

Audited
Financial
Statements

December 31,
2017

MASONIC VILLAGES OF THE GRAND LODGE OF PENNSYLVANIA

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Smith Elliott Kearns & Company, LLC
CERTIFIED PUBLIC ACCOUNTANTS & CONSULTANTS

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Masonic Villages of the
Grand Lodge of Pennsylvania
Elizabethtown, Pennsylvania

We have audited the accompanying consolidated financial statements of Masonic Villages of the Grand Lodge of Pennsylvania and subsidiaries, which comprise the consolidated balance sheets as of December 31, 2017 and 2016, and the related consolidated statements of operations, changes in net assets, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audits. We did not audit the financial statements of Pennsylvania Acacia Insurance Company, Ltd., a wholly-owned subsidiary, which statements reflect total assets of \$ 12,272,753 and \$ 10,638,742 as of December 31, 2017 and 2016, respectively, and total revenues of \$ 860,669 and \$ 848,190, respectively, for the years then ended. Those statements were audited by other auditors, whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for Pennsylvania Acacia Insurance Company, Ltd., is based solely on the report of the other auditors. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements.

Board of Directors
Masonic Villages of the
Grand Lodge of Pennsylvania

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, based on our audits and the report of other auditors, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Masonic Villages of the Grand Lodge of Pennsylvania and subsidiaries as of December 31, 2017 and 2016, and the results of their operations, changes in their net assets, and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Smith Elliott Hearn & Company, LLC

Carlisle, Pennsylvania
April 19, 2018

**MASONIC VILLAGES OF THE
GRAND LODGE OF PENNSYLVANIA**

CONSOLIDATED BALANCE SHEETS

December 31, 2017 and 2016

ASSETS	2017	2016	LIABILITIES AND NET ASSETS	2017	2016
Current Assets:			Current Liabilities:		
Cash and cash equivalents (Note 2)	\$ 23,738,483	\$ 22,862,928	Current installments of long-term debt (Note 11)	\$ 10,145,000	\$ 9,765,000
Assets whose use is limited and that are required for current liabilities (Note 7)	2,500,901	2,467,972	Accrued expenses	13,503,685	13,639,038
Resident accounts receivable, net of estimated uncollectibles of \$ 1,093,000 in 2017 and \$ 767,000 in 2016 (Note 3)	7,335,633	7,432,385	Accounts payable:		
Accounts receivable:			Trade	12,687,941	8,178,100
Pennsylvania Masonic Youth Foundation	3,018	602	Grand Lodge	-	8,975
Masonic Charities Fund	22,057	38,731	The Masonic Library and Museum of Pennsylvania	300,816	843
Grand Lodge	24,701	-	Deferred revenue from estates and trusts	38,399	33,000
Investment income receivable	1,330,950	1,411,567	Deposits - Residents	881,850	880,127
Estimated third party settlements receivable (Note 17)	2,286,496	2,286,496	Deposits on unoccupied units	6,708,880	2,633,030
Inventory	2,532,295	2,758,817	Annuities payable	<u>1,003,429</u>	<u>1,111,157</u>
Other current assets	2,326,395	2,876,285	Total current liabilities	<u>45,270,000</u>	<u>36,249,270</u>
Notes receivable (Note 5)	2,719,925	1,972,525			
Contributions receivable (Note 4)	<u>70,671</u>	<u>70,671</u>	Accrued pension costs (Note 16)	12,104,957	12,636,977
Total current assets	<u>44,891,525</u>	<u>44,178,979</u>	Annuities payable, net of current portion	5,063,077	5,537,610
Contributions receivable, net of current portion (Note 4)	<u>296,617</u>	<u>339,760</u>	Deferred revenue from landfill settlement	17,500	27,500
Assets whose use is limited, net of current portion (Note 7)	<u>10,309,485</u>	<u>-</u>	Refundable fees	89,278,357	80,383,893
Minimum liquid reserve requirement (Notes 6, 23)	<u>17,072,385</u>	<u>16,539,600</u>	Deferred revenue from entrance fees	103,798,407	101,771,398
Investments (Note 6)	<u>712,177,979</u>	<u>631,664,921</u>	Interest rate swap agreements (Note 10)	19,131,387	21,881,266
Property and equipment, net (Note 8)	<u>383,617,399</u>	<u>362,669,658</u>	Long-term debt, net (Note 11)	<u>188,854,193</u>	<u>169,014,377</u>
Other Assets:			Total liabilities	<u>463,517,878</u>	<u>427,502,291</u>
Deferred costs, net (Note 9)	264,000	316,800	Net Assets:		
Other long-term assets	<u>3,973</u>	<u>3,973</u>	Unrestricted	391,120,824	345,740,231
Total other assets	<u>267,973</u>	<u>320,773</u>	Temporarily restricted	99,932,664	73,439,726
Collections (Note 1)	<u>-</u>	<u>-</u>	Permanently restricted	<u>214,061,997</u>	<u>209,031,443</u>
Total assets	<u>\$ 1,168,633,363</u>	<u>\$ 1,055,713,691</u>	Total net assets	<u>705,115,485</u>	<u>628,211,400</u>
			Total liabilities and net assets	<u>\$ 1,168,633,363</u>	<u>\$ 1,055,713,691</u>

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

**MASONIC VILLAGES OF THE
GRAND LODGE OF PENNSYLVANIA**

CONSOLIDATED STATEMENTS OF OPERATIONS

Years Ended December 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Operating revenues:		
Resident service revenue (Note 17)	\$ 139,304,980	\$ 138,014,781
Provision for bad debts	<u>(618,837)</u>	<u>(416,380)</u>
Net resident service revenue	138,686,143	137,598,401
Amortization of entrance fees	12,197,223	12,657,494
Other operating revenue	5,384,578	4,718,695
Investment income	<u>11,663,833</u>	<u>11,682,204</u>
Total operating revenues	<u>167,931,777</u>	<u>166,656,794</u>
Operating expenses:		
Wages, salaries, and benefits	108,653,073	106,080,424
Supplies	18,869,870	18,033,578
Purchased services	19,751,558	18,764,433
Energy and utilities	7,246,371	7,354,803
Depreciation and amortization	26,703,079	25,615,316
Interest	6,218,558	6,156,848
Other operating expenses	7,944,364	8,953,113
Settlement loss on pension plan termination	<u>1,987,257</u>	<u>-</u>
Total operating expenses	<u>197,374,130</u>	<u>190,958,515</u>
Loss from operations before change in fair value of derivative financial instruments	<u>(29,442,353)</u>	<u>(24,301,721)</u>
Unrealized appreciation on interest rate swap agreements	<u>2,749,879</u>	<u>3,040,601</u>
Loss from operations	<u>(26,692,474)</u>	<u>(21,261,120)</u>
Nonoperating gains (losses):		
Contributions, gifts, and bequests	4,726,283	4,690,655
Contributions from Masonic Charities Fund	700,000	-
Contributions from Pennsylvania Masonic Youth Foundation	-	62,030
Contributions from Grand Lodge permanently restricted net assets	1,298,815	1,072,279
Income from perpetual trusts held by third parties	1,792,621	2,188,914
Realized gains on sale of investments	19,604,815	16,751,193
Adjustment of actuarial liabilities of split-interest agreements	(32,376)	(705,908)
(Loss) gain on disposal of property and equipment	<u>(156,577)</u>	<u>(62,872)</u>
Total nonoperating gains	<u>27,933,581</u>	<u>23,996,291</u>
Excess of revenues and gains over expenses and losses	<u>1,241,107</u>	<u>2,735,171</u>
Net assets released from restrictions:		
Satisfaction of program restrictions - Operations	7,245,162	6,355,827
Satisfaction of program restrictions - Purchase of property and equipment	<u>1,794,624</u>	<u>1,488,141</u>
Total net assets released from restrictions	<u>9,039,786</u>	<u>7,843,968</u>
Change in pension liability (Note 16)	<u>2,605,755</u>	<u>1,310,677</u>
Net unrealized appreciation (depreciation) on investments	<u>32,493,945</u>	<u>(3,571,367)</u>
Increase in unrestricted net assets	<u>\$ 45,380,593</u>	<u>\$ 8,318,449</u>

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

**MASONIC VILLAGES OF THE
GRAND LODGE OF PENNSYLVANIA**

CONSOLIDATED STATEMENTS OF CHANGES IN NET ASSETS

Years Ended December 31, 2017 and 2016

	2017				2016			
	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted
Revenues and Gains:								
Total operating revenues	\$ 167,931,777	\$ 167,931,777	\$ -	\$ -	\$ 166,656,794	\$ 166,656,794	\$ -	\$ -
Unrealized appreciation on interest rate swap agreements	2,749,879	2,749,879	-	-	3,040,601	3,040,601	-	-
Nonoperating investment income	116,406	-	116,406	-	102,114	-	102,114	-
Realized gains (losses) on sale of investments	33,101,664	19,604,815	13,496,849	-	28,468,649	16,751,193	11,718,079	(623)
Contributions, gifts, and bequests	6,780,038	4,726,283	880,700	1,173,055	7,842,048	4,690,655	3,071,255	80,138
Contribution from Masonic Charities Fund	705,000	700,000	5,000	-	-	-	-	-
Contribution from Pennsylvania Masonic Youth Foundation	-	-	-	-	72,030	62,030	10,000	-
Contributions from Grand Lodge permanently restricted net assets	1,298,815	1,298,815	-	-	1,072,279	1,072,279	-	-
Income from perpetual trusts held by third parties	1,811,697	1,792,621	5,311	13,765	2,208,952	2,188,914	2,654	17,384
Total revenues and gains	<u>214,495,276</u>	<u>198,804,190</u>	<u>14,504,266</u>	<u>1,186,820</u>	<u>209,463,467</u>	<u>194,462,466</u>	<u>14,904,102</u>	<u>96,899</u>
Expenses and Losses:								
Unrestricted expenses	197,374,130	197,374,130	-	-	190,958,515	190,958,515	-	-
Loss on sale of property and equipment	156,577	156,577	-	-	62,872	62,872	-	-
Adjustment of actuarial assets and liabilities of split-interest agreements	17,533	32,376	(14,843)	-	689,577	705,908	(16,331)	-
Total expenses and losses	<u>197,548,240</u>	<u>197,563,083</u>	<u>(14,843)</u>	<u>-</u>	<u>191,710,964</u>	<u>191,727,295</u>	<u>(16,331)</u>	<u>-</u>
Excess of revenues and gains over expenses and losses	<u>16,947,036</u>	<u>1,241,107</u>	<u>14,519,109</u>	<u>1,186,820</u>	<u>17,752,503</u>	<u>2,735,171</u>	<u>14,920,433</u>	<u>96,899</u>
Net assets released from restrictions - Satisfaction of program restrictions	<u>-</u>	<u>9,039,786</u>	<u>(9,140,094)</u>	<u>100,308</u>	<u>-</u>	<u>7,843,968</u>	<u>(9,023,061)</u>	<u>1,179,093</u>
Change in pension liability (Note 16)	<u>2,605,755</u>	<u>2,605,755</u>	<u>-</u>	<u>-</u>	<u>1,310,677</u>	<u>1,310,677</u>	<u>-</u>	<u>-</u>
Net unrealized appreciation (depreciation) on investments	<u>57,351,294</u>	<u>32,493,945</u>	<u>21,113,923</u>	<u>3,743,426</u>	<u>(7,933,030)</u>	<u>(3,571,367)</u>	<u>(3,191,603)</u>	<u>(1,170,060)</u>
Increase in net assets	<u>76,904,085</u>	<u>45,380,593</u>	<u>26,492,938</u>	<u>5,030,554</u>	<u>11,130,150</u>	<u>8,318,449</u>	<u>2,705,769</u>	<u>105,932</u>
Net assets at January 1	<u>628,211,400</u>	<u>345,740,231</u>	<u>73,439,726</u>	<u>209,031,443</u>	<u>617,081,250</u>	<u>337,421,782</u>	<u>70,733,957</u>	<u>208,925,511</u>
Net assets at December 31	<u>\$ 705,115,485</u>	<u>\$ 391,120,824</u>	<u>\$ 99,932,664</u>	<u>\$ 214,061,997</u>	<u>\$ 628,211,400</u>	<u>\$ 345,740,231</u>	<u>\$ 73,439,726</u>	<u>\$ 209,031,443</u>

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

**MASONIC VILLAGES OF THE
GRAND LODGE OF PENNSYLVANIA**

CONSOLIDATED STATEMENTS OF CASH FLOWS

Years Ended December 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Cash Flows from Operating Activities and Nonoperating Gains:		
Increase in net assets	\$ 76,904,085	\$ 11,130,150
Adjustments to reconcile increase in net assets to net cash provided by operating activities and nonoperating gains:		
Depreciation and amortization	26,703,079	25,615,316
Amortization of deferred financing costs	152,463	116,209
Bad debts	618,837	416,380
Bond premium amortization	(599,408)	(494,836)
Loss on disposal of property and equipment	156,577	62,872
Amortization of entrance fees	(12,197,223)	(12,657,494)
Initial contributions recognized from split-interest agreements	(348,351)	(738,480)
Actuarial adjustment for split-interest agreements	17,533	689,577
Contributions restricted for long-term investments	(1,186,820)	(97,522)
Net realized and unrealized gains on long-term investments	(90,452,958)	(20,535,619)
Increase in fair value of interest rate swap agreements	(2,749,879)	(3,040,601)
(Increase) decrease in receivables	(1,199,311)	45,370
Decrease in other current assets and inventory	776,412	148,375
Increase (decrease) in accounts payable and accrued expenses	4,665,486	(833,646)
Increase (decrease) in other current and noncurrent liabilities	3,550,952	(22,342,327)
Proceeds from entrance fees and deposits	<u>33,040,652</u>	<u>26,923,360</u>
Net cash provided by operating activities and nonoperating gains	<u>37,852,126</u>	<u>4,407,084</u>
Cash Flows from Investing Activities:		
Acquisition of property and equipment	(47,754,597)	(30,730,833)
(Increase) decrease in assets whose use is limited	(10,342,414)	1,070,408
Proceeds from the sale of investments	32,945,940	58,427,911
Purchases of investments	(23,538,825)	(14,371,768)
Decrease in other long-term assets	<u>-</u>	<u>33,852</u>
Net cash (used in) provided by investing activities	<u>(48,689,896)</u>	<u>14,429,570</u>

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

**MASONIC VILLAGES OF THE
GRAND LODGE OF PENNSYLVANIA**

CONSOLIDATED STATEMENTS OF CASH FLOWS - CONTINUED

Years Ended December 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Cash Flows from Financing Activities:		
Refunds of entrance fees and deposits	\$ (9,921,956)	\$ (8,829,288)
Proceeds from contributions restricted for long-term investments	1,186,820	97,522
Proceeds from contributions under split-interest agreements	776,472	1,201,328
Net payments made on split-interest agreements	(984,772)	(2,922,412)
Decrease in deferred revenue from landfill settlement	(10,000)	(10,000)
Proceeds from 2017 bonds	29,000,000	-
Premium received from 2017 Bonds	2,274,247	-
Payments for bond issue costs	(492,486)	-
Principal payment on long-term debt	(10,115,000)	(9,425,000)
Net cash provided by (used in) financing activities	<u>11,713,325</u>	<u>(19,887,850)</u>
Net increase (decrease) in cash and cash equivalents	875,555	(1,051,196)
Cash and cash equivalents - Beginning of year	<u>22,862,928</u>	<u>23,914,124</u>
Cash and cash equivalents - End of year	<u>\$ 23,738,483</u>	<u>\$ 22,862,928</u>
Supplemental disclosure of cash flow information:		
Cash paid during the year for interest	<u>\$ 7,387,433</u>	<u>\$ 6,805,033</u>
Cash paid during the year for income taxes	<u>\$ -</u>	<u>\$ -</u>

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

**MASONIC VILLAGES OF THE
GRAND LODGE OF PENNSYLVANIA**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2017 and 2016

NOTE 1: Summary of Significant Accounting Policies

Organization

Masonic Villages of the Grand Lodge of Pennsylvania (Masonic Villages) is a not-for-profit corporation. The Grand Lodge of Free and Accepted Masons of Pennsylvania (Grand Lodge) is the sole member of this not-for-profit corporation. Prior to January 1, 2013, Masonic Villages operated as an unincorporated unit of Grand Lodge known as Masonic Homes of the Grand Lodge of Free and Accepted Masons of Pennsylvania (Masonic Homes). Masonic Villages is considered the successor organization to Masonic Homes and has continued to operate Masonic Homes' services under the not-for-profit corporation since January 1, 2013. Masonic Villages provides various services in Pennsylvania at its campuses located in Elizabethtown, Warminster, Sewickley, Lafayette Hill, and Dallas. These campuses are referred to, collectively and individually, as "Masonic Villages" for marketing and business purposes.

