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

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

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information on pages 45 to 50 is presented for purposes of additional analyses of the consolidated financial statements rather than to present the financial position, changes in net assets and cash flows of the individual organizations, and it is not a required part of the consolidated financial statements. Also, the minimum liquid reserve calculation found on page 51 is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

Baker Tilly US, LLP

New Castle, Pennsylvania
April 27, 2023

Diakon and Controlled Affiliates

Consolidated Balance Sheets

December 31, 2022 and 2021

	2022	2021
Assets		
Current assets:		
Cash and cash equivalents	\$ 9,261,958	\$ 10,138,935
Investments	-	2,000,000
Assets limited as to use	11,065,998	11,974,509
Accounts receivable, net:		
Patients and residents	7,069,824	7,329,091
Statewide adoption and permanency network	12,126,420	5,057,853
Other client services	4,354,057	4,206,633
Estimated third-party payor settlements	439,044	687,863
Prepaid expenses and other assets	<u>3,214,714</u>	<u>3,117,664</u>
Total current assets	47,532,015	44,512,548
Investments	139,481,360	163,369,018
Assets limited as to use, less current portion:		
Statutory minimum liquid reserves	5,523,908	7,062,597
Other	48,161,348	33,852,126
Investment in joint venture	1,417,665	1,329,282
Land, buildings and equipment, net	137,005,902	136,412,692
Assets held for sale	-	11,226,771
Finance lease right-of-use assets, net	715,908	837,920
Operating lease right-of-use assets	1,894,303	1,885,325
Other assets:		
Receivables from charitable gift annuities	270,085	464,733
Funds held in trust by others and beneficial interest in trust	34,516,826	43,394,004
Swap agreement	70,410	-
Other assets	<u>850,119</u>	<u>657,488</u>
Total assets	<u>\$ 417,439,849</u>	<u>\$ 445,004,504</u>

Diakon and Controlled Affiliates

Consolidated Balance Sheets

December 31, 2022 and 2021

	2022	2021
Liabilities and Net Assets		
Current liabilities:		
Lines of credit	\$ -	\$ 451,747
Accounts payable and accrued expenses	25,028,276	22,185,059
Provider relief, paycheck protection program, and other funds	2,754,558	10,715,987
Deposits, patients and residents	404,918	451,519
Estimated third-party payor settlements	498,247	1,960,626
Current finance lease liabilities	231,939	260,871
Current operating lease liabilities	808,404	720,210
Current maturities of long-term debt	<u>4,611,812</u>	<u>6,741,392</u>
Total current liabilities	34,338,154	43,487,411
Pension liability	24,796,630	36,784,372
Swap agreement	-	696,575
Deferred revenue, entrance fee agreements	57,255,785	53,070,331
Refundable entrance fee liability	17,395,567	18,148,436
Liabilities held for sale	-	7,235,584
Other long-term liabilities	1,345,801	1,355,567
Long-term finance lease liabilities	459,010	538,726
Long-term operating lease liabilities	1,168,819	1,267,253
Long-term debt, less current maturities and debt issuance costs	<u>139,230,106</u>	<u>141,069,460</u>
Total liabilities	<u>275,989,872</u>	<u>303,653,715</u>
Net assets:		
Without donor restrictions	80,695,238	66,131,538
With donor restrictions	<u>60,754,739</u>	<u>75,219,251</u>
Total net assets	<u>141,449,977</u>	<u>141,350,789</u>
Total liabilities and net assets	<u>\$ 417,439,849</u>	<u>\$ 445,004,504</u>

Diakon and Controlled Affiliates

Consolidated Statements of Operations and Changes in Net Assets

Years Ended December 31, 2022 and 2021

	2022	2021
Operating revenues, gains and other support:		
Patient and resident service revenue, net	\$ 71,972,353	\$ 115,984,573
Patient and resident service revenue, nursing home assessment	1,940,000	3,517,123
Amortization of entrance fees	8,178,596	8,670,455
Contract revenue	27,572,650	25,837,669
Other fees and services	12,352,535	10,423,161
Statewide Adoption and Permanency Network revenue	73,899,267	72,303,384
Investment income, net of expenses	3,851,631	7,462,464
Income from trusts	1,733,526	1,603,024
Contributions and bequests	1,402,387	546,582
Net assets released from restrictions, operations	1,491,964	1,845,198
Gain on disposal of assets	20,377,943	43,978,762
Gain on insurance proceeds	18,188	5,850
Total operating revenues, gains and other support	<u>224,791,040</u>	<u>292,178,245</u>
Expenses:		
Salaries and wages	39,178,365	61,415,837
Employee benefits	9,608,207	13,457,344
Other expenses	55,283,425	66,009,255
Other expenses, Statewide Adoption and Permanency Network	71,946,498	70,441,341
Nursing home assessment	703,364	883,773
Interest	5,355,723	8,228,149
Depreciation and amortization	13,968,853	<u>17,429,772</u>
Total expenses	<u>196,044,435</u>	<u>237,865,471</u>
Operating income	28,746,605	54,312,774
Non-operating income (loss):		
Net periodic pension benefit, non-service component	403,647	55,256
Equity gains in joint venture	88,383	191,549
Unrealized gains (losses) on investments	(26,532,535)	7,552,182
Loss from early extinguishment of debt	(865,823)	<u>(3,846,572)</u>
Total non-operating income (loss)	<u>(26,906,328)</u>	<u>3,952,415</u>
Excess of operating revenues, gains and other support over expenses	<u>\$ 1,840,277</u>	<u>\$ 58,265,189</u>

Diakon and Controlled Affiliated

Consolidated Statements of Operations and Changes in Net Assets

Years Ended December 31, 2022 and 2021

	2022	2021
Other changes:		
Pension-related changes other than net periodic pension benefit	\$ 11,584,094	\$ 9,821,564
Increase in fair value of swap agreement	766,985	382,563
Net assets released from restrictions, capital	372,344	49,291
Total other changes	12,723,423	10,253,418
 Increase in net assets without donor restrictions	 14,563,700	 68,518,607
 Net assets with donor restrictions:		
Contributions and bequests	442,550	897,825
Investment income, net of expenses	631,042	1,544,042
Unrealized gains (losses) on investments	(4,803,858)	1,432,608
Net assets released from restrictions, operations	(1,491,964)	(1,845,198)
Net assets released from restrictions, capital	(372,344)	(49,291)
Change in beneficial interest in trust	(397,779)	320,584
Increase (decrease) in fair value of funds held in trust by others	(8,472,159)	3,059,687
 Increase (decrease) in net assets with donor restrictions	 (14,464,512)	 5,360,257
 Increase in net assets	 99,188	 73,878,864
 Net assets, beginning	 141,350,789	 67,471,925
 Net assets, ending	 \$ 141,449,977	 \$ 141,350,789

Diakon and Controlled Affiliates

Consolidated Statements of Cash Flows
Years Ended December 31, 2022 and 2021

	2022	2021
Cash flows from operating activities:		
Increase in net assets	\$ 99,188	\$ 73,878,864
Adjustments to reconcile increase in net assets to net cash provided by operating activities:		
Net realized gains on investments	(1,344)	(221,189)
Net unrealized losses (gains) on investments	31,336,393	(8,984,790)
Depreciation and amortization	13,968,853	17,429,772
Amortization of debt issuance costs	195,475	194,825
Decrease in pension liability	(11,987,742)	(9,876,820)
Amortization of bond premium	(712,585)	(972,034)
Amortization of entrance fees	(8,178,596)	(8,670,455)
Proceeds from entrance fees	14,465,289	8,654,441
Change in funds held in trust by others and beneficial interest in trust	8,869,938	(3,095,345)
Gain on fair value of swap agreement	(766,985)	(382,563)
Equity in gains of joint venture	(88,383)	(191,549)
Gains on disposal of assets	(20,377,943)	(43,978,762)
Loss from early extinguishment of debt	865,823	3,846,572
Variable lease adjustments	(6,996)	(36,317)
Change in assets and liabilities:		
Accounts receivable and estimated third-party payor settlements	(8,170,284)	(123,465)
Prepaid expenses and other current assets	(178,854)	(137,593)
Operating lease right-of-use assets	(8,978)	521,203
Other assets	(192,631)	(202,728)
Accounts payable, accrued expenses, and other liabilities	(5,127,978)	829,165
Deposits, patients and residents	(67,305)	(181,543)
Operating lease liabilities	<u>(10,240)</u>	<u>(529,883)</u>
Net cash provided by operating activities	<u>13,924,115</u>	<u>27,769,806</u>
Cash flows from investing activities:		
Purchases of investments and assets limited as to use	(26,319,382)	(26,480,052)
Proceeds from sales of investments and assets limited as to use	27,259,128	16,752,381
Contributions and charitable gift/remainder trusts	201,888	71,917
Purchase of property and equipment	(14,221,626)	(11,029,633)
Proceeds from sale of property and equipment	<u>24,425,260</u>	<u>54,513,596</u>
Net cash provided by investing activities	<u>11,345,268</u>	<u>33,828,209</u>
Cash flows from financing activities:		
Payment of long-term debt	(6,741,391)	(5,375,322)
Proceeds from issuance of long-term debt	27,014,532	-
Payment of deferred debt issuance costs	(753,598)	-
Bond refunding	(23,837,190)	(57,329,942)
Principal payments under finance lease obligations	(273,699)	(565,636)
Net (payments) proceeds on lines of credit	(451,747)	451,747
Proceeds from entrance fees	1,716,175	1,612,170
Refunds of entrance fees	<u>(4,570,283)</u>	<u>(2,274,593)</u>
Net cash used in financing activities	<u>(7,897,201)</u>	<u>(63,481,576)</u>
Net increase (decrease) in cash, cash equivalents and restricted cash	17,372,182	(1,883,561)
Cash, cash equivalents and restricted cash, beginning	28,982,007	30,865,568
Cash, cash equivalents and restricted cash, ending	<u>\$ 46,354,189</u>	<u>\$ 28,982,007</u>

See notes to consolidated financial statements

Diakon and Controlled Affiliates

Consolidated Statements of Cash Flows
Years Ended December 31, 2022 and 2021

	2022	2021
Reconciliation of cash, cash equivalents and restricted cash		
Amounts reported in these lines on the consolidated balance sheets		
Current assets:		
Cash and cash equivalents	\$ 9,261,958	\$ 10,138,935
Assets limited as to use	11,065,998	11,974,509
Assets limited to use, less current portion:		
Other	<u>26,026,233</u>	<u>6,868,563</u>
Total cash, cash equivalents and restricted cash	<u><u>\$ 46,354,189</u></u>	<u><u>\$ 28,982,007</u></u>

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

1. Summary of Significant Accounting Policies

a. Organization

Diakon is a private, nonprofit charitable organization recognized by the Internal Revenue Service as a 501(c)(3) corporation and exempt from federal income taxation under the group exemption of the Evangelical Lutheran Church in America (ELCA). Diakon is the sole member of Diakon Lutheran Social Ministries (DLSM), Diakon Lutheran Fund (DLF), Diakon Lutheran Senior Living-Maryland LLC (DLSL-MD), Diakon Child, Family and Community Ministries (DCFCM), Diakon Medical Group LLC (DMG), and Diakon Home Care Services LLC (DHCS). DLSM is the sole member of Diakon-SWAN LLC (SWAN LLC) and is related to four U.S. Department of Housing and Urban Development (HUD) senior housing projects by appointment of the boards of Diakon Lutheran Senior Housing at Heilman House and Diakon Lutheran Senior Housing at Luther Meadows, and by acting as sole member of Diakon Lutherwood Senior Housing LLC and Diakon Frostburg Senior Housing, LLC (the HUD Entities). DCFCM is the sole member of Old Main LLC (Old Main). Diakon is affiliated with ELCA through Lutheran Services in America (LSA), the membership alliance of Lutheran social ministry organizations and church bodies. Diakon has a relationship with the following participating synods: Delaware-Maryland, Lower Susquehanna, Northeastern Pennsylvania, Southeastern Pennsylvania, and Upper Susquehanna. Through a cooperative agreement, it also serves in the Allegheny Synod (collectively, the Synods). In accordance with Diakon's bylaws, the bishops of the Synods elect the majority of Diakon's board of directors. The bishops of the Synods also elect the majority of DLSM's and DCFCM's board of directors. The board of Diakon, in its role as sole member, appoints the board for DLF.

b. Description of Controlled Affiliates

DLSM is a Pennsylvania nonprofit corporation recognized as a charitable organization under Section 501(c)(3) of the Internal Revenue Code (the Code) and is exempt from federal income taxation under the group exemption of the ELCA. DLSM provides senior living and health care services in Pennsylvania.

DLSL-MD, a Maryland Limited Liability Company, was the operating entity for a retirement living community in Maryland. DLSL-MD is a disregarded entity of Diakon for federal tax purposes. On June 30, 2022, the property operated by DLSL-MD was sold (Note 4), and there were no current operations associated with this entity as of the date of sale.

DCFCM, a 501(c)(3) corporation, operates various programs serving children, communities, and families.

DLF, a 501(c)(3) corporation, is authorized by its charter to provide management of its own investment portfolio and other Diakon affiliates' investments and solicit contributions for the charitable organizations that it supports. As of January 1, 2023, DLF was converted to a disregarded limited liability company of Diakon, and the Diakon board became the governing body of DLF.

In the absence of donor restrictions, DLF has discretionary control over the amounts, timing, and use of its distributions to the charitable organizations that it supports. Certain of its funds are restricted to children, youth, community and family programs.

SWAN LLC, a Pennsylvania Limited Liability Company, provides an array of administrative and support services for the Pennsylvania Statewide Adoption and Permanency Network, a program overseen and funded by the Pennsylvania Department of Human Services. SWAN LLC is a disregarded entity of DLSM for federal tax purposes.

