

HumanGood

Consolidated Financial Statements
and Supplementary Information

December 31, 2020

HumanGood

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Accountants' Compilation Report

To the Board of Directors of
HumanGood

Management is responsible for the accompanying consolidated financial statements of HumanGood, which comprise the consolidated balance sheet as of December 31, 2020, and the related consolidated statements of operations and changes in net assets and cash flows the year then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the consolidated financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. We do not express an opinion, a conclusion, nor provide any form of assurance on these consolidated financial statements.

Management has elected to omit substantially all the disclosures ordinarily included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the consolidated financial statements, they might influence the user's conclusions about HumanGood's financial position, results of operations and cash flows. Accordingly, the consolidated financial statements are not designed for those who are not informed about such matters.

Accounting principles generally accepted in the United States of America require recording the net assets acquired in a business combination at fair value at the date control is obtained. Management has informed us that the net assets acquired on June 30, 2019 from the affiliation with HumanGood East were recorded at the predecessor's historical basis at the date of affiliation rather than at fair value. Management has not determined the effect of this departure on the consolidated financial statements.

The accompanying supplementary information 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. The supplementary information was subject to our compilation engagement. We have not audited or reviewed the supplementary information and do not express an opinion, a conclusion, nor provide any assurance on such information.

Due to our involvement in a separate consulting engagement, we are not independent with respect to Beacon Development Group, LLC, a member of HumanGood Cornerstone and Affiliates included in the supplementary information.

Baker Tilly US, LLP

Philadelphia, Pennsylvania
August 31, 2021

HumanGood

Consolidated Balance Sheet

December 31, 2020

(In Thousands)

Assets		Liabilities and Net Assets	
Current Assets		Current Liabilities	
Cash and cash equivalents	\$ 64,024	Accounts payable and accrued expenses	\$ 80,519
Current portion of restricted cash	27,977	Deposits	6,466
Resident accounts receivable, net	22,278	Accrued interest	6,448
Other receivables	18,244	Current portion of long-term debt	16,117
Current portion of restricted investments	6,011	Entrance fee rebates payable	1,006
Prepaid expenses, deposits and other assets	<u>11,129</u>		
Total current assets	149,663	Total current liabilities	110,556
Restricted Cash	43,931	Notes and Bonds Payable, Net	1,261,428
Investments	382,485	Subordinated Notes and Liquidity Support Payable	2,250
Designated Investments	123,966	Rebatable Entrance Fees Due	355,779
Restricted Investments	115,161	Entrance Fees Subject to Refund	92,912
Beneficial Interest in Split Interest Agreements and Perpetual Trusts	9,119	Entrance Fees Nonrefundable	253,933
Land, Buildings and Equipment, Net	1,517,739	Future Service Benefit Obligations	11,895
Other Assets	18,343	Revocable Trusts	275
		Obligations Under Annuity Agreements	3,399
		Retirement Liabilities	4,888
		Workers' Compensation Liability	16,758
		Other Liabilities	<u>25,065</u>
		Total liabilities	<u>2,139,138</u>
		Net Assets	
		Without donor restrictions of the controlling interest	22,988
		Without donor restrictions of the noncontrolling interest	130,921
		With donor restrictions	<u>67,360</u>
		Total net assets	<u>221,269</u>
Total assets	<u>\$ 2,360,407</u>	Total liabilities and net assets	<u>\$ 2,360,407</u>

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Consolidated Statement of Operations and Changes in Net Assets

Year Ended December 31, 2020

(In Thousands)

Operating Revenues

Residential living	\$	160,534
Assisted living		45,326
Health center		123,600
Memory care		19,738
Personal care		10,708
Other residential services		6,734
Amortization of entrance fees		58,671
COVID relief funding		14,091
Other operating revenue		11,258
Affordable housing fees		69,899
Net assets released from restrictions		5,562
Unrestricted contributions		1,571
Change in future service obligations		(2,566)

Total operating revenues 525,126

Operating Expenses

Salaries and wages		211,211
Employee benefits		53,615
Supplies		37,485
Ancillary services		18,348
Repairs and maintenance		10,811
Marketing and advertising		6,340
Purchased services		35,490
Management fees		383
Utilities		23,302
Travel and related		1,701
Leases and rents		2,824
Insurance		7,920
Other operating expenses		16,959

Total operating expenses 426,389

Income before other operating income (expense) 98,737

Other Operating Income (Expense)

Realized gains on investments, net		5,573
Change in unrealized gains on investments, net		24,828
Investment income, net		10,995
Mortgage interest		(39,512)
Depreciation		(89,799)
Loss on early retirement of debt		(7,620)
Loss on disposal of fixed assets		(145)

Income from operations 3,057

HumanGood

Consolidated Statement of Operations and Changes in Net Assets

Year Ended December 31, 2020

(In Thousands)

Other Changes in Net Assets Without Donor Restrictions

Change in minimum pension liability	\$	(875)
Other affiliate distributions and equity transfers		136
Net assets released from restrictions used for property and equipment		279
Unrealized losses on interest rate caps		544
Contributions from noncontrolling interest		20,232
Other nonoperating expense, net		(32)

Change in net assets without donor restrictions 23,341

Net Assets With Donor Restrictions

Dividend and interest income		1,243
Unrealized gains on investments with donor restrictions, net		3,529
Restricted equity contributions		456
Contributions		6,491
Net assets released from restrictions for benevolence		(1,664)
Contractual payments to beneficiaries		(1,558)
Realized gains on investments, net		193
Contractual liability adjustments		498
Net assets released from restrictions for special project funds		(4,177)

Change in net assets with donor restrictions 5,011

Change in net assets 28,352

Net Assets, Beginning 192,917

Net Assets, Ending \$ 221,269

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Consolidated Statement of Cash Flows

Year Ended December 31, 2020

(In Thousands)

Cash Flows From Operating Activities

Cash received for resident services	\$ 383,867
Cash received from nonrebatable entrance fees from reoccupancy	56,874
Cash received from COVID relief funding	14,242
Cash received from other operating activities	65,748
Cash received from bequests and trust maturities	1,571
Cash earnings realized from investments	8,050
Cash paid for employee salaries	(190,405)
Cash paid for employee benefits	(52,189)
Cash paid for temporary labor	(18,754)
Cash paid to vendors	(157,733)
Cash paid for interest	(38,776)

Net cash provided by operating activities 72,495

Cash Flows From Investing Activities

Acquisition of land, buildings and equipment	(150,499)
Net purchases of unrestricted investments	(9,536)
Net sales of restricted investments	1,351

Net cash used in investing activities (158,684)

Cash Flows From Financing Activities

Cash received from initial entrance fees and deposits	12,683
Proceeds from rebatable entrance fees	25,208
Refunds of deposits and refundable entrance fees	(42,819)
Proceeds from issuance of notes and bonds payable	96,616
Principal payments on notes and bonds payable	(35,654)
Cash paid for bond issuance costs	(2,191)
Cash paid for interest rate caps	(223)
Cash paid from other trust activity	(5,166)
Other affiliate distributions and equity transfers	93
Contributions from noncontrolling interest	20,232
Cash received from restricted contributions	6,480

Net cash provided by financing activities 75,259

Decrease in cash, cash equivalents and restricted cash (10,930)