Services provided at the Elizabethtown campus as of December 31, 2017 include:

1. a 453 bed nursing facility providing nursing care (Nursing Home)
2. 997 units of Retirement Living consisting of apartments and cottages
3. a 132 bed personal care facility (Personal Care)
4. a 40 bed home for disadvantaged children (Children's Home)
5. meeting and conference facilities
6. an Outreach program
7. an Adult Daily Living program
8. an 8 bed Residential care program (Residential Care) for developmentally disabled individuals
9. a farm.

As of December 31, 2017, services provided at the Warminster campus include a 43 bed nursing facility and 19 beds of personal care.

Services provided at the Sewickley campus include a 128 bed nursing facility, 60 beds of personal care, and 272 units of Retirement Living Apartments and Villas as of December 31, 2017.

As of December 31, 2017, services provided at the Lafayette Hill campus include a 60 bed nursing facility, 40 beds of personal care, and 158 units of Retirement Living Apartments.

Services provided at the Dallas campus include 83 units of Retirement Living Apartments and Cottages as of December 31, 2017.

Masonic Villages also provides significant financial support to the Pennsylvania Masonic Youth Foundation and The Masonic Library and Museum of Pennsylvania.

NOTE 1: Summary of Significant Accounting Policies – Continued

Principles of Consolidation

The consolidated financial statements include the financial statements of Masonic Villages and its wholly-owned subsidiaries Pennsylvania Acacia Insurance Company, Ltd., Acacia Services, LLC, Ashlar Creative Solutions, LLC, and Ashlar Home Health and Hospice Services, LLC after elimination of all significant interrelated balances and transactions.

Assets Whose Use is Limited

Assets whose use is limited include assets held by trustees under an indenture agreement.

Resident Accounts Receivable

Accounts receivable for services provided to residents consists of amounts owed directly from residents on a private pay basis and amounts owed from third-party payors on behalf of residents. Receivables from third-party payors are recorded at established rates, net of contractual adjustments specific to each payor. Receivables from private pay residents are recorded at established rates. Receivables are considered to be past due when payments have not been received by Masonic Villages within 90 days of their contractually stated due date. The provision for uncollectible private pay resident accounts receivable is based on management's assessment of the collectability of individual receivables and the aggregate aging of all of the private pay resident accounts receivable. Losses are charged against the allowance for uncollectible private pay resident accounts receivable when management believes the un-collectability of a receivable is confirmed.

Inventory

Inventory consists of medical supplies and pharmaceutical products, livestock, and maintenance supplies and is valued at the lower of cost or market. Cost is determined on the first-in, first-out basis.

Notes Receivable and Allowance for Uncollectible Notes Receivable

Masonic Villages has provided short-term loans to residents entering its Retirement Living facilities. These loans are evidenced by a note which authorizes a judgment against the resident's property to effect loan satisfaction, and are recorded at the gross amount of the loan proceeds, reduced by an allowance for uncollectible notes receivable. Interest income from notes receivable is accrued on the straight-line method. Notes are considered to be due one year from the date of the note.

Nonaccrual notes receivable are those on which accrual of interest has ceased and where all previously accrued but not collected interest is reversed. Notes are placed on nonaccrual status when, in the opinion of management, full collection is doubtful. Interest accrued but not collected as of the date of placement on nonaccrual status is reversed and charged against current income. While a note receivable is on nonaccrual status, subsequent cash payments received are either applied to outstanding principal balance or recorded as interest income, depending on management's assessment of the ultimate collection of principal and interest.

The allowance for uncollectible notes receivable is evaluated on a regular basis by management and is based on historical experience, the nature and volume of the notes receivable portfolio, adverse conditions that may affect the borrower's ability to repay, and prevailing economic conditions. This evaluation is inherently subjective, as it requires estimates that are susceptible to significant revision as more information becomes available. Notes are considered to be past due when principal and interest payments have not been received by Masonic Villages within 90 days of their contractually stated due date. Losses are charged against the allowance for uncollectible notes receivable when management believes the uncollectability of a note is confirmed.

NOTE 1: Summary of Significant Accounting Policies – Continued

Contributions Receivable

Contributions receivable recorded by Masonic Villages consist of charitable remainder unitrusts, charitable lead trusts, and promises to give.

Masonic Villages will be the recipient of specified funds over the terms of several charitable lead trusts and the remaining assets of several charitable remainder unitrusts upon the death of the beneficiaries. Contributions receivable are recorded at the net present value of the expected trust assets to be received based on the fair value of the trust assets, the contractual or risk-free rate of return (which ranges from 2.45% to 3.83%), and the life expectancy of the current beneficiary or term of the trust.

Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met.

Investments and Investment Income

Masonic Villages carries investments at fair value. When available, fair value of the investments is determined using quoted market prices of a national securities exchange. In other instances, fair value is determined using other observable market data or Masonic Villages' own assumptions. Contributed investments are initially valued at the quoted fair value on the date received, which is then treated as cost.

Investment income on borrowed funds held by a trustee and investment income from all other unrestricted investments are reported as operating revenues. Investment income and gains (losses) on investments of donor restricted funds are added to (deducted from) the appropriate donor restricted net assets.

Property and Equipment

Property and equipment are recorded at cost, or if donated, at fair value at the date of receipt. Masonic Villages reviews all disbursements greater than \$ 1,000 for capitalization as property and equipment. Expenditures for repairs which extend the useful life of the assets are capitalized and routine maintenance and repair costs are expensed as incurred.

Depreciation is provided over the estimated useful life of each class of depreciable asset and is computed on the straight-line method. Estimated useful lives are: land improvements - 10 to 20 years, buildings and improvements - 20 to 40 years, and equipment - 3 to 20 years.

Deferred Financing Costs

Deferred financing costs are amortized over the period the obligation is outstanding using the effective interest method.

NOTE 1: Summary of Significant Accounting Policies – Continued

Collections

Masonic Villages owns collections of Masonic memorabilia, paintings, antique furniture, farm equipment, and other artifacts related to the history of Masonic Villages. These collections are located at the Elizabethtown, Pennsylvania campus. The collections, which were primarily acquired through contributions since Masonic Villages' inception, are not recognized as assets on the consolidated balance sheets. Contributed collection items are not recognized as revenue in the consolidated statements of changes in net assets.

Retirement Living - Entrance Fee Units

Entrance Fees - Fees paid by a resident upon entering into a resident agreement for Retirement Living, net of the portion thereof that is expected to be refundable to the resident based on refundable contract choice (refundable fees), are recorded as deferred revenue and are amortized to revenue using the straight-line method over the estimated remaining life expectancy of the resident. Contingent contracts are those that provide a minimum refund percentage greater than zero and state that re-occupancy is required prior to the payment of a refund. The refundable portion of a contingent contract is not amortized to revenue but remains as a liability until withdrawal. Some of Masonic Villages' Retirement Living resident agreements are contingent contracts because they include certain minimum guaranteed refund amounts to the residents.

Contractually Refundable Fees - Masonic Villages offers two types of contracts at its Elizabethtown, Dallas, Sewickley, and Lafayette Hill campuses. Under the terms of the first contract type, amounts refundable equal the contract amount less 5.00% for the first month of occupancy and 1.00% for each month of occupancy thereafter. As of January 1, 2014, new contracts for the Sewickley campus define amounts refundable as the contract amount less 6% for the first month of occupancy and 2% for each month of occupancy thereafter. Under the terms of the second contract type, amounts refundable equal 90% of the original contract amount whenever the resident chooses to permanently leave retirement living or the facility. In addition, a variation of the refundable contract type is available at the Dallas campus providing an annual 1% increase in the refundable percentage. At December 31, 2017 and 2016, entrance fees of approximately \$89,278,000 and \$ 80,384,000, respectively, were refundable to residents (excluding deposits on unoccupied units) under the terms of the refundable contracts.

Obligation to Provide Future Services - Masonic Villages annually calculates the present value of the net cost of future services to be provided to Retirement Living residents. Costs of future services for Retirement Living residents at the Elizabethtown and Lafayette Hill campuses include the meals, housekeeping, maintenance, and facility costs that are provided under the terms of the Elizabethtown and Lafayette Hill contracts. Costs of future services for Retirement Living residents at the Sewickley campus who qualify for life care include the health care services, meals, housekeeping, maintenance, and facility costs that are provided under the terms of the Sewickley contract. Costs of future services for Retirement Living residents at the Dallas campus include the housekeeping, maintenance, and facility costs that are provided under the terms of the Dallas contract. The aggregate cost of future services is compared with the balance of deferred revenue from entrance fees. If the present value of the net cost for future services and use of facilities exceeds the deferred revenue from entrance fees, a liability will be recorded with a corresponding charge to expenses. Management's calculation resulted in an estimate of no liability for future services to be provided as of either December 31, 2017 or 2016, using a discount rate of 5.00% for 2017 and 2016.

These agreements are regulated by the Commonwealth of Pennsylvania Department of Insurance. Masonic Villages is required to maintain liquid reserves to cover the future costs associated with these agreements.

NOTE 1: Summary of Significant Accounting Policies – Continued

Resident Personal Funds

Masonic Villages receives and holds personal funds of certain residents as an agent of those residents. Cash and cash equivalents include resident personal funds totaling \$ 881,850 and \$ 880,127 as of December 31, 2017 and 2016, respectively.

Worker's Compensation Claims

For the year ended December 31, 2017, Masonic Villages was insured for workers compensation claims in a large risk-large deductible program with a \$ 500,000 deductible for each injury/disease and a \$ 1,500,000 aggregate for each injury/disease. Masonic Villages was insured for workers compensation claims in a large risk-large deductible program with a \$ 500,000 deductible for each injury/disease and a \$ 1,275,000 aggregate for each injury/disease for the year ended December 31, 2016. Premiums paid, net of any performance-based refunds, are recorded in wages, salaries, and benefits in the consolidated statements of operations.

Annuities Payable

Masonic Villages has several charitable gift annuity and charitable remainder unitrust arrangements with donors. Annuities payable are recorded at the net present value of the expected annuity payments based upon the amount of the contribution, the contractual rate of return (which ranges from 4.20% to 11.70%), and the life expectancy of the beneficiary of the annuity.

Bond Premium

Bond premium is amortized over the period the related long-term debt obligation is outstanding using the effective interest method.

Temporarily and Permanently Restricted Net Assets

Temporarily restricted net assets are those whose use by Masonic Villages has been limited by donors to a specific time period or purpose. Permanently restricted net assets have been restricted by donors to be maintained by Masonic Villages in perpetuity.

Support

Contributions received are measured at their fair values and are reported as an increase in net assets. Masonic Villages reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets, or if they are designated as support for future periods. When a donor restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the consolidated statements of changes in net assets as net assets released from restrictions. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted support.

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

Masonic Villages is the beneficiary under various wills and trust agreements. Amounts received from such sources are recorded when clear title is established and the proceeds are measurable.

NOTE 1: Summary of Significant Accounting Policies – Continued

Donated Services

A significant number of volunteers annually donate their services to Masonic Villages. Because the services provided do not require specialized skills, the value of these donated services is not reflected in the consolidated financial statements.

Resident Service Revenue

Masonic Villages' resident service revenue is earned from providing both health care and non-health care services. Health care programs include nursing care, personal care, hospice, medical supplies, pharmacy, home health care, and medical ancillary clinics. Non-health care programs include retirement living, the Children's Home, adult day care, the Residential Care program, home care, and wellness centers. Ordinary activities that are part of a resident's life at Masonic Villages also produce resident service revenue. These revenue producing activities include beauty and barber services, resident and guest meals, laundry, transportation, parking, and communications services.

Resident service revenue is recorded initially at the established rates. This amount is reduced by contractual adjustments and charity allowances to arrive at resident service revenue reported in the consolidated statement of operations.

Retroactively calculated contractual adjustments arising under reimbursement agreements with third-party payors are accrued on an estimated basis in the period the related services are rendered and adjusted in future periods as final settlements are determined. Adjustments related to final settlements with third-party payors are included in net resident service revenue in the year in which such adjustments become known.

Charity Care

Charity care is provided to residents who have demonstrated the inability to pay and are not eligible for third-party reimbursement. Certain residents qualify for charity care upon admission or when their financial resources are depleted. Because Masonic Villages provides charity care to residents who are unable to pay for these services, it is not reported as resident service revenue.

Consolidated Statements of Operations Earnings Measurements

Masonic Villages' statement of operations includes two performance indicators to measure operating earnings. The loss from operations before change in fair value of derivative financial instruments serves as an intermediate performance indicator. The loss from operations before change in fair value of derivative financial instruments includes all unrestricted revenue from the provision of health care and residential services, operating revenue from incidental activities such as the farm, investment income, and expenses incurred in the performance of these activities. Unrealized appreciation on interest rate swap agreements and non-operating gains and losses are excluded from this intermediate performance indicator.