DMG, a Pennsylvania Limited Liability Company, provided medical director and physician services to the Diakon senior living communities. DMG was a disregarded entity of Diakon for federal tax purposes and ceased operations effective June 30, 2021.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Old Main, a Pennsylvania Limited Liability Company, was created to be the borrower and operator of the Old Main Building project at the Lutheran Home at Topton campus. Old Main is a disregarded entity of DCFCM for federal tax purposes.

c. Basis of Consolidation

The accompanying consolidated financial statements have been prepared to focus on Diakon and all controlled affiliated organizations (collectively, the Corporation) as a whole. All material intercompany transactions have been eliminated in consolidation.

d. Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America and present balances and transactions according to the existence or absence of donor-imposed restrictions.

Revenues are reported as increases in net assets without donor restrictions unless use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in net assets without restrictions. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in net assets without restrictions unless their use is restricted by explicit donor stipulation or by law. Expirations of temporary restrictions on net assets (i.e., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has lapsed) are reported as net assets released from restrictions on the consolidated statements of operations and changes in net assets.

There are two classes of net assets:

Net Assets With Donor Restrictions - are assets subject to usage limitations based on donor-imposed or grantor restrictions. These restrictions may be temporary or may be based on a particular use. Restrictions may be met by the passage of time or by actions of the Corporation. Certain restrictions are maintained in perpetuity.

Net Assets Without Donor Restrictions - are amounts that are not subject to usage restrictions based on donor-imposed requirements. This class also includes assets previously restricted where restrictions have expired or been met.

e. Cash and Cash Equivalents

Cash and cash equivalents include interest-bearing instruments with an original maturity of three months or less from the date of purchase, excluding amounts classified as assets limited as to use.

The Corporation has exposure to credit risk related to cash on deposit at financial institutions in excess of FDIC insured limits. The Corporation has not experienced any losses to date in these accounts.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

f. Accounts Receivable

Accounts receivable from patients, residents, and clients are reported at estimated net realizable value taking into account estimated implicit and explicit price concessions. The allowances for estimated implicit price concessions are based upon management's judgmental assessment of historical and expected net collections considering business and general economic conditions in its service area, trends in health care coverage, and other collection indicators. For receivables associated with services provided to patients, residents and clients who have third-party coverage (which includes deductible and payment balances for which third-party coverage exists for part of the bill), the Corporation analyzes contractually due amounts and provides an allowance for explicit price concessions, if necessary. Throughout the year, management assesses the adequacy of the estimated price concessions based upon its review of accounts receivable payor composition and aging, taking into consideration recent experience by payor category, payor agreement rate changes, and other factors. The results of these assessments are used to make modifications to patient and resident service revenue recognized and to establish an appropriate estimate for price concession allowances.

g. Investments and Investment Risk

Investments are measured at fair value on the consolidated balance sheets.

Investment income and gains and losses on the sale of investments are added to or deducted from the appropriate net asset classification depending on the existence of donor-imposed restrictions. Investment expenses are netted with investment gains and losses.

h. Assets Limited as to Use

Assets limited as to use include assets held by trustees under mortgage agreements with agencies of the U.S. government; assets held by trustees under bond indentures; and donor and other restricted funds. In addition, the current portion of assets whose use is limited includes restricted cash associated with the unused advance payments associated with federal and state government awards that will be used in the next 12 months to offset lost revenue and qualified expenditures associated with the COVID-19 pandemic (Note 16). Investment income and gains and losses on assets limited as to use are included in investment income.

i. Investment in Joint Venture

Investment in joint venture represents an investment in a 50% owned information technology joint venture. The Corporation accounts for the equity interest it has in a for-profit joint venture where it has significant influence under the equity method of accounting.

j. Land, Buildings and Equipment

Land, buildings and equipment are recorded at cost. The cost of maintenance and repairs is expensed as incurred, whereas significant renewals and betterments are capitalized. Depreciation is calculated on the straight-line method over the estimated useful lives of the depreciable assets.

Depreciable lives are determined as follows:

	Years
Land improvements	10 - 25
Buildings	10 - 40
Furniture and equipment	3 - 20
Vehicles	4 - 7
Leasehold improvements	Lesser of lease term or asset life

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Gifts of long-lived assets such as land, buildings, or equipment are recorded at fair value and are reported as support without donor restrictions 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 support with donor restrictions. Absent explicit donor stipulations about how long those long-lived assets must be maintained; expirations of donor restrictions are reported when the donated or acquired long-lived assets are placed in service.

Interest cost incurred on borrowed funds less interest income earned on these funds during the period of construction of capital assets is capitalized as a component of the cost of acquiring those assets.

k. Impairment of Long-Lived Assets

Long-lived assets, such as property and equipment, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to estimated undiscounted future cash flows expected to be generated by the asset.

If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized in the amount by which the carrying amount of the asset exceeds the fair value of the asset. Assets held for sale or disposal are no longer depreciated and are separately presented on the consolidated balance sheets and reported at the lower of the carrying amount or fair value less costs to sell. No impairment losses were recognized in 2022 or 2021.

I. Leases

The Corporation determines if an arrangement is or contains a lease at inception, which is the date on which the terms of the contract are agreed to, and the agreement creates enforceable rights and obligations. A contract is or contains a lease when (i) explicitly or implicitly identified assets have been deployed in the contract and (ii) the customer obtains substantially all of the economic benefits from the use of that underlying asset and directs how and for what purpose the asset is used during the term of the contract. The Corporation also considers whether its service arrangements include the right to control the use of an asset. The Corporation has three asset classes for leases, property, vehicles, and equipment.

The Corporation recognizes most leases on its consolidated balance sheets as a right-of-use (ROU) asset representing the right to use an underlying asset and a lease liability representing the obligation to make lease payments over the lease term, measured on a discounted basis. Leases are classified as either finance leases or operating leases based on certain criteria. Classification of the lease affects the pattern of expense recognition in the income statement.

The Corporation has elected not to recognize ROU assets and lease liabilities for leases with a term of 12 months or less. For all other leases, ROU assets and lease liabilities are measured based on the present value of future lease payments over the lease term at the commencement date of the lease. The ROU assets also include any initial direct costs incurred and lease payments made at or before the commencement date and are reduced by any lease incentives received. To determine the present value of lease payments, the Corporation uses the explicit or implied interest rate based on the lease terms.

Future lease payments may include fixed-rent escalation clauses or payments that depend on an index (such as the consumer price index), which is initially measured using the index or rate at lease commencement. Subsequent changes of an index and other periodic market-rate adjustments to base rent are recorded in variable lease expense in the period incurred.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The Corporation has elected to account for lease and non-lease components in its contracts as a single lease component for its leased equipment and property. The non-lease components typically represent additional services transferred to the Corporation, which are variable in nature and recorded as lease expense in the period incurred.

See Note 5 for additional lease disclosures.

m. Deferred Debt Issuance Costs

Debt issuance costs are amortized using the straight-line method over the term of the applicable obligation, which approximates the effective-interest method. Amortization expense was \$195,475 and \$194,825 in 2022 and 2021, respectively. Amortization expense is expected to approximate \$200,000 over the next five years.

n. Receivables From Charitable Gift Annuities

Independent trustees maintain charitable gift annuities for which the Corporation has been named beneficiary of the corpus and will receive these funds upon the death of the annuitant.

o. Funds Held in Trust by Others and Beneficial Interest in Trust

DLSM, or its predecessor entities, and DLF (the beneficiaries) have been named as the beneficiaries of a number of trusts that are administered and controlled by independent trustees. The trusts are recorded as contribution revenue when the beneficiaries are notified of the trust's existence. The beneficiaries receive the earnings from these trusts whose principal is to be held in perpetuity. The earnings from the trusts are recorded as income from trusts.

Funds held in trust by others and the beneficial interest in trust are valued at the fair value of the underlying investments. The change in the fair value of funds held in trust by others and beneficial interest in trust is reported as a change in net assets with donor restrictions.

p. Self-Insurance

Accounts payable and accrued expenses and other long-term liabilities include a provision for estimated self-insured workers' compensation, health insurance, and general and professional liability claims for both reported claims not yet paid and claims incurred but not reported.

q. Deposits - Patients and Residents

Deposits - patients and residents represents security deposits paid in advance to cover possible costs when patients and residents vacate their apartments or personal care units. These deposits are taken into income only if earned upon the termination of a residency agreement.

Deposits - patients and residents also includes nursing home patients' funds held in safekeeping by the Corporation for the patients' personal use.

r. Pension Benefits

The Corporation has a noncontributory defined benefit pension plan covering certain employees upon their retirement. The benefits are based on years of service and the employee's compensation. On August 17, 2011, DLSM (the plan sponsor) amended the pension plan to freeze benefit accruals, effective December 31, 2011, and to freeze participation with respect to new participants, effective January 2, 2012.

The Corporation records annual amounts relating to its pension plan at their actuarial present value based on calculations that incorporate various assumptions, including discount rates, mortality, assumed rates of return, compensation increases, and turnover rates.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

s. Derivative Instruments

The Corporation entered into an interest rate swap agreement to limit its exposure to interest rate changes on its variable rate revenue bonds (Note 9). The interest rate swap is reported at fair value in the balance sheets and changes in fair value are reported within other changes on the consolidated statements of operations and changes in net assets.

t. Entrance Agreement Contracts

Entrance fees paid by residents of the Corporation's independent living units, including certain cottages and apartments, are recorded as deferred revenue and/or refundable entrance fee liability, depending on the nature of the contractual arrangement with the respective resident. The Corporation's financial reporting policies related to such contracts and the related recognition of associated entrance fee amortization revenue are described further in the Revenue Recognition disclosure (Note 2).

u. Conditional Asset Retirements

The Corporation has evaluated its facilities to determine if it has a liability for the fair value of a conditional asset retirement obligation. The types of asset retirement obligations evaluated are those for which an entity has a legal obligation to perform an asset retirement activity; however, the timing and (or) method of settling the obligation is conditional on a future event that may or may not be within the control of the Corporation. No material conditional asset retirement obligations have been identified by the Corporation as of December 31, 2022 or 2021.

v. Obligation to Provide Future Services to Continuing Care Residents

The Corporation has determined that if the present value of the net costs of future services and use of facilities to be provided to current residents (excluding adjustable periodic fees) exceeds the balance of deferred revenue from entrance fees, a liability would be recorded (obligation to provide future services and use of facilities) with the corresponding charge to income. The Corporation determined that there was no future service obligation liability as of December 31, 2022 or 2021.

w. Income Taxes

Diakon and its controlled affiliates are not-for-profit corporations as described in Section 501(c)(3) of the Internal Revenue Code and have been recognized as tax exempt under 501(a) of the Code.

The Corporation uses a threshold of more likely than not for recognition and derecognition of tax positions taken or expected to be taken in a tax return. The Corporation does not believe that there are any unrecognized tax benefits or liabilities that should be recorded. Generally, tax returns for years ended December 31, 2019, and thereafter remain subject to examination by federal and state taxing authorities.

x. Patient and Resident Service Revenue

Patient and resident service revenue primarily relates to the provision of services to the Corporation's senior living customers. The Corporation's policies related to recognition of revenue from such customers is described in the Revenue Recognition disclosure (Note 2).

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

y. Contributions and Donor Restrictions

Contributions received with donor-imposed restrictions that are met in the same year as received are reported as increases in net assets with donor restrictions and reclassified to net assets without donor restrictions as net assets are released from restrictions.

Contributions, including unconditional promises to give, if any, are recognized as revenues in the period received. Conditional promises to give are not recognized until they become unconditional, that is when the conditions on which they depend are substantially met. Contributions of assets other than cash are recorded at their estimated fair value as of the date of contribution.

Contributions to be received after one year are discounted at an appropriate discount rate commensurate with the risks involved. An allowance for uncollectable contributions receivable is provided based upon management's judgment including such factors as prior collection history, type of contributions, and nature of fund-raising activity.

z. Loss From Early Extinguishment of Debt

During the year ended December 31, 2021, the Corporation executed an Escrow Agreement with Cumberland County Municipal Authority and Manufacturers and Traders Trust Company, as escrow agent, which provided for the legal defeasance and refunding of a portion of the outstanding Series 2015 Bonds and a portion of the outstanding Series A 2019 Bonds (Note 6). This transaction resulted in the recognition of a loss from early extinguishment of debt in the amount of \$3,846,572 which is recorded on the consolidated statement of operations and changes in net assets for the year ended December 31, 2021.

During the year ended December 31, 2022, the Corporation executed two escrow agreements, one with Cumberland County Municipal Authority and Manufacturers and Traders Trust Company, as escrow agent, which provided for the legal defeasance and refunding of a portion of the outstanding Series A 2019 Bonds (Note 6), and one with the County Commissioners of Washington County, Maryland and Manufacturers and Traders Trust Company, as escrow agent, which provided for the legal defeasance and refunding of the remaining Series B 2019 Bonds (Note 6). These transactions resulted in the recognition of a loss from early extinguishment of debt in the amount of \$865,823, which is recorded on the consolidated statement of operations and changes in net assets for the year ended December 31, 2022.

aa. Operating Income

The consolidated statements of operations and changes in net assets include an intermediate measure of operations labeled "Operating income." Changes that are excluded from this measure include net periodic pension benefit, joint venture equity changes, unrealized gains and (losses) on investments, and loss from early extinguishment of debt.

bb. Performance Indicator

The consolidated statements of operations and changes in net assets include a performance indicator of operations labeled "Excess of operating revenues, gains and other support over expenses." Changes in net assets without donor restrictions that are excluded from this measure include pension-related changes other than net periodic pension benefit, net assets released from restrictions for capital purposes, and changes in the fair value of swap agreement.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

cc. Use of Estimates

The preparation of consolidated financial statements in accordance 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 consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

dd. Statutory Reserve Requirement

The Pennsylvania Continuing Care Provider Registration and Disclosure Act requires a statutory reserve equivalent to the greater of the total of debt service payments due during the next 12 months on account of any loan or 10% of the projected annual operating expenses of the facilities exclusive of depreciation, computed only on the proportional share of financing or operating expenses that is applicable to residents under entrance fee agreement contracts. This statutory reserve requirement is considered to be fulfilled from equity and fixed income funds included within assets limited as to use. The Pennsylvania statutory reserve as of December 31, 2022 and 2021, was \$5,523,908 and \$7,062,597, respectively.

