

**PAJARO VALLEY COMMUNITY
HEALTH TRUST**

FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2019

AND INDEPENDENT AUDITORS' REPORT

PAJARO VALLEY COMMUNITY HEALTH TRUST

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**PAJARO VALLEY COMMUNITY HEALTH TRUST
BOARD OF DIRECTORS
FISCAL YEAR 2018-2019**

DeAndre' James, Chief Executive Officer

Caitlin Brune, Chief Executive Officer

Shebreh Kalantari Johnson, Chair

Damian Maldonado, Vice Chair

Elsa Mendoza Jimenez, Treasurer

David Mesa, Secretary

Trina Coffman-Gomez

Lowell Hurst

Caroline Eiskamp

Gina Gallucci, RN

Cristina Gamboa, MD

Brooke Kondo Rains, DDS

Gretchen Morris-Coffey

Frank Ravago, MD

Yuliana Mendoza-Flores

Raquel Ramirez Ruiz

Christian Miranda

Christine Levan, MD

Devon Caroselli

Suzanne Mine-Eguchi

Joe Gallagher, MD

Ron Jones

Bob Kennedy



HAYASHI | WAYLAND

INDEPENDENT AUDITORS' REPORT

**To the Board of Directors
Pajaro Valley Community Health Trust
Watsonville, California**

Report on the Financial Statements

We have audited the accompanying financial statements of ***Pajaro Valley Community Health Trust*** (a California nonprofit corporation), which comprise the statement of financial position as of June 30, 2019, and the related statements of activities, functional expenses and cash flows for the year then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

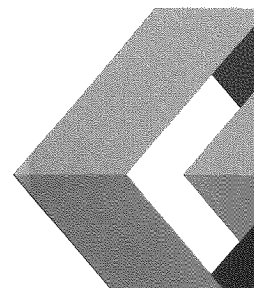
Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and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

Auditor's Responsibility

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

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

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



Opinion

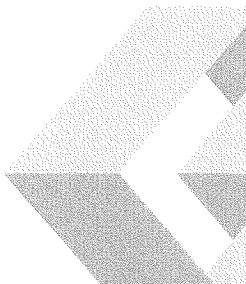
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the ***Pajaro Valley Community Health Trust*** as of June 30, 2019, and the changes in its net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited ***Pajaro Valley Community Health Trust's*** 2018 financial statements, and we expressed an unmodified audit opinion on these audited financial statements in our report dated October 31, 2018. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2018, is consistent, in all material respects, with the audited financial statements from which it has been derived.

October 15, 2019

Hayashi Wayland, LLP



PAJARO VALLEY COMMUNITY HEALTH TRUST
STATEMENT OF FINANCIAL POSITION
JUNE 30, 2019
(WITH COMPARATIVE TOTALS FOR JUNE 30, 2018)

	<u>2019</u>	<u>2018</u>
<u>ASSETS</u>		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 191,360	\$ 306,845
Accounts receivable	47,418	75,643
Pledges and grants receivable	33,000	33,000
Prepaid expenses	<u>42,635</u>	<u>32,803</u>
Total current assets	<u>314,413</u>	<u>448,291</u>
PROPERTY AND EQUIPMENT:		
Furniture and fixtures	55,994	50,490
Equipment	100,869	70,400
Leasehold improvements	<u>46,978</u>	<u>46,978</u>
Total property and equipment	203,841	167,868
Less accumulated depreciation	<u>118,473</u>	<u>107,701</u>
Total property and equipment – net	<u>85,368</u>	<u>60,167</u>
INVESTMENTS (NOTE 4)	<u>16,773,683</u>	<u>16,350,610</u>
TOTAL ASSETS	<u><u>\$ 17,173,464</u></u>	<u><u>\$ 16,859,068</u></u>

PAJARO VALLEY COMMUNITY HEALTH TRUST
STATEMENT OF FINANCIAL POSITION
JUNE 30, 2019
(WITH COMPARATIVE TOTALS FOR JUNE 30, 2018)
(Continued)

	<u>2019</u>	<u>2018</u>
<u>LIABILITIES AND NET ASSETS</u>		
CURRENT LIABILITIES:		
Accounts payable	\$ 47,377	\$ 54,429
Other accrued liabilities	126,355	117,974
Fiscal sponsorship payable (Note 5)	104,189	134,435
Deferred revenue	<u>1,500</u>	<u>2,100</u>
Total current liabilities	279,421	308,938
OTHER LIABILITIES –		
Accrued workers' compensation fund (Note 7)	<u>62,748</u>	<u>52,965</u>
Total liabilities	<u>342,169</u>	<u>361,903</u>
NET ASSETS:		
Without donor restrictions –	<u>15,100,335</u>	<u>14,812,196</u>
With donor restrictions:		
Purpose/time restricted	598,610	558,809
Donor endowments	<u>1,132,350</u>	<u>1,126,160</u>
Total with donor restrictions	<u>1,730,960</u>	<u>1,684,969</u>
Total net assets	<u>16,831,295</u>	<u>16,497,165</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 17,173,464</u>	<u>\$ 16,859,068</u>

See Notes to Financial Statements.