The final performance indicator is the loss from operations. The loss from operations includes all unrestricted revenue from the provision of health care and residential services, operating revenue from incidental activities such as the farm, investment income, expenses incurred in the performance of these activities, and changes in the fair value of derivative financial instruments. Non-operating gains and losses are excluded from the loss from operations.

NOTE 1: Summary of Significant Accounting Policies – Continued

Consolidated Statements of Changes in Net Assets Earnings Measurement

Masonic Villages utilizes the excess of revenues and gains over expenses and losses to measure its annual earnings. The excess of revenues and gains over expenses and losses includes revenues and expenses from program activities, contributions, investment income, realized gains (losses) from the sale of investments, and changes in the fair value of derivative instruments. The net unrealized appreciation (depreciation) on investments and changes in the minimum pension obligation are excluded from the excess of revenues and gains over expenses and losses.

Cash and Cash Equivalents

Cash and cash equivalents include investments in highly liquid debt instruments (i.e. money market funds) with original maturities of three months or less, excluding amounts classified as assets whose use is limited.

Income Taxes

Masonic Villages is a not-for-profit entity as described in Section 501(c) (3) of the Internal Revenue Code and is exempt from federal income taxes on related income pursuant to Section 509(a) of the Code. Pennsylvania Acacia Insurance Company, Ltd. and Ashlar Home Health and Hospice Services, LLC are both single member, tax-exempt corporations. Acacia Services, LLC and Ashlar Creative Solutions, LLC are both single member, for-profit limited liability organizations and are considered disregarded entities for income tax purposes.

Generally accepted accounting principles require organizations to disclose significant tax positions that are subject to uncertainty about the merits of the position taken or the amount of the position that may ultimately be sustained upon examination by the taxing authorities. The effects of tax positions are recognized in financial statements if, in the opinion of management, the tax position would more likely than not be sustained upon an examination by the taxing authorities, including the resolution of any applicable appeals or litigation. Masonic Villages' most significant tax position is that it is exempt from payment of federal and state income taxes. Accordingly, Masonic Villages has not reported any income tax expense in the statements of operations and the statements of changes in net assets for the years ended December 31, 2017 and 2016. Masonic Villages has not recorded liabilities for income taxes or unrecognized income tax benefits in the balance sheets as of December 31, 2017 and 2016. The tax years subsequent to 2013 may be subject to review by federal, state, and local taxing authorities.

Use of Estimates

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

Derivative Financial Instruments

Derivative financial instruments used by Masonic Villages consist of pay-fixed, receive variable interest rate swap agreements. The purpose of these interest rate swap agreements is to limit Masonic Villages' exposure to interest rate changes on its variable-rate debt.

NOTE 1: Summary of Significant Accounting Policies – Continued**Disclosure about Fair Value of Financial Instruments**

Financial instruments include cash and cash equivalents, short-term investments, investment securities, resident accounts receivable, notes receivable, deposits, long-term debt, and interest rate swaps.

The fair value of cash and cash equivalents are deemed to be the same as their carrying value. The fair value of resident accounts receivable equals their carrying value, since they are stated net of estimated uncollectible amounts. The fair value of the long-term debt is determined based on the quoted market price of the long-term debt at the consolidated balance sheet date. The fair values of interest rate swap agreements are based on quoted market prices if available or valuation techniques which consider the present value of estimated expected future cash flows. Disclosure of additional fair values is contained in the following notes.

NOTE 2: Cash and Cash Equivalents

Masonic Villages holds cash and cash equivalents that have been restricted by donors for certain purposes. Masonic Villages is not permitted to use restricted cash and cash equivalents for general operations. The components of Masonic Villages' cash and cash equivalents as of December 31, 2017 and 2016 are as follows:

	<u>2017</u>	<u>2016</u>
Available for operations	\$ 20,761,097	\$ 18,607,383
Held for residents deposits	<u>881,850</u>	<u>880,127</u>
Total unrestricted	21,642,947	19,487,510
Temporarily restricted	<u>2,095,536</u>	<u>3,375,418</u>
	<u>\$ 23,738,483</u>	<u>\$ 22,862,928</u>

NOTE 3: Resident Accounts Receivable

Masonic Villages' resident accounts receivable consists of amounts owed from individuals, insurance companies, and government agencies. As of December 31, 2017 and 2016, Masonic Villages' aggregate resident accounts receivable over 90 days past due totaled \$ 1,721,355 and \$ 1,243,939, respectively.

Masonic Villages' resident accounts receivable are reduced by an allowance for uncollectible accounts. In evaluating the collectability of resident accounts receivable, Masonic Villages evaluates its past history and identifies trends for each of its major sources of revenue to estimate the appropriate allowance for doubtful accounts and provision for bad debts. Management regularly reviews data about these major payor sources of revenue in evaluating the sufficiency of the allowance for doubtful accounts. For receivables associated with private pay residents (which includes both residents without insurance and residents with deductible and copayment balances due for which third-party coverage exists for part of the bill), Masonic Villages records a provision for bad debts in the period of service on the basis of past experience, which indicates that many private pay residents are unable or unwilling to pay the portion of the bill for which they are financially responsible. The difference between the standard rates and the amounts actually collected after all reasonable collection efforts have been exhausted is charged off against the allowance for uncollectible accounts.

NOTE 3: Resident Accounts Receivable – Continued

The changes in the allowance for uncollectible accounts receivable for the years ended December 31, 2017 and 2016 were as follows:

	<u>2017</u>	<u>2016</u>
Allowance at January 1	\$ 767,000	\$ 752,000
Provision for bad debts	618,837	416,380
Accounts receivable written off, net of recoveries	<u>(292,837)</u>	<u>(401,380)</u>
Allowance at December 31	<u>\$ 1,093,000</u>	<u>\$ 767,000</u>

NOTE 4: Contributions Receivable

Contributions receivable consisted of the following as of December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Charitable lead annuity trusts	\$ 349,531	\$ 390,859
Promises to give	<u>17,757</u>	<u>19,572</u>
Total contributions receivable	<u>367,288</u>	<u>410,431</u>
Less:		
Current portion of charitable lead annuity trusts	56,171	56,171
Current portion of promises to give	<u>14,500</u>	<u>14,500</u>
Noncurrent portion	<u>\$ 296,617</u>	<u>\$ 339,760</u>

Promises to give consist of the following as of December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Promises to give before unamortized discount and allowance for uncollectibles	\$ 18,500	\$ 20,500
Unamortized discount	(743)	(928)
Allowance for uncollectibles	<u>-</u>	<u>-</u>
Net promises to give	<u>\$ 17,757</u>	<u>\$ 19,572</u>

The schedule of payments to be received from promises to give as of December 31, 2017 is as follows:

2018	\$ 14,500
2019	2,000
2020	<u>2,000</u>
	<u>\$ 18,500</u>

The discount rates used for promises to give received during the years ended December 31, 2017 and 2016 were 2.41% and 2.45%, respectively.

NOTE 5: Notes Receivable

Notes receivable with Masonic Villages' Retirement Living residents totaled \$ 2,719,925 and \$ 1,972,525, as of December 31, 2017 and 2016, respectively. Interest was charged at rates ranging from 0% to 5% per annum. Notes receivable outstanding beyond their due date, included in the aforementioned totals, were \$ 441,285 and \$ 539,840 as of December 31, 2017 and 2016, respectively. There were no notes receivable on nonaccrual status as of December 31, 2017 and 2016. Based on management's evaluation of the notes receivable portfolio, no provision for uncollectible notes receivable is required.

NOTE 6: Investments

Certain investments are pooled with related organizations and are referred to as "Consolidated Fund" investments. Consolidated Fund investments and certain short-term investments are administered by fourteen different investment management firms and held in safekeeping by JPMorgan Chase Bank, N. A. Approximately 89% of the pooled investments are attributable to the Masonic Villages.

The following table summarizes total Consolidated Fund investments held in safekeeping at JPMorgan Chase Bank, N. A.:

<u>At December 31, 2017</u>	<u>Cost</u>	<u>Gross Unrealized Gains</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>
Domestic stocks	\$ 146,628,502	\$ 55,799,990	\$ 3,149,175	\$ 199,279,317
International stocks	37,007,275	8,004,628	580,862	44,431,041
U.S. Government and Agency bonds	11,121,211	47,800	46,128	11,122,883
Domestic corporate bonds	99,277,449	809,827	1,060,906	99,026,370
Municipal bonds	8,827,605	121,698	294,537	8,654,766
Mutual funds - Equity securities	58,447,080	7,807,850	53,199	66,201,731
Exchange traded funds	204,091,524	34,245,445	-	238,336,969
Limited partnership - International investments	168,593	85,567	13,201	240,959
Mortgage backed securities	27,434,556	167,934	273,754	27,328,736
Asset backed securities	21,996,695	309,814	306,170	22,000,339
Real estate investment trusts	1,348,307	210,529	46,139	1,512,697
Private equity investments	3,571,470	150,022	-	3,721,492
Money market funds	45,003,308	-	-	45,003,308
Total Consolidated Fund	<u>\$ 664,923,575</u>	<u>\$ 107,761,104</u>	<u>\$ 5,824,071</u>	<u>\$ 766,860,608</u>
<u>At December 31, 2016</u>	<u>Cost</u>	<u>Gross Unrealized Gains</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>
Domestic stocks	\$ 120,926,307	\$ 41,203,591	\$ 2,867,318	\$ 159,262,580
International stocks	33,187,424	2,779,684	2,708,244	33,258,864
U.S. Government and Agency bonds	13,921,776	2,729	601,903	13,322,602
Domestic corporate bonds	104,247,036	339,490	2,473,792	102,112,734
Municipal bonds	8,509,955	44,020	439,842	8,114,133
Mutual funds - Equity securities	57,133,619	8,741,633	2,066,933	63,808,319
Exchange traded funds	194,794,378	7,444,468	8,613,770	193,625,076
Limited partnership - International investments	304,640	93,229	45,806	352,063
Mortgage backed securities	25,315,962	250,532	283,279	25,283,215
Asset backed securities	30,871,737	366,544	315,522	30,922,759
Real estate investment trusts	1,434,550	94,035	29,877	1,498,708
Money market funds	49,365,161	-	-	49,365,161
Total Consolidated Fund	<u>\$ 640,012,545</u>	<u>\$ 61,359,955</u>	<u>\$ 20,446,286</u>	<u>\$ 680,926,214</u>

NOTE 6: Investments – Continued

At December 31, 2017 and 2016, Masonic Villages' investments consisted of the following:

	2017		2016	
	Cost	Fair Value	Cost	Fair Value
Money Market Funds	\$ 12,769,356	\$ 12,769,356	\$ 9,607,463	\$ 9,607,463
Consolidated Fund	367,469,821	404,499,946	355,234,007	359,824,947
Lincoln Financial Group	671,152	671,152	501,651	501,651
Mill Creek Capital Advisors, LLC	138,078	143,184	-	-
Charles Schwab Institutional	-	-	161,325	143,222
Wells Fargo Bank Common Trust Funds	508,073	563,872	359,451	383,707
Total Unrestricted	<u>381,556,480</u>	<u>418,647,510</u>	<u>365,863,897</u>	<u>370,460,990</u>
Money Market Funds	1,480,887	1,480,887	854,620	854,620
Consolidated Fund	230,280,717	266,030,337	222,905,010	237,540,707
Perpetual Trusts Held by Third Parties	<u>24,023,201</u>	<u>43,091,630</u>	<u>24,023,201</u>	<u>39,348,204</u>
Total Restricted	<u>255,784,805</u>	<u>310,602,854</u>	<u>247,782,831</u>	<u>277,743,531</u>
	<u>\$ 637,341,285</u>	<u>\$ 729,250,364</u>	<u>\$ 613,646,728</u>	<u>\$ 648,204,521</u>

Masonic Villages' investments are presented on the balance sheets in the following categories as of December 31, 2017 and 2016:

	2017	2016
Minimum liquid reserve requirement	\$ 17,072,385	\$ 16,539,600
Investments at fair value	<u>712,177,979</u>	<u>631,664,921</u>
	<u>\$ 729,250,364</u>	<u>\$ 648,204,521</u>

Total return on Masonic Villages' investments for the years ended December 31, 2017 and 2016 consisted of the following:

	2017	2016
Operating investment income - Unrestricted	\$ 11,663,833	\$ 11,682,204
Nonoperating investment income - Temporarily restricted	116,406	102,114
Total investment income	11,780,239	11,784,318
Realized gains on sale of investments	33,101,664	28,468,649
Net unrealized appreciation (depreciation) on investments	<u>57,351,294</u>	<u>(7,933,030)</u>
	<u>\$ 102,233,197</u>	<u>\$ 32,319,937</u>

NOTE 6: Investments – Continued

Masonic Villages has designated portions of its unrestricted Consolidated Fund investments to use for specific programs or functions. The composition of Masonic Villages' designated investments as of December 31, 2017 and 2016 is as follows:

	2017		2016	
	Cost	Fair Value	Cost	Fair Value
Masonic Villages Reserve Fund	\$ 170,450,756	\$ 192,117,012	\$ 171,002,889	\$ 177,872,782
Masonic Temple Preservation Fund	12,253,608	13,498,066	11,503,866	11,687,019
Children's Home Fund	7,424,300	7,934,811	7,631,468	7,495,288
Ilgem Trust	12,000,531	12,642,191	11,512,042	11,127,718
Charitable Gift Annuity Reserve Fund	10,306,927	11,347,420	10,484,735	10,638,980
C. Austin Buck Gift Annuity Administration	-	-	2,945,697	2,771,440
Masonic Eastern Star Homes				
Building and Improvement Fund	988,625	910,247	946,509	794,492
Warmminster Building and Improvement Fund	3,559,628	3,369,160	3,339,425	2,880,399
Masonic Eastern Star Endowment Fund	1,528,989	1,406,163	1,463,928	1,227,342
Elizabethtown Retirement Living Fund	7,357,554	7,462,819	-	-
Dallas Retirement Living Fund	2,234,509	2,378,343	2,085,863	2,039,627
Sewickley Retirement Living Fund	115,866,578	125,044,411	108,051,322	107,235,990
Lafayette Hill General Fund	25,302,747	26,941,100	23,579,462	23,067,800
Pennsylvania Acacia Insurance Company	10,914,922	12,168,056	10,260,172	10,559,441
	<u>\$ 380,189,674</u>	<u>\$ 417,219,799</u>	<u>\$ 364,807,378</u>	<u>\$ 369,398,318</u>

During the year ended December 31, 2014, Masonic Villages entered into a unique single-life charitable gift annuity agreement with a donor. This unique agreement required establishment of a separate investment portfolio to fund the annuity payments Masonic Villages made to the beneficiary of the charitable gift annuity agreement. These investments were held in safekeeping by the custodian, National Financial Services, LLC (NFS). The investment portfolio was administered by the investment manager, Mill Creek Capital Advisors, LLC. The fair value of the separate investment portfolio was \$26,242,702 as of January 1, 2016. The beneficiary of the charitable gift annuity arrangement died during the year ended December 31, 2016. Since the death of the beneficiary ended Masonic Villages' obligations for annuity payments under the charitable gift annuity agreement, the separate investment portfolio was liquidated in December 2016.