The State of Maryland regulation 32.02.01.20 required DLSL-MD, a licensed continuing care retirement community, to maintain an operating reserve of \$1,887,051 as of December 31, 2021. On June 30, 2022, the property operated as a continuing care retirement community in Maryland by DLSL-MD was sold; therefore, no operating reserve was required as of December 31, 2022.

ee. Changes in Accounting Principles

During March 2020, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2020-04, "Facilitation of the Effects of Reference Rate Reform on Financial Reporting." ASU No. 2020-04 provides optional expedients and exceptions for applying generally accepted accounting principles (GAAP) to contracts, hedging relationships, and other transactions that reference LIBOR or another reference rate expected to be discontinued because of reference rate reform, if certain criteria are met. Entities could elect the optional expedients and exceptions included in ASU No. 2020-04 as of March 12, 2020 and through December 31, 2022. During December 2022, the FASB issued ASU No. 2022-06, "Reference Rate Reform (Topic 848): Deferral of the Sunset Date of Topic 848."

These amendments defer the sunset date of Topic 848 from December 31, 2022 to December 31, 2024. The Corporation is currently assessing the effect that electing the optional expedients and exceptions included in ASU No. 2020-04 would have on its results of operations, financial position, and cash flows.

ff. Reclassifications

Certain prior period amounts have been reclassified to conform with the current period consolidated financial statement presentation.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

2. Revenue Recognition

Patient and Resident Service Revenue

Patient and resident service revenue primarily relates to the services provided to the senior living customers residing in the communities operated by DLSM and DLSL-MD. Such revenue is reported at the amount that reflects the consideration to which the Corporation expects to be entitled in exchange for providing patient and resident services. These amounts are due from patients, residents, third-party payors (including health insurers and government programs), and others and include variable consideration for retroactive revenue adjustments due to settlement of audits, reviews, and investigations. Generally, the Corporation bills the patients, residents, and third-party payors either: (a) on a monthly basis for those customers that are permanent residents, or (b) several days after completion of a short-term service (i.e., skilled nursing short-term rehabilitation or outpatient rehabilitation services).

Performance obligations are determined based on the nature of the services provided by the Corporation. The majority of senior living services provided by the Corporation involve performance obligations which are satisfied at the time the services are provided or shortly thereafter, therefore revenue for such services is recognized when services are rendered.

The Corporation determines the transaction price based on standard charges for goods and services provided, reduced by explicit price concessions provided to third-party payors. The Corporation determines its estimates of explicit price concessions and discounts based on applicable government reimbursement guidelines, contractual agreements with payors, and historical experience.

In addition to explicit price concessions, the Corporation determines its estimate of implicit price concessions based on its historical collection experience with the respective class of payors. Such implicit price concessions arise from self-pay financial obligations which are deemed uncollectable, or from third-party payors which deny payment for administrative errors, insufficient medical documentation, or a variety of other reasons. Such implicit price concessions are periodically evaluated and adjusted based on the organization's historical collection experience.

With the exception of continuing care residency agreements (CCRC Agreements) all of the Corporation's other senior living related performance obligations relate to contracts with customers with a duration of less than one year; therefore, with the exception of the obligations related to such CCRC Agreements, the Corporation is not disclosing the aggregate amount of the transaction price allocated to performance obligations that are unsatisfied or partially unsatisfied at the end of the reporting period.

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

Medicare - Reimburses certain short-term skilled nursing and rehabilitative services which are paid at prospectively determined rates based on clinical factors. Medicare also reimburses certain outpatient services and physician services, which are paid at rates determined by applicable fee schedules.

Medicaid - Reimbursements for Medicaid long-term care skilled nursing services are paid at either prospectively determined rates based on clinical factors, or contractually negotiated rates with Medicaid managed care insurance plans.

Managed Care and Commercial Insurance - The Corporation has various contractual agreements in place with commercial insurance carriers, health maintenance organizations, and preferred provider organizations which reimburse for certain short-term skilled nursing and rehabilitative services using prospectively determined rates or contractually negotiated fee arrangements. Such payors also provide reimbursement for certain outpatient services based on contractually negotiated fee schedules.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

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

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

Entrance Fee Contracts

DLSM offers independent living accommodations and services pursuant to CCRC Agreements, which require payment of an up front, one time entrance fee and monthly service fees. In exchange for payment of the entrance fee and monthly fees, residents residing in a senior living community (referred to herein as CCRC Residents) are entitled to occupancy rights of their independent living accommodation and certain services and amenities for as long as they live. The Corporation only offers a fee-for-service contract to prospective residents, whereby the CCRC Resident has preferred access to personal care, assisted living, and skilled nursing services at a Diakon senior living facility, but is required to pay the prevailing rate for such services at the time the resident requires them. DLSM communities had offered lifecare agreements prior, but no longer offer such contracts to prospective residents. As of December 31, 2022, there were 564 outstanding CCRC Agreements at DLSM communities, of which one was a lifecare agreement.

Performance obligations relative to entrance fees are determined based upon the services outlined in the resident entrance fee contract. Performance obligations are satisfied and the related revenue is recognized over the resident's life expectancy. As the life expectancy matches the expected consumption of resources, the performance obligation is satisfied when the resident receives such services. The Corporation measures the performance obligation from the time a resident moves in to the point when it is no longer required to provide service to the resident, which is generally at the time a resident transfers to another location or passes on.

CCRC Agreements offered by the Corporation feature nonrefundable and guaranteed refundable components. The nonrefundable component of a CCRC Agreement features an amortization provision whereby the nonrefundable component of the entrance fee is earned ratably by the Corporation over a future time period following the initial date of occupancy, generally 49 months or less. After 49 months of occupancy, no refund is due to the CCRC Resident.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

A refund payment can be triggered on the portion of the CCRC Agreement that is nonrefundable, as the agreements contain provisions whereby the nonrefundable portion of the entrance fee is earned over a period of time following the initial date of occupancy. However, the Corporation has chosen to recognize revenue on the nonrefundable portion of the entrance fee for CCRC Agreements, as the Corporation does not have a reasonably objective basis to identify in advance which contracts are likely to trigger refunds. Accordingly, the nonrefundable portion of entrance fees as stated in each contract is recorded as deferred revenue and amortized to revenue over the estimated life expectancy of the residents.

The guaranteed refundable component of a CCRC Agreement features a provision which guarantees a certain percentage of the original entrance fee paid is refunded to the CCRC Resident upon termination of the agreement and following receipt of an entrance fee payment from a new resident for the unit previously occupied by the CCRC Resident. The component of a CCRC Agreement which is guaranteed refundable is recorded as a refundable entrance fee liability. No revenue is recognized in conjunction with the guaranteed refundable component of a CCRC Agreement.

The amount of entrance fees subject to contractual refunds was approximately \$34,355,000 and \$36,236,000 as of December 31, 2022 and 2021, respectively.

The Corporation may receive entrance fee payments prior to the date an independent living resident occupies a living unit. Such entrance fee deposits received during 2022 and 2021 amounted to \$1,921,900 and \$1,138,500, respectively, and are included in refundable entrance fee liability on the accompanying consolidated balance sheets. The Corporation maintains separate entrance fee escrow accounts, which are a component of cash and cash equivalents. The amounts in the entrance fee escrow accounts cover deposit liabilities to prospective independent living residents. Such amounts in the entrance fee escrow accounts totaled \$2,373,000 and \$1,250,000 as of December 31, 2022 and 2021, respectively.

Monthly fees paid by CCRC Residents entitle the occupant to simultaneously receive and consume benefits indicated in the CCRC Agreement; therefore, the Corporation records monthly fee revenue for CCRC Agreements in the period such services are rendered.

Charity Care

The Corporation provides services to patients and residents who cannot afford the full cost of care because of inadequate resources and/or who are uninsured or underinsured and offers those persons a discount from standard charges in accordance with its benevolent care policies. Consistent with the Corporation's mission, care is provided to patients regardless of their ability to pay. The Corporation considers discounts for those patients and residents who have made application for benevolent care subsidy. The monthly fees charged to such patients and residents are reduced to the amount the patient or resident can afford to pay from their resources, inclusive of any other forms of charitable support they may qualify for.

The Corporation maintains records to identify and monitor the amount of charity care it provides. These records include direct and indirect costs for services and supplies furnished under its charity care policy. The total cost of charity care under these policies amounted to \$2,069,514 and \$3,111,408 for the years ended December 31, 2022 and 2021, respectively. The cost of charity care is estimated by management based upon the cost to gross charges ratio multiplied by the gross uncompensated charges associated with providing care. The Corporation received contributions of approximately \$649,000 and \$186,000 for the years ended December 31, 2022 and 2021, respectively, to offset or subsidize charity care services provided.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Resident and Patient Service Revenue by Service Line and Payor

The composition of resident and patient service revenue by payor for the years ended December 31 is as follows:

	2022	2021
Senior living services revenue, net:		
Private pay	\$ 42,099,462	\$ 56,783,836
Medicaid	16,261,263	33,212,354
Medicare Part A	6,856,944	12,418,179
Managed care and commercial insurers	5,278,745	9,727,126
Medicare Part B	<u>1,475,939</u>	<u>3,435,409</u>
Total senior living services revenue	71,972,353	115,576,904
Diakon Medical Group	<u>-</u>	<u>407,669</u>
Patient and resident service revenue, net	<u>\$ 71,972,353</u>	<u>\$ 115,984,573</u>

The composition of patient and resident service revenue by respective line of service for the years ended December 31 is as follows:

	2022	2021
Nursing care		
Personal care/assisted living	\$ 42,900,438	\$ 77,705,779
Independent living	11,295,393	19,569,412
Other	17,776,522	18,301,713
Total	<u>-</u>	<u>407,669</u>
	<u>\$ 71,972,353</u>	<u>\$ 115,984,573</u>

Nursing Home Assessment

Pennsylvania nursing providers are subject to a Nursing Home Assessment (the Assessment) which was approved by the Centers for Medicare and Medicaid Services (CMS) in September 2003. The Assessment requires all Pennsylvania nursing homes, except for county homes, to pay a fee to the Department of Human Services (DHS) based upon all non-Medicare days. The DHS makes supplemental payments back to nursing home facilities based upon a standard rate per Medicaid day claimed. Total nursing home assessment revenues and expenses were \$1,940,000 and \$703,364 for 2022, respectively, and \$3,517,123 and \$883,773 for 2021, respectively.

Contract Revenue, Other Fees and Services

Contract Revenue and Other Fees and Services revenue primarily relates to the activities of the Corporation's non-senior living affiliates, most notably DCFCM and the HUD entities.

DCFCM generates the majority of its revenue from third-party payors, including health insurers and government payor sources. A small proportion of DCFCM revenue is from self-pay sources, generally made up of deductibles and co-insurance for outpatient behavioral health services. Typically, DCFCM bills either: (a) on a monthly basis for government contracted services, or (b) at the time of service or shortly thereafter for outpatient services. Payor sources include:

- Various County government agencies which provide funding for foster care resource families, family preservation services, certain youth service programs, community senior centers, and certain behavioral health programs.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

- The Commonwealth of Pennsylvania, Department of Human Services which provides funding for statewide adoption services.
- Medicaid which provides funding for certain behavioral health programs.
- Commercial Insurance which provides funding for certain behavioral health programs.
- Various foundations, government sources, and other payors providing operating grants for certain DCFCM activities.

Diakon's affordable housing properties are subject to the regulations of HUD, which establishes resident eligibility guidelines, rent subsidy amounts for eligible residents, and resident's financial responsibilities. Contract pricing is also determined by such HUD guidelines.

Performance obligations are determined based on the nature of the services provided and the related contractual agreements with payors. Both DCFCM and the affordable housing entities offer services involving performance obligations which are satisfied at the time the services are provided, therefore revenue is recognized when such services are rendered. Neither DCFCM nor the affordable housing properties have contracts with unsatisfied performance obligations.

The contract price is typically determined by the terms of contractual arrangements with governmental and other third-party payors, and such pricing arrangements are determined by a negotiated fee schedule. DCFCM and the affordable housing entities recognize revenue at the agreed-upon contractual price with government payors, less implicit price concessions based on its historical collection experience with the respective class of payors.