PAJARO VALLEY COMMUNITY HEALTH TRUST
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2019
(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED JUNE 30, 2018)

	Without Donor Restrictions	With Donor Restrictions	2019 Total	2018 Total
SUPPORT AND REVENUE:				
Grants, contributions and donations	\$ 129,754	\$ 129,518	\$ 259,272	\$ 386,374
In-kind contributions	249,448	—	249,448	252,711
Special event revenues	122,303	30,377	152,680	136,980
DHC patient fees	131,837	—	131,837	98,229
Net investment income (Note 4)	1,245,584	143,852	1,389,436	1,045,979
Miscellaneous revenue	8,262	—	8,262	7,269
Net assets released from restrictions (Note 8)	<u>257,756</u>	<u>(257,756)</u>	<u>—</u>	<u>—</u>
Total support and revenue	<u>2,144,944</u>	<u>45,991</u>	<u>2,190,935</u>	<u>1,927,542</u>
EXPENSES:				
Diabetes Health Center Services	747,216	—	747,216	775,424
Health Collaborative	249,366	—	249,366	131,314
Grant Making	357,953	—	357,953	379,036
Fundraising	272,121	—	272,121	233,590
General and administrative	<u>228,932</u>	<u>—</u>	<u>228,932</u>	<u>181,313</u>
Total expenses	<u>1,855,588</u>	<u>—</u>	<u>1,855,588</u>	<u>1,700,677</u>
Increase (decrease) in net assets from continuing operations	289,356	45,991	335,347	226,865
Discontinued operations – additional gain (loss) on sale of hospital assets (Note 7)	<u>(1,217)</u>	<u>—</u>	<u>(1,217)</u>	<u>(115,275)</u>
Increase (decrease) in net assets	288,139	45,991	334,130	111,590
NET ASSETS, BEGINNING OF YEAR	<u>14,812,196</u>	<u>1,684,969</u>	<u>16,497,165</u>	<u>16,385,575</u>
NET ASSETS, END OF YEAR	<u>\$ 15,100,335</u>	<u>\$ 1,730,960</u>	<u>\$ 16,831,295</u>	<u>\$ 16,497,165</u>

See Notes to Financial Statements.

PAJARO VALLEY COMMUNITY HEALTH TRUST
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2019
(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED JUNE 30, 2018)

	Diabetes Health Center Services	Health Collaborative	Grant Making	Fundraising	General and Administrative	2019 Total	2018 Total
EXPENSES:							
Salaries	\$ 360,011	\$ 106,330	\$ 77,999	\$ 108,220	\$ 85,344	\$ 737,904	\$ 722,013
Payroll taxes and benefits	95,512	22,267	17,452	27,490	21,326	184,047	168,322
Professional fees	91,257	81,269	4,939	11,435	53,296	242,196	146,105
Facilities and equipment	166,755	14,932	34,465	37,256	45,969	299,377	299,397
Miscellaneous office and board expenses	10,622	3,799	5,239	6,450	10,963	37,073	31,512
Duplicating	1,612	60	578	651	1,096	3,997	4,310
Special events	-	11,949	-	63,851	-	75,800	61,857
Postage	1,555	557	779	1,745	436	5,072	4,019
Publications	2,354	947	1,325	978	740	6,344	9,219
Supplies	9,872	777	1,029	1,217	6,865	19,760	12,681
Training	800	1,048	335	-	819	3,002	7,508
Outreach	1,225	5,296	1,299	3,261	1,516	12,597	18,471
Travel	1,277	135	14	92	562	2,080	2,135
Bad debt	-	-	-	9,475	-	9,475	2,889
Grantee disbursements	-	-	212,500	-	-	212,500	205,000
Insurance	4,364	-	-	-	-	4,364	4,234
Interest	-	-	-	-	-	-	1,005
	<u>\$ 747,216</u>	<u>\$ 249,366</u>	<u>\$ 357,953</u>	<u>\$ 272,121</u>	<u>\$ 228,932</u>	<u>\$ 1,855,588</u>	<u>\$ 1,700,677</u>

See Notes to Financial Statements.