Cash, Cash Equivalents and Restricted Cash, Beginning 197,769

Cash, Cash Equivalents and Restricted Cash, Ending \$ 186,839

Noncash Disclosures

Obligations incurred for the acquisition of property and equipment \$ 27,582

Compounding of accrued interest on Series 2012 B bonds
to Series 2012 B bonds principal \$ 231

Long-term debt repaid with proceeds from Series 2020 Bonds \$ 79,470

HumanGood

Consolidated Statement of Cash Flows

Year Ended December 31, 2020

(In Thousands)

Reconciliation of Cash, Cash Equivalents and Restricted

Cash to Consolidated Balance Sheet

Cash and cash equivalents	\$	64,024
Restricted cash included in restricted investments		50,907
Restricted cash		<u>71,908</u>
Total cash, cash equivalents and restricted cash	\$	<u><u>186,839</u></u>

HumanGood

Consolidating Balance Sheet Schedule
December 31, 2020
(In Thousands)

	HumanGood California Obligated Group and Foundation Affiliates	HumanGood Cornerstone and Affiliates	Eliminations	HumanGood
Assets				
Current Assets				
Cash and cash equivalents	\$ 23,013	\$ 41,011	\$ -	\$ 64,024
Current portion of restricted cash	-	27,977	-	27,977
Resident accounts receivable, net	12,682	9,596	-	22,278
Other receivables	7,789	10,568	(113)	18,244
Current portion of restricted investments	3,665	2,346	-	6,011
Intercompany advances due	7,675	63	(7,738)	-
Prepaid expenses, deposits and other assets	8,905	2,224	-	11,129
Total current assets	63,729	93,785	(7,851)	149,663
Restricted Cash	5,105	38,826	-	43,931
Investments	226,580	155,905	-	382,485
Designated Investments	123,966	-	-	123,966
Investments in HumanGood Nevada Bonds	4,242	-	(4,242)	-
Restricted Investments	74,690	40,471	-	115,161
Beneficial Interest in Split Interest Agreements and Perpetual Trusts	-	9,119	-	9,119
Subordinated Notes Receivable, Net	12,572	-	(12,572)	-
Land, Buildings and Equipment, Net	474,624	1,044,861	(1,746)	1,517,739
Interest and Management Fees Due From Affiliates	2,679	-	(2,679)	-
Other Assets	4,754	13,589	-	18,343
Total assets	<u>\$ 992,941</u>	<u>\$ 1,396,556</u>	<u>\$ (29,090)</u>	<u>\$ 2,360,407</u>

HumanGood

Consolidating Balance Sheet Schedule
December 31, 2020
(In Thousands)

	HumanGood California Obligated Group and Foundation Affiliates	HumanGood Cornerstone and Affiliates	Eliminations	HumanGood
Liabilities and Net Assets				
Current Liabilities				
Accounts payable and accrued expenses	\$ 35,755	\$ 45,506	\$ (742)	\$ 80,519
Payable to affiliates	-	8,209	(8,209)	-
Deposits	2,871	3,595	-	6,466
Accrued interest	2,349	4,701	(602)	6,448
Current portion of long-term debt	9,149	7,080	(112)	16,117
Entrance fee rebates payable	431	575	-	1,006
	<u>50,555</u>	<u>69,666</u>	<u>(9,665)</u>	<u>110,556</u>
Total current liabilities	50,555	69,666	(9,665)	110,556
Notes and Bonds Payable, Net	338,504	922,924	-	1,261,428
Subordinated Notes Held by Affiliates	-	29,032	(29,032)	-
Subordinated Notes and Liquidity Support Payable	-	6,500	(4,250)	2,250
Subordinated Management Fees	-	2,662	(2,662)	-
Rebatable Entrance Fees Due	178,166	177,613	-	355,779
Entrance Fees Subject to Refund	75,827	17,085	-	92,912
Entrance Fees Nonrefundable	187,787	66,146	-	253,933
Future Service Benefit Obligations	-	11,895	-	11,895
Revocable Trusts	275	-	-	275
Obligations Under Annuity Agreements	3,399	-	-	3,399
Retirement Liabilities	3,991	897	-	4,888
Workers' Compensation Liability	16,112	646	-	16,758
Other Liabilities	6,927	20,550	(2,412)	25,065
	<u>861,543</u>	<u>1,325,616</u>	<u>(48,021)</u>	<u>2,139,138</u>
Total liabilities	861,543	1,325,616	(48,021)	2,139,138
Net Assets				
Without donor restrictions of the controlling interest	93,789	(89,732)	18,931	22,988
Without donor restrictions of the noncontrolling interest	-	130,921	-	130,921
With donor restrictions	37,609	29,751	-	67,360
	<u>131,398</u>	<u>70,940</u>	<u>18,931</u>	<u>221,269</u>
Total net assets	131,398	70,940	18,931	221,269
Total liabilities and net assets	\$ 992,941	\$ 1,396,556	\$ (29,090)	\$ 2,360,407

HumanGood

Consolidating Statement of Operations and Changes in Net Assets Schedule

Year Ended December 31, 2020

(In Thousands)

	HumanGood California Obligated Group and Foundation Affiliates	HumanGood Cornerstone and Affiliates	Eliminations	HumanGood
Operating Revenues				
Residential living	\$ 107,674	\$ 52,860	\$ -	\$ 160,534
Assisted living	34,053	11,273	-	45,326
Health center	85,293	38,307	-	123,600
Memory care	13,854	5,884	-	19,738
Personal care	-	10,708	-	10,708
Other residential services	3,757	2,977	-	6,734
Amortization of entrance fees	44,275	14,396	-	58,671
COVID relief funding	8,338	5,753	-	14,091
Other operating revenue	7,692	8,511	(4,945)	11,258
Affordable housing fees	-	69,899	-	69,899
Net assets released from restrictions	4,125	1,437	-	5,562
Unrestricted contributions	1,333	238	-	1,571
Change in future service obligations	-	(2,566)	-	(2,566)
	<u>310,394</u>	<u>219,677</u>	<u>(4,945)</u>	<u>525,126</u>
Operating Expenses				
Salaries and wages	129,105	82,106	-	211,211
Employee benefits	34,592	19,023	-	53,615
Supplies	23,113	14,372	-	37,485
Ancillary services	12,178	6,170	-	18,348
Repairs and maintenance	4,682	6,129	-	10,811
Marketing and advertising	3,916	2,424	-	6,340
Purchased services	15,819	19,671	-	35,490
Management fees	-	4,851	(4,468)	383
Utilities	12,313	10,989	-	23,302
Travel and related	1,030	671	-	1,701
Leases and rents	1,884	940	-	2,824
Insurance	4,072	3,848	-	7,920
Other operating expenses	8,156	9,315	(512)	16,959
	<u>250,860</u>	<u>180,509</u>	<u>(4,980)</u>	<u>426,389</u>
Income before other operating income (expense)	59,534	39,168	35	98,737
Other Operating Income (Expense)				
Realized (losses) gains on investments, net	(2,543)	8,116	-	5,573
Change in unrealized gains on investments, net	19,817	5,011	-	24,828
Unrealized losses on investment in HumanGood Nevada Bonds	(535)	-	535	-
Investment income, net	6,612	4,682	(299)	10,995
Mortgage interest	(12,946)	(26,945)	379	(39,512)
Depreciation	(42,461)	(47,338)	-	(89,799)
Loss on early retirement of debt	(7,620)	-	-	(7,620)
Loss on disposal of fixed assets	-	(145)	-	(145)
	<u>19,858</u>	<u>(17,451)</u>	<u>650</u>	<u>3,057</u>