In 2022 and 2021, the Corporation included COVID-19 related award revenue as a component of contract revenue. Refer to Note 16 for information regarding sources of provider relief funds and amounts recognized as income. The composition of Contract Revenue and Other Fees and Services revenue by major program for the years ended December 31 is as follows:

	2022	2021
DCFCM Programs:		
Youth services	\$ 3,119,111	\$ 3,100,748
Permanency services	8,843,765	9,555,215
Family life services	1,083,237	679,667
Community services for seniors	2,186,023	1,943,145
DCFCM pandemic funds	111,308	-
Other DCFCM	235,052	51,500
	<hr/>	<hr/>
DCFCM program services	15,578,496	15,330,275
	<hr/>	<hr/>
HUD	1,914,167	1,825,288
DCFCM provider relief and paycheck protection funds	-	2,690,790
Diakon Medical Group provider relief and paycheck protection funds	-	214,995
DLSM & DLSL-MD provider relief funds	10,079,987	5,769,504
DLSM & DLSL-MD other	-	6,817
	<hr/>	<hr/>
Total contract revenue	\$ 27,572,650	\$ 25,837,669
	<hr/>	<hr/>

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

	2022	2021
DCFCM Programs:		
Youth services	\$ 123,205	\$ 113,080
Permanency services	2,226,969	2,221,414
Family life services	6,926,047	5,603,045
Community services for seniors	48,641	41,244
Other DCFCM	62,360	65,031
DCFCM total	9,387,222	8,043,814
HUD	1,511,238	1,432,001
DLSM & DLSL-MD	661,585	803,019
Diakon Medical Group	-	1,299
Other	792,490	143,028
Total other fees and services revenue	<u>\$ 12,352,535</u>	<u>\$ 10,423,161</u>

Statewide Adoption and Permanency Network Revenue

SWAN LLC is subject to performance obligations indicated in its contract with the Pennsylvania Department of Human Services. Such performance obligations include provision of certain administrative, technical, and support services related to the operations of the Statewide Adoption and Permanency Network, as outlined in an annual work-plan and budget approved by the DHS. In addition to the services rendered by its own personnel, SWAN LLC contracts with third-party adoption agencies which complete various case management and related services for children in the custody of a Pennsylvania county child welfare agency. The contract price for such adoption services is a statewide standard rate for each type of service. SWAN LLC invoices the DHS monthly for its provision of administrative, technical, and support services, and also for any units of service completed by adoption agencies. SWAN LLC, in turn, reimburses contracted adoption agencies on a dollar-for-dollar basis for completed services, following receipt of reimbursement from the DHS. Revenue recognized by SWAN LLC equals the amounts invoiced to the DHS as historically there have been no implicit or explicit price concessions related to the services rendered by SWAN LLC. Contract revenue is recognized over a period of time as the performance obligation is satisfied, using an output method, whereby revenue is recognized as a direct measurement of the service transferred to date relative to the remaining service promised under contract. There is no variable consideration applied to the transaction price in either the performance obligations satisfied in fiscal years 2022 or 2021, or the future unsatisfied performance obligation. The current contract between DHS and SWAN LLC was signed on November 2022 and covers the period of January 2023 through June 2023; therefore, as of December 31, 2022, SWAN LLC has an unsatisfied performance obligation associated with the active contract with DHS of approximately \$40,900,000.

Contract Acquisition Costs

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

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Financing Component

The Corporation has elected the practical expedient allowed under FASB ASC 606-10-32-18 and does not adjust the promised amount of consideration from customers and third-party payors for the effects of a significant financing component due to the Corporation's expectation that the period between the time the service is provided to a customer and the time that the customer or a third-party payor pays for that service will be one year or less. However, the Corporation does, in certain instances, enter into payment agreements with customers that allow payments in excess of one year. For those cases, the financing component is not deemed to be significant to the contract.

3. Assets Limited as to Use and Investments

The composition of assets limited as to use as of December 31 is set forth in the following table:

	2022	2021
Under bond indentures for debt service reserve fund:		
Cash and short-term investments	\$ 2,091	\$ 2,065
Debt service and sinking fund:		
Cash and short-term investments	5,685,324	9,889,976
Construction funds:		
Cash and short-term investments	23,514,332	-
Endowment funds:		
Cash and short-term investments	1,916,090	1,660,142
Equity funds	9,394,487	9,531,220
Fixed income funds	3,711,292	3,422,900
Donor and other temporarily restricted funds:		
Cash and short-term investments	3,134,279	4,482,495
Equity funds	5,949,014	9,704,423
Fixed income funds	2,935,432	4,121,330
Assets limited to use for HUD reserves:		
Cash and short-term investments	2,663,737	2,599,714
By board for designated purposes:		
Other designated purposes:		
Cash and short-term investments	179,171	208,680
Equity funds	-	4,246
Fixed income funds	142,097	199,444
Statutory minimum liquid reserves:		
Equity funds	3,069,940	4,075,423
Fixed income funds	2,453,968	2,987,174
Total assets limited as to use	<u>\$ 64,751,254</u>	<u>\$ 52,889,232</u>

A summary of investments as of December 31 is as follows:

	2022	2021
Cash and short-term investments	\$ 9,805,865	\$ 11,563,067
Equity funds	72,486,123	92,312,774
Fixed income funds	57,189,372	61,493,177
Investments	<u>\$ 139,481,360</u>	<u>\$ 165,369,018</u>

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The combined composition of assets limited as to use and investments as of December 31 is as follows:

	2022		2021	
	Amount	Percent	Amount	Percent
Cash and short-term investments	\$ 46,900,890	23 %	\$ 30,406,139	14 %
Equity funds	90,899,564	44	115,628,086	53
Fixed income funds	66,432,160	33	72,224,025	33
Total	<u>\$ 204,232,614</u>	<u>100 %</u>	<u>\$ 218,258,250</u>	<u>100 %</u>

Total investment return for the years ended December 31 consists of the following:

	2022		
	Without Donor Restrictions	With Donor Restrictions	Total
Interest and dividends, net of expenses	\$ 3,850,287	\$ 631,042	\$ 4,481,329
Net realized gains on investments	<u>1,344</u>	<u>-</u>	<u>1,344</u>
Investment income, net of expenses	3,851,631	631,042	4,482,673
Unrealized losses on investments	(26,532,535)	-	(26,532,535)
Unrealized losses on net assets with donor restrictions	<u>-</u>	<u>(4,803,858)</u>	<u>(4,803,858)</u>
Total investment losses	<u>\$ (22,680,904)</u>	<u>\$ (4,172,816)</u>	<u>\$ (26,853,720)</u>

	2021		
	Without Donor Restrictions	With Donor Restrictions	Total
Interest and dividends, net of expenses	\$ 7,241,275	\$ 1,544,042	\$ 8,785,317
Net realized gains on investments	<u>221,189</u>	<u>-</u>	<u>221,189</u>
Investment income, net of expenses	7,462,464	1,544,042	9,006,506
Unrealized gains on investments	7,552,182	-	7,552,182
Unrealized gains on net assets with donor restrictions	<u>-</u>	<u>1,432,608</u>	<u>1,432,608</u>
Total investment return	<u>\$ 15,014,646</u>	<u>\$ 2,976,650</u>	<u>\$ 17,991,296</u>

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

4. Land, Buildings and Equipment

Land, buildings and equipment and accumulated depreciation as of December 31 are as follows:

	2022	2021
Land	\$ 5,075,099	\$ 7,638,378
Land improvements	19,444,417	20,105,064
Buildings	265,200,937	271,041,370
Furniture and equipment	32,185,172	34,050,641
Vehicles	76,882	142,716
	<hr/>	<hr/>
	321,982,507	332,978,169
Accumulated depreciation	<hr/>	<hr/>
	(194,968,245)	(194,708,946)
	<hr/>	<hr/>
Construction in progress	127,014,262	138,269,223
	<hr/>	<hr/>
Less assets held for sale	9,991,640	9,370,240
	<hr/>	<hr/>
	-	(11,226,771)
	<hr/>	<hr/>
	\$ 137,005,902	\$ 136,412,692

Depreciation expense for the years ended December 31, 2022 and 2021, was \$13,674,811 and \$16,859,450, respectively.

Construction in progress as of December 31, 2022 and 2021, is principally capitalized costs related to the repositioning of the Corporation's Senior Living Service (SLS) campuses.

Noncash purchases of land, buildings and equipment totaled approximately \$402,347 and \$1,719,000 for the years ended December 31, 2022 and 2021, respectively.

On December 1, 2021, the Corporation sold three senior living retirement communities, Frey Village, Middletown, Pennsylvania (PA), Manatawny Manor, Pottstown, PA, and Ohesson Manor, Lewistown, PA. Cash received at settlement was \$54,513,596. The proceeds offset the book value of property sold approximating \$18,000,000, the entrance fee liabilities approximating \$5,000,000, accrued liabilities for land settlements approximating \$1,000,000, accrued payroll liabilities of \$568,000, and other miscellaneous amounts that netted to a liability of approximately \$650,000. The transaction resulted in a gain on the sale of \$43,730,616 which is included in gain on disposal of assets on the consolidated statement of operations and changes in net assets. The sold communities contributed a decrease in net assets of approximately \$1,500,000 to the overall change in net assets reported in 2021.

A fourth community in Hagerstown, Maryland, was subject to the same asset purchase agreement; however, the sale closed on June 30, 2022. Cash received at settlement was approximately \$24,765,178. The proceeds offset the book value of property sold approximating \$11,300,000, the entrance fee liabilities approximating \$7,200,000, and other miscellaneous amounts that net to an asset of \$287,000 to result in a gain on the sale of \$20,377,943. The sold community contributed a decrease in net assets of approximately \$1,300,000 to the overall change in net assets reported in both 2022 and 2021.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

5. Leases

The Corporation has leases in three asset classes as described in Note 1l. Several leases include multiple optional renewal periods. Generally, the Corporation does not consider any additional renewal periods to be reasonably certain of being exercised.

Operating lease cost is recognized on a straight-line basis over the lease term. Finance lease cost is recognized as a combination of the amortization expense for the ROU assets and interest expense for the outstanding lease liabilities, and results in a front-loaded expense pattern over the lease term.

The components of lease expense are as follows for the years ended December 31:

	2022	2021
Finance lease costs:		
Amortization	\$ 294,041	\$ 570,322
Interest expense	29,312	34,488
Operating lease cost	881,863	927,144
Short-term lease cost	173,526	96,013
 Total lease cost	 <u>\$ 1,378,742</u>	 <u>\$ 1,627,967</u>

Supplemental cash flow information related to leases is as follows for the years ended December 31:

	2022	2021
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows for finance leases	\$ 29,312	\$ 34,488
Operating cash flows for operating leases	900,242	934,186
Financing cash flows for finance leases	273,699	565,636
Right-of-use assets obtained in exchange for new finance lease liabilities	172,031	402,345
Right-of-use assets obtained in exchange for new operating lease liabilities	638,700	48,984
Weighted average remaining lease term for financing leases (in years)	3.35	3.67
Weighted average remaining lease term for operating leases (in years)	3.94	3.04

The weighted-average discount rates for the year ended December 31 were as follows:

	2022	2021
Weighted average discount rates:		
Financing leases	4.27 %	4.19 %
Operating leases	4.56 %	4.43 %

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Future undiscounted cash flows for each of the next five years and thereafter and a reconciliation to the lease liabilities recognized on the balance sheet are as follows as of December 31, 2022, is as follows:

	Operating	Finance
2023	\$ 785,157	\$ 256,898
2024	649,607	213,930
2025	319,147	145,561
2026	104,817	112,387
2027	87,156	15,495
Thereafter	250,800	-
Total lease payments	2,196,684	744,271
Imputed interest	(219,461)	(53,322)
Total lease liability	\$ 1,977,223	\$ 690,949

6. Long-Term Debt

The Corporation has established an obligated group (the Obligated Group) comprised of the assets/liabilities and activities of the DLSM corporate entity, excluding the activities of the following related entities of DLSM: Diakon - SWAN LLC and the four HUD entities outlined in Note 1 (a).

Long-term debt of the Corporation consists of the following as of December 31:

	2022	2021
Obligated Group:		
Maxatawny Township Municipal Authority, Revenue Bond Series A of 2022, \$27,155,000 of tax-exempt fixed interest rate bonds with principal payments in annual installments ranging from \$540,000 to \$4,965,000 beginning 2039 through 2045 (the final maturity date). Interest rates range from 4.5% to 5.0% and the bonds were issued at an aggregate discount of \$358,043, which is being amortized ratably over the life of the issue, to yield an effective interest rate of 4.74%.	\$ 27,155,000	\$ -
Maxatawny Township Municipal Authority, Revenue Bond Series B of 2022, aggregate advances are limited to \$23,750,000 and no advances are allowed after September 20, 2024. Payments are interest only beginning on October 1, 2022 through September 20, 2024 at which time any outstanding principal balance and interest is due. The variable interest of 75% times 30-day LIBOR plus a spread rate (4.51% as of December 31, 2022).	217,575	-

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

	2022	2021
Cumberland County Municipal Authority Bonds Series A 2019, \$19,535,000 of tax-exempt fixed interest rate bonds with principal payable in installments ranging from \$380,000 to \$12,870,000 through January 1, 2039 (the final maturity date). The interest rate is 5.0% and the bonds were issued at an aggregate premium of \$1,275,180, which is being amortized ratably over the life of the issue, to yield an effective interest rate of 4.29%.	\$ 7,155,000	\$ 16,945,000
Washington County, Maryland Bonds Series B 2019, \$14,325,000 of tax-exempt fixed interest rate bonds with principal payable in annual installments ranging from \$395,000 to 1,660,000 through 2032. The interest rate was 5.0% and the bonds were issued at an aggregate premium of \$1,676,701 which was being amortized ratably over the life of the issue, to yield an effective interest rate of 3.06%. These bonds were defeased in 2022.	- 12,880,000	
Wernersville Municipal Authority Bond Series 2018, \$8,326,000 of tax-exempt variable rate bonds with principal payable in annual installments ranging from \$182,000 to \$1,160,000 through 2039. The Series 2018 bonds are subject to a floating to fixed interest rate swap which results in Diakon paying a fixed interest rate of 3.63% through October 1, 2030.	6,490,000	7,001,000
Cumberland County Municipal Authority Bonds Series 2016, \$34,780,000 of tax-exempt fixed interest rate bonds with principal payable in annual installments ranging from \$80,000 to \$2,915,000 through 2039. Interest rates range from 2.5% to 5.0% and the bonds were issued at an aggregate premium of \$4,003,300, which is being amortized ratably over the life of the issue, to yield an effective interest rate of 3.14%.	23,310,000	24,425,000
Cumberland County Municipal Authority Bonds Series 2015, \$147,545,000 of tax-exempt fixed interest rate bonds with principal payable in annual installments ranging from \$2,465,000 to \$12,855,000 through 2038. Interest rates range from 3.0% to 5.0% and the bonds were issued at an aggregate premium of \$8,559,916, which is being amortized ratably over the life of the issue, to yield an effective interest rate of 4.25%.	60,685,000	64,395,000
Non-Obligated Group: Mortgage notes payable, U.S. Department of Housing and Urban Development (HUD) and Wells Fargo, four individual notes collateralized by the property and equipment of the HUD Senior Housing properties. The mortgages bear interest at fixed rates ranging from 2.46% to 3.07% and monthly payments, including interest, ranging from \$9,096 to \$25,504 through 2051.	12,613,862	12,975,510

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

	2022	2021
Maxatawny Township Municipal Authority, Revenue Note Series 2017, with a maximum principal amount of \$6,100,000. The mortgage note is collateralized by rental proceeds of Old Main LLC and certain endowment distributions. The note bears interest at a floating rate of 2.0% plus 67% of 30-day LIBOR (3.97% as of December 31, 2022) The note was interest only through March 31, 2019. Effective April 1, 2019, principal installments of \$17,395 plus applicable interest based off variable rate, are payable monthly. Final maturity of the note is March 1, 2044.	<u>\$ 4,435,806</u>	<u>\$ 4,644,549</u>
Less current maturities of bonds and mortgages payable	142,062,243	143,266,059
Unamortized debt issuance costs	(4,611,812)	(6,741,392)
Unamortized premium and discount	(2,831,616)	(2,702,897)
Total	<u>\$ 139,230,106</u>	<u>\$ 141,069,460</u>

In September 2022, DLSM issued the Series A and B 2022 bonds to finance a renovation and expansion project at one of the senior living communities.