PAJARO VALLEY COMMUNITY HEALTH TRUST
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2019
(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED JUNE 30, 2018)

	<u>2019</u>	<u>2018</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Cash received from contributions and grants	\$ 259,272	\$ 419,374
Cash received as revenue and support	320,404	346,071
Cash paid to suppliers and employees	(1,491,898)	(1,596,695)
Grants paid	(212,500)	(205,000)
Interest and dividends received	342,547	487,134
Contributions restricted for endowment	<u>(6,190)</u>	<u>(6,375)</u>
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	<u>(788,365)</u>	<u>(555,491)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(35,973)	(39,538)
Cash paid to purchase investments	(482,024)	(486,778)
Proceeds from sale of investments	<u>1,184,687</u>	<u>1,098,422</u>
NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES	<u>666,690</u>	<u>572,106</u>
CASH FLOWS FROM FINANCING ACTIVITIES –		
Contributions restricted for endowment	<u>6,190</u>	<u>6,375</u>
NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES	<u>6,190</u>	<u>6,375</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(115,485)	22,990
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>306,845</u>	<u>283,855</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 191,360</u>	<u>\$ 306,845</u>

PAJARO VALLEY COMMUNITY HEALTH TRUST
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2019
(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED JUNE 30, 2018)
(Continued)

	<u>2019</u>	<u>2018</u>
RECONCILIATION OF CHANGE IN NET ASSETS TO NET CASH FLOWS USED BY OPERATING ACTIVITIES:		
Increase (decrease) in net assets	\$ 334,130	\$ 111,590
Adjustments to reconcile increase (decrease) in net assets to cash provided (used) by operating activities:		
Depreciation	10,772	9,845
Net realized/unrealized (gain) loss on investments	(1,125,736)	(722,770)
Contributions for endowment purposes	(6,190)	(6,375)
(Increase) decrease in:		
Accounts receivable	28,225	103,993
Pledges and grants receivable	-	33,000
Prepaid expenses	(9,832)	(2,019)
Increase (decrease) in:		
Accounts payable	(7,052)	40,630
Other accrued liabilities	8,381	16,696
Fiscal sponsorship payable	(30,246)	(117,797)
Deferred revenue	(600)	(400)
Accrued workers' compensation fund	<u>9,783</u>	<u>(21,884)</u>
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	<u>\$ (788,365)</u>	<u>\$ (555,491)</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION –		
Interest paid	<u>\$ -</u>	<u>\$ 1,005</u>

See Notes to Financial Statements.

PAJARO VALLEY COMMUNITY HEALTH TRUST
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2019

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business – The Pajaro Valley Community Health Trust (the Trust) is a nonprofit organization which is the successor organization to Watsonville Community Hospital. In September 1998, substantially all of the Hospital's operating assets were sold to Community Health Systems, Inc. ("CHS") under an asset sale agreement. Subsequent to the sale, the Hospital's corporate name was changed to the Pajaro Valley Community Health Trust. The Trust's obligations include receiving and disbursing the residual sales proceeds in accordance with applicable California law. Its long-range goals include the development and maintenance of endowment funds, operation of health-related programs, and the distribution of funds to health care agencies located in the Pajaro Valley to provide support for the delivery of health and human services.

Under California charitable trust law, the Trust's net assets and income derived from the sale of the assets of Watsonville Community Hospital must be used consistently with the purposes set forth in the Trust's Articles of Incorporation at the time the assets were obtained. The Articles permit the Trust to make medical care grants or distributions, directly provide medical care, and make health/medical education expenditures to qualified non-profit organizations in the Pajaro Valley area of California as defined in the Articles.

During 2000, the Trust received the assets of the Watsonville Community Hospital Foundation (the Foundation). Due to the sale of the hospital assets and operations to a for-profit company, the Foundation's assets were contributed to the Trust under an action approved by the Foundation's board of directors with local court approval.

The Trust has adopted investment and spending policies, approved by the Board of Trustees, for non-endowed funds, which includes the proceeds from the sale of the hospital assets in the approximate amount of \$13 million. Distributions from these funds are made in accordance with the current spending policy and the Articles of Incorporation with the intention of preserving the original corpus.