The Consolidated Fund investment policy includes specific guidance on the maximum amount that each organization participating in the Consolidated Fund may withdraw from its Consolidated Fund investments each year. The maximum amount that may be withdrawn and spent is equal to a percentage of the three-year average fair value of a participating organization's Consolidated Fund investments. The investment policy permits withdrawals from unrestricted investments in excess of the spending maximum. For the years ended December 31, 2017 and 2016, the spending percentage recommended by the Grand Lodge Committee on Finance and elected by the Trustees of the Consolidated Fund was 5.00%. Masonic Villages reports the cumulative excess of the restricted spending maximum over amounts withdrawn from restricted Consolidated Fund investments as temporarily restricted net assets.

NOTE 6: Investments – Continued

Masonic Villages' performance in comparison with the spending maximum amounts is summarized in the following table:

	<u>Unrestricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Masonic Villages' Consolidated Fund spending maximum amount for 2017	\$ 18,207,287	\$ 11,996,050	\$ 30,203,337
Amounts withdrawn from Consolidated Fund	<u>21,072,251</u>	<u>11,873,689</u>	<u>32,945,940</u>
Excess (deficiency) of spending maximum amount over amounts withdrawn	<u>\$ (2,864,964)</u>	<u>\$ 122,361</u>	<u>\$ (2,742,603)</u>

	<u>Unrestricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Masonic Villages' Consolidated Fund spending maximum amount for 2016	\$ 17,537,372	\$ 11,602,216	\$ 29,139,588
Amounts withdrawn from Consolidated Fund	<u>21,549,647</u>	<u>11,450,863</u>	<u>33,000,510</u>
Excess (deficiency) of spending maximum amount over amounts withdrawn	<u>\$ (4,012,275)</u>	<u>\$ 151,353</u>	<u>\$ (3,860,922)</u>

NOTE 7: Assets Whose Use is Limited

Assets whose use is limited that are required for obligations classified as current liabilities are reported in current assets. The composition of assets whose use is limited at December 31, 2017 and 2016, is set forth below.

	<u>2017</u>		<u>2016</u>	
	<u>Cost</u>	<u>Fair Value</u>	<u>Cost</u>	<u>Fair Value</u>
Under indenture agreement held by trustee - Cash and short-term investments	\$ 12,810,386	\$ 12,810,386	\$ 2,467,972	\$ 2,467,972
Less current portion	<u>2,500,901</u>	<u>2,500,901</u>	<u>2,467,972</u>	<u>2,467,972</u>
	<u>\$ 10,309,485</u>	<u>\$ 10,309,485</u>	<u>\$ -</u>	<u>\$ -</u>

NOTE 8: Property and Equipment

A summary of property and equipment at December 31, 2017 and 2016 follows:

	<u>2017</u>	<u>2016</u>
Land	\$ 5,388,776	\$ 5,175,608
Land improvements	24,750,319	21,712,315
Buildings and improvements	417,281,985	403,818,366
Equipment	<u>261,123,378</u>	<u>247,818,090</u>
	708,544,458	678,524,379
Less accumulated depreciation	<u>344,816,224</u>	<u>320,749,518</u>
	363,728,234	357,774,861
Construction in progress	<u>19,889,165</u>	<u>4,894,797</u>
Property and equipment, net	<u>\$ 383,617,399</u>	<u>\$ 362,669,658</u>

Depreciation expense for the years ended December 31, 2017 and 2016 was \$ 26,650,279 and \$ 25,562,516, respectively.

NOTE 9: Deferred Costs

A summary of deferred costs at December 31, 2017 and 2016 follows:

	<u>2017</u>	<u>2016</u>
Costs to upgrade Elizabethtown Borough wastewater treatment plant	\$ 1,056,000	\$ 1,056,000
Less accumulated amortization	<u>(792,000)</u>	<u>(739,200)</u>
	<u>\$ 264,000</u>	<u>\$ 316,800</u>

Amortization expense related to deferred costs totaled \$ 52,800 for each of the years ended December 31, 2017 and 2016.

NOTE 10: Interest Rate Swap Agreements

On July 1, 1999, Masonic Villages entered into an interest rate swap agreement on the 1999 Bonds with Wells Fargo Bank, NA (formerly known as Wachovia Bank NA). This agreement expires on July 1, 2034. Wells Fargo Bank, NA exchanged a fixed rate of 4.5925% on the outstanding principal of the 1999 Bonds for the variable interest rate Masonic Villages would have paid. Masonic Villages entered into this agreement to limit the exposure to interest rate changes on the 1999 Bonds.

On September 7, 2001, Masonic Villages entered into an interest rate swap agreement on the 2001 Bonds with Wells Fargo Bank, NA (formerly known as Wachovia Bank NA). This agreement expires September 7, 2031. Wells Fargo Bank, NA exchanged a fixed rate of 4.085% on the outstanding principal of the 2001 Bonds for the variable interest rate Masonic Villages would have paid. Masonic Villages entered into this agreement to limit the exposure to interest rate changes on the 2001 Bonds.

On September 7, 2001, Masonic Villages entered into a forward interest rate swap agreement with Wells Fargo Bank, NA (formerly known as Wachovia Bank NA) on variable rate bonds that were issued during 2002 (2002 Bonds). This agreement expires May 1, 2032. Wells Fargo Bank, NA exchanged a fixed rate of 4.190% on the outstanding principal of the 2002 Bonds for the variable interest rate Masonic Villages would have paid. Masonic Villages entered into this agreement to limit the exposure to interest rate changes on the 2002 Bonds.

On May 22, 2003, Masonic Villages entered into an interest rate swap agreement on the 2004 Bonds with Wells Fargo Bank, NA (formerly known as Wachovia Bank NA). This agreement expires on November 19, 2019. Wells Fargo Bank, NA exchanged a fixed rate of 3.75% on the outstanding principal of the 2004 Bonds for the variable interest rate Masonic Villages would have paid. Masonic Villages entered into this agreement to limit the exposure to interest rate changes on the 2004 Bonds.

The variable interest rates on all four of Masonic Villages' interest rate swap agreements are determined using 67% of the London Interbank Offered Rate (LIBOR). The variable interest rates on the 1999 Bonds, the 2001 Bonds, the 2002 Bonds, and the 2004 Bonds are determined by the remarketing agent based on the Securities Industry and Financial Markets Association (SIFMA) index, adjusted for market demand.

NOTE 10: Interest Rate Swap Agreements - Continued

On April 1, 2008, the Lancaster County Hospital Authority issued Variable Rate Demand/Fixed Rate Health Center Revenue bonds (Masonic Homes Project), Series 2008 (2008 Bonds) for \$ 144,950,000. The proceeds of the 2008 Bonds were used to completely refund the outstanding principal of the 1999 Bonds, the 2001 Bonds, the 2002 Bonds, and the 2004 Bonds. Masonic Villages received the proceeds of the 2008 Bonds in four separate series that corresponded to the outstanding principal amount and repayment schedules of each of the refunded bond series. Series A of the 2008 Bonds (\$ 37,420,000) replaced the 2001 Bonds. Series B of the 2008 Bonds (\$ 34,725,000) replaced the 2002 Bonds. Series C of the 2008 Bonds (\$ 29,550,000) replaced the 2004 Bonds. Series D of the 2008 Bonds (\$ 43,255,000) replaced the 1999 Bonds. The new bonds were structured in four separate series to correspond to outstanding principal amounts and repayment schedules of the four refunded bond issues. This approach enabled the interest rate swap agreements to continue to be used with the new variable rate demand bonds.

In January 2015, the interest rate swap agreement for the 2004 Bonds / 2008 Bonds (Series C) was terminated in connection with the refunding of the 2008 Bonds (Series C) in February 2015.

The interest rate swaps are recognized as an asset or liability on the consolidated balance sheets at their fair value. Changes in fair value are recorded as a change in unrealized appreciation or depreciation on the consolidated statements of operations and the consolidated statements of changes in net assets. As of December 31, 2017 and 2016, the fair values of Masonic Villages' interest rate swap agreements were as follows:

	<u>2017</u>	<u>2016</u>
Liabilities:		
1999 Bonds / 2008 Bonds (Series D) interest rate swap agreement	\$ (9,334,029)	\$ (10,471,079)
2001 Bonds / 2008 Bonds (Series A) interest rate swap agreement	(4,861,894)	(5,688,716)
2002 Bonds / 2008 Bonds (Series B) interest rate swap agreement	<u>(4,935,464)</u>	<u>(5,721,471)</u>
	<u>\$ (19,131,387)</u>	<u>\$ (21,881,266)</u>

At both December 31, 2017 and 2016, the accumulated derivative loss which had been reported outside of the performance indicator was:

	<u>2017</u>	<u>2016</u>
1999 Bonds / 2008 Bonds (Series D) interest rate swap agreement	\$ (7,215,803)	\$ (7,215,803)
2001 Bonds / 2008 Bonds (Series A) interest rate swap agreement	(3,359,207)	(3,359,207)
2002 Bonds / 2008 Bonds (Series B) interest rate swap agreement	<u>(3,510,225)</u>	<u>(3,510,225)</u>
	<u>\$ (14,085,235)</u>	<u>\$ (14,085,235)</u>

NOTE 10: Interest Rate Swap Agreements - Continued

By using derivative instruments, Masonic Villages is exposed to credit and market risk. If the counterparty fails to perform, credit risk is equal to the extent of the fair value gain in a derivative. When the fair value of a derivative contract is positive, this generally indicates that the counterparty owes Masonic Villages and, therefore, creates a repayment risk for Masonic Villages. When the fair value of a derivative contract is negative, Masonic Villages owes the counterparty and, therefore, it has no repayment risk. Masonic Villages minimizes the credit (or repayment) risk in derivative instruments by entering into transactions with high quality counterparties that are reviewed periodically by Masonic Villages' management. At December 31, 2017 and 2016, the net payments associated with the terms of the swap agreements totaled:

	<u>2017</u>	<u>2016</u>
Fixed rate payments		
1999 Bonds / 2008 Bonds (Series D) interest rate swap agreement	\$ 1,555,939	\$ 1,611,164
2001 Bonds / 2008 Bonds (Series A) interest rate swap agreement	1,108,941	1,162,251
2002 Bonds / 2008 Bonds (Series B) interest rate swap agreement	<u>1,062,794</u>	<u>1,111,118</u>
Total fixed rate payments	<u>3,727,674</u>	<u>3,884,533</u>
Variable rate payments		
1999 Bonds / 2008 Bonds (Series D) interest rate swap agreement	(250,107)	(115,592)
2001 Bonds / 2008 Bonds (Series A) interest rate swap agreement	(200,004)	(93,519)
2002 Bonds / 2008 Bonds (Series B) interest rate swap agreement	<u>(186,764)</u>	<u>(87,226)</u>
Total variable rate payments	<u>(636,875)</u>	<u>(296,337)</u>
Net payments to interest rate swap provider	<u>\$ 3,090,799</u>	<u>\$ 3,588,196</u>

NOTE 11: Long-Term Debt

On February 22, 2017, the Lancaster County Hospital Authority issued Fixed Rate Health Center Revenue Bonds (Masonic Villages Project), Series 2017 (2017 Bonds) for \$29,000,000, plus a premium above the principal amount of \$ 2,274,247. The proceeds of the 2017 Bonds and the premium will be used to pay for the construction of 72 new retirement living cottages at Masonic Villages' Elizabethtown campus, including the costs of relocating the landscape operations building and resident gardens from their current sites. Some proceeds of the 2017 Bonds were also used to pay the issuance costs of the 2017 Bonds.

NOTE 11: Long-Term Debt - Continued

All of Masonic Villages' outstanding bonds are secured by a pledge of Masonic Villages' gross revenues. A summary of long-term debt at December 31, 2017 and 2016 follows:

	<u>2017</u>	<u>2016</u>
Lancaster County Hospital Authority (Series of 1996) - variable rate demand/fixed rate bonds, maturing through 2027	\$ 10,810,000	\$ 11,685,000
Lancaster County Hospital Authority (Series of 2008) - variable rate demand bonds, maturing through 2034	84,490,000	88,235,000
Lancaster County Hospital Authority (Series of 2013) - variable rate demand bonds, maturing through 2038	34,195,000	35,415,000
Lancaster County Hospital Authority (Series of 2015) - 2.00% to 5.00% bonds, maturing through 2035	36,215,000	40,140,000
Lancaster County Hospital Authority (Series of 2017) - 2.625% to 5.00% bonds, maturing through 2038	<u>28,650,000</u>	<u>-</u>
Total long-term debt	194,360,000	175,475,000
Add premium on bonds payable	6,086,276	4,411,437
Less deferred financing costs	(1,447,083)	(1,107,060)
Less current installments of long-term debt	<u>(10,145,000)</u>	<u>(9,765,000)</u>
	<u>\$ 188,854,193</u>	<u>\$ 169,014,377</u>

Under the terms of the bond purchase agreements with the Lancaster County Hospital Authority, Masonic Villages is required to maintain certain deposits with the Trustee. Such deposits are included with assets whose use is limited in the consolidated financial statements. The loan agreements place limits on the incurrence of additional borrowing and require that Masonic Villages satisfy certain measures of financial performance as long as the debt is outstanding. For the years ended December 31, 2017 and 2016, Masonic Villages met the minimum debt service coverage ratio contained in the loan agreements.

A schedule of principal repayments on long-term debt for the next five years and thereafter follows:

Bond Series	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>Thereafter</u>	<u>Total</u>
1996	\$ 910,000.0	\$ 945,000.0	\$ 980,000.0	\$ 1,015,000.0	\$ 1,055,000.0	\$ 5,905,000.0	\$ 10,810,000.0
2008 (A)	1,400,000	1,460,000	1,525,000	1,590,000	1,660,000	18,615,000	26,250,000
2008 (B)	1,220,000	1,270,000	1,325,000	1,385,000	1,445,000	18,330,000	24,975,000
2008 (D)	1,295,000	1,360,000	1,425,000	1,495,000	1,565,000	26,125,000	33,265,000
2013	1,250,000	1,285,000	1,315,000	1,350,000	1,385,000	27,610,000	34,195,000
2015	4,070,000	4,255,000	1,270,000	1,300,000	1,340,000	23,980,000	36,215,000
2017	-	-	990,000	1,010,000	1,045,000	25,605,000	28,650,000
	<u>\$ 10,145,000</u>	<u>\$ 10,575,000</u>	<u>\$ 8,830,000</u>	<u>\$ 9,145,000</u>	<u>\$ 9,495,000</u>	<u>\$ 146,170,000</u>	<u>\$ 194,360,000</u>

The fair value of Masonic Villages' total outstanding bonds, based on quoted market prices, at December 31, 2017 and 2016 was approximately \$ 201,365,728 and \$ 178,008,000, respectively.