The Obligated Group's outstanding bonds have been issued pursuant to the terms of a 1998 Master Trust Indenture (MTI), as amended and supplemented over time. The effect of these amendments was to consolidate the entities comprising the Obligated Group and to grant all bondholders and credit providers equal standing. The MTI contains certain provisions that require the Obligated Group to maintain certain cash deposits with a trustee as well as meet certain financial covenants on an annual basis. The MTI also places various restrictions on the Obligated Group's ability to incur additional indebtedness. The cash deposits held with the trustee are included in assets limited as to use on the consolidated balance sheets.

To secure the required loan payments for the outstanding bonds, the Obligated Group has granted the Cumberland County Municipal Authority, the Maxatawny Township Municipal Authority and the Wernersville Municipal Authority associated with Bonds listed in the table above, a parity security interest in their gross receipts and a parity first lien mortgage on substantially all of the Obligated Group's property and equipment.

The Obligated Group is also subject to certain financial and other restrictive covenants through a Loan and Agency Agreement with the conduit issuers of the outstanding bonds.

On December 22, 2021, the Corporation executed an Escrow Agreement with the Authority and Manufacturers and Traders Trust Company, as escrow agent, to provide for the legal defeasance and refunding of a portion of the Authority's Series A 2019 and Series 2015 Bonds. The Corporation paid \$57,329,942 which was deposited in an escrow account to provide funds, together with interest to be earned, to pay the principal and interest on the 2015 Bonds through and including January 1, 2025, and the redemption price of the Refunded 2015 bonds on January 1, 2025, the date selected for redemption of the 2015 bonds, and to pay the interest through and including January 1, 2029, and the redemption price of the Refunded Series A 2019 bonds on January 1, 2029, the date selected for redemption of the Series A 2019 Bonds.

On August 16, 2022, the Corporation executed two Escrow Agreements, one with Cumberland County Municipal Authority and Manufacturers and Traders Trust Company, as escrow agent, to provide for the legal defeasance and refunding of a portion of the Authority's Series 2019A Bonds. The Corporation paid \$10,914,671 which was deposited in an escrow account to provide funds, together with interest to be earned, to pay the principal and interest on all outstanding Refunded Series A 2019 bonds on January 1, 2029, the date selected for redemption of the Series A 2019 bonds.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The 2nd Escrow Agreement was with the County Commissioners of Washington County and Manufacturers and Traders Trust Company, as escrow agent, to provide for the legal defeasance and refunding of the Series B 2019 Bonds. The Corporation paid \$13,047,192 which was deposited in an escrow account to provide funds, together with interest to be earned, to pay the principal and interest on all outstanding Series B 2019 bonds through and including January 1, 2029, and to pay on January 1, 2029, the date selected for redemption of the Series B 2019 bonds, the redemption price of the callable Series B 2019 bonds.

The following is a summary of scheduled annual maturities of long-term debt as of December 31, 2022:

	Scheduled Maturities
Years ending December 31:	
2023	\$ 4,611,812
2024	4,805,479
2025	5,027,400
2026	5,251,581
2027	5,487,032
Thereafter	<u>116,878,939</u>
	<u>\$ 142,062,243</u>

The amount of cash paid for interest (including the net cost of the interest rate swap agreement and letter of credit support fees) was \$6,510,855 and \$9,605,094 for the years ended December 31, 2022 and 2021, respectively. There was capitalized interest of \$360,935 in 2022 and no interest was capitalized in 2021.

The effective interest rates paid for the years ended December 31 are as follows:

	2022	2021
DLSM Obligated Group	4.11 %	4.16 %
Obligations outside the Obligated Group	3.17	3.63
Combined	3.99	4.12

7. Lines and Letters of Credit

DLSM has a line of credit with Manufacturers and Traders Trust Company (M&T) with maximum allowable borrowings of \$20,000,000, which is payable on demand. The line of credit bears interest at 30-day LIBOR plus 2.75% (6.72% as of December 31, 2022). Amounts ranging from \$0 to \$4,862,000 were outstanding on the line of credit for various periods during 2022 and 2021. There were no outstanding borrowings on the line of credit as of December 31, 2022. Outstanding borrowings on the line of credit totaled \$451,747 as of December 31, 2021. The bank line of credit is secured on a parity basis with the Obligated Group's outstanding bonds. In addition to the lines of credit, DLSM had unused letters of credit with financial institutions that are related to construction projects and required by local ordinances. The available and unused amounts of the letters of credit approximated \$3,214,693 and \$2,364,000 for the years ended December 31, 2022 and 2021, respectively.

In 2014, DCFCM entered a line of credit agreement with M&T with maximum allowable borrowings of \$3,000,000, which is payable on demand. The line of credit bears interest at 30-day LIBOR plus 2.35% (6.31% as of December 31, 2022). There were no amounts outstanding or borrowed on the line of credit during 2022 and 2021, respectively.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

8. Fair Value

Financial Instruments

The fair value of a financial instrument is the amount 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. Those fair value measurements maximize the use of observable inputs. However, in situations where there is little, if any, market activity for the asset or liability at the measurement date, the fair value measurement reflects the Corporation's own judgments about the assumptions that market participants would use in pricing the asset or liability. Those judgments are developed by the Corporation based on the best information available in the circumstances.

The following methods and assumptions were used to estimate the fair value of each class of financial instrument:

Accounts receivable, estimated third-party payor settlements, prepaid expenses and other assets, accounts payable and accrued expenses, deposits, and lines of credit - The carrying amounts, at face value or cost-plus accrued interest, approximate fair value because of the short maturity of these instruments.

Investments and assets limited as to use - These assets are carried at fair value, which is based primarily on quoted market prices at the reporting date. When quoted market prices in active markets are not available, the Corporation relies on a pricing service to estimate fair value. The fair value of mutual fund holdings is based on the net asset value as reported by the fund.

Funds held in trust by others and beneficial interest in trust - These assets are carried at fair value, which is based on quoted market prices for the underlying securities held by the trusts multiplied by the Corporation's percentage interest in the trusts. Currently there are no markets in which these trusts trade, therefore these assets are measured using Level 3 inputs.

Interest rate swap agreement asset (liability) - Swap agreements are classified as over the counter derivative instruments that are measured at fair value using Level 2 inputs by third-party specialists. The valuations used by the specialists considered observable market inputs such as relevant yield curves, counterparty credit risk, and other related data. Credit valuation adjustments are required to reflect both the Corporation's non-performance risk and the respective counterparty's non-performance risk. These adjustments are determined generally by applying a credit spread for the counterparty as appropriate to the total expected exposure of the derivative.

The Corporation determines fair value measurements using the fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Corporation has the ability to access.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The level in the fair value hierarchy within which a fair value measurement in its entirety falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

The following tables present assets and liabilities that are measured at fair value on a recurring basis as of December 31:

Fair Value Measurements as of December 31, 2022					
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)		Total
Assets:					
Investments and assets limited as to use:					
Cash and short-term investments**					\$ 46,900,890
Fixed income funds:					
Short-term	\$ 21,656,883	\$ -	\$ -		21,656,883
Immediate term	44,775,277	-	-		44,775,277
Equity funds:					
International	36,996,123	-	-		36,996,123
Large cap	47,267,773	-	-		47,267,773
Small cap	6,635,668	-	-		6,635,668
Funds held in trust by others and beneficial interest in trust	-	-	34,516,826		34,516,826
Total assets	\$ 157,331,724	\$ -	\$ 34,516,826	\$ 238,749,440	
Asset (Liability):					
Interest rate swap agreement	\$ -	\$ 70,410	\$ -		\$ 70,410

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Fair Value Measurements as of December 31, 2021					
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)		Total
Assets:					
Investments and assets limited as to use:					
Cash and short-term investments**					\$ 30,406,139
Fixed income funds:					
Short-term	\$ 22,245,000	\$ -	\$ -		22,245,000
Immediate term	49,979,025	-	-		49,979,025
Equity funds:					
International	47,614,114	-	-		47,614,114
Large cap	60,557,756	-	-		60,557,756
Small cap	7,456,216	-	-		7,456,216
Funds held in trust by others and beneficial interest in trust	-	-	43,394,004		43,394,004
Total assets	\$ 187,852,111	\$ -	\$ 43,394,004	\$ 261,652,254	
Asset (Liability):					
Interest rate swap agreement	\$ -	\$ (696,575)	\$ -		\$ (696,575)

** Cash and short-term investments are included in the above tables to reconcile the total investments, assets limited as to use, and statutory minimum liquid reserves reported on the consolidated balance sheets.

The changes in funds held in trust by others and beneficial interest in trust measured at fair value as a Level 3 asset is summarized as follows for the years ending December 31:

	2022	2021
Balance, beginning of year	\$ 43,394,004	\$ 40,298,659
Change in valuation	<u>(8,877,178)</u>	<u>3,095,345</u>
Balance, end of year	\$ 34,516,826	\$ 43,394,004

9. Derivative Instruments

On October 18, 2018, the Obligated Group executed a floating-to-fixed interest rate swap relating to the Series 2018 Bond consisting of a \$8,326,000 notional transaction with BB&T. The purpose of the swap is to assist the Obligated Group in managing interest rate risk or interest cost relative to the Series 2018 Bond. The swap was structured with the Obligated Group receiving payments on a floating leg equal to 79% of LIBOR plus a fixed spread equal to 0.95% on the outstanding notional amount of the swap to be paid semi-annually and the Obligated Group making payments on a fixed leg equal to 3.63% on the outstanding notional amount of the swap also semi-annually. The term of the swap is October 18, 2018, to October 1, 2030.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The swap agreement is considered a highly effective cash flow hedge, as a result the gains or (losses) on the swap are reported as a component of other changes in the consolidated statements of operations and changes in net assets for the years ended December 31, 2022 and 2021. The net cash paid or received under the swap agreement is recognized as an adjustment to interest expense.

10. Pension Benefits

The Corporation has a noncontributory defined benefit pension plan covering certain employees upon their retirement. On August 17, 2011, the Corporation amended the pension plan to freeze benefit accruals, effective December 31, 2011, and to freeze participation with respect to new participants, effective January 2, 2012. The benefits are based on years of service and the employee's compensation. The measurement date used for the defined benefit plan is December 31.

Actuarial gains and losses are amortized subject to a corridor, over the average remaining life of the Corporation's active employees.

The following table sets forth the pension benefit obligation, fair value of plan assets, and funded status as of December 31:

	2022	2021
Change in benefit obligation:		
Benefit obligation at beginning of year	\$ 103,347,436	\$ 110,035,583
Interest cost	2,600,304	2,365,731
Change in assumptions	(21,285,155)	(4,532,686)
Actuarial loss	219,263	581,686
Benefit payments	<u>(5,228,164)</u>	<u>(5,102,878)</u>
Benefit obligation at end of year	<u>79,653,684</u>	<u>103,347,436</u>
Change in plan assets:		
Fair value of plan assets at beginning of year	\$ 66,563,064	\$ 63,374,391
Actual return on plan assets, net of expenses	(6,477,846)	8,291,551
Benefit payments	<u>(5,228,164)</u>	<u>(5,102,878)</u>
Fair value of plan assets at end of year	<u>54,857,054</u>	<u>66,563,064</u>
Funded status	<u>\$ (24,796,630)</u>	<u>\$ (36,784,372)</u>

Amounts recognized in net assets without donor restrictions but not yet included in net periodic benefit costs as of December 31 consist of:

	2022	2021
Net actuarial loss	\$ (28,659,795)	\$ (40,243,889)

Other changes in plan assets and benefit obligations recognized directly in net assets without donor restrictions for the years ended December 31 are as follows:

	2022	2021
Net estimated gain, total recognized in net assets without donor restrictions	\$ 11,584,094	\$ 9,821,564

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The net loss for the defined benefit pension plan that will be amortized from net assets without donor restrictions into net periodic benefit cost over the next fiscal year is \$985,449.

The following table summarizes the components of net periodic pension costs (benefit) recognized for the years ended December 31:

	2022	2021
Interest cost	\$ 2,600,304	\$ 2,365,731
Expected return on plan assets	(4,437,594)	(4,220,324)
Amortization of net loss	1,433,643	1,799,337
 Net periodic pension costs (benefit), nonservice component	 \$ (403,647)	 \$ (55,256)
(Benefit) cost	\$ (403,647)	\$ (55,256)
Benefits paid	5,228,164	5,102,878

Weighted average assumptions used to determine benefit obligations as of December 31 were as follows:

	2022	2021
Discount rate	4.94 %	2.59 %

Weighted average assumptions used to determine net periodic benefit cost for the years ended December 31 were as follows:

	2022	2021
Discount rate	2.59 %	2.20 %
Expected long-term rate of return on plan assets	7.00	7.00

The expected long-term rate of return is based on the expected sum of the returns on individual asset categories.