HumanGood

Consolidating Statement of Operations and Changes in Net Assets Schedule

Year Ended December 31, 2020

(In Thousands)

	HumanGood California Obligated Group and Foundation Affiliates	HumanGood Cornerstone and Affiliates	Eliminations	HumanGood
Other Changes in Net Assets Without Donor Restrictions				
Change in minimum pension liability	\$ (875)	\$ -	\$ -	\$ (875)
Other affiliate distributions and equity transfers	(5,142)	5,278	-	136
Net assets released from restrictions used for property and equipment	-	279	-	279
Unrealized gains (losses) on interest rate caps	808	(264)	-	544
Contributions from noncontrolling interest	-	20,232	-	20,232
Other nonoperating expense, net	-	(32)	-	(32)
	<u>14,649</u>	<u>8,042</u>	<u>650</u>	<u>23,341</u>
Net Assets With Donor Restrictions				
Dividend and interest income	698	545	-	1,243
Unrealized gains on investments with donor restrictions, net	2,039	1,490	-	3,529
Restricted equity contributions	456	-	-	456
Contributions	5,875	616	-	6,491
Net assets released from restrictions for benevolence	(227)	(1,437)	-	(1,664)
Contractual payments to beneficiaries	(1,558)	-	-	(1,558)
Realized (losses) gains on investments, net	(688)	881	-	193
Contractual liability adjustments	498	-	-	498
Net assets released from restrictions for special project funds	(3,898)	(279)	-	(4,177)
	<u>3,195</u>	<u>1,816</u>	<u>-</u>	<u>5,011</u>
Change in net assets with donor restrictions	3,195	1,816	-	5,011
Change in net assets	17,844	9,858	650	28,352
Net Assets, Beginning	<u>113,554</u>	<u>61,082</u>	<u>18,281</u>	<u>192,917</u>
Net Assets, Ending	<u>\$ 131,398</u>	<u>\$ 70,940</u>	<u>\$ 18,931</u>	<u>\$ 221,269</u>

HumanGood

Consolidating Statement of Cash Flows Schedule

Year Ended December 31, 2020

(In Thousands)

	HumanGood California Obligated Group and Foundation Affiliates	HumanGood Cornerstone and Affiliates	Eliminations	HumanGood
Cash Flows From Operating Activities				
Cash received for resident services	\$ 245,689	\$ 138,178	\$ -	\$ 383,867
Cash received from nonrebatable entrance fees from reoccupancy	43,923	12,951	-	56,874
Cash received from COVID relief funding	8,489	5,753	-	14,242
Cash received from other operating activities	5,879	64,337	(4,468)	65,748
Cash received from bequests and trust maturities	1,333	238	-	1,571
Cash earnings realized from investments	4,011	4,338	(299)	8,050
Cash paid for employee salaries	(118,407)	(71,998)	-	(190,405)
Cash paid for employee benefits	(32,646)	(19,543)	-	(52,189)
Cash paid for temporary labor	(9,920)	(8,834)	-	(18,754)
Cash paid to vendors	(80,369)	(84,710)	7,346	(157,733)
Cash paid for interest	(14,622)	(24,966)	812	(38,776)
Net cash provided by operating activities	<u>53,360</u>	<u>15,744</u>	<u>3,391</u>	<u>72,495</u>
Cash Flows From Investing Activities				
Acquisition of land, buildings and equipment	(35,322)	(115,177)	-	(150,499)
Net purchases of unrestricted investments	(8,968)	673	(1,241)	(9,536)
Net sales of restricted investments	1,351	-	-	1,351
Cash provided by intercompany and affiliate transactions	1,047	-	(1,047)	-
Net cash used in investing activities	<u>(41,892)</u>	<u>(114,504)</u>	<u>(2,288)</u>	<u>(158,684)</u>
Cash Flows From Financing Activities				
Cash received from initial entrance fees and deposits	-	12,683	-	12,683
Proceeds from rebatable entrance fees	16,406	8,802	-	25,208
Refunds of deposits and refundable entrance fees	(25,143)	(17,676)	-	(42,819)
Proceeds from issuance of notes and bonds payable	2,043	95,823	(1,250)	96,616
Principal payments on notes and bonds payable	(8,551)	(28,848)	1,745	(35,654)
Cash used in intercompany and affiliate transactions	-	1,598	(1,598)	-
Cash paid for bond issuance costs	(1,633)	(558)	-	(2,191)
Cash paid for interest rate caps	(223)	-	-	(223)
Cash paid from other trust activity	(5,166)	-	-	(5,166)
Other affiliate distributions and equity transfers	(5,142)	5,235	-	93
Contributions from noncontrolling interest	-	20,232	-	20,232
Cash received from restricted contributions	5,864	616	-	6,480
Net cash (used in) provided by financing activities	<u>(21,545)</u>	<u>97,907</u>	<u>(1,103)</u>	<u>75,259</u>
Decrease in cash, cash equivalents and restricted cash	(10,077)	(853)	-	(10,930)
Cash, Cash Equivalents and Restricted Cash, Beginning	<u>78,578</u>	<u>119,191</u>	<u>-</u>	<u>197,769</u>
Cash, Cash Equivalents and Restricted Cash, Ending	<u>\$ 68,501</u>	<u>\$ 118,338</u>	<u>\$ -</u>	<u>\$ 186,839</u>
Noncash Disclosures				
Obligations incurred for the acquisition of property and equipment	<u>\$ -</u>	<u>\$ 27,582</u>	<u>\$ -</u>	<u>\$ 27,582</u>
Compounding of accrued interest on Series 2012 B bonds to Series 2012 B bonds principal	<u>\$ -</u>	<u>\$ 231</u>	<u>\$ -</u>	<u>\$ 231</u>
Long-term debt repaid with proceeds from Series 2020 Bonds	<u>\$ 79,470</u>	<u>-</u>	<u>\$ -</u>	<u>\$ 79,470</u>
Reconciliation of Cash, Cash Equivalents and Restricted Cash to Consolidated Balance Sheet				
Cash and cash equivalents	\$ 23,013	\$ 41,011	\$ -	\$ 64,024
Restricted cash included in restricted investments	40,383	10,524	-	50,907
Restricted cash	5,105	66,803	-	71,908
Total cash, cash equivalents and restricted cash	<u>\$ 68,501</u>	<u>\$ 118,338</u>	<u>\$ -</u>	<u>\$ 186,839</u>

HumanGood California Obligated Group and Foundation Affiliates (Members of HumanGood)

Combining Balance Sheet Schedule

December 31, 2020

(In Thousands)