NOTE 11: Long-Term Debt - Continued

A summary of interest costs on borrowed funds and investment income on funds held by the Trustee under the bond purchase agreement during the years ended December 31, 2017 and 2016 follows:

<u>2017</u>	<u>Capitalized</u>	<u>Interest Expense</u>	<u>Investment Income</u>	<u>Total</u>
Bond premium amortization	\$ (135,899)	\$ (463,509)	\$ -	\$ (599,408)
Interest cost	957,621	3,438,805	-	4,396,426
Net payments to interest rate swap provider	-	3,090,799	-	3,090,799
Interest cost of borrowed funds capitalized for assets constructed with internal funds	-	-	-	-
Amortization of deferred financing costs	-	152,463	-	152,463
Investment income - Funds held by Trustee	(10,360)	-	(13,648)	(24,008)
	<u>\$ 811,362</u>	<u>\$ 6,218,558</u>	<u>\$ (13,648)</u>	<u>\$ 7,016,272</u>
<u>2016</u>				
Bond premium amortization	\$ -	\$ (494,836)	\$ -	\$ (494,836)
Interest cost	-	3,212,659	-	3,212,659
Net payments to interest rate swap provider	-	3,588,196	-	3,588,196
Interest cost of borrowed funds capitalized for assets constructed with internal funds	265,380	(265,380)	-	-
Amortization of deferred financing costs	-	116,209	-	116,209
Investment income - Funds held by Trustee	-	-	(163,583)	(163,583)
	<u>\$ 265,380</u>	<u>\$ 6,156,848</u>	<u>\$ (163,583)</u>	<u>\$ 6,258,645</u>

Masonic Villages and PNC Bank, NA (PNC) entered a Continuing Covenants Agreement on December 19, 2013 for PNC to directly purchase all outstanding principal of the 2013 Bonds. Under the terms of this agreement, PNC will hold the outstanding principal of the 2013 Bonds as an investment asset for a minimum of ten years. On October 3, 2016, Masonic Villages amended Continuing Covenants Agreements with Wells Fargo Bank, NA (Wells Fargo) for Wells Fargo to directly purchase all outstanding principal of the 1996 Bonds and 2008 Bonds, Series A and B. Under the terms of these amended agreements, Wells Fargo will hold the outstanding principal of the 1996 Bonds and the 2008 Bonds, Series A and B as an investment asset for a minimum of five years. On October 3, 2016, J.P. Morgan Chase Bank, NA., agreed to extend a letter of credit to support the 2008 Bonds, Series D issued through the Lancaster County Hospital Authority. This letter of credit has a four-year term expiring on October 3, 2020.

NOTE 12: Endowments

Masonic Villages' endowment consists of several individual funds established for a variety of purposes. Masonic Villages' endowment includes both donor-restricted endowment funds and funds designated by Masonic Villages' Board of Directors to function as an endowment. Net assets associated with endowment funds, including funds designated by Masonic Villages' Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Commonwealth of Pennsylvania has not adopted the Uniform Prudent Management of Institutional Funds Act of 2006. Guidance for the administration of endowment funds in Pennsylvania is provided in Act 141, which was passed by the Pennsylvania legislature in 1998. Under Act 141, Pennsylvania not-for-profit organizations are permitted to elect an annual amount that may be used from their endowment funds based on an annual spending rate between 2% and 7%. Act 141 permits the spending of accumulated principal and income from an endowment fund if the amount withdrawn is less than or equal to the annually elected percentage. Masonic Villages' interpretation of Act 141 classifies interest income, dividends, and capital appreciation

NOTE 12: Endowments - Continued

earned by donor-restricted endowment fund investments as temporarily restricted activity. All interest income, dividends, and capital appreciation in excess of the annual spending amount are reported as temporarily restricted net assets available to be spent in subsequent years. Masonic Villages intends to preserve the fair value of the original gift as of the gift date of the donor-restricted endowment funds, absent explicit donor stipulations to the contrary. As a result of this interpretation, Masonic Villages classifies as permanently restricted net assets (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 permanent 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 classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by Masonic Villages in a manner consistent with the standard of prudence described by Act 141.

Masonic Villages considers several factors when making a determination to appropriate or accumulate donor-restricted endowment funds. These factors include the duration and preservation of the fund, the mission of the Masonic Villages, the purpose of the donor-restricted endowment fund, satisfaction of specific donor instructions, general economic conditions, the possible effect of inflation and deflation, the expected total return from income and the appreciation of investments, other resources of Masonic Villages, and the investment policy of the Consolidated Fund.

Masonic Villages has invested substantially all of its endowment assets in the Consolidated Fund. The Trustees of the Consolidated Fund have adopted an investment policy and strategies to achieve the greatest return possible for the amount of risk assumed by the Consolidated Fund. Under this policy, assets are invested in a manner intended to produce results that exceed the Consumer Price Index by 4.0% for the entire Consolidated Fund. There are also goals established for categories of fixed income and equity investments within the Consolidated Fund to meet or exceed the performance of appropriate generally recognized financial indices. Actual returns in any year may vary from these goals.

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

The Consolidated Fund investment policy includes specific guidance on the maximum amounts that each participating organization may withdraw from its Consolidated Fund investments each year. The maximum amount that may be withdrawn and spent is equal to a percentage of the three-year average fair value of a participating organization's Consolidated Fund investments. This approach is consistent with the provisions of Act 141. For the years ended December 31, 2017 and 2016, the spending percentage elected by the Trustees of the Consolidated Fund was 5.00%. In establishing this policy, the Trustees of the Consolidated Fund considered the long-term expected return on the endowment funds of the organizations participating in the Consolidated Fund.

NOTE 12: Endowments - Continued

Endowment net assets consisted of the following as of December 31, 2017 and 2016:

	2017	2016
Board designated endowment funds	\$ 1,408,912	\$ 1,230,214
Donor restricted endowment funds, temporarily restricted portion	93,672,035	65,982,551
Donor restricted endowment funds, permanently restricted portion	<u>170,970,367</u>	<u>169,683,239</u>
	<u>\$ 266,051,314</u>	<u>\$ 236,896,004</u>

The changes in endowment net assets for the years ended December 31, 2017 and 2016 were as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets at January 1, 2016	\$ 1,186,740	\$ 64,336,972	\$ 168,385,891	\$ 233,909,603
Investment return:				
Investment income	21,077	4,118,280	-	4,139,357
Realized gains	56,860	11,579,384	-	11,636,244
Unrealized depreciation	(13,688)	(3,161,600)	-	(3,175,288)
Total investment return	<u>64,249</u>	<u>12,536,064</u>	<u>-</u>	<u>12,600,313</u>
Contributions and bequests	-	-	80,138	80,138
Income from perpetual trust held by third party	-	-	17,384	17,384
Transfers from unrestricted and temporarily restricted funds	-	-	1,199,826	1,199,826
Appropriation of endowment assets for expenditure	<u>(20,775)</u>	<u>(10,890,485)</u>	<u>-</u>	<u>(10,911,260)</u>
Endowment net assets at December 31, 2016	<u>1,230,214</u>	<u>65,982,551</u>	<u>169,683,239</u>	<u>236,896,004</u>
Investment return:				
Investment income	23,997	4,567,132	-	4,591,129
Realized gains	65,061	13,338,273	-	13,403,334
Unrealized appreciation	113,760	20,833,968	-	20,947,728
Total investment return	<u>202,818</u>	<u>38,739,373</u>	<u>-</u>	<u>38,942,191</u>
Contributions and bequests	-	-	1,173,055	1,173,055
Income from perpetual trust held by third party	-	-	13,765	13,765
Transfers from unrestricted and temporarily restricted funds	-	-	100,308	100,308
Appropriation of endowment assets for expenditure	<u>(24,120)</u>	<u>(11,049,889)</u>	<u>-</u>	<u>(11,074,009)</u>
Endowment net assets at December 31, 2017	<u>\$ 1,408,912</u>	<u>\$ 93,672,035</u>	<u>\$ 170,970,367</u>	<u>\$ 266,051,314</u>

The amounts reported as appropriation of temporarily restricted endowment assets for expenditure consist of two components. Income from donor restricted endowments recognized as unrestricted investment income in the statement of operations totaled \$ 4,501,583 and \$ 4,052,962, respectively, for the years ended December 31, 2017 and 2016. Amounts withdrawn from the endowments and reported as satisfaction of program restrictions in the statements of operations and changes in net assets for the years ended December 31, 2017 and 2016 totaled \$6,548,306 and \$ 6,837,523, respectively.

NOTE 13: Temporarily Restricted Net Assets

Temporarily restricted net assets are available for the following purposes at December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Support of Masonic Villages and its activities	\$ 2,947,673	\$ 2,327,169
Support of Children's Home and its activities	6,413,879	4,121,976
Support of Residential program for developmentally disabled individuals	254,514	165,829
Scholarship awards	2,652,235	2,113,639
General operations of the organization	<u>81,403,734</u>	<u>57,253,938</u>
Total endowment funds	<u>93,672,035</u>	<u>65,982,551</u>
Support of Masonic Villages and its activities	1,355,094	1,182,768
Support of Children's Home and its activities	384,910	222,033
Building renovations and construction projects	194,684	256,708
Care and support of eligible Retirement Living residents	2,118,343	2,072,873
Scholarship awards	202,752	218,685
General operations of the organization	<u>2,004,846</u>	<u>3,504,108</u>
	<u>6,260,629</u>	<u>7,457,175</u>
Total temporarily restricted funds	<u>\$ 99,932,664</u>	<u>\$ 73,439,726</u>

NOTE 14: Permanently Restricted Net Assets

Permanently restricted net assets are restricted to the following purposes at December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Investment in perpetuity, the investment income from which is expendable to support:		
Support of Masonic Villages and its activities	\$ 2,971,105	\$ 2,965,183
Support of Children's Home and its activities	11,664,530	11,574,747
Support of Residential program for developmentally disabled individuals	1,477,592	447,426
Scholarship awards	1,451,463	1,438,713
General operations of the organization	<u>153,405,677</u>	<u>153,257,170</u>
Total endowment funds	<u>170,970,367</u>	<u>169,683,239</u>
General operations of the organization	<u>43,091,630</u>	<u>39,348,204</u>
Total perpetual trusts held by third parties	<u>43,091,630</u>	<u>39,348,204</u>
	<u>\$ 214,061,997</u>	<u>\$ 209,031,443</u>

NOTE 15: Net Assets Released from Restrictions

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of events specified by the donors. The amounts released during the years ended December 31, 2017 and 2016 are as follows:

	<u>2017</u>	<u>2016</u>
Purpose restrictions accomplished:		
Support of Masonic Villages and its activities	\$ 83,344	\$ 21,720
Support of Children's Home and its activities	144,551	141,127
Support of Residential Care and its activities	70	2,891
General operations of the organization	6,701,476	6,969,272
Care and support of eligible Retirement Living residents	338,515	303,694
Scholarship awards	<u>77,514</u>	<u>96,216</u>
Satisfaction of restrictions - Operations	<u>7,345,470</u>	<u>7,534,920</u>
Satisfaction of restrictions - Purchase of property and equipment	<u>1,794,624</u>	<u>1,488,141</u>
	<u>\$ 9,140,094</u>	<u>\$ 9,023,061</u>

During the years ended December 31, 2017 and 2016, assets totaling \$ 100,308 and \$ 1,199,826, respectively, were transferred from the unrestricted Charitable Gift Annuity Reserve Fund into the permanently restricted endowment fund in accordance with donor restrictions. These assets were transferred upon the deaths of the donors and the corresponding termination of charitable gift annuity arrangements.

Masonic Villages received liquidating distributions on two trusts previously recorded as perpetual trusts held by third parties during 2016. These distributions, totaling \$ 20,733, were recorded as satisfaction of the donor's restrictions and transferred from permanently restricted net assets to unrestricted net assets for the year ended December 31, 2016.

NOTE 16: Retirement Plans

Masonic Villages and Grand Lodge have a noncontributory defined benefit pension plan covering substantially all employees as of December 31, 2010. The benefits are based on achieving a minimum of five years of service and the employee's average annual compensation for the five highest consecutive years of service. The employer contributions to the Plan are determined annually by the Grand Lodge Committee on Finance within limits established by the Employee Retirement Income Security Act (ERISA) of 1974. Masonic Villages made no contributions to the Plan during the years ended December 31, 2017 and 2016. Contributions provide for benefits earned to date as well as benefits expected to be earned in the future.

In September 2010, the Administrators of the Pension Plan and the Grand Lodge Committee on Finance adopted an amendment to the noncontributory defined benefit pension plan. The amendment resulted in ceasing all benefit accruals as of December 31, 2010. Grand Lodge and Masonic Villages will terminate the defined benefit pension plan when the plan's assets equal or exceed the projected benefit obligation. When this occurs, the defined benefit pension plan will purchase annuity contracts from insurance companies to provide the guaranteed retirement income for eligible employees. The plan may also be amended and lump sum payments issued to certain participants. The Administrators of the Pension Plan also adopted a resolution to implement a defined contribution retirement plan effective January 1, 2011. The new defined contribution retirement plan, which is funded by contributions from both the employer and employees, replaced the defined benefit pension plan.

NOTE 16: Retirement Plans - Continued

In July 2017, the Administrators of the Pension Plan authorized a partial settlement to reduce the plan's aggregate projected benefit obligation. The plan document was amended to enable eligible participants to elect to receive an immediate lump sum payout or an immediate annuity as a complete, irrevocable settlement for their accumulated pension benefits. Eligible participants for the partial settlement consisted of vested participants who terminated employment prior to January 1, 2017 and met certain other criteria. Eligible participants were given a two-month "window" during the fall of 2017 to consider this option and make an election. A total of 294 eligible participants elected to take an immediate lump sum payout and 11 participants elected to take an immediate annuity from the plan. On December 1, 2017, the pension plan paid \$12,437,686 to those participants in the form of lump sum payouts or annuities. For the year ended December 31, 2017, Masonic Villages recognized a settlement loss of \$1,987,257 as its share of the pension plan's partial settlement.

Generally accepted accounting principles require an employer to recognize the over-funded or under-funded status of a defined benefit post-retirement plan as an asset or liability in its statement of financial position and to recognize changes in that funded status in the year in which the changes occur through changes in unrestricted net assets. An employer must measure the funded status of a plan as of the date of its year-end statement of financial position. The measurement date requirement has been met, since the fiscal year of the noncontributory defined benefit pension plan is already consistent with the Masonic Villages' fiscal year. The recognition of the change in the accrued pension liability is reported separately from net periodic pension expense.