The Corporation's investment policies and strategies for the defined benefit pension plan use target allocations for the individual asset categories. The Corporation's investment goals are to generate returns that are sufficient to meet the plan's obligations while preserving capital. As part of this investment strategy, as of December 31, 2022 and 2021, the Corporation has invested approximately 30% and 25%, respectively, of the pension plan assets into alternative investments, including a special situations master feeder fund (7%), a core property real estate fund (14%), an energy debt fund (2%), and a vista collective investment trust (7%) as of December 31, 2022. The Corporation's risk management policies permit investments in such asset classes. The Corporation addresses diversification by the use of private mutual fund investments whose underlying investments are in domestic and international fixed income securities and domestic and international equity securities. These mutual funds are only available to institutional investors and are not traded on a public exchange; however, they can be sold to fund benefit payment obligations as they become payable without restriction.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The Corporation determines the fair value of the mutual funds based on quoted prices from the fund managers as of December 31. While these funds are not traded in active markets, there are no lock-ups or restrictions on redemptions related to mutual funds or the hedge fund of funds. The December 31 unit values reported by the fund managers approximate the exit price of the security.

The Corporation determines the fair value of alternative investments under the equity method of accounting using net asset value (NAV). The NAV of alternative investments is based on valuations provided by the administrators of the specific financial instrument. The underlying investments in these financial instruments may include marketable debt and equity securities, commodities, foreign currencies, derivatives, and private equity investments. The underlying investments themselves are subject to various risks, including market, credit, liquidity, and foreign exchange risk. The Corporation believes the NAV is a reasonable estimate of its ownership interest in the alternative investments. The Corporation's risk of alternative investments is limited to its carrying value. Alternative investments can be divested only at specific times in accordance with terms of the subscription agreements. The alternative investments held as plan assets have their financial statements audited annually.

The fair value of the Corporation's plan assets as of December 31 by asset category are as follows:

Asset Category	2022		2021	
	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)
Cash and short-term investments:				
Equity funds:				
Large cap disciplined	\$ 5,435,517	\$ 5,435,517	\$ 7,198,386	\$ 7,198,386
Small/mid cap	1,928,729	1,928,729	2,587,161	2,587,161
World Equity Ex-U.S.	10,978,572	10,978,572	14,130,525	14,130,525
Extended market index fund	1,924,404	1,924,404	2,484,888	2,484,888
S&P 500 index fund	6,803,880	6,803,880	9,113,444	9,113,444
Emerging markets equity fund	1,503,154	1,503,154	1,915,336	1,915,336
Fixed income funds:				
High yield bond fund	1,960,998	1,960,998	2,604,341	2,604,341
Emerging markets debt fund	2,012,863	2,012,863	2,524,358	2,524,358
Core fixed income fund	5,953,027	5,953,027	7,754,024	7,754,024

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Asset Category	2022		2021	
	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)
Plan assets valued at NAV:				
Core property collective investment trust	\$ 7,871,692	\$ -	\$ 6,331,631	\$ -
Special situations collective fund	4,036,836	-	4,191,903	-
Energy debt fund	744,018	-	2,571,161	-
Vista collective investment trust	3,703,364	-	3,155,906	-
Total	\$ 54,857,054	\$ 38,501,144	\$ 66,563,064	\$ 50,312,463

In accordance with authoritative guidance, alternative investments measured at fair value using the net asset value (NAV) practical expedient have not been classified in the fair value hierarchy as of December 31, 2022 or 2021. The fair value amounts presented in the tables above are intended to permit reconciliation of the fair value hierarchy to the amounts presented on the consolidated balance sheets.

Plan Assets Measured at Fair Value Based on Net Asset Value (NAV) Per Share as of December 31, 2022

	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Core property collective investment trust	\$ 7,871,692	\$ -	Daily	1 day
Special situations collective fund	4,036,836	-	Daily	1 day
Energy debt fund	744,020	-	Daily	1 day
Vista collective investment trust	3,703,264	-	Daily	1 day
Total	\$ 16,355,812	\$ -		

Plan Assets Measured at Fair Value Based on Net Asset Value (NAV) Per Share as of December 31, 2021

	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Core property collective investment trust	\$ 6,331,631	\$ -	Daily	1 day
Special situations collective fund	4,191,903	-	Daily	1 day
Energy debt fund	2,571,161	-	Daily	1 day
Vista collective investment trust	3,155,906	-	Daily	1 day
Total	\$ 16,250,601	\$ -		

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The actual asset allocations of the Corporation's plan assets as of December 31 are as follows and approximate the target allocations:

Asset Category	2022	2021
Equity funds	52 %	56 %
Fixed income funds	18	19
Alternative investments	30	25
 Total	 100 %	 100 %

The Corporation does not expect to make any contributions to its pension plan in 2023.

The estimated benefit payments, which reflect expected future service as of December 31, 2022, as appropriate, are as follows:

Years ending December 31:	
2023	\$ 5,661,870
2024	5,705,126
2025	5,701,317
2026	5,688,100
2027	5,671,435
2028-2032	27,823,057

The Corporation also has a defined contribution plan for certain employees. Contributions recognized as expense for this plan were \$225,642 and \$370,795 for the years ended December 31, 2022 and 2021, respectively.

11. Net Assets With Donor Restrictions

Net assets with donor restrictions carry the following time or purpose restrictions as of December 31:

	2022	2021
Subject to expenditure for specified purpose:		
Promises to give for DCFCM program activities	\$ 21,760	\$ 21,760
Capital projects for senior living services	533,228	909,699
Senior living services program activities	275,378	322,144
DCFCM program activities	222,608	306,671
Employee assistance and wellness	22,313	9,813
Chaplain activities	31,916	31,959
Other	84,263	36,559
	<hr/> 1,191,466	<hr/> 1,638,605
Subject to the passage of time:		
Charitable remainder trust	1,339,417	1,737,196
Charitable gift annuities	219,783	370,478
Promises to give that are not restricted by donors, but which are unavailable for expenditure until due	4,778	4,778
Life insurance gifts	189,636	189,637
	<hr/> 1,753,614	<hr/> 2,302,089

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

	2022	2021
Endowments:		
Subject to appropriation and expenditure when a specified event occurs:		
Support of specific SLS programs	\$ 555,922	\$ 650,672
Support of specific DCFCM programs	633,741	755,094
Promises to give for senior living benevolent care	2,687	2,687
Charitable gift annuities for senior living benevolent care	<u>50,302</u>	<u>94,254</u>
	1,242,652	1,502,707
Subject to endowment spending policy and appropriation:		
Senior living benevolent care and program activities	13,861,866	16,421,442
Program activities for a specific senior living campus	4,662,037	5,738,547
DCFCM program activities	2,458,395	3,023,923
Employee tuition assistance	633,913	787,241
Scholarships	1,623,515	1,992,366
As defined by donor	<u>149,871</u>	<u>155,521</u>
	23,389,597	28,119,040
Funds held in trust by others:		
Subject to appropriation and expenditure when a specified event occurs:		
Staff and resident programs	150,654	190,273
General use	<u>33,026,756</u>	<u>41,466,537</u>
	33,177,410	41,656,810
Total net assets with donor restrictions	<u>\$ 60,754,739</u>	<u>\$ 75,219,251</u>

The Corporation has interpreted the laws of the Commonwealth of Pennsylvania as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Corporation classifies as net assets with donor restrictions the original value of gifts donated to the permanent endowment and the original value of subsequent gifts to the permanent endowment. The remaining portion of the donor-restricted endowment is classified as net assets with donor restrictions until those amounts are appropriated for expenditure by the Corporation in a manner consistent with the laws of the Commonwealth of Pennsylvania. In accordance with the laws of the Commonwealth of Pennsylvania, the Corporation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- 1) The duration and preservation of the fund
- 2) The purposes of the organization and the donor-restricted endowment fund
- 3) General economic conditions
- 4) The possible effect of inflation and deflation
- 5) The expected total return from income and the appreciation of investments
- 6) Other resources of the organization
- 7) The investment policies of the organization

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or the laws of the Commonwealth of Pennsylvania require the Corporation to retain as a fund of perpetual duration. No such deficiencies of this nature are reported in net assets without donor restrictions as of December 31, 2022 or 2021. The Corporation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets in relation to inflation trends. Endowment assets include those assets of donor-restricted funds that the organization must hold in perpetuity.

To satisfy its long-term rate-of-return objectives, the Corporation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Corporation targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

12. Medical Malpractice Claims Coverage and Self Insurance

On January 1, 2020, the Corporation entered into a risk retention group captive insurance arrangement for general and professional liability coverage on a claims-made basis. Management has evaluated claims incurred but not reported and has recorded a liability for claims incurred but not reported (IBNR) of \$500,000 as of December 31, 2022 and 2021. The Corporation believes it has adequate insurance coverage or reserves for all asserted claims and unasserted claims.

The Corporation participates in a self-insured program for its workers' compensation insurance. In the case of catastrophes or other events that would cause excessive workers' compensation claims, the Corporation is reinsured for losses in excess of \$800,000 per occurrence as of December 31, 2022 and 2021. Workers' compensation costs are accrued based upon an estimated liability for reported claims and an estimated liability for claims incurred but not reported and approximated \$1,498,000 and \$2,381,000 as of December 31, 2022 and 2021, respectively, and are reported within accounts payable and accrued expenses and other long-term liabilities captions on the consolidated balance sheets. In addition, the Corporation maintains a \$1,900,000 surety bond to secure future obligations under the terms of this self-insured program.

The Corporation participates in a self-funded employee health insurance plan with a stop loss contract in place for catastrophic claims. Total health benefit accrued expenses approximated \$433,000 and \$887,000 as of December 31, 2022 and 2021, respectively, and are reported within the accounts payable and accrued expenses caption on the consolidated balance sheets.

13. Liquidity

Financial assets are considered liquid and available when convertible into cash within a year. Financial assets available for general expenditure, without donor or other restrictions limiting their use, within one year of the consolidated balance sheets are comprised of the following as of December 31:

	2022	2021
Cash and cash equivalents	\$ 9,261,958	\$ 10,138,935
Accounts receivable:		
Patients and residents	7,069,824	7,329,091
Statewide Adoption and Permanency Network	12,126,420	5,057,853
Other client services	4,354,057	4,206,633
Estimated third-party payor settlements	439,044	687,863
Investments	139,481,360	165,369,018
Total	<u>\$ 172,732,663</u>	<u>\$ 192,789,393</u>

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

The Corporation's investments are not limited by specific board designations regarding use; however, the Corporation has an investment policy which establishes the goals for the investment portfolio, investment selection guidelines and limitations, and portfolio allocation ranges by investment category. The Corporation has assigned investment policy oversight and governance responsibilities for all investments of the Corporation to the DLF board of directors. The DLF board meets regularly with management and a third-party investment advisor to review investment performance, security selection, and discuss changes in investment strategy. The Corporation places a certain amount of reliance on investment income and dividend distributions from the investment portfolio to support its operating liquidity needs; accordingly, the Corporation periodically transfers such amounts from the investment portfolio to its operating cash. To the extent accumulated income and dividend distributions are in excess of the amount needed for operations, such amounts are redeployed in the investment portfolio in accordance with the investment policy guidelines.

Cash balances are monitored regularly by management to ensure appropriate liquidity to cover general expenditures, and the Corporation maintains two lines of credit with M&T Bank as described in Note 7 to manage short-term changes in cash flow. The aggregate amount available to be drawn on the lines of credit were \$23,000,000 and \$22,548,253 for the years ended December 31, 2022 and 2021, respectively.