Basis of Presentation – The accompanying financial statements are presented using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. The net assets, revenues, gains and losses, and other support and expenses and other changes in the accompanying financial statements are classified based on the existence or absence of donor-imposed restrictions. Accordingly, for reporting purposes, net assets of the Trust and changes therein are classified as follows:

- **Net Assets Without Donor Restrictions** – Net assets that are not subject to donor-imposed stipulations. This includes certain amounts designated by the Board for endowment and other purposes.
- **Net Assets With Donor Restrictions** – Net assets subject to donor-imposed stipulations that may or will be met either by actions of the Trust and/or the passage of time, or net assets that are perpetual in nature and subject to donor-imposed restrictions that they be maintained perpetuity by the Trust. Generally, the donors of these assets permit the Trust to use all or a part of the income earned on related investments for general or specific purposes.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recognition of Donor Restrictions – Support that is restricted by the donor is reported as an increase in net assets with donor restrictions. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to unrestricted net assets without donor restrictions and reported in the Statement of Activities as “Net assets released from restrictions.”

Cash and Cash Equivalents – For the purposes of the statements of cash flows, cash equivalents include all highly liquid debt instruments purchased with an original maturity of three months or less, except for money market funds held in investment brokerage accounts, which are classified as investments.

Accounts Receivable, Current – Accounts receivable are recorded using the allowance method and are presented net of the allowance for uncollectibility. At June 30, 2019, the allowance is estimated to be zero.

Investment Valuation and Income Recognition – Investments in marketable securities with readily determinable fair values and all investments in debt securities are valued at their fair values on the statement of financial position. Interest income is recognized when earned. Dividend income is recorded on the ex-dividend date. Realized gains and losses on investments are recognized upon the sale of the related investments. Unrealized appreciation or depreciation is recognized at period end when the carrying values of the related investments are adjusted to their estimated fair market value and are included in the change in net assets. Purchases and sales of securities are reflected on a trade-date basis.

Property and Equipment – Property and equipment is recorded at cost, except for donated property which is recorded at fair market value on the date received. Such donations are reported as net assets without donor restrictions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are reported as net assets with donor restrictions. Absent donor stipulations regarding how long those donated assets are to be maintained, the Trust reports expirations of donor restrictions when the donated or acquired assets are placed in service. The Trust capitalizes property if its value is greater than \$1,000 and its useful life is more than one year. Depreciation is computed using the straight-line method over the estimated useful lives of the assets ranging from three to thirty-nine years. Depreciation expense for the year ended June 30, 2019 was \$10,772.

Revenue Recognition – Contributions, which include unconditional promises to give, are recognized as revenues in the period received or promised. Conditional contributions are recorded when the conditions have been substantially met. Contributions are considered to be without donor restrictions unless specifically restricted by the donor.

Gains and losses on investments and other assets and liabilities are reported as increases or decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulation or by law.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Donated Services and Facilities – Donated services are not recorded unless such services create or enhance nonfinancial assets or require specialized skills and are so essential that they would be purchased if not provided by donation. Program service expenses for diabetes health center services include \$2,500 in donated services for the year ending June 30, 2019. A substantial number of volunteers donated hours to the Trust's program services during the period; however, these donated services are not reflected in the financial statements since the services do not require specialized skills as specified by accounting standards for recognition.

The Trust receives use of facilities for its general operations. The fair value of donated facilities is determined based on the amount of current rental fees.

Taxes on Income – As a tax-exempt not-for-profit organization, the Trust is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and from state franchise tax under California Revenue and Taxation Code Section 23701(d) but is subject to taxes on unrelated business income when earned.

Management has considered its tax positions and believes that all the positions taken in its federal and state exempt organization tax returns are more likely than not to be sustained upon examination. The Trust's returns are subject to examination by federal and state taxing authorities, generally for three years and four years, respectively, after they are filed.

Functional Allocation of Expenses – The costs of providing program services and other activities have been presented on a functional basis in the Statement of Activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited. Salaries, payroll taxes and benefits are allocated on a percentage of use as determined by staff time. Facilities and equipment expenses are allocated based on square footage of the building. Payroll related overhead costs are allocated based on the actual dollar amount an employee spends on a program. Shared administrative expenses (i.e. miscellaneous office and board expenses, duplicating, supplies, etc.) are allocated based on total expenses in each function as a percentage of total expenses after considering direct expenses.

Fair Value of Financial Instruments – The carrying amount of financial instruments, including cash, contributions receivable, accounts payable and accrued expenses approximate their fair values because of the relatively short maturity of these instruments.

Use of Estimates – Preparing the Trust's financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Summarized Comparative Totals – The financial statements include prior-year summarized comparative information in total, but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Trust's financial statements for the year ended June 30, 2018, from which the summarized information was derived.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Reclassifications – Certain reclassifications have been made to prior year comparative financial statements to conform with the current year presentation.