The net change in the accrued pension liability reported in the statement of changes in net assets for the years ended December 31, 2017 and 2016 consists of the following:

	<u>2017</u>	<u>2016</u>
Amortization of net gain	\$ 886,025	\$ 1,041,953
Settlement	1,987,257	-
Net actuarial (loss) gain	<u>(267,527)</u>	<u>268,724</u>
	<u>\$ 2,605,755</u>	<u>\$ 1,310,677</u>

The estimated amount that will be amortized from unrestricted net assets into net periodic pension expense in 2018 is \$ 712,000.

NOTE 16: Retirement Plans - Continued

The following table sets forth the Masonic Villages' share of plan obligations and plan assets and amounts recognized in the consolidated financial statements at and for the years ended December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Change in projected benefit obligation for service rendered to date:		
Projected benefit obligation at January 1	\$ 123,046,000	\$ 121,434,000
Service cost	398,461	364,009
Interest cost	5,275,100	5,422,534
Actuarial (gain) loss	6,001,389	43,701
Settlements	(12,087,876)	(113,559)
Expenses paid	(353,083)	(390,771)
Benefits paid	<u>(4,035,991)</u>	<u>(3,713,914)</u>
Projected benefit obligation at December 31	<u>118,244,000</u>	<u>123,046,000</u>
Change in plan assets, primarily stocks and bonds:		
Plan assets at fair value at January 1	110,409,023	107,953,193
Actual return on plan assets	12,206,970	6,674,074
Employer contributions	-	-
Settlements	(12,087,876)	(113,559)
Expenses paid	(353,083)	(390,771)
Benefits paid	<u>(4,035,991)</u>	<u>(3,713,914)</u>
Plan assets at fair value at December 31	<u>106,139,043</u>	<u>110,409,023</u>
Projected benefit obligation in excess of plan assets at December 31	<u>\$ (12,104,957)</u>	<u>\$ (12,636,977)</u>
Accrued pension cost at December 31	<u>\$ (12,104,957)</u>	<u>\$ (12,636,977)</u>
Accumulated benefit obligation at December 31	<u>\$ 118,244,000</u>	<u>\$ 123,046,000</u>
Net pension cost for 2017 and 2016 includes the following components:		
Service cost - Benefits earned during the year	\$ 398,461	\$ 364,009
Interest cost on projected benefit obligation	5,275,100	5,422,534
Expected return on plan assets	(6,473,108)	(6,361,649)
Net amortization and deferrals	<u>886,025</u>	<u>1,041,953</u>
Net periodic pension cost	<u>\$ 86,478</u>	<u>\$ 466,847</u>
Benefits paid	<u>\$ 4,035,991</u>	<u>\$ 3,713,914</u>

The following assumptions were used in determining the actuarial present value of the projected benefit obligation and the long-term rate of return on assets:

	<u>2017</u>	<u>2016</u>
Weighted discount rate	4.42%	4.55%
Rate of compensation increase	0.00%	0.00%
Long-term rate of return on assets	6.00%	6.00%

The measurement dates used in determining the above information were December 31, 2016 and 2015 for December 31, 2017 and 2016, respectively.

NOTE 16: Retirement Plans – Continued

The overall expected long-term rate of return on assets assumption (6.00%) is based upon the defined benefit pension plan's past investment performance and the general economic conditions at the time the annual pension calculations are prepared. The defined benefit pension plan's investment objective is to achieve the greatest return possible for the amount of risk assumed. To achieve this objective, the defined benefit pension plan's investment policy establishes target asset allocation percentages and permissible ranges of asset allocations between equity securities and fixed income securities. The goal to terminate the defined benefit pension plan resulted in significant changes to the investment strategy. In 2011, the defined benefit pension plan adopted a liability driven investment strategy focused on accumulating the assets necessary to terminate the plan. The target percentages for the years ended December 31, 2017 and 2016 were 30% in risk assets such as equity securities and 70% in fixed income and cash equivalents, with a permissible additional range of 30% for risk assets and 30% for fixed income securities. There are additional target allocations established for subcategories of potential investments within the equity and fixed income categories. These targets and ranges are periodically reviewed by the administrators of the defined benefit pension plan and adjusted when necessary to meet changes in financial market conditions and future benefit payment requirements.

The investments in the defined benefit pension plan as of December 31, 2017 consisted of approximately 42% in equity securities, 54% in fixed income securities, and approximately 4% in cash equivalents. As of December 31, 2016, the investments in the defined benefit pension plan consisted of approximately 54% in equity securities, 42% in fixed income securities, and approximately 4% in cash equivalents.

The defined benefit pension plan measures the fair value of its investments in accordance with generally accepted accounting principles. Generally accepted accounting principles for fair value measurements are described in Note 22.

NOTE 16: Retirement Plans – Continued

The fair values of the defined benefit pension plan's investments (including Grand Lodge's share) measured on a recurring basis are as follows:

<u>At December 31, 2017</u>	<u>Fair Value</u>	<u>Quote Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
U.S. Government securities	\$ 7,544,834	\$ -	\$ 7,544,834	\$ -
Asset backed securities	13,069,895	-	13,069,895	-
Mortgage backed securities	10,343,858	-	10,343,858	-
Corporate debt:				
Aaa credit rating	1,703,158	-	1,703,158	-
Aa credit rating	149,566	-	149,566	-
A credit rating	7,341,339	-	7,341,339	-
Baa credit rating	8,819,553	-	8,819,553	-
Ba credit rating	277,712	-	277,712	-
Unrated	311,751	-	311,751	-
Total corporate debt	18,603,079	-	18,603,079	-
Exchange traded funds	46,589,683	46,589,683	-	-
Municipal bonds:				
Aaa credit rating	229,695	-	229,695	-
Aa credit rating	2,888,553	-	2,888,553	-
A credit rating	540,264	-	540,264	-
Unrated	536,548	-	536,548	-
Total municipal bonds	4,195,060	-	4,195,060	-
Money market funds	1,434,911	-	1,434,911	-
Investments measured at net asset value: *				
Registered investment companies	4,803,844	-	-	-
Total registered investment companies	4,803,844	-	-	-
	\$ 106,585,164	\$ 46,589,683	\$ 55,191,637	\$ -

* In accordance with Subtopic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy.

NOTE 16: Retirement Plans – Continued

<u>At December 31, 2016</u>	<u>Fair Value</u>	<u>Quote Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
U.S. Government securities	\$ 7,537,692	\$ -	\$ 7,537,692	\$ -
Asset backed securities	12,623,312	-	12,623,312	-
Mortgage backed securities	6,164,503	-	6,164,503	-
Corporate debt:				
A credit rating	569,568	-	569,568	-
Baa credit rating	215,764	-	215,764	-
Bbb credit rating	744,805	-	744,805	-
Unrated	13,916,261	-	13,916,261	-
Total corporate debt	15,446,398	-	15,446,398	-
Exchange traded funds	62,398,718	62,398,718	-	-
Municipal bonds:				
Unrated	3,106,761	-	3,106,761	-
Total municipal bonds	3,106,761	-	3,106,761	-
Money market funds	2,916,101	-	2,916,101	-
Investments measured at net asset value: *				
Registered investment companies	2,839,734	-	-	-
Total registered investment companies	2,839,734	-	-	-
	<u>\$ 113,033,219</u>	<u>\$ 62,398,718</u>	<u>\$ 47,794,767</u>	<u>\$ -</u>

* In accordance with Subtopic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy.

The following table summarizes investments for which fair value is measured using the net asset value per share expedient as of December 31, 2017 and 2016. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the plan.

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
<u>At December 31, 2017</u>				
Registered investment companies:				
NIS High Yield Fund, LLC	\$ 4,803,844	\$ -	Monthly	3 Days
	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
<u>At December 31, 2016</u>				
Registered investment companies:				
NIS High Yield Fund, LLC	\$ 2,839,734	\$ -	Monthly	3 Days

NOTE 16: Retirement Plans – Continued

The following benefit payments are expected to be made from the Masonic Villages portion of the defined benefit pension plan during the years ending December 31:

2018	\$ 4,611,000
2019	4,907,000
2020	5,148,000
2021	5,419,000
2022	5,672,000
2023 through 2027	<u>31,357,000</u>
	<u>\$ 57,114,000</u>

Masonic Villages will not make an estimated contribution to the defined benefit pension plan during the year ending December 31, 2018, unless the plan is terminated.

In addition to the noncontributory defined benefit plan, Masonic Villages sponsors a retirement plan established under Section 403 (b) of the Internal Revenue Code. This retirement plan is available to substantially all Masonic Villages' employees and is funded by contributions made by employees and Masonic Villages to a third party administrator. Annual contributions by the employees are subject to maximum limits established by federal legislation. Masonic Villages made contributions to the defined contribution retirement plan totaling \$ 3,215,234 and \$ 3,073,564 during the years ended December 31, 2017 and 2016, respectively. Masonic Villages also incurred administrative costs related to the defined contribution retirement plan totaling \$ 46,860 and \$ 32,297 during the years ended December 31, 2017 and 2016, respectively.

In April 2012, Masonic Villages established a noncontributory retirement plan under Section 457 (b) of the Internal Revenue Code. This retirement plan is available to certain senior management employees of Masonic Villages and is funded solely by contributions made by employees to a third party administrator. Annual contributions by the employees are subject to maximum limits established by federal legislation. Accumulated assets of this noncontributory retirement plan are included in Masonic Villages' investments with a corresponding liability reported in accrued expenses on the balance sheets. Masonic Villages incurred administrative costs related to this noncontributory retirement plan totaling \$ 8,005 and \$ 1,115 during the years ended December 31, 2017 and 2016, respectively.

NOTE 17: Resident Service Revenue

Masonic Villages has agreements with third-party payors that provide for reimbursement to the Masonic Villages at amounts different from its established rates. Contractual adjustments under third-party reimbursement programs represent the difference between the billings at established rates for services and amounts reimbursed by third-party payors. Masonic Villages' major third-party payors are Medicare and Medicaid.

For the years ended December 31, 2017 and 2016, services rendered to Medicare program beneficiaries were reimbursed on a prospective payment system or fee schedule, depending on the medical services provided. Under the prospective payment system, Masonic Villages is reimbursed according to the beneficiaries' acuity level and services provided. Under the fee schedule, Masonic Villages is reimbursed the lesser of its charge or the allowable amount per the fee schedule.

NOTE 17: Resident Service Revenue - Continued

Services rendered to Medicaid program beneficiaries are reimbursed based on a prospective case-mix payment system. Under this system, nursing facilities are categorized into peer groups based on geographic location and number of certified beds. The Commonwealth of Pennsylvania's Department of Human Services (Department) establishes per diem rates to reimburse nursing facilities using peer group data adjusted for each individual facility's resident acuity.

In January 2005, the Department implemented a nursing facility assessment program for nursing facilities operating in Pennsylvania. Under this program, the Department collects an assessment from nursing facilities operating in Pennsylvania based on each facility's assessment days. The payments received by the Department from this quarterly assessment are used to obtain federal matching funds to maintain reimbursement for those nursing facilities participating in the Medicaid program. Masonic Villages recognized nursing assessment costs of \$ 1,739,323 and \$ 1,752,821 for the years ended December 31, 2017 and 2016, respectively. Nursing assessment costs are reported as a component of other operating expenses by Masonic Villages in the consolidated statements of operations. Masonic Villages recognized increased Medicaid reimbursement of \$ 3,057,194 and \$ 3,101,957 from the nursing assessment program for the years ended December 31, 2017 and 2016, respectively. Increased Medicaid reimbursement from the nursing assessment program is reported as a component of contractual adjustments under third party programs. The amount of additional reimbursement recognized as an estimated third party settlement receivable at December 31, 2017 and 2016 was \$ 2,286,496.

Masonic Villages recognizes resident service revenue associated with services provided to residents who have third party coverage on the basis of contractual rates for the services rendered. For uninsured private pay residents that qualify for charity care, Masonic Villages recognizes revenue on the basis of its standard rates for services provided, reduced by the estimated portion of the standard rate the resident is unable to pay. The estimated portion of the standard rate the resident is unable to pay is recognized as a charity care allowance. For uninsured private pay residents that do not qualify for charity care, Masonic Villages recognizes revenue on the basis of its standard rates for services provided. On the basis of historical experience, a portion of Masonic Villages' uninsured private pay residents that do not qualify for charity care will be unable or unwilling to pay for the services provided. Masonic Villages records a provision for bad debts related to these uninsured private pay residents in the period the services are provided.

NOTE 17: Resident Service Revenue - Continued

Masonic Villages' major payor sources consist of the Medicaid and Medicare programs, other third party payors (primarily commercial insurance and managed care organizations), and private pay individuals. Resident service revenue, net of contractual and charity care allowances provided (but before the provision for bad debts), recognized in the consolidated statements of operations for the years ended December 31, 2017 and 2016 from these major payor sources is as follows:

	2017			
	Medicare and Medicaid	Other Third Party Payors	Private Pay	Total
Gross resident service revenue	\$ 66,842,168	\$ 27,199,199	\$ 96,050,903	\$ 190,092,270
Less provisions for:				
Contractual adjustments under third party reimbursement programs	24,469,002	14,884,432	-	39,353,434
Charity care allowances	-	-	11,433,856	11,433,856
Net resident service revenue, before provision for bad debts	<u>\$ 42,373,166</u>	<u>\$ 12,314,767</u>	<u>\$ 84,617,047</u>	<u>\$ 139,304,980</u>
	2016			
	Medicare and Medicaid	Other Third Party Payors	Private Pay	Total
Gross resident service revenue	\$ 64,674,163	\$ 26,292,586	\$ 93,700,319	\$ 184,667,068
Less provisions for:				
Contractual adjustments under third party reimbursement programs	21,757,928	13,657,311	-	35,415,239
Charity care allowances	-	-	11,237,048	11,237,048
Net resident service revenue, before provision for bad debts	<u>\$ 42,916,235</u>	<u>\$ 12,635,275</u>	<u>\$ 82,463,271</u>	<u>\$ 138,014,781</u>

NOTE 18: Charity Care and Community Service

Masonic Villages' mission has been to provide services to residents, regardless of their ability to pay, who have medical, social, or financial need.

Masonic Villages provides services to adult individuals who meet certain criteria under its charity care policy without charge or at amounts less than its established rates. Criteria considered in Masonic Villages' charity care policy include the income and net worth of the adult individuals applying for charity care. Adult individuals applying for charity care must also be determined to be ineligible for reimbursement from applicable government programs for the services to be provided. Charity care may be provided to qualifying adult individuals for Personal Care, Retirement Living, Residential Care, and certain medical and nonmedical ancillary services. All services provided in the Children's Home are provided as charity care.