	HumanGood NorCal	HumanGood SoCal	HumanGood Fresno	Eliminations	HumanGood California Obligated Group	HumanGood Foundation West	HumanGood Foundation South	Combined Foundations	Eliminations	HumanGood California Obligated Group and Foundation Affiliates
Assets										
Current Assets										
Cash and cash equivalents	\$ 17,771	\$ 1,787	\$ 1,884	\$ -	\$ 21,442	\$ 721	\$ 850	\$ 1,571	\$ -	\$ 23,013
Resident accounts receivable, net	7,575	4,580	523	-	12,678	4	-	4	-	12,682
Other receivables	3,033	4,118	5	-	7,156	633	-	633	-	7,789
Current portion of restricted investments	3,661	-	4	-	3,665	-	-	-	-	3,665
Intercompany advances due	10,276	(1,150)	(1,264)	-	7,862	(168)	(19)	(187)	-	7,675
Prepaid expenses, deposits and other assets	6,234	1,350	1,321	-	8,905	-	-	-	-	8,905
Total current assets	48,550	10,685	2,473	-	61,708	1,190	831	2,021	-	63,729
Restricted Cash	-	5,105	-	-	5,105	-	-	-	-	5,105
Investments	102,124	98,966	15,889	-	216,979	-	9,601	9,601	-	226,580
Designated Investments	51,017	13,936	-	-	64,953	59,013	-	59,013	-	123,966
Investments in HumanGood Nevada Bonds	4,242	-	-	-	4,242	-	-	-	-	4,242
Restricted Investments	34,982	-	-	-	34,982	12,839	26,869	39,708	-	74,690
Subordinated Notes Receivable, Net	40,713	-	-	(28,141)	12,572	-	-	-	-	12,572
Land, Buildings and Equipment, Net	230,823	163,754	80,047	-	474,624	-	-	-	-	474,624
Interest and Management Fees Due From Affiliates	9,879	-	-	(7,200)	2,679	-	-	-	-	2,679
Other Assets	1,714	3,040	-	-	4,754	-	-	-	-	4,754
Total assets	\$ 524,044	\$ 295,486	\$ 98,409	\$ (35,341)	\$ 882,598	\$ 73,042	\$ 37,301	\$ 110,343	\$ -	\$ 992,941

HumanGood California Obligated Group and Foundation Affiliates (Members of HumanGood)

Combining Balance Sheet Schedule

December 31, 2020

(In Thousands)

	HumanGood NorCal	HumanGood SoCal	HumanGood Fresno	Eliminations	HumanGood California Obligated Group	HumanGood Foundation West	HumanGood Foundation South	Combined Foundations	Eliminations	HumanGood California Obligated Group and Foundation Affiliates
Liabilities and Net Assets (Deficit)										
Current Liabilities										
Accounts payable and accrued expenses	\$ 26,932	\$ 6,812	\$ 8,295	\$ (6,396)	\$ 35,643	\$ 83	\$ 29	\$ 112	\$ -	\$ 35,755
Deposits	1,983	766	122	-	2,871	-	-	-	-	2,871
Accrued interest	2,225	124	804	(804)	2,349	-	-	-	-	2,349
Current portion of long-term debt	5,894	2,206	1,049	-	9,149	-	-	-	-	9,149
Entrance fee rebates payable	-	233	198	-	431	-	-	-	-	431
Total current liabilities	37,034	10,141	10,468	(7,200)	50,443	83	29	112	-	50,555
Notes and Bonds Payable, Net	182,983	112,027	71,635	(28,141)	338,504	-	-	-	-	338,504
Rebatable Entrance Fees Due	94,877	50,537	32,752	-	178,166	-	-	-	-	178,166
Entrance Fees Subject to Refund	34,265	35,016	6,546	-	75,827	-	-	-	-	75,827
Entrance Fees Nonrefundable	113,160	57,140	17,487	-	187,787	-	-	-	-	187,787
Revocable Trusts	-	-	-	-	-	275	-	275	-	275
Obligations Under Annuity Agreements	-	-	-	-	-	1,770	1,629	3,399	-	3,399
Retirement Liabilities	2,652	1,339	-	-	3,991	-	-	-	-	3,991
Workers' Compensation Liability	7,072	9,040	-	-	16,112	-	-	-	-	16,112
Other Liabilities	13,713	373	41	(7,200)	6,927	-	-	-	-	6,927
Total liabilities	485,756	275,613	138,929	(42,541)	857,757	2,128	1,658	3,786	-	861,543
Net Assets (Deficit)										
Without donor restrictions of the controlling interest	38,288	19,873	(40,520)	7,200	24,841	59,168	9,780	68,948	-	93,789
With donor restrictions	-	-	-	-	-	11,746	25,863	37,609	-	37,609
Total net assets (deficit)	38,288	19,873	(40,520)	7,200	24,841	70,914	35,643	106,557	-	131,398
Total liabilities and net assets(deficit)	\$ 524,044	\$ 295,486	\$ 98,409	\$ (35,341)	\$ 882,598	\$ 73,042	\$ 37,301	\$ 110,343	\$ -	\$ 992,941

HumanGood California Obligated Group and Foundation Affiliates (Members of HumanGood)

Combining Statement of Operations and Changes in Net Assets (Deficit) Schedule

Year Ended December 31, 2020

(In Thousands)

	HumanGood NorCal	HumanGood SoCal	HumanGood Fresno	Eliminations	HumanGood California Obligated Group	HumanGood Foundation West	HumanGood Foundation South	Combined Foundations	Eliminations	HumanGood California Obligated Group and Foundation Affiliates
Operating Revenues										
Residential living	\$ 55,956	\$ 40,417	\$ 11,301	\$ -	\$ 107,674	\$ -	\$ -	\$ -	\$ -	\$ 107,674
Assisted living	16,706	13,467	3,880	-	34,053	-	-	-	-	34,053
Health center	51,572	26,429	7,292	-	85,293	-	-	-	-	85,293
Memory care	8,491	3,125	2,238	-	13,854	-	-	-	-	13,854
Other residential services	1,755	1,933	69	-	3,757	-	-	-	-	3,757
Amortization of entrance fees	24,457	15,979	3,839	-	44,275	-	-	-	-	44,275
COVID relief funding	4,529	2,873	936	-	8,338	-	-	-	-	8,338
Other operating revenues	8,424	1,248	182	(2,162)	7,692	-	-	-	-	7,692
Net assets released from restrictions	-	-	-	-	-	2,515	1,610	4,125	-	4,125
Unrestricted contributions	-	-	-	-	-	1,338	(5)	1,333	-	1,333
Foundation community benefit	841	285	255	-	1,361	-	-	-	(1,361)	-
Total operating revenues	172,731	105,736	29,992	(2,162)	306,297	3,853	1,605	5,458	(1,361)	310,394
Operating Expenses										
Salaries and wages	71,955	47,546	9,243	-	128,744	206	155	361	-	129,105
Employee benefits	18,294	13,856	2,347	-	34,497	50	45	95	-	34,592
Supplies	11,789	8,814	2,492	-	23,095	1	17	18	-	23,113
Ancillary services	7,912	2,850	1,416	-	12,178	-	-	-	-	12,178
Repairs and maintenance	2,385	1,910	387	-	4,682	-	-	-	-	4,682
Marketing and advertising	1,831	1,510	575	-	3,916	-	-	-	-	3,916
Purchased services	8,577	6,165	1,023	-	15,765	40	14	54	-	15,819
Management fees	-	-	2,162	(2,162)	-	-	-	-	-	-
Utilities	5,896	4,970	1,445	-	12,311	1	1	2	-	12,313
Travel and related	589	393	35	-	1,017	12	1	13	-	1,030
Leases and rents	1,334	402	148	-	1,884	-	-	-	-	1,884
Insurance	2,290	1,414	368	-	4,072	-	-	-	-	4,072
Foundation community distribution	-	-	-	-	-	1,096	265	1,361	(1,361)	-
Other operating expenses	1,458	2,687	587	-	4,732	2,312	1,112	3,424	-	8,156
Total operating expenses	134,310	92,517	22,228	(2,162)	246,893	3,718	1,610	5,328	(1,361)	250,860
Income (loss) before other operating income (expense)	38,421	13,219	7,764	-	59,404	135	(5)	130	-	59,534
Other Operating Income (Expense)										
Realized (losses) gains on investments, net	(2,434)	1,946	356	-	(132)	(2,072)	(339)	(2,411)	-	(2,543)
Change in unrealized gains on investments, net	6,561	8,848	(94)	-	15,315	3,876	626	4,502	-	19,817
Unrealized losses on investment in HumanGood Nevada Bonds	(535)	-	-	-	(535)	-	-	-	-	(535)
Investment income, net	6,817	2,433	284	(4,150)	5,384	1,043	185	1,228	-	6,612
Mortgage interest	(6,984)	(3,562)	(3,806)	1,406	(12,946)	-	-	-	-	(12,946)
Depreciation	(20,165)	(17,538)	(4,758)	-	(42,461)	-	-	-	-	(42,461)
Loss on early retirement of debt	(1,774)	-	(5,846)	-	(7,620)	-	-	-	-	(7,620)
Income (loss) from operations	19,907	5,346	(6,100)	(2,744)	16,409	2,982	467	3,449	-	19,858