Subsequent Events – Subsequent events have been evaluated by the Trust's management through October 15, 2019, which is the date the financial statements were available to be issued.

Effects of New Pronouncements – On August 18, 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. The Trust has adjusted the presentation of these statements accordingly in the fiscal year ended June 30, 2019.

In November 2016, the FASB issued ASU 2016-18, *Statement of Cash Flows (Topic 230) Restricted Cash*. The amendments in this update require that a statement of cash flows explain the change during the period in the total of cash, cash equivalents, and amounts generally described as restricted cash or restricted cash equivalents. Therefore, amounts generally described as restricted cash and restricted cash equivalents should be included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. The adoption of ASU 2016-18 had no significant effect on the financial statements.

Recent Accounting Pronouncements – In May 2014, the Financial Accounting Standards Board (FASB) issued ASU 2014-09, *Revenue from Contracts with Customers (Topic 606)*. ASU 2014-09 provides a robust framework for addressing revenue recognition issues and, upon its effective date, will replace almost all pre-existing revenue recognition guidance, including industry-specific guidance, in current U.S. generally accepted accounting principles (GAAP). Implementation for non-public entities must occur in years beginning after December 15, 2018. Early application of the amendments in this update is permitted. The Trust has no plan for early implementation of this Statement. At this time the Trust is not certain of the effect the adoption of ASU 2014-09 will have on the accompanying financial statements.

On February 25, 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*. Non-public entities are required to adopt the standard for reporting periods beginning after December 15, 2019. All entities may elect to early-adopt. The core principle of the new leases' standard is that lessees should recognize assets and liabilities arising from all leases, except for leases with a lease term of 12 months or less. This will significantly gross-up many entities balance sheets. The Trust has no plan for early implementation of this Statement. At this time the Trust is not certain of the effect the adoption of ASU 2016-02 will have on the accompanying financial statements.

In June 2018, the FASB issued ASU 2018-08 *Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*. The amendments in this update clarify and improve current guidance about whether a transfer of assets (or the reduction, settlement, or cancellation of liabilities) is a contribution or an exchange transaction. This standard is effective for nonpublic companies for years beginning after December 15, 2018. The Trust has no plan for early implementation of this Statement. At this time the Trust is not certain of the effect the adoption of ASU 2018-08 will have on the accompanying financial statements.

NOTE 2. CONCENTRATION OF RISK

The Trust maintains cash in bank accounts at various financial institutions. The balance, at times, exceeds federally insured limits. At June 30, 2019, the Trust's deposits were fully insured.

The Trust's investments are exposed to various risks, such as fluctuations in the market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that the changes in the values of investment securities will occur in the near future and that such changes could materially affect the amounts reported in the statement of activities.

NOTE 3. FAIR VALUE MEASUREMENTS

The Trust measures its assets and liabilities at fair value in accordance with the Fair Value Measurements and Disclosures Topic of the FASB Accounting Standards Codification. This guidance defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date and establishes a framework for measuring fair value. The guidance establishes a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. The guidance expands disclosures about instruments measured at fair value. The guidance applies to other accounting pronouncements that require or permit fair value measurements and, accordingly, the guidance does not require any new fair value measurements. As noted above, the guidance establishes a three-level valuation hierarchy for disclosure of fair value measurements. The valuation hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. The three levels are defined as follows:

- Level 1 – inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 – inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the same term of the financial statement.
- Level 3 – inputs to the valuation methodology are unobservable and significant to the fair value measurements.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

Following is a description of the Trust's valuation methodologies for assets and liabilities measured at fair value:

Fair value for Level 1 is based upon quoted market prices. Inputs are obtained from various sources including market participants, dealers, brokers and financial institutions.

Fair value for Level 2 investments are determined by reference to quoted market prices for similar investments, yield curves, and other relevant information.

NOTE 3. FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Trust's assets at fair value as of June 30, 2019:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investments, at fair value:				
Money market	\$ 18,382	\$ -	\$ -	\$ 18,382
Mutual funds:				
Equities	11,909,875	-	-	11,909,875
Fixed income	4,047,288	-	-	4,047,288
Nontraditional	798,138	-	-	798,138
Total investments	<u>\$ 16,773,683</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 16,773,683</u>

NOTE 4. INVESTMENTS

Investments were composed of the following at June 30, 2019:

	<u>Cost</u>	<u>Fair Value</u>	<u>Unrealized Gain (Loss)</u>
Money market	\$ 18,382	\$ 18,382	\$ -
Mutual funds:			
Equities	10,698,728	11,909,875	1,211,147
Fixed income	3,854,991	4,047,288	192,297
Nontraditional	816,589	798,138	(18,451)
Total investments	<u>\$ 15,388,690</u>	<u>\$ 16,773,683</u>	<u>\$ 1,384,993</u>

The following schedule summarizes investment returns and its classification in the statement of activities for the year ended June 30, 2019:

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Interest/dividend income	\$ 311,151	\$ 31,396	\$ 342,547
Realized/unrealized gains (losses) on investments	1,006,432	119,304	1,125,736
Investment fees	<u>(71,999)</u>	<u>(6,848)</u>	<u>(78,847)</u>
Total net investment income	<u>\$ 1,245,584</u>	<u>\$ 143,852</u>	<u>\$ 1,389,436</u>

NOTE 5. FISCAL SPONSORSHIP

In September of 2015, the Trust entered into a fiscal sponsorship agreement with Mesa Verde Gardens (MVG). Under the terms of the agreement, an administrative fee of 8% of gross revenue is paid to the Trust with a maximum amount of \$15,000 per year. The length of the agreement was for one year with the option to renew for successive one-year terms. The Trust extended the agreement for a one-year term on May 10, 2018. On August 6, 2019 the agreement was renewed and will automatically renew for successive one-year terms ending on June 30th of each year thereafter, unless terminated by either party.

NOTE 5. FISCAL SPONSORSHIP (Continued)

As part of the agreement, the Trust controls all revenue, accounts payable and receivable, leases and contracts, disbursement of MVG funds (including grants), and other activities to further the MVG mission. Currently, the Trust has a payable amount due to MVG for funds received in excess of expenses paid of \$104,189.

The Trust signed various lease agreements on behalf of MVG for use of land and water utilities. The amounts of these leases are for various terms and the amounts are nominal and immaterial to the financial statements as a whole and therefore are not disclosed.

NOTE 6. OPERATING LEASES

The Trust leases facilities at 85 Nielson Street in Watsonville, under a nine-year lease, which commenced September 8, 1998. The original agreement called for monthly rent of \$1,250, with a provision for a CPI increase after 5 years. It renews automatically for successive nine-year terms at the end of the initial term and at the end of every successive term, through a maximum of nine extension terms, unless terminated earlier.

The Trust occupies an additional 12,782 square feet, rent free, under an arrangement with Community Health Systems. The fair market value of this space is \$1.61 per square foot annually, totaling \$246,948. This amount is recorded both as revenue and expense in the accompanying Statement of Activities.

The Trust also leases office equipment under non-cancelable leases.

The following is a schedule by years and in the aggregate of future minimum rental payments under operating leases that have initial or remaining non-cancelable lease terms in excess of one year for the years ending June 30:

2020	\$ 24,081
2021	24,081
2022	24,081
2023	24,081
2024	21,047
2025	<u>3,220</u>
Total	<u>\$ 120,591</u>

Total rental expense charged to operations for the year ended June 30, 2019 was \$24,081.

NOTE 7. ADJUSTMENTS RELATED TO SALE OF HOSPITAL ASSETS

As described in Note 1, on September 1, 1998 the operating assets of Watsonville Community Hospital, consisting principally of the hospital building, furniture and equipment, and working capital, were sold to CHS under an asset sale agreement. The agreement also provided that the Trust would be liable for certain liabilities and entitled to receive certain other assets. The Trust refers to these liabilities and entitlements as "discontinued hospital business." The Trust has a workers' comp liability of \$62,478 related to discontinued operations. This liability is calculated based on actuarial assumptions on the claims outstanding.

NOTE 7. ADJUSTMENTS RELATED TO SALE OF HOSPITAL ASSETS (Continued)

Since the asset sale date, the Trust has actively tracked and recorded yearly discontinued hospital business activity, meeting its liability obligations under the asset sale agreement and collecting discontinued hospital business revenues as they become available.

Many of the transactions described below are estimates based on the best information currently available, and are subject to change in the near term. The reserve associated with the self-insured workers' compensation plan is subject to change according to the results of audits of outstanding claims performed by the State of California Department of Industrial Relations. The liabilities for MediCare and MediCal are subject to change according to steps taken by the Trust to resolve outstanding cases.