NOTE 18: Charity Care and Community Service – Continued

Masonic Villages maintains records to identify and monitor the level of charity care and community service it provides. These records include the amount of charges forgone based on established rates for the services and supplies furnished under its charity care policy. Charges forgone for charity care are excluded from net resident service revenue recorded by Masonic Villages. The cost to provide charity care is estimated on an annual basis for each service area providing charity care. Estimated charity care costs for an individual service area are determined by multiplying the individual service area's forgone charges by the ratio of the individual service area's direct and allocated indirect expenses to its gross charges. Masonic Villages' aggregate estimated cost of providing charity care is the sum of the charity care costs calculated for the individual service areas.

Charges forgone for charity care and the estimated costs of providing charity care for the years ended December 31, 2017 and 2016 were as follows:

	<u>2017</u>	<u>2016</u>
Charges forgone	<u>\$ 11,433,856</u>	<u>\$ 11,237,048</u>
Estimated cost to provide charity care	<u>\$ 9,598,275</u>	<u>\$ 10,016,561</u>

Masonic Villages has received contributions restricted for the care and support of Retirement Living residents eligible for charity care. These contributions are recorded as temporarily restricted net assets and periodically released from restriction to subsidize charges forgone to provide charity care to Retirement Living residents. Net assets released from donor restriction to subsidize charity care provided to Retirement Living residents totaled \$ 338,515 and \$ 303,694 for the years ended December 31, 2017 and 2016, respectively.

Masonic Villages also participates in the Medicare and Medical Assistance programs which make payment for services provided to financially eligible residents at rates which are less than the cost of such services. Management estimates the unpaid costs of these programs are approximately \$ 19,021,000 and \$ 17,724,000 in 2017 and 2016, respectively.

Masonic Villages conducts two programs that benefit people not residing at one of the five locations. The Home Assistance program (Home Assistance) provides financial resources and other services to Pennsylvania Masons and their families in need. Home Assistance is provided in two forms: charity care and temporary assistance. The cost of providing Home Assistance totaled \$ 95,443 and \$ 75,653 for the years ended December 31, 2017 and 2016, respectively. Masonic Villages has also established an Outreach program (Outreach) to assist individuals in their communities. People contacting Outreach receive information about various aspects of long-term care, including government programs available, selecting a long-term care facility, insurance, transportation, and counseling. The cost of Outreach totaled \$ 787 and \$ 1,609 for the years ended December 31, 2017 and 2016, respectively.

During 2017 and 2016, Masonic Villages permitted its meeting and conference facilities to be used by several not-for-profit organizations, including the Pennsylvania Masonic Youth Foundation and the Elizabethtown Area School District. Masonic Villages received no rental fees for the use of the meeting and conference facilities. The cost of providing this service to these organizations totaled approximately \$ 189,000 and \$ 187,000 for the years ended December 31, 2017 and 2016, respectively.

NOTE 18: Charity Care and Community Service – Continued

Masonic Villages made contributions of cash and in-kind services to not-for-profit organizations in the communities it serves. For the years ended December 31, 2017 and 2016, these contributions totaled \$ 299,581 and \$ 228,029, respectively. Masonic Villages also awarded scholarships to several individuals. Individuals receiving scholarships included graduating high school students based on academic achievement, financial need, and community service. Scholarships for child day care services were awarded for pre-school age children whose families met certain financial need criteria as specified in the Pennsylvania Educational Improvement Tax Credit program. Scholarship payments totaled \$ 130,780 and \$ 113,912 for the years ended December 31, 2017 and 2016.

NOTE 19: Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a natural basis in the consolidated statements of operations. The following table summarizes operating expenses on a functional basis for the years ended December 31, 2017 and 2016.

	<u>2017</u>	<u>2016</u>
Program Services:		
Nursing Care	\$ 63,103,165	\$ 62,009,907
Medical Ancillary Clinics	6,447,873	6,713,458
Pharmacy	5,746,846	5,631,540
Personal Care	10,407,925	9,389,323
Retirement Living	43,442,014	42,306,298
Children's Home	2,350,421	2,134,937
Adult Daily Living Center	334,827	324,224
Residential Care Program	277,225	267,299
Hospice	2,723,817	2,516,215
Wellness Center	1,104,675	994,079
Home Health Care Services	536,247	79,322
Home Care Services	793,653	822,098
Community Services	399,653	352,484
Child Day Care Center	2,390,664	2,200,091
Conference Facilities	2,333,179	2,372,538
Contributions to Affiliates	2,589,147	3,634,422
Employee Housing and Rental Property	1,084,060	884,185
Member Services	1,468,175	1,345,827
Farm	1,838,098	1,816,152
Communications Services	576,341	544,845
Admissions and Resident Services	2,115,718	2,033,391
Support Services	4,593,675	4,473,449
Maintenance	8,644,644	7,832,171
Food Services	<u>6,083,801</u>	<u>5,289,832</u>
Total program services expense	171,385,843	165,968,087
Management and general - Administration	24,386,843	23,546,502
Fundraising - Gift Planning	<u>1,601,444</u>	<u>1,443,926</u>
	<u>\$ 197,374,130</u>	<u>\$ 190,958,515</u>

NOTE 20: Transactions with Affiliated Organizations**Contributions from Affiliated Organizations**

Masonic Villages receives contributions from certain Grand Lodge permanently restricted net assets. The contributions are made from trusts established by the donors to benefit needy Masons, widows, and children. Contributions were received by Masonic Villages from the following trusts for the years ended December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Thomas Ranken Patton Contingency Fund	\$ 533,800	\$ 512,209
Thomas Ranken Patton Masonic Institution for Boys	189,574	77,149
Thomas Ranken Patton Memorial Charity Fund	438,000	438,000
Gertrude M. Flach Scholarship Fund	41,359	-
Nelson Herst Scholarship Fund	41,359	-
Henry C. and Anna C. Ellis Trust	31,000	24,348
Joseph W. Murray Memorial Fund	18,693	16,100
Charles W. Jackson McClary Memorial Fund #1	5,030	4,473
	<u>\$ 1,298,815</u>	<u>\$ 1,072,279</u>

During the year ended December 31, 2017, the Masonic Charities Fund made a contribution of \$ 700,000 to Masonic Villages. This contribution was made to pay general operating expenses of the Children's Home located at the Masonic Village at Elizabethtown.

The Pennsylvania Masonic Youth Foundation contributed \$ 26,030 to Masonic Villages for the year ended December 31, 2016. This contribution represented the proceeds from contributions received by the Pennsylvania Masonic Youth Foundation restricted for the purchase of furniture for the conference facilities used by the Pennsylvania Masonic Youth Foundation and owned by Masonic Villages. Masonic Villages purchased the furniture as part of a remodeling project for the conference facilities. Since Masonic Villages incurred the cost to purchase the assets identified by the donor, the Pennsylvania Masonic Youth Foundation elected to reimburse Masonic Villages with the proceeds from the contributions, thereby fulfilling the donor's request.

During the year ended December 31, 2016, the Pennsylvania Masonic Youth Foundation contributed \$ 36,000 to Masonic Villages to help Masonic Villages support the "Raising a Reader" program (RAR). RAR is a national nonprofit organization that helps children and families successfully build, practice and sustain literacy routines vital to academic success, with special attention to children at highest risk for educational failure. Masonic Villages made contributions totaling \$ 120,000 to RAR for the year ended December 31, 2016.

These contributions from Grand Lodge, Masonic Charities Fund, and the Pennsylvania Masonic Youth Foundation are included in non-operating gains on the consolidated statement of operations for the years ended December 31, 2017 and 2016.

The Masonic Charities Fund made a contribution of \$5,000 to Masonic Villages during 2017 that was restricted for the construction of a new Children's Home at the Masonic Village at Sewickley. This contribution was reported as a temporarily restricted contribution on the consolidated statement of changes in net assets for the year ended December 31, 2017.

The Pennsylvania Masonic Youth Foundation contributed \$ 10,000 to Masonic Villages during the year ended December 31, 2016 for the purpose of eventually establishing a Children's Home in western Pennsylvania. This contribution was reported as a temporarily restricted contribution on the consolidated statement of changes in net assets for the year ended December 31, 2016.

NOTE 20: Transactions with Affiliated Organizations - Continued**Contributions to Affiliated Organizations**

Masonic Villages made contributions to the following related 501(c)(3) charitable organizations:

	<u>2017</u>	<u>2016</u>
Pennsylvania Masonic Youth Foundation	\$ 357,524	\$ 521,681
The Masonic Library and Museum of Pennsylvania	<u>2,231,173</u>	<u>3,111,906</u>
	<u>\$ 2,588,697</u>	<u>\$ 3,633,587</u>

These contributions consisted of cash, the use of Masonic Villages' facilities, and donated services provided by Masonic Villages' employees. These annual contributions to the Pennsylvania Masonic Youth Foundation and the operation of the Children's Home support Masonic Villages' mission to improve the welfare of children.

Masonic Villages made contributions totaling \$ 2,231,173 to The Masonic Library and Museum of Pennsylvania (Masonic Library and Museum) for the year ended December 31, 2017. These contributions consisted of cash payments of \$ 2,211,961 and donated services provided by Masonic Villages' employees with a cost of \$ 19,212.

Masonic Villages made contributions totaling \$ 3,111,906 to The Masonic Library and Museum of Pennsylvania (Masonic Library and Museum) for the year ended December 31, 2016. These contributions consisted of cash payments of \$ 3,089,686 and donated services provided by Masonic Villages' employees with a cost of \$ 22,220.

Contributions from Masonic Villages Temporarily Restricted Net Assets are made to the Masonic Charities Fund. These contributions are reported as satisfaction of donor restrictions in the consolidated statements of changes in net assets. The contributions are made from the Reidler Helping Hand Fund, which was established to benefit Masonic Villages and the Masonic Charities Fund. Contributions from this trust to the Masonic Charities Fund totaled \$450 and \$835 for the years ended December 31, 2017 and 2016, respectively.

Administrative and Program Service Expenses

For the years ended December 31, 2017 and 2016, Masonic Villages' employees provided human resources, accounting, and information technology services to Grand Lodge under an expense reimbursement arrangement with Masonic Villages. Masonic Villages' costs for these services allocated to Grand Lodge for the years ended December 31, 2017 and 2016 were \$ 17,164 and \$ 20,967, respectively. Reimbursement received for these costs is included in other operating revenue on the consolidated statements of operations.

During the years ended December 31, 2017 and 2016, Masonic Villages' employees provided human resources, accounting, fundraising, and information technology services to the Masonic Library and Museum under a contribution arrangement with Masonic Villages. Masonic Villages' costs for these services contributed to the Masonic Library and Museum totaled \$ 19,212 and \$ 22,220 for 2017 and 2016, respectively, and are included in operating expenses on the consolidated statements of operations.

Masonic Villages' employees also provided accounting, fundraising, and information technology services to the Pennsylvania Masonic Youth Foundation under a contribution arrangement with Masonic Villages. Masonic Villages' costs for these services contributed to the Pennsylvania Masonic Youth Foundation for the years ended December 31, 2017 and 2016 were \$ 26,360 and \$ 31,803, respectively. These costs are included in operating expenses on the consolidated statements of operations.

NOTE 20: Transactions with Affiliated Organizations - Continued**Administrative and Program Service Expenses - Continued**

During 2017 and 2016, Masonic Villages' employees provided fundraising services to the Masonic Charities Fund under an expense reimbursement arrangement with Masonic Villages. Masonic Villages' cost for these services allocated to the Masonic Charities Fund for the years ended December 31, 2017 and 2016 were \$ 56,787 and \$ 61,190, respectively, and are included in other operating revenue on the consolidated statements of operations.

For the years ended December 31, 2017 and 2016, Masonic Villages' employees provided administrative and program services to the Pennsylvania Masonic Youth Foundation. Masonic Villages' costs for these services contributed to the Pennsylvania Masonic Youth Foundation for the years ended December 31, 2017 and 2016 were \$ 402,592 and \$ 364,826, respectively. Pennsylvania Masonic Youth Foundation made a \$200,000 payment to Masonic Villages to reduce the cost of services provided by Masonic Villages' employees for the year ended December 31, 2017. These costs are included in operating expenses on the consolidated statements of operations.

Use of Facilities

The Pennsylvania Masonic Youth Foundation conducts most of its activities at conference facilities owned by Masonic Villages. The use of these conference facilities was provided to the Pennsylvania Masonic Youth Foundation under a contribution arrangement with Masonic Villages. Masonic Villages' costs for the use of the conference facilities contributed to the Pennsylvania Masonic Youth Foundation for the years ended December 31, 2017 and 2016 were \$ 125,201 and \$ 121,332, respectively. These costs are included in operating expenses on the consolidated statements of operations.

NOTE 21: Split-Interest Agreements

Masonic Villages has entered into several split-interest agreements with donors. These split-interest agreements include charitable gift annuities, charitable remainder unitrusts, charitable lead trusts, and perpetual trusts held by third parties. Under split-interest agreements, a donor makes an initial gift to a trust or directly to Masonic Villages in which Masonic Villages has a beneficial interest. Donated assets are maintained by a trust or Masonic Villages and distributions are made to a beneficiary or beneficiaries during the term of the agreement. At the end of the agreement's term, any remaining assets covered by the agreement are distributed to Masonic Villages.

Assets received under split-interest agreements are recorded at the fair value of the assets on the date received. Liabilities to beneficiaries are recorded at the net present value of expected payments based upon the amount of the contribution, any contractual rate of return, and the life expectancy of the beneficiary. Contribution revenue is classified as either unrestricted or temporarily restricted based on the existence of any donor imposed conditions in the split-interest agreement.

As of December 31, 2017 and 2016, the fair value of assets recognized under split-interest agreements by Masonic Villages, consisting principally of cash and investments, was as follows:

	<u>2017</u>	<u>2016</u>
Perpetual trusts held by third parties	\$ 43,091,630	\$ 39,348,204
Charitable gift annuities	11,347,420	10,638,980
Charitable remainder unitrusts	<u>707,056</u>	<u>526,929</u>
	<u>\$ 55,146,106</u>	<u>\$ 50,514,113</u>

NOTE 21: Split-Interest Agreements - Continued

Contribution revenues recognized by Masonic Villages under split-interest agreements for the years ended December 31, 2017 and 2016 were as follows:

	<u>2017</u>	<u>2016</u>
Unrestricted -		
Charitable gift annuities	\$ 309,523	\$ 699,703
Charitable remainder unitrusts	38,827	-
Temporarily restricted -		
Charitable lead trust	<u>-</u>	<u>40,777</u>
Total unrestricted and restricted	<u>\$ 348,350</u>	<u>\$ 740,480</u>

Masonic Villages is an income beneficiary of several perpetual trusts held by third parties. Distributions of income are made at the discretion of the trustees. Income distributed to the Masonic Villages by perpetual trusts held by third parties amounted to \$ 1,811,697 and \$ 2,208,952 for the years ended December 31, 2017 and 2016, respectively.