14. Functional Expenses

The Corporation's cost of providing program services and supporting activities has been summarized on a functional basis in the tables on the following page. Program service costs include direct costs to provide services in accordance with the defined mission. Supporting activities include fundraising costs and management and other costs to administer and support the program activities. The administrative costs included in the program activities section include marketing, insurance, travel, postage, lease costs, and other costs that directly impact the program services. Benefit costs are allocated to the programs and supporting activities based on various factors including salary, benefit elections, and employee count. Other expenses are directly attributable to a specific functional activity. Expenses by functional and natural classification for the years ended December 31 are as follows:

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements

December 31, 2022 and 2021

	Year Ended December 31, 2022											
	Program Activities						Supporting Activities					
	Senior Living Services	Diakon Child, Family and Community Ministries	Housing and Urban Development	Statewide Adoption and Permanency Network	Diakon Medical Group	Programs Subtotal	Management and General	Fundraising	Supporting Subtotal	Total Expenses		
Salaries, benefits and staff costs	\$ 36,593,274	\$ 14,185,174	\$ 828,874	\$ 1,219,387	\$ -	\$ 52,826,709	\$ 6,051,381	\$ 19,979	\$ 6,071,360	\$ 58,898,069		
Utilities	2,853,532	463,291	502,374	243,126	-	4,062,323	1,074,289	405	1,074,694	5,137,017		
Maintenance and repairs	3,199,826	446,939	232,998	258,352	1,286	4,139,401	1,830,217	26,040	1,856,257	5,995,658		
Contracted costs	15,418,899	926,099	22,764	67,691,064	-	84,058,826	2,480,644	2,083	2,482,727	86,541,553		
Program costs	3,099,576	3,801,899	3,502	225,048	-	7,130,025	17,404	-	17,404	7,147,429		
Administrative costs	4,693,971	2,195,115	664,346	1,106,729	8,552	8,668,713	1,372,861	28,887	1,401,748	10,070,461		
Management fee	-	-	-	-	-	-	2,226,308	-	2,226,308	2,226,308		
Nursing home assessment	703,364	-	-	-	-	703,364	-	-	-	703,364		
Interest	4,802,068	4,165	371,663	-	-	5,177,896	177,827	-	177,827	5,355,723		
Depreciation and amortization	11,529,854	220,863	705,733	-	-	12,456,450	1,512,403	-	1,512,403	13,968,853		
Total expenses	\$ 82,894,364	\$ 22,243,545	\$ 3,332,254	\$ 70,743,706	\$ 9,838	\$ 179,223,707	\$ 16,743,334	\$ 77,394	\$ 16,820,728	\$ 196,044,435		
	Year Ended December 31, 2021											
	Program Activities						Supporting Activities					
	Senior Living Services	Diakon Child, Family and Community Ministries	Housing and Urban Development	Statewide Adoption and Permanency Network	Diakon Medical Group	Programs Subtotal	Management and General	Fundraising	Supporting Subtotal	Total Expenses		
Salaries, benefits and staff costs	\$ 54,155,348	\$ 13,300,744	\$ 691,484	\$ 1,136,306	\$ 598,224	\$ 69,882,106	\$ 8,816,637	\$ 240,808	\$ 9,057,445	\$ 78,939,551		
Utilities	4,407,123	472,235	506,036	233,343	7,594	5,626,331	1,059,763	1,649	1,061,412	6,687,743		
Maintenance and repairs	4,922,311	122,778	249,172	329,310	2,591	5,626,162	2,076,451	32,542	2,108,993	7,735,155		
Contracted costs	26,873,169	846,319	8,345	66,888,071	3,052	94,618,956	2,110,771	7,478	2,118,249	96,737,205		
Program costs	5,109,788	3,973,641	10,995	13,435	-	9,107,859	9,990	-	9,990	9,117,849		
Administrative costs	5,369,732	2,090,442	554,624	653,773	48,695	8,717,266	1,105,855	35,970	1,141,825	9,859,091		
Management fee	-	-	-	-	-	-	2,247,183	-	2,247,183	2,247,183		
Nursing home assessment	883,773	-	-	-	-	883,773	-	-	-	883,773		
Interest	7,573,032	5,923	462,144	-	289	8,041,388	186,761	-	186,761	8,228,149		
Depreciation and amortization	14,990,893	281,883	737,677	-	6,804	16,017,257	1,412,515	-	1,412,515	17,429,772		
Total expenses	\$ 124,285,169	\$ 21,093,965	\$ 3,220,477	\$ 69,254,238	\$ 667,249	\$ 218,521,098	\$ 19,025,926	\$ 318,447	\$ 19,344,373	\$ 237,865,471		

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

15. Commitments and Contingencies

The Corporation has entered into various construction contracts related to campus renovation and or expansion activities at certain senior living communities. Contractual commitments as of December 31, 2022, totaled approximately \$38,146,000.

From time to time, the Corporation is involved in claims and legal actions arising in the ordinary course of business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Corporation's consolidated financial position or results of operations.

16. COVID-19 Pandemic

In March 2020, the World Health Organization recognized the novel strain of coronavirus, COVID-19, as a pandemic. This coronavirus outbreak has severely restricted the level of economic activity around the world. The pandemic has significantly impacted both the world and U.S. economies. Since March 2020, many state and local governments, in addition to the federal government, reacted to the public health crisis, creating significant uncertainties in the U.S. economy.

Federal and state governments have passed legislation, promulgated regulations, and taken other administrative actions intended to assist health care providers in providing care to COVID-19 and other patients during the public health emergency. Sources of relief include the federal Coronavirus Aid, Relief, and Economic Security (CARES) Act, which was enacted on March 27, 2020, which included, among other programs, the Paycheck Protection Program (PPP) and the Provider Relief Fund (PRF).

The material government funding received by the Corporation, and the corresponding accounting for the funding, is outlined below:

U.S. Department of Health and Human Services (HHS) Provider Relief Fund: During the years ended December 31, 2022 and 2021, the Corporation received \$0 and \$1,899,553, respectively, in funding through the HHS PRF program established by the CARES Act. According to guidance provided by the HHS, these funds may only be used when health care providers experience a loss in revenue and/or incur expenses as a result of the COVID-19 pandemic. Additionally, health care providers must comply with certain terms and conditions, established by the HHS, when spending the funds. If the health care provider is unable to justify utilization of the funds through lost revenue or COVID-19 expenses, the funds must be returned to the HHS.

The balance of advanced PRF funds unused to offset lost revenue and qualified expenditures is reported in provider relief, paycheck protection program, and other funds on the consolidated balance sheets. Based on the Corporation's calculation of lost revenue and COVID-19 expenses, the Corporation has recognized \$1,427,946 and \$4,267,798 as federal award revenue during the years ended December 31, 2022 and 2021, respectively, which is reported in contract revenue on the consolidated statements of operations and changes in net assets, while \$0 and \$1,427,946 are reported within provider relief, paycheck protection program, and other funds on the consolidated balance sheets as of December 31, 2022 and 2021, respectively.

Diakon and Controlled Affiliates

Notes to Consolidated Financial Statements
December 31, 2022 and 2021

Pennsylvania Office of Long-Term Living, Coronavirus Relief Fund Awards: During the year ended December 31, 2021, the Corporation was awarded \$2,305,315 in CARES Act funding for the Pennsylvania programs through the Office of Long-Term Living to benefit nursing facilities, licensed personal care homes, and licensed assisted living residences. According to guidance provided by federal and state governments, these funds may only be used when health care providers experience a loss in revenue and/or incur expenses as a result of the COVID-19 pandemic. Additionally, health care providers must comply with certain terms and conditions, established by federal and state governments, when spending the funds. If the health care provider is unable to justify utilization of the funds through COVID-19 expenses, the funds must be returned to the Pennsylvania State Treasury. Based on the Corporation's calculation of lost revenue and COVID-19 expenses, the Corporation utilized a portion of the funding awarded from Pennsylvania and has recognized \$1,501,706 as award revenue during the year ended December 31, 2021, while \$803,609 is reported as a liability in provider relief, paycheck protection program, and other funds. During the year ended December 31, 2022, the Corporation received \$798,351 of funding from the Pennsylvania Office of Long-Term Living under the American Rescue Plan Act. The Corporation recognized \$278,917 (\$216,500 -2021 funding, \$62,417 - 2022 funding) of these funds which is reported in contract revenue on the statement of operations and changes in net assets, while \$1,322,165 is reported within provider relief, paycheck protection program, and other funds on the consolidated balance sheet as of December 31, 2022.

Paycheck Protection Program Loan: The Corporation obtained a loan in June 2021 for DLSM in the amount of \$8,484,432 and two loans totaling \$2,905,785 in April and May 2020 (\$2,690,790 for DCFCM and \$214,995 for DMG) under the Paycheck Protection Program pursuant to the CARES Act. The Corporation elected to account for the PPP loan relative to DLSM as a current liability in provider relief, paycheck protection program, and other funds on the consolidated balance sheets as of December 31, 2021. The proceeds from the loans must be spent on qualifying expenses such as covered payroll costs, mortgage interest on real or personal property, rental obligations on real or personal property, and covered utility costs allowed under the CARES Act. The Corporation selected the twenty-four-week covered period as allowed under the CARES Act. The Corporation has endeavored to use the loan proceeds in accordance with the terms of the PPP and has fully expended funds on qualifying expenses. The DCFCM and DMG loans were forgiven by the federal Small Business Administration in June 2021 and the Corporation recognized \$2,905,785 in contract revenue on the statement of operations and changes in net assets for the year ended December 31, 2021. The DLSM loan was forgiven on January 21, 2022 and the Corporation recognized \$8,484,432 in contract revenue on the statement of operations and changes in net assets for the year ended December 31, 2022.

The Corporation received Medicare Advance Payments (advance payments) totaling \$3,181,397 in April 2020 from the CMS to alleviate the financial burden health care providers faced in the early stages of combating COVID-19. Mandatory repayment of unreturned advance payments began one year after the first payment was received by recouping a percent of the Corporation's claims over a 17-month period. Any unpaid advance payments that remain 29 months after the first payment was received will be subject to interest. The Medicare advance payments are included in estimated third-party payor settlements as a liability as of December 31, 2021 and were fully paid during calendar year 2022.

17. Subsequent Events

The Corporation has evaluated subsequent events through the April 27, 2023, the date the consolidated financial statements were issued, and determined there were no additional subsequent events requiring disclosure or adjustment to the consolidated financial statements.

Diakon and Controlled Affiliates

Schedule of Consolidating Information, Balance Sheet

December 31, 2022

	DLSM Obligated Group	Nonobligated Group				Elimination Entries	Total
		Diakon Lutheran Fund	Diakon Child, Family & Community Ministries	Old Main LLC	Other		
Assets							
Current assets:							
Cash and cash equivalents	\$ 4,075,647	\$ -	\$ 3,121,367	\$ -	\$ 2,064,944	\$ -	\$ 9,261,958
Assets limited as to use	11,065,998	-	-	-	-	-	11,065,998
Accounts receivable, net:							
Patients and residents	7,067,858	-	2,643	-	(677)	-	7,069,824
Statewide Adoption and Permanency Network	-	-	-	-	12,126,420	-	12,126,420
Other client services	3,644,702	-	4,396,363	-	1,566	(3,688,574)	4,354,057
Intercompany	6,606,108	(252,048)	(977,664)	(221,129)	(5,155,267)	-	-
Estimated third-party payor settlements	447,335	-	(3,042)	-	(5,249)	-	439,044
Prepaid expenses and other assets	2,893,292	77,044	46,354	-	198,024	-	3,214,714
Total current assets	35,800,940	(175,004)	6,586,021	(221,129)	9,229,761	(3,688,574)	47,532,015
Investments	112,644,781	18,723,613	6,847,371	-	1,265,595	-	139,481,360
Assets limited as to use, less current portion:							
Statutory minimum liquid reserves	5,523,908	-	-	-	-	-	5,523,908
Other	39,096,542	2,907,725	3,278,499	-	2,878,582	-	48,161,348
Investment in joint venture	1,417,665	-	-	-	-	-	1,417,665
Land, buildings and equipment, net	127,643,353	-	1,207,617	4,300,422	3,854,510	-	137,005,902
Finance lease right-of-use assets, net	563,714	-	82,898	-	69,296	-	715,908
Operating lease right-of-use assets	1,118,400	-	661,635	-	114,268	-	1,894,303
Other assets:							
Receivables from charitable gift annuities	270,085	-	-	-	-	-	270,085
Funds held in trust by others and beneficial interest in trust	25,987,871	8,528,955	-	-	-	-	34,516,826
Swap agreement	70,410	-	-	-	-	-	70,410
Other assets	850,119	-	-	-	-	-	850,119
Total assets	\$ 350,987,788	\$ 29,985,289	\$ 18,664,041	\$ 4,079,293	\$ 17,412,012	\$ (3,688,574)	\$ 417,439,849

Diakon and Controlled Affiliates

Schedule of Consolidating Information, Balance Sheet

December 31, 2022

	DLSM Obligated Group	Nonobligated Group				Elimination Entries	Total
		Diakon Lutheran Fund	Diakon Child, Family & Community Ministries	Old Main LLC	Other		
Liabilities and Net Assets							
Current liabilities:							
Accounts payable and accrued expenses	\$ 14,068,601	\$ -	\$ 893,523	\$ -	\$ 13,754,726	\$ (3,688,574)	\$ 25,028,276
Provider relief, paycheck protection program, and other funds	1,322,166	-	1,432,392	-	-	-	2,754,558
Deposits, patients and residents	278,163	-	-	-	126,755	-	404,918
Estimated third-party payor settlements	449,253	-	48,994	-	-	-	498,247
Current finance lease liabilities	172,256	-	40,412	-	19,271	-	231,939
Current operating lease liabilities	489,436	-	127,210	-	191,758	-	808,404
Current maturities of long-term debt	4,032,000	-	-	208,744	371,068	-	4,611,812
Total current liabilities	20,811,875	-	2,542,531	208,744	14,463,578	(3,688,574)	34,338,154
Pension liability	24,796,630	-	-	-	-	-	24,796,630
Deferred revenue, entrance fee agreements	57,255,785	-	-	-	-	-	57,255,785
Refundable entrance fee liability	17,395,567	-	-	-	-	-	17,395,567
Other long-term liabilities	1,341,681	-	-	-	4,120	-	1,345,801
Long-term financing lease liabilities	371,900	-	42,309	-	44,801	-	459,010
Long-term operating lease liabilities	711,326	-	534,982	-	(77,489)	-	1,168,819
Long-term debt, less current maturities and debt issuance costs	123,639,761	-	-	4,203,495	11,386,850	-	139,230,106
Total liabilities	246,324,525	-	3,119,822	4,412,239	25,821,860	(3,688,574)	275,989,872
Net assets (deficit):							
Without donor restrictions	58,239,680	18,487,951	12,857,138	(332,946)	(8,556,585)	-	80,695,238
With donor restrictions	46,423,583	11,497,338	2,687,081	-	146,737	-	60,754,739
Total net assets (deficit)	104,663,263	29,985,289	15,544,219	(332,946)	(8,409,848)	-	141,449,977
Total liabilities and net assets (deficit)	\$ 350,987,788	\$ 29,985,289	\$ 18,664,041	\$ 4,079,293	\$ 17,412,012	\$ (3,688,574)	\$ 417,439,849

Diakon and Controlled Affiliates

Schedule of Consolidating Information, Statement of Operations and Changes in Net Assets (Deficit)