The principal transactions and adjustments made during the 2019 fiscal year are as follows:

Adjust reserve associated with self-insured workers' compensation plan	\$ (9,783)
Salary and personnel related expenses	(16,170)
Workers' compensation claims and settlements, net of refunds	47,168
Facilities and equipment	(14,932)
Other costs	<u>(7,500)</u>
Total	<u>\$ (1,217)</u>

NOTE 8. NET ASSETS WITH DONOR RESTRICTIONS

For the year ended June 30, 2019, activity in net assets with donor restrictions as to purpose or time was as follows:

	Balance 6/30/2018	Additions	Satisfied	Balance 6/30/2019
Diabetes Health Center	\$ 13,887	\$ 52,056	\$ (65,943)	\$ —
Health Collaborative	96,995	102,502	(124,497)	75,000
Grantmaking	—	22,000	(22,000)	—
Dental Health Center Services	14,058	8,993	(10,735)	12,316
General	<u>433,869</u>	<u>112,006</u>	<u>(34,581)</u>	<u>511,294</u>
	<u>\$ 558,809</u>	<u>\$ 297,557</u>	<u>\$ (257,756)</u>	<u>\$ 598,610</u>

NOTE 9. ENDOWMENT

At June 30, 2019, the Trust had four donor restricted endowment funds totaling \$1,132,350, which were established for a variety of purposes.

The Founders' Fund was contributed by the Watsonville Community Hospital Foundation (see Note 1). Under the terms of the contribution the original donation must be kept in perpetuity and the earnings are available to fund health programs for seniors and children. These donor restricted endowment funds totaled \$687,953.

NOTE 9. ENDOWMENT (Continued)

The General Endowment Fund totaled \$193,720 as of June 30, 2019 and is composed of a bequest from the Frank F. Orr and Zoe Ann Orr Fund and individual contributions. The original donations must be kept in perpetuity and the earnings are available for the unrestricted use of the Trust.

In 2005, the Phil Rather Endowment Fund was established with an initial contribution of \$2,125. Under the terms of the contribution the earnings are available to fund the Diabetes Health Center. At June 30, 2019, the Phil Rather Endowment Fund totaled \$79,884.

In 2010, the Ralph Flood "Healthy lifestyles" Fund was established with a contribution of \$100,000. Under the terms of the contribution the original donation must be kept in perpetuity and the earnings are available to fund services that help prevent obesity and diabetes in Pajaro Valley children. At June 30, 2019, the Ralph Flood Endowment Fund totaled \$100,000.

In 2011, the Dental Health Fund was established with an initial contribution of \$5,000. Under the terms of the contribution the original donation and earnings for the first five years must be kept in perpetuity. After the first five years, the earnings are available as prescribed by the endowment spending policy to support dental health programs and projects approved by the Health Trust Board of Directors and for the benefit of low-income Pajaro Valley Residents. At June 30, 2019, the Dental Health Fund totaled \$70,793.

As required by GAAP, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law

The trust's Board of Directors has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Trust retains in perpetuity (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the endowment and (c) accumulations to the endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor restricted endowment fund that is not held in perpetuity under net assets with donor restrictions is classified as net assets with donor restrictions that are restricted by purpose until those amounts are appropriated for expenditure by the Trust in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the Trust 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 Trust and the donor-restricted endowment fund
- (3) General economic conditions
- (4) The possible effect on inflation and deflation
- (5) The expected total return from income and the appreciation of investments
- (6) Other resources of the Trust
- (7) The investment policies of the Trust

NOTE 9. ENDOWMENT (Continued)**Spending/Investment Policies**

The Trust has adopted investment and spending policies, approved by the Board of Trustees, 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 these endowment assets over the long-term. The Trust spending and investment policies work together to achieve this objective. The investment policy establishes a goal of the aggregate endowment assets to equal or exceed an absolute rate of return of 8.0%. Actual returns in any given year may vary from this amount. To satisfy its long-term rate-of-return objectives, the Trust relies on a total return strategy in which investment returns are achieved through both capital appreciation and dividend and interest income. The Trust targets a diversified asset allocation that places emphasis on equity-based and government securities to achieve its long-term objectives within prudent risk parameters.

Unless specified by the original gift, the spending policy calculates the amount of money annually distributed from the Trust's various endowed funds, for grant making and administration. The current spending policy is to distribute an amount equal to 4% calculated based on a 12-quarter moving average of the fair value of the endowment funds. Accordingly, over the long term, the Trust expects its current spending policy to allow its endowment assets to grow at an average rate of 4% annually. If a particular fund has no accumulated earnings at the time of the spending policy calculation, that fund will not be able to participate in grant making or appropriations for the upcoming year.

Asset Allocation Limitations – Domestic equities 40% – 60%, target 45%; International Equities 10% – 25%, target 25%; Fixed Income Intermediate 25% – 50%, target 25%; Liquid Alternatives 0% – 20%, target 5%.