HumanGood California Obligated Group and Foundation Affiliates (Members of HumanGood)

Combining Statement of Operations and Changes in Net Assets (Deficit) Schedule

Year Ended December 31, 2020

(In Thousands)

	HumanGood NorCal	HumanGood SoCal	HumanGood Fresno	Eliminations	HumanGood California Obligated Group	HumanGood Foundation West	HumanGood Foundation South	Combined Foundations	Eliminations	HumanGood California Obligated Group and Foundation Affiliates
Other Changes in Net Assets (Deficit) Without Donor Restrictions										
Change in minimum pension liability	\$ -	\$ (875)	\$ -	\$ -	\$ (875)	\$ -	\$ -	\$ -	\$ -	\$ (875)
Other affiliate distributions and equity transfers	(3,886)	(806)	6	-	(4,686)	-	(456)	(456)	-	(5,142)
Unrealized losses on interest rate caps	754	54	-	-	808	-	-	-	-	808
Change in net assets (deficit) without donor restrictions	16,775	3,719	(6,094)	(2,744)	11,656	2,982	11	2,993	-	14,649
Net Assets With Donor Restrictions										
Dividend and interest income	-	-	-	-	-	224	474	698	-	698
Unrealized gains on investments with donor restrictions, net	-	-	-	-	-	577	1,462	2,039	-	2,039
Restricted equity contributions	-	-	-	-	-	-	456	456	-	456
Contributions	-	-	-	-	-	2,914	2,961	5,875	-	5,875
Net assets released from restrictions for benevolence	-	-	-	-	-	-	(227)	(227)	-	(227)
Contractual payments to beneficiaries	-	-	-	-	-	(359)	(1,199)	(1,558)	-	(1,558)
Realized losses on investments, net	-	-	-	-	-	(35)	(653)	(688)	-	(688)
Contractual liability adjustments	-	-	-	-	-	151	347	498	-	498
Net assets released from restrictions for special project funds	-	-	-	-	-	(2,515)	(1,383)	(3,898)	-	(3,898)
Change in net assets with donor restrictions	-	-	-	-	-	957	2,238	3,195	-	3,195
Change in net assets (deficit)	16,775	3,719	(6,094)	(2,744)	11,656	3,939	2,249	6,188	-	17,844
Net Assets (Deficit), Beginning	21,513	16,154	(34,426)	9,944	13,185	66,975	33,394	100,369	-	113,554
Net Assets (Deficit), Ending	\$ 38,288	\$ 19,873	\$ (40,520)	\$ 7,200	\$ 24,841	\$ 70,914	\$ 35,643	\$ 106,557	\$ -	\$ 131,398

HumanGood California Obligated Group and Foundation Affiliates (Members of HumanGood)

Combining Statement of Cash Flows Schedule

Year Ended December 31, 2020

(In Thousands)