Year ended December 31, 2022

	DLSM Obligated Group	Nonobligated Group					Elimination Entries	Total
		Diakon Lutheran Fund	Diakon Child, Family & Community Ministries	Old Main LLC	Other	Subtotal		
Operating revenues, gains and other support:								
Patient and resident service revenue, net	\$ 72,391,522	\$ -	\$ -	\$ -	\$ (419,169)	\$ 71,972,353	\$ -	\$ 71,972,353
Patient and resident service revenue, nursing home assessment	1,940,000	-	-	-	-	1,940,000	-	1,940,000
Amortization of entrance fees	8,178,596	-	-	-	-	8,178,596	-	8,178,596
Contract revenue	10,079,987	-	16,290,636	-	1,914,167	28,284,790	(712,140)	27,572,650
Grants from affiliates	1,064,400	-	286,353	423,482	-	1,774,235	(1,774,235)	-
Other fees and services	5,384,802	-	9,387,224	16,050	1,646,109	16,434,185	(4,081,650)	12,352,535
Statewide Adoption and Permanency Network revenue	-	-	-	-	73,899,267	73,899,267	-	73,899,267
Investment income, net of expenses	3,658,448	499,313	113,409	-	95,443	4,366,613	(514,982)	3,851,631
Income from trusts	1,386,793	346,733	-	-	-	1,733,526	-	1,733,526
Contributions and bequests	1,263,332	10,309	128,203	-	543	1,402,387	-	1,402,387
Net assets released from restrictions, operations	1,103,540	120,199	245,239	-	22,986	1,491,964	-	1,491,964
Gain on disposal of assets	13,246,387	-	-	-	8,715,989	21,962,376	(1,584,433)	20,377,943
Gain on insurance proceeds	18,188	-	-	-	-	18,188	-	18,188
Total operating revenues, gains and other support	119,715,995	976,554	26,451,064	439,532	85,875,335	233,458,480	(8,667,440)	224,791,040
Expenses								
Salaries and wages	26,982,738	-	10,672,631	-	1,522,996	39,178,365	-	39,178,365
Employee benefits	5,941,045	-	3,293,855	-	373,307	9,608,207	-	9,608,207
Other expenses	46,961,047	1,413,753	10,552,036	66,730	1,950,097	60,943,663	(5,660,238)	55,283,425
Other expenses, Statewide Adoption and Permanency Network	-	-	-	-	72,854,302	72,854,302	(907,804)	71,946,498
Nursing home assessment	703,364	-	-	-	-	703,364	-	703,364
Interest	4,802,069	-	4,165	177,827	985,561	5,969,622	(613,899)	5,355,723
Depreciation and amortization	12,805,395	-	220,863	215,296	1,137,385	14,378,939	(410,086)	13,968,853
Total expenses	98,195,658	1,413,753	24,743,550	459,853	78,823,648	203,636,462	(7,592,027)	196,044,435
Operating income (loss)	21,520,337	(437,199)	1,707,514	(20,321)	7,051,687	29,822,018	(1,075,413)	28,746,605
Non-operating income (loss):								
Net periodic pension benefit, non-service component	264,551	-	131,612	-	7,484	403,647	-	403,647
Equity gains in joint venture	88,383	-	-	-	-	88,383	-	88,383
Unrealized losses on investments	(21,267,673)	(3,932,586)	(527,497)	-	(804,779)	(26,532,535)	-	(26,532,535)
Loss from early extinguishment of debt	(865,823)	-	-	-	-	(865,823)	-	(865,823)
Total non-operating income (loss)	(21,780,562)	(3,932,586)	(395,885)	-	(797,295)	(26,906,328)	-	(26,906,328)
Excess (deficit) of operating revenues, gains and other support over expenses	(260,225)	(4,369,785)	1,311,629	(20,321)	6,254,392	2,915,690	(1,075,413)	1,840,277
Other changes:								
Pension-related changes other than net periodic pension benefit	11,584,094	-	-	-	-	11,584,094	-	11,584,094
Increase in fair value of swap agreement	766,985	-	-	-	-	766,985	-	766,985
Net assets released from restrictions, capital	372,344	-	-	-	-	372,344	-	372,344
Total other changes	12,723,423	-	-	-	-	12,723,423	-	12,723,423
Increase (decrease) in net assets (deficit) without donor restrictions	\$ 12,463,198	\$ (4,369,785)	\$ 1,311,629	\$ (20,321)	\$ 6,254,392	\$ 15,639,113	\$ (1,075,413)	\$ 14,563,700

Diakon and Controlled Affiliates

Schedule of Consolidating Information, Statement of Operations and Changes in Net Assets (Deficit)

Year Ended December 31, 2022

	DLSM Obligated Group	Nonobligated Group					Elimination Entries	Total
		Diakon Lutheran Fund	Diakon Child, Family & Community Ministries	Old Main LLC	Other	Subtotal		
Net assets with donor restrictions:								
Contributions and bequests	\$ 411,286	\$ 1,199	\$ 29,909	\$ -	\$ 156	\$ 442,550	\$ -	\$ 442,550
Investment income, net of expenses	486,027	75,782	63,640	-	5,593	631,042	-	631,042
Unrealized losses on investments	(3,689,761)	(577,373)	(494,118)	-	(42,606)	(4,803,858)	-	(4,803,858)
Net assets released from restrictions, operations	(1,103,540)	(120,199)	(245,239)	-	(22,986)	(1,491,964)	-	(1,491,964)
Net assets released from restrictions, capital	(372,344)	-	-	-	-	(372,344)	-	(372,344)
Change in beneficial interest in trust	(397,779)	-	-	-	-	(397,779)	-	(397,779)
Decrease in fair value of funds held in trust by others	(6,398,570)	(2,073,589)	-	-	-	(8,472,159)	-	(8,472,159)
Decrease in net assets with donor restrictions	(11,064,681)	(2,694,180)	(645,808)	-	(59,843)	(14,464,512)	-	(14,464,512)
Increase (decrease) in net assets (deficit)	1,398,517	(7,063,965)	665,821	(20,321)	6,194,549	1,174,601	(1,075,413)	99,188
Net assets (deficit), beginning	103,264,746	37,049,254	14,878,398	(312,625)	(14,604,397)	140,275,376	1,075,413	141,350,789
Net assets (deficit), ending	<u>\$ 104,663,263</u>	<u>\$ 29,985,289</u>	<u>\$ 15,544,219</u>	<u>\$ (332,946)</u>	<u>\$ (8,409,848)</u>	<u>\$ 141,449,977</u>	<u>\$ -</u>	<u>\$ 141,449,977</u>

Diakon and Controlled Affiliates

Schedule of Consolidating Information, Statement of Cash Flows
Year Ended December 31, 2022

	DLSM Obligated Group	Nonobligated Group					Elimination Entries	Total
		Diakon Lutheran Fund	Diakon Child, Family & Community Ministries	Old Main LLC	Other			
Cash flows from operating activities:								
Increase (decrease) in net assets (deficit)	\$ 1,398,517	\$ (7,063,965)	\$ 665,821	\$ (20,321)	\$ 6,194,549	\$ (1,075,413)		\$ 99,188
Adjustments to reconcile increase (decrease) in net assets (deficit) to net cash provided by (used in) operating activities:								
Net realized gains on investments	(660)	-	(684)	-	-	-		(1,344)
Net unrealized losses on investments	24,957,434	4,509,959	1,021,615	-	847,385	-		31,336,393
Depreciation and amortization	12,805,395	-	220,863	215,296	1,137,385	(410,086)		13,968,853
Amortization of debt issuance costs	151,937	-	-	9,182	34,356	-		195,475
Decrease in pension liability	(11,987,742)	-	-	-	-	-		(11,987,742)
Amortization of bond premium	(712,585)	-	-	-	-	-		(712,585)
Amortization of entrance fees	(8,178,596)	-	-	-	-	-		(8,178,596)
Proceeds from entrance fees	14,465,289	-	-	-	-	-		14,465,289
Change in funds held in trust by others and beneficial interest in trust	6,796,349	2,073,589	-	-	-	-		8,869,938
Gain on fair value of swap agreement	(766,985)	-	-	-	-	-		(766,985)
Equity in gains of joint ventures	(88,383)	-	-	-	-	-		(88,383)
Gains on disposal of assets	(13,246,387)	-	-	-	(8,715,989)	1,584,433		(20,377,943)
Loss from early extinguishment of debt	865,823	-	-	-	-	-		865,823
Variable lease adjustments	(6,979)	-	-	-	-	(17)		(6,996)
Changes in assets and liabilities:								
Accounts receivable and estimated third-party payor settlements	2,038,850	92,353	(2,363,666)	4,585	(10,602,176)	2,659,770		(8,170,284)
Prepaid expenses and other current assets	(116,092)	(34,923)	(6,279)	-	(21,560)	-		(178,854)
Operating lease right-of-use assets	432,665	-	(455,932)	-	14,289	-		(8,978)
Other assets	(192,631)	-	-	-	-	-		(192,631)
Accounts payable, accrued expenses, and other liabilities	(10,500,793)	-	1,112,390	-	7,298,709	(3,038,284)		(5,127,978)
Deposits, patients and residents	(70,304)	-	-	-	2,999	-		(67,305)
Operating lease liabilities	(452,302)	-	456,223	-	(14,161)	-		(10,240)
Net cash provided by (used in) operating activities	17,591,820	(422,987)	650,351	208,742	(3,824,214)	(279,597)		13,924,115
Cash flows from investing activities:								
Purchases of investments and assets limited as to use	(19,666,361)	(1,059,917)	(4,763,358)	-	(829,746)	-		(26,319,382)
Proceeds from sales of investments and assets limited as to use	20,724,199	1,414,481	592,471	-	4,527,977	-		27,259,128
Contributions and charitable gift/remainder trusts	194,648	7,240	-	-	-	-		201,888
Purchase of property and equipment	(13,886,156)	-	(128,823)	1	(206,648)	-		(14,221,626)
Proceeds from sale of property and equipment	24,447,484	-	-	-	(22,224)	-		24,425,260
Acquisition of leased property and equipment	(4,048)	-	-	-	(275,549)	279,597	-	-
Net cash provided by (used in) investing activities	\$ 11,809,766	\$ 361,804	\$ (4,299,710)	\$ 1	\$ 3,193,810	\$ 279,597		\$ 11,345,268

Diakon and Controlled Affiliates

Schedule of Consolidating Information, Statement of Cash Flows
Year Ended December 31, 2022

	DLSM Obligated Group	Nonobligated Group					Elimination Entries	Total
		Diakon Lutheran Fund	Diakon Child, Family & Community Ministries	Old Main LLC	Other			
Cash flows from financing activities:								
Payment of long-term debt	\$ (6,171,000)	\$ -	\$ -	\$ (208,743)	\$ (361,648)	\$ -	-	\$ (6,741,391)
Proceeds from issuance of long-term debt	27,014,532	-	-	-	-	-	-	27,014,532
Payment of deferred debt issuance costs	(753,598)	-	-	-	-	-	-	(753,598)
Bond refunding	(23,837,190)	-	-	-	-	-	-	(23,837,190)
Principal payments under finance lease obligations	(209,279)	-	(41,716)	-	(22,704)	-	-	(273,699)
Net payments on lines of credit	(451,747)	-	-	-	-	-	-	(451,747)
Proceeds from entrance fees	1,716,175	-	-	-	-	-	-	1,716,175
Refunds of entrance fees	(4,570,283)	-	-	-	-	-	-	(4,570,283)
Net cash used in financing activities	(7,262,390)	-	(41,716)	(208,743)	(384,352)	-	-	(7,897,201)
Net increase (decrease) in cash, cash equivalents and restricted cash	22,139,196	(61,183)	(3,691,075)	-	(1,014,756)	-	-	17,372,182
Cash, cash equivalents and restricted cash, beginning	15,321,883	302,949	7,586,094	-	5,771,081	-	-	28,982,007
Cash, cash equivalents and restricted cash, ending	<u>\$ 37,461,079</u>	<u>\$ 241,766</u>	<u>\$ 3,895,019</u>	<u>\$ -</u>	<u>\$ 4,756,325</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 46,354,189</u>
Reconciliation of cash, cash equivalents and restricted cash amounts included in these lines on the schedule of consolidating information, balance sheet								
Current assets:								
Cash and cash equivalents	\$ 4,075,647	\$ -	\$ 3,121,367	\$ -	\$ 2,064,944	\$ -	-	\$ 9,261,958
Assets limited as to use	11,065,998	-	-	-	-	-	-	11,065,998
Assets limited to use, less current portion;								
Other	22,319,434	241,766	773,652	-	2,691,381	-	-	26,026,233
Total cash, cash equivalents and restricted cash	<u>\$ 37,461,079</u>	<u>\$ 241,766</u>	<u>\$ 3,895,019</u>	<u>\$ -</u>	<u>\$ 4,756,325</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 46,354,189</u>

Diakon and Controlled Affiliates

Statutory Minimum Liquid Reserve

December 31, 2022

2023 Budgeted Operating Expenses (All Diakon Facilities that offer a continuum of care)	\$ 99,492,253
Less depreciation expense	<u>12,608,298</u>
Expenses subject to minimum liquid reserve requirement	86,883,955
Percentage (%) of residents subject to residence and care arrangements as of December 31, 2022	<u>57.890685%</u>
Expenses subject to minimum liquid reserve requirement	50,297,717
Statutory requirement	<u>10.0%</u>
Statutory minimum liquid reserve requirement	<u>\$ 5,029,772 (a)</u>
Next 12 months debt service payments:	
Principal and interest payments	\$ 9,541,963
Percentage (%) of residents subject to residence and care arrangements as of December 31, 2022	<u>57.890685%</u>
Statutory minimum liquid reserve requirement	<u>\$ 5,523,908 (b)</u>
Assets satisfying statutory minimum liquid reserve requirement as of December 31, 2022:	
Cash and cash equivalents	4,075,649
Investments	118,168,689
Assets limited as to use	<u>5,685,323</u>
	127,929,661
Greater of (a) or (b)	<u>5,523,908</u>
Assets in excess of statutory minimum liquid reserve requirement	<u>\$ 122,405,753</u>