Endowment Net Asset Composition

Endowment net asset composition as of June 30, 2019:

	<u>With Donor Restrictions</u>
Corpus:	
Founders Fund	\$ 687,953
Frank Ann Orr	193,720
Rather Fund	79,884
Ralph Flood	100,000
Dental Health Fund	<u>70,793</u>
Total corpus	<u>1,132,350</u>
Unappropriated	
Founders Fund	397,091
Frank Ann Orr	114,203
Rather Fund	–
Ralph Flood	–
Dental Health	<u>12,316</u>
Total unappropriated	<u>523,610</u>
Total endowments	<u>\$ 1,655,960</u>

NOTE 9. ENDOWMENT (Continued)**Changes in Endowment Net Assets**

Changes in endowment net assets for the year ended June 30, 2019:

	<u>With Donor Restrictions</u>
Balance, Beginning of Year	\$ 1,574,737
Net investment return	150,700
Contributions	6,190
Financial advisor fees	(6,848)
Appropriation of endowment assets for expenditure	<u>(68,819)</u>
Total endowments	<u>\$ 1,655,960</u>

NOTE 10. DEFINED CONTRIBUTION RETIREMENT PLAN

The Pajaro Valley Community Health Trust Retirement Plan is a tax-sheltered annuity plan under Section 403(b) of the Internal Revenue Code. It has been established for all employees of the Trust as a Trust-paid benefit. Employees of the Trust, if not covered by another plan, become eligible after three months of employment. Employee accounts are 100% vested after one year of employment.

The Trust contributes between three to five percent of each eligible employee's gross wages on a monthly basis. Eligible employees may contribute any amount up to the legal limit on a voluntary payroll deduction basis, although no voluntary contribution is required. Contributions made by the Pajaro Valley Community Health Trust for the year ended June 30, 2019, on behalf of eligible employees, totaled \$30,858.

NOTE 11. LIQUIDITY AND AVAILABILITY OF RESOURCES

The Trust has \$1,230,192 of financial assets available within one year of the statement of financial position date to meet cash needs for general expenditures consisting of cash and cash equivalents of \$191,360, pledges and grants receivable of \$33,000, Endowment funds (see below) available for \$60,303 and Non-Endowed funds (see below), available for \$945,529. \$13.5 million of the financial assets are subject to quasi-restriction from the original proceeds of the sale of WCH. The balance of the non-endowed funds are subject to finance committee recommendations and Board Approval (See incorporations restriction of use of funds). The pledges and grants receivables are subject to implied time restrictions but are expected to be collected within one year. As part of the Trust's liquidity management, it has been the policy to structure its financial assets to be available as general expenditures, liabilities, and other obligations come due.

NOTE 11. LIQUIDITY AND AVAILABILITY OF RESOURCES (Continued)

The Endowment funds consist of donor-restricted endowments of \$1.1 million. Income from donor-restricted endowments is restricted for specific purposes and, therefore, is not available for general expenditures. The target-spending rate of 8% will be calculated based on a 12-quarter moving average. Both the Finance Committee and the Board of Directors of the Trust must approve any change to the spending percentage. (Current Rate of Return 8% = 3.0% spending policy + administration fees (1.0%) + 4.0% to be returned to the fund for growth). \$60,303 of appropriations from the endowment funds will be available for operations within the next 12 months.

The Non-Endowed funds consist of funds received from the Watsonville Hospital Sale of \$13.5 million. Target-spending rate 6.5% will be calculated based on a 12-quarter moving average. Both the Finance Committee and the Board of Directors of the Trust must approve any change to the spending percentage. (Current Rate of Return 6.5% = 5.6% net spending target + 0.9% investment management fees). \$945,529 of appropriations from the non-endowed funds will be available for operations within the next 12 months.

NOTE 12. SUBSEQUENT EVENT

On June 6, 2019, California-based for-profit company Harsco Healthcare Group offered Quorum \$45.5 million to purchase the hospital. The Trust had 45 days from the announcement of the purchase to engage its right of first refusal, which it did on July 18, 2019. The Trust then had until August 30, 2019 to make a down payment and sign a definitive agreement to purchase the hospital. The Trust engaged in a good faith effort to find a path forward to acquire and operate the hospital on behalf of the residents, stakeholders and community. The Trust ultimately made the decision to opt out of the sale.

The Trust incurred costs in its efforts to secure the funding necessary to purchase the hospital and perform due diligence. The Trust incurred costs of approximately \$750 thousand which was offset by a \$1.0 million contribution.