	HumanGood NorCal	HumanGood SoCal	HumanGood Fresno	Eliminations	HumanGood California Obligated Group	HumanGood Foundation West	HumanGood Foundation South	Combined Foundations	Eliminations	HumanGood California Obligated Group and Foundation Affiliates
Cash Flows From Operating Activities										
Cash received for resident services	\$ 135,641	\$ 84,810	\$ 25,238	\$ -	\$ 245,689	\$ -	\$ -	\$ -	\$ -	\$ 245,689
Cash received from nonrebatable entrance fees from reoccupancy	25,441	15,866	2,616	-	43,923	-	-	-	-	43,923
Cash received from COVID relief funding	4,680	2,873	936	-	8,489	-	-	-	-	8,489
Cash received from other operating activities	6,314	1,477	602	(1,052)	7,341	(116)	15	(101)	(1,361)	5,879
Cash received from bequests and trust maturities	-	-	-	-	-	1,338	(5)	1,333	-	1,333
Cash earnings realized from investments	4,351	4,352	640	(4,150)	5,193	(1,028)	(154)	(1,182)	-	4,011
Cash paid for employee salaries	(67,102)	(42,181)	(8,599)	-	(117,882)	(317)	(208)	(525)	-	(118,407)
Cash paid for employee benefits	(17,586)	(12,618)	(2,347)	-	(32,551)	(50)	(45)	(95)	-	(32,646)
Cash paid for temporary labor	(4,563)	(4,827)	(530)	-	(9,920)	-	-	-	-	(9,920)
Cash paid to vendors	(42,376)	(29,880)	(10,904)	2,162	(80,998)	(919)	187	(732)	1,361	(80,369)
Cash paid for interest	(5,098)	(3,819)	(7,111)	1,406	(14,622)	-	-	-	-	(14,622)
Net cash provided by (used in) operating activities	39,702	16,053	541	(1,634)	54,662	(1,092)	(210)	(1,302)	-	53,360
Cash Flows From Investing Activities										
Acquisition of land, buildings and equipment	(20,927)	(12,546)	(1,849)	-	(35,322)	-	-	-	-	(35,322)
Net (purchases) sales of unrestricted investments	(5,448)	(4,356)	(499)	-	(10,303)	1,048	287	1,335	-	(8,968)
Net (purchases) sales of restricted investments	(1,423)	258	(734)	-	(1,899)	1,001	2,249	3,250	-	1,351
Cash (paid for) received from intercompany and affiliate transactions	(6,332)	6,747	290	-	705	263	79	342	-	1,047
Net cash (used in) provided by investing activities	(34,130)	(9,897)	(2,792)	-	(46,819)	2,312	2,615	4,927	-	(41,892)
Cash Flows From Financing Activities										
Proceeds from rebatable entrance fees	12,235	3,432	739	-	16,406	-	-	-	-	16,406
Refunds of deposits and refundable entrance fees	(11,096)	(10,421)	(3,626)	-	(25,143)	-	-	-	-	(25,143)
Proceeds from issuance of notes and bonds payable	2,043	-	-	-	2,043	-	-	-	-	2,043
Principal payments on notes and bonds payable	(5,645)	(2,201)	(2,339)	1,634	(8,551)	-	-	-	-	(8,551)
Cash paid for bond issuance costs	(1,633)	-	-	-	(1,633)	-	-	-	-	(1,633)
Cash paid for interest rate caps	(223)	-	-	-	(223)	-	-	-	-	(223)
Cash paid from other trust activity	-	-	-	-	-	(2,696)	(2,470)	(5,166)	-	(5,166)
Other affiliate distributions and equity transfers	(3,886)	(806)	6	-	(4,686)	-	(456)	(456)	-	(5,142)
Cash received from restricted contributions	-	-	-	-	-	2,904	2,960	5,864	-	5,864
Net cash (used in) provided by financing activities	(8,205)	(9,996)	(5,220)	1,634	(21,787)	208	34	242	-	(21,545)
(Decrease) increase in cash, cash equivalents and restricted cash	(2,633)	(3,840)	(7,471)	-	(13,944)	1,428	2,439	3,867	-	(10,077)
Cash, Cash Equivalents and Restricted Cash, Beginning	56,010	10,732	9,359	-	76,101	859	1,618	2,477	-	78,578
Cash, Cash Equivalents and Restricted Cash, Ending	\$ 53,377	\$ 6,892	\$ 1,888	\$ -	\$ 62,157	\$ 2,287	\$ 4,057	\$ 6,344	\$ -	\$ 68,501
Noncash Disclosures										
Long-term debt repaid with proceeds from Series 2020 Bonds	\$ 34,415	\$ -	\$ 45,055	\$ -	\$ 79,470	\$ -	\$ -	\$ -	\$ -	\$ 79,470
Reconciliation of Cash, Cash Equivalents and Restricted Cash to Consolidating Balance Sheet										
Cash and cash equivalents	\$ 17,771	\$ 1,787	\$ 1,884	\$ -	\$ 21,442	\$ 721	\$ 850	\$ 1,571	\$ -	\$ 23,013
Restricted cash included in restricted investments	35,606	-	4	-	35,610	1,566	3,207	4,773	-	40,383
Restricted cash	-	5,105	-	-	5,105	-	-	-	-	5,105
Total cash, cash equivalents and restricted cash	\$ 53,377	\$ 6,892	\$ 1,888	\$ -	\$ 62,157	\$ 2,287	\$ 4,057	\$ 6,344	\$ -	\$ 68,501

HumanGood Cornerstone and Affiliates (Members of HumanGood)

Consolidating Balance Sheet Schedule

December 31, 2020

(In Thousands)

	<u>National Obligated Group</u>	<u>HumanGood Nevada</u>	<u>HumanGood Idaho</u>	<u>Good at Home</u>	<u>HumanGood Properties</u>	<u>HumanGood Cornerstone</u>	<u>Beacon Development Group, LLC</u>	<u>HumanGood Affordable Housing</u>	<u>HumanGood East</u>	<u>HumanGood Cornerstone Eliminations</u>	<u>HumanGood Cornerstone and Affiliates</u>
Assets											
Current Assets											
Cash and cash equivalents	\$ 4,485	\$ 2,289	\$ 616	\$ -	\$ -	\$ 861	\$ 597	\$ 21,122	\$ 11,041	\$ -	\$ 41,011
Current portion of restricted cash	-	-	-	-	-	-	-	27,977	-	-	27,977
Resident accounts receivable, net	1,746	1,159	124	-	-	-	3,385	866	2,316	-	9,596
Other receivables	648	288	407	-	-	-	5,115	1,365	2,745	-	10,568
Current portion of restricted investments	1,163	-	1,183	-	-	-	-	-	-	-	2,346
Intercompany advances due	-	-	-	-	63	-	-	-	-	-	63
Prepaid expenses, deposits and other assets	452	360	81	-	-	153	-	102	1,076	-	2,224
Total current assets	8,494	4,096	2,411	-	63	1,014	9,097	51,432	17,178	-	93,785
Restricted Cash	-	2,610	1,089	-	-	-	10	-	35,117	-	38,826
Investments	21,452	3,239	-	-	-	-	-	8,381	122,833	-	155,905
Restricted Investments	2,398	3,888	9,947	-	-	-	-	-	24,238	-	40,471
Beneficial Interest in Split Interest Agreements and Perpetual Trusts	-	-	-	-	-	-	-	-	9,119	-	9,119
Land, Buildings and Equipment, Net	69,572	64,530	77,930	-	-	-	59	579,138	253,632	-	1,044,861
Other Assets	-	-	-	-	478	2,587	2,109	5,658	2,757	-	13,589
Total assets	<u>\$ 101,916</u>	<u>\$ 78,363</u>	<u>\$ 91,377</u>	<u>\$ -</u>	<u>\$ 541</u>	<u>\$ 3,601</u>	<u>\$ 11,275</u>	<u>\$ 644,609</u>	<u>\$ 464,874</u>	<u>\$ -</u>	<u>\$ 1,396,556</u>

HumanGood Cornerstone and Affiliates (Members of HumanGood)

Consolidating Balance Sheet Schedule

December 31, 2020

(In Thousands)

	National Obligated Group	HumanGood Nevada	HumanGood Idaho	Good at Home	HumanGood Properties	HumanGood Cornerstone	Beacon Development Group, LLC	HumanGood Affordable Housing	HumanGood East	HumanGood Cornerstone Eliminations	HumanGood Cornerstone and Affiliates
Liabilities and Net (Deficit) Assets											
Current Liabilities											
Accounts payable and accrued expenses	\$ 2,252	\$ 1,522	\$ 1,688	\$ -	\$ -	\$ 918	\$ 424	\$ 27,684	\$ 11,018	\$ -	\$ 45,506
Payable to affiliates	2,989	755	1,288	-	-	113	250	2,525	289	-	8,209
Deposits	181	66	1,058	-	-	-	-	1,524	766	-	3,595
Accrued interest	892	530	2,173	-	-	-	16	535	555	-	4,701
Current portion of long-term debt	1,488	-	815	-	-	-	-	2,415	2,362	-	7,080
Entrance fee rebates payable	-	-	-	-	-	-	-	-	575	-	575
Total current liabilities	7,802	2,873	7,022	-	-	1,031	690	34,683	15,565	-	69,666
Notes and Bonds Payable, Net	67,943	45,501	75,620	-	-	-	-	498,550	235,310	-	922,924
Subordinated Notes Held by Affiliates	12,000	13,136	-	-	-	-	1,000	2,896	-	-	29,032
Subordinated Notes and Liquidity Support Payable	-	-	6,500	-	-	-	-	-	-	-	6,500
Subordinated Management Fees	-	2,662	-	-	-	-	-	-	-	-	2,662
Rebatable Entrance Fees Due	55,522	20,419	35,146	-	-	-	-	-	66,526	-	177,613
Entrance Fees Subject to Refund	3,176	3,081	2,802	-	-	-	-	-	8,026	-	17,085
Entrance Fees Nonrefundable	17,947	12,521	11,251	-	-	-	-	-	24,427	-	66,146
Future Service Benefit Obligations	-	-	11,895	-	-	-	-	-	-	-	11,895
Retirement Liabilities	-	-	-	-	-	-	-	-	897	-	897
Workers' Compensation Liability	-	-	-	-	-	-	-	-	646	-	646
Other Liabilities	332	75	650	-	-	31	-	19,342	120	-	20,550
Total liabilities	164,722	100,268	150,886	-	-	1,062	1,690	555,471	351,517	-	1,325,616
Net (Deficit) Assets											
Without donor restrictions of the controlling interest	(62,806)	(21,905)	(59,509)	-	541	2,539	9,585	(25,522)	67,345	-	(89,732)
Without donor restrictions of the noncontrolling interest	-	-	-	-	-	-	-	113,182	17,739	-	130,921
With donor restrictions	-	-	-	-	-	-	-	1,478	28,273	-	29,751
Total net (deficit) assets	(62,806)	(21,905)	(59,509)	-	541	2,539	9,585	89,138	113,357	-	70,940
Total liabilities and net (deficit) assets	\$ 101,916	\$ 78,363	\$ 91,377	\$ -	\$ 541	\$ 3,601	\$ 11,275	\$ 644,609	\$ 464,874	\$ -	\$ 1,396,556

HumanGood Cornerstone and Affiliates (Members of HumanGood)

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

Year Ended December 31, 2020

(In Thousands)

	National Obligated Group	HumanGood Nevada	HumanGood Idaho	Good at Home	HumanGood Properties	HumanGood Cornerstone	Beacon Development Group, LLC	HumanGood Affordable Housing	HumanGood East	HumanGood Cornerstone Eliminations	HumanGood Cornerstone and Affiliates
Operating Revenues											
Residential living	\$ 16,551	\$ 9,408	\$ 6,969	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 19,932	\$ -	\$ 52,860
Assisted living	5,551	3,321	2,401	-	-	-	-	-	-	-	11,273
Health center	16,248	8,263	3,085	-	-	-	-	-	10,711	-	38,307
Memory care	3,330	1,097	1,457	-	-	-	-	-	-	-	5,884
Personal care	-	-	-	-	-	-	-	-	10,708	-	10,708
Other residential services	438	-	-	1,274	-	-	-	-	1,265	-	2,977
Amortization of entrance fees	3,721	2,452	2,021	-	-	-	-	-	6,202	-	14,396
COVID relief funding	2,445	883	582	-	-	-	-	-	1,843	-	5,753
Other operating revenue	524	137	64	2	-	-	7,084	700	-	-	8,511
Affordable housing fees	-	-	-	-	-	-	-	52,870	17,029	-	69,899
Net assets released from restrictions	-	-	-	-	-	-	-	220	1,217	-	1,437
Unrestricted contributions	-	-	-	-	-	-	-	137	101	-	238
Change in future service obligations	-	-	(2,566)	-	-	-	-	-	-	-	(2,566)
Total operating revenues	48,808	25,561	14,013	1,276	-	-	7,084	53,927	69,008	-	219,677
Operating Expenses											
Salaries and wages	19,925	8,853	7,057	1,249	-	373	2,660	13,548	28,441	-	82,106
Employee benefits	4,777	2,197	1,584	231	-	82	579	3,834	5,739	-	19,023
Supplies	4,117	2,231	1,217	7	-	4	12	1,493	5,291	-	14,372
Ancillary services	2,307	1,408	471	3	-	-	-	-	1,981	-	6,170
Repairs and maintenance	449	467	263	-	-	-	-	3,448	1,502	-	6,129
Marketing and advertising	713	430	345	4	-	-	2	155	775	-	2,424
Purchased services	1,995	1,754	718	39	-	4,238	261	4,191	6,475	-	19,671
Management fees	3,856	612	383	-	-	-	-	-	-	-	4,851
Utilities	1,737	946	473	3	-	18	34	4,346	3,432	-	10,989
Travel and related	73	54	45	6	-	15	38	358	82	-	671
Leases and rents	269	84	21	-	-	-	113	344	109	-	940
Insurance	661	255	148	2	-	-	12	1,199	1,571	-	3,848
Other operating expenses	1,038	1,539	1,068	54	-	537	238	2,634	2,207	-	9,315
Total operating expenses	41,917	20,830	13,793	1,598	-	5,267	3,949	35,550	57,605	-	180,509
Income (loss) before other operating income (expense)	6,891	4,731	220	(322)	-	(5,267)	3,135	18,377	11,403	-	39,168
Other Operating Income (Expense)											
Realized gains on investments, net	-	-	-	-	-	-	-	-	8,116	-	8,116
Change in unrealized gains on investments, net	274	(19)	48	-	-	-	-	188	4,520	-	5,011
Investment income, net	530	142	304	-	-	-	-	344	3,362	-	4,682
Mortgage interest	(2,553)	(2,414)	(6,511)	-	-	-	(87)	(9,623)	(5,757)	-	(26,945)
Depreciation	(5,018)	(2,735)	(2,204)	-	-	-	(31)	(21,194)	(16,156)	-	(47,338)
Loss on disposal of fixed assets	-	-	-	-	-	-	-	-	(145)	-	(145)
Income (loss) from operations	124	(295)	(8,143)	(322)	-	(5,267)	3,017	(11,908)	5,343	-	(17,451)

HumanGood Cornerstone and Affiliates (Members of HumanGood)

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

Year Ended December 31, 2020

(In Thousands)

	National Obligated Group	HumanGood Nevada	HumanGood Idaho	Good at Home	HumanGood Properties	HumanGood Cornerstone	Beacon Development Group, LLC	HumanGood Affordable Housing	HumanGood East	HumanGood Cornerstone Eliminations	HumanGood Cornerstone and Affiliates
Other Changes in Net (Deficit) Assets Without Donor Restrictions											
Other affiliate distributions and equity transfers	\$ -	\$ 31	\$ 43	\$ 204	\$ -	5,000	\$ -	\$ -	\$ -	\$ -	\$ 5,278
Net assets released from restrictions used for property and equipment	-	-	-	-	-	-	-	-	279	-	279
Unrealized gains (losses) on interest rate caps	35	-	-	-	-	-	-	(299)	-	-	(264)
Contributions from noncontrolling interest	-	-	-	-	-	-	-	19,760	472	-	20,232
Other nonoperating expense, net	-	-	-	-	-	-	-	-	(32)	-	(32)
Change in net (deficit) assets without donor restrictions	159	(264)	(8,100)	(118)	-	(267)	3,017	7,553	6,062	-	8,042
Net (Deficit) Assets With Donor Restrictions											
Dividend and interest income	-	-	-	-	-	-	-	-	545	-	545
Unrealized gains on investments with donor restrictions, net	-	-	-	-	-	-	-	-	1,490	-	1,490
Contributions	-	-	-	-	-	-	-	-	616	-	616
Net assets released from restrictions for benevolence	-	-	-	-	-	-	-	(220)	(1,217)	-	(1,437)
Contractual payments to beneficiaries	-	-	-	-	-	-	-	-	-	-	-
Realized gains on investments, net	-	-	-	-	-	-	-	-	881	-	881
Net assets released from restrictions for special project funds	-	-	-	-	-	-	-	-	(279)	-	(279)
Change in net (deficit) assets with donor restrictions	-	-	-	-	-	-	-	(220)	2,036	-	1,816
Change in net (deficit) assets	159	(264)	(8,100)	(118)	-	(267)	3,017	7,333	8,098	-	9,858
Net (Deficit) Assets, Beginning	(62,965)	(21,641)	(51,409)	118	541	2,806	6,568	81,805	105,259	-	61,082
Net (Deficit) Assets, Ending	<u>\$ (62,806)</u>	<u>\$ (21,905)</u>	<u>\$ (59,509)</u>	<u>\$ -</u>	<u>\$ 541</u>	<u>\$ 2,539</u>	<u>\$ 9,585</u>	<u>\$ 89,138</u>	<u>\$ 113,357</u>	<u>\$ -</u>	<u>\$ 70,940</u>

HumanGood Cornerstone and Affiliates (Members of HumanGood)

Consolidating Statement of Cash Flows Schedule

Year Ended December 31, 2020

(In Thousands)

	National Obligated Group	HumanGood Nevada	HumanGood Idaho	Good at Home	HumanGood Properties	HumanGood Cornerstone	Beacon Development Group, LLC	HumanGood Affordable Housing	HumanGood East	HumanGood Cornerstone Eliminations	HumanGood Cornerstone and Affiliates
Cash Flows From Operating Activities											
Cash received for resident services	\$ 42,596	\$ 21,799	\$ 14,365	\$ 1,510	\$ -	\$ -	\$ -	\$ -	\$ 57,908	\$ -	\$ 138,178
Cash received from nonrebatable entrance fees from reoccupancy	3,122	2,298	2,657	-	-	-	-	-	4,874	-	12,951
Cash received from COVID relief funding	2,445	883	582	-	-	-	-	-	1,843	-	5,753
Cash received from other operating activities	533	102	64	2	-	-	5,812	54,526	3,298	-	64,337
Cash received from bequests and trust maturities	-	-	-	-	-	-	-	138	100	-	238
Cash earnings realized from investments	530	142	304	-	-	-	-	-	3,362	-	4,338
Cash paid for employee salaries	(17,920)	(8,000)	(5,569)	(1,298)	-	(375)	(2,660)	(13,440)	(22,736)	-	(71,998)
Cash paid for employee benefits	(4,786)	(2,197)	(1,584)	(231)	-	(82)	(579)	(3,834)	(6,250)	-	(19,543)
Cash paid for temporary labor	(1,847)	(759)	(1,367)	(29)	-	-	-	-	(4,832)	-	(8,834)
Cash paid to vendors	(16,957)	(10,191)	(4,856)	(152)	-	(4,649)	(434)	(20,726)	(26,745)	-	(84,710)
Cash paid for interest, net	(2,533)	(2,149)	(6,397)	-	-	-	(599)	(7,515)	(5,773)	-	(24,966)
Net cash provided by (used in) operating activities	5,183	1,928	(1,801)	(198)	-	(5,106)	1,540	9,149	5,049	-	15,744
Cash Flows From Investing Activities											
Acquisition of land, buildings and equipment	(4,416)	(1,651)	(111)	-	-	-	(10)	(73,889)	(35,100)	-	(115,177)
Net (purchases) sales of unrestricted investments	(524)	(90)	600	-	-	(556)	-	(1,641)	2,884	-	673
Net cash (used in) provided by investing activities	(4,940)	(1,741)	489	-	-	(556)	(10)	(75,530)	(32,216)	-	(114,504)
Cash Flows From Financing Activities											
Cash received from initial entrance fees and deposits	-	-	-	-	-	-	-	-	12,683	-	12,683
Proceeds from rebatable entrance fees	3,850	1,066	1,789	-	-	-	-	-	2,097	-	8,802
Refunds of deposits and refundable entrance fees	(5,713)	(3,475)	(1,579)	-	-	-	-	-	(6,909)	-	(17,676)
Proceeds from issuance of notes and bonds payable	-	-	1,250	-	-	-	-	64,566	30,007	-	95,823
Principal payments on notes and bonds payable	(1,437)	(982)	(760)	-	-	-	(1,350)	(18,932)	(5,387)	-	(28,848)
Cash provided by (used in) intercompany and affiliate transactions	1,132	516	(201)	(68)	(56)	(7)	(7)	-	289	-	1,598
Cash paid for bond issuance costs	-	-	-	-	-	-	-	(558)	-	-	(558)
Other affiliate distributions and equity transfers	-	31	-	204	-	5,000	-	-	-	-	5,235
Contributions from noncontrolling interest	-	-	-	-	-	-	-	19,760	472	-	20,232
Cash received from restricted contributions	-	-	-	-	-	-	-	-	616	-	616
Net cash (used in) provided by financing activities	(2,168)	(2,844)	499	136	(56)	4,993	(1,357)	64,836	33,868	-	97,907
(Decrease) increase in cash, cash equivalents and restricted cash	(1,925)	(2,657)	(813)	(62)	(56)	(669)	173	(1,545)	6,701	-	(853)
Cash, Cash Equivalents and Restricted Cash, Beginning	9,971	11,444	5,593	62	56	1,530	434	50,644	39,457	-	119,191
Cash, Cash Equivalents and Restricted Cash, Ending	<u>\$ 8,046</u>	<u>\$ 8,787</u>	<u>\$ 4,780</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 861</u>	<u>\$ 607</u>	<u>\$ 49,099</u>	<u>\$ 46,158</u>	<u>\$ -</u>	<u>\$ 118,338</u>
Noncash Disclosures											
Obligations incurred for the acquisition of land, buildings and equipment	\$ -	\$ -	\$ 71	\$ -	\$ -	\$ -	\$ -	\$ 23,223	\$ 4,288	\$ -	\$ 27,582
Compounding of accrued interest on Series 2012 B bonds to Series 2012 B bonds principal	\$ -	\$ 231	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 231
Reconciliation of Cash, Cash Equivalents and Restricted Cash to Consolidating Balance Sheet Schedule											
Cash and cash equivalents	\$ 4,485	\$ 2,289	\$ 616	\$ -	\$ -	\$ 861	\$ 597	\$ 21,122	\$ 11,041	\$ -	\$ 41,011
Restricted cash included in restricted investments	3,561	3,888	3,075	-	-	-	-	-	-	-	10,524
Restricted cash	-	2,610	1,089	-	-	-	10	27,977	35,117	-	66,803
Total cash, cash equivalents and restricted cash	<u>\$ 8,046</u>	<u>\$ 8,787</u>	<u>\$ 4,780</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 861</u>	<u>\$ 607</u>	<u>\$ 49,099</u>	<u>\$ 46,158</u>	<u>\$ -</u>	<u>\$ 118,338</u>