During the year ended December 31, 2014, Masonic Villages entered into a single-life charitable gift annuity agreement with a donor in which the donor specified that his designee had the power to direct the disposition of 90% of the residual assets at the conclusion of the annuity to qualified charitable organizations. Masonic Villages was the recipient of the remaining 10% of the residual assets. The present value of the estimated 90% of the residual assets subject to the power of appointment at the conclusion of the annuity totaled \$11,799,147 as of January 1, 2016. This amount was recognized as a charitable remainder payable to others on the consolidated balance sheet. The beneficiary of this charitable gift annuity agreement died during the year ended December 31, 2016. In December 2016, Masonic Villages paid 90% of the residual assets related to this charitable gift annuity agreement to the charitable organization selected by the donor's designee, which completed the agreement and eliminated the liability.

NOTE 22: Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy are described as follows:

- Level 1:** Inputs to the valuation methodology are quoted prices (unadjusted) in active markets for identical assets or liabilities that the organization can access at the measurement date.
- Level 2:** Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:
- Quoted prices for similar assets or liabilities in active markets;
 - Quoted prices for identical or similar assets or liabilities in inactive markets;
 - Inputs other than quoted prices that are observable for the asset or liability;
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3:** Inputs that are unobservable inputs for the asset or liability.

NOTE 22: Fair Value Measurements – Continued

As described in Note 6, Masonic Villages' most significant investment is its share of the Consolidated Fund.

The fair values of the Consolidated Fund's assets measured on a recurring basis as of December 31, 2017 and 2016 are as follows:

<u>At December 31, 2017</u>	<u>Fair Value</u>	<u>Quote Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Domestic and international common stocks:				
Consumer staples and discretionary	\$ 78,575,345	\$ 77,785,232	\$ 790,113	\$ -
Energy	13,532,586	13,532,586	-	-
Financial	39,083,652	39,083,652	-	-
Industrials	92,395,888	92,395,888	-	-
Information technology	602,672	399,277	203,395	-
Materials	8,502,482	8,502,482	-	-
Transportation	5,755,968	5,481,089	274,879	-
Telecommunications services	5,261,765	5,261,765	-	-
Total domestic and international common stocks	243,710,358	242,441,971	1,268,387	-
U.S. Government securities	11,122,883	-	11,122,883	-
Domestic corporate bonds:				
Aaa credit rating	5,847,249	-	5,847,249	-
Aa credit rating	9,289,051	-	9,289,051	-
A credit rating	38,290,004	-	38,290,004	-
Baa credit rating	42,819,729	-	42,819,729	-
Ba credit rating	928,690	-	928,690	-
Unrated	1,851,647	-	1,851,647	-
Total domestic corporate bonds	99,026,370	-	99,026,370	-
Municipal bonds:				
Aaa credit rating	1,086,147	-	1,086,147	-
Aa credit rating	5,678,144	-	5,678,144	-
A credit rating	549,899	-	549,899	-
Unrated	1,340,576	-	1,340,576	-
Total municipal bonds	8,654,766	-	8,654,766	-
Mutual funds - Equity securities	36,781,950	36,781,950	-	-
Exchange traded funds	238,336,969	238,336,969	-	-
Mortgage backed securities	27,328,736	-	27,328,736	-
Asset backed securities	22,000,339	-	22,000,339	-
Real estate investment trusts	1,512,697	1,512,697	-	-
Money Market funds	45,003,308	-	45,003,308	-
Investments measured at net asset value:				
Limited partnership - international	240,959	-	-	-
Private equity investments	3,721,492	-	-	-
Mutual funds - equity securities	29,419,781	-	-	-
Total investments measured at net asset value	33,382,232	-	-	-
Total - All Investment Types	\$ 766,860,608	\$ 519,073,587	\$ 214,404,789	\$ -

NOTE 22: Fair Value Measurements – Continued

<u>At December 31, 2016</u>	<u>Fair Value</u>	<u>Quote Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Domestic and international common stocks:				
Consumer staples and discretionary	\$ 62,200,956	\$ 62,200,956	\$ -	\$ -
Energy	10,920,716	10,920,716	-	-
Financial	34,790,189	34,790,189	-	-
Industrials	65,156,446	65,156,446	-	-
Information technology	800,183	800,183	-	-
Materials	8,398,185	8,398,185	-	-
Transportation	5,873,378	5,873,378	-	-
Telecommunications services	<u>4,381,391</u>	<u>4,381,391</u>	<u>-</u>	<u>-</u>
Total domestic and international common stocks	<u>192,521,444</u>	<u>192,521,444</u>	<u>-</u>	<u>-</u>
U.S. Government securities	<u>13,322,602</u>	<u>-</u>	<u>13,322,602</u>	<u>-</u>
Domestic corporate bonds:				
Aa credit rating	864,483	-	864,483	-
A credit rating	1,158,993	-	1,158,993	-
B credit rating	1,095,521	-	1,095,521	-
Bbb credit rating	5,684,490	-	5,684,490	-
Unrated	<u>93,309,247</u>	<u>-</u>	<u>93,309,247</u>	<u>-</u>
Total domestic corporate bonds	<u>102,112,734</u>	<u>-</u>	<u>102,112,734</u>	<u>-</u>
Municipal bonds:				
Unrated	<u>8,114,133</u>	<u>-</u>	<u>8,114,133</u>	<u>-</u>
Total municipal bonds	<u>8,114,133</u>	<u>-</u>	<u>8,114,133</u>	<u>-</u>
Mutual funds - Equity securities	<u>43,269,928</u>	<u>41,709,337</u>	<u>1,560,591</u>	<u>-</u>
Exchange traded funds	<u>193,625,076</u>	<u>193,625,076</u>	<u>-</u>	<u>-</u>
Mortgage backed securities	<u>25,283,215</u>	<u>-</u>	<u>25,283,215</u>	<u>-</u>
Asset backed securities	<u>30,922,759</u>	<u>-</u>	<u>30,922,759</u>	<u>-</u>
Real estate investment trusts	<u>1,498,708</u>	<u>1,498,708</u>	<u>-</u>	<u>-</u>
Money Market funds	<u>49,365,161</u>	<u>-</u>	<u>49,365,161</u>	<u>-</u>
Investments measured at net asset value:				
Limited partnership - international	352,063	-	-	-
Mutual funds - equity securities	<u>20,538,391</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total investments measured at net asset value	<u>20,890,454</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total - All Investment Types	<u>\$ 680,926,214</u>	<u>\$ 429,354,565</u>	<u>\$ 230,681,195</u>	<u>\$ -</u>

NOTE 22: Fair Value Measurements – Continued

The Consolidated Fund has investments in certain financial instruments whose fair values are measured as a practical expedient by using the net asset value per share of the investment. This feature may limit the ability of the Consolidated Fund to liquidate these financial instruments quickly if necessary. Financial instruments whose fair values are determined as a practical expedient by using the net asset value per share of the investment and their redemption features are as follows as of December 31, 2017 and 2016:

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
At December 31, 2017				
Mutual fund - Equity securities	\$ 21,110,295	\$ -	Quarterly	60 Days
Mutual fund - Equity securities	8,309,486	-	Monthly	5 Days
Private equity investments	3,721,492	-	Illiquid	Not Applicable
Limited partnership - international	240,959	-	Quarterly	45 Days
	<u>\$ 33,382,232</u>	<u>\$ -</u>		
	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
At December 31, 2016				
Mutual fund - Equity securities	\$ 12,204,313	\$ -	Quarterly	60 Days
Mutual fund - Equity securities	8,334,078	-	Monthly	5 Days
Limited partnership - international	352,063	-	Quarterly	45 Days
	<u>\$ 20,890,454</u>	<u>\$ -</u>		

The redemption restrictions for these financial instruments are included in the contracts with the investment management firms responsible for these investments. The Consolidated Fund started the process of completely redeeming its limited partnership – international funds in early 2009. The Consolidated Fund expects liquidations of special investment funds created from the redemption process will occur over the next several years at the fair value reported as of December 31, 2017.

The fair values of Masonic Villages' assets are measured using different techniques. Fair values for investments are determined by reference to quoted market prices and other relevant information generated by market transactions. Fair values of perpetual trusts held by third parties are measured by applying known beneficiary percentages to the fair values of the trust's assets which consists of a combination of actively traded securities and other securities which are valued using significant other observable inputs. When unable to obtain a fair value for a perpetual trust, the fair value is estimated by calculating the present value of income received from the trust under a reasonable rate of return percentage. Fair value for contributions receivable from beneficial interests in charitable lead annuity trusts is determined by calculating the present value of the annuity using published life expectancy tables and discount rates ranging from 2.17% to 4.25%. Fair values for unconditional promises to give are determined by calculating the present value of the future cash flows expected to be received, using the stated terms of the promises to give and discount rates ranging from 2.45% to 3.83%.

NOTE 22: Fair Value Measurements – Continued

The fair values of assets measured on a recurring basis as of December 31, 2017 and 2016 are as follows:

	Fair Value	Quote Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Input (Level 2)	Significant Unobservable Inputs (Level 3)
At December 31, 2017				
Investments (excluding Consolidated Fund):				
Money Market Funds	\$ 14,250,243	\$ 14,250,243	\$ -	\$ -
Equity Funds	814,336	814,336	-	-
Common Trust Funds	563,872	-	563,872	-
Perpetual Trusts Held by Third Parties	43,091,630	-	43,091,630	-
Contributions receivable:				
Charitable lead annuity trusts	349,531	-	349,531	-
Promises to give	17,757	-	-	17,757
	<u>\$ 59,087,369</u>	<u>\$ 15,064,579</u>	<u>\$ 44,005,033</u>	<u>\$ 17,757</u>
At December 31, 2016				
Investments (excluding Consolidated Fund):				
Money Market Funds	\$ 10,462,083	\$ 10,462,083	\$ -	\$ -
Equity Funds	644,873	644,873	-	-
Common Trust Funds	383,707	-	383,707	-
Perpetual Trusts Held by Third Parties	39,348,204	-	39,348,204	-
Contributions receivable:				
Charitable lead annuity trusts	390,859	-	390,859	-
Promises to give	19,572	-	-	19,572
	<u>\$ 51,249,298</u>	<u>\$ 11,106,956</u>	<u>\$ 40,122,770</u>	<u>\$ 19,572</u>

The changes in assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3 inputs) are as follows for the years ended December 31, 2017 and 2016:

	2017	2016
Fair value as of January 1	\$ 19,572	\$ 12,039
Promises to give received	-	10,000
Cash payments received	(2,000)	(2,000)
Actuarial adjustment of fair value based on remaining terms of promises to give and risk-free interest rates	185	(467)
Fair value as of December 31	<u>\$ 17,757</u>	<u>\$ 19,572</u>

The fair values of Masonic Villages' liabilities are measured using different techniques. Fair values for annuities payable resulting from charitable gift annuity agreements and charitable remainder unitrust agreements with donors are determined by calculating the present value of the annuity using published life expectancy tables and the contractual discount rates. Fair values for interest rate swap agreements are determined based on the terms of each agreement and proprietary valuation techniques of Wells Fargo Bank, NA, which consider the present value of estimated expected future cash flows.

NOTE 22: Fair Value Measurements – Continued

The fair values of liabilities measured on a recurring basis as of December 31, 2017 and 2016 are as follows:

	Fair Value	Quote Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Input (Level 2)	Significant Unobservable Inputs (Level 3)
At December 31, 2017				
Annuities payable	\$ 6,066,506	\$ -	\$ 6,066,506	\$ -
Interest rate swap agreements	19,131,387	-	19,131,387	-
	<u>\$ 25,197,893</u>	<u>\$ -</u>	<u>\$ 25,197,893</u>	<u>\$ -</u>
At December 31, 2016				
Annuities payable	\$ 6,648,767	\$ -	\$ 6,648,767	\$ -
Interest rate swap agreements	21,881,266	-	21,881,266	-
	<u>\$ 28,530,033</u>	<u>\$ -</u>	<u>\$ 28,530,033</u>	<u>\$ -</u>

NOTE 23: Minimum Liquid Reserve Requirement

Masonic Villages is licensed as a continuing care provider by the Commonwealth of Pennsylvania's Insurance Department (Insurance Department). In accordance with this licensure, Masonic Villages must establish and maintain certain minimum liquid reserves. Masonic Villages' minimum liquid reserve amount equals the greater of the next twelve months long-term debt service (Debt Service Method) or 10% of the operating expenses excluding depreciation (Operating Expense Method). Masonic Villages' governing body, the Board of Directors, has designated a portion of the Masonic Villages Reserve Fund to satisfy this minimum liquid reserve requirement. On October 31, 1996, the Insurance Department approved this approach to comply with the minimum reserve requirement.

The minimum required reserve amounts calculated under the two methods were as follows for the years ended December 31, 2017 and 2016:

	2017	2016
<u>Operating Expense Method</u>		
Operating expenses	\$ 197,374,130	\$ 190,958,515
Less: Depreciation expense	26,650,278	25,562,516
Cash expenses for minimum liquid reserve	170,723,852	165,395,999
Percentage of cash expenses to be held in reserve	10%	10%
Minimum liquid reserve requirement under Operating Expense Method	<u>\$ 17,072,385</u>	<u>\$ 16,539,600</u>
<u>Debt Service Method</u>		
Interest expense	\$ 6,218,558	\$ 6,156,848
Principal payments	10,115,000	9,425,000
Minimum liquid reserve requirement under Debt Service Method	<u>\$ 16,333,558</u>	<u>\$ 15,581,848</u>

The fair value of the Masonic Villages Reserve Fund at December 31, 2017 and 2016 totaled \$ 192,117,012 and \$ 177,872,782, respectively. Masonic Villages met the minimum liquid reserve required by the Insurance Department for the years ended December 31, 2017 and 2016.

NOTE 24: Subsequent Events

Masonic Villages has evaluated events and transactions subsequent to December 31, 2017 through April 19, 2018, the date these financial statements were issued. Based on the definitions and requirements of generally accepted accounting principles, Masonic Villages has identified the following event that occurred subsequent to December 31, 2017 and through April 19, 2018, that requires recognition or disclosure in the financial statements:

In March 2018, the Administrators of the Pension Plan and the Grand Lodge Committee on Finance adopted an amendment to the noncontributory defined benefit pension plan. The amendment will terminate the plan as of May 31, 2018. Vested participants in the plan will elect to receive a lump sum payout or an annuity as a complete, irrevocable settlement for their accumulated pension benefits. The final settlement is scheduled to occur during the month of December 2018. Preliminary estimates of the settlement loss Masonic Villages will recognize when this transaction is completed range from approximately \$22.0 million to approximately \$29.2 million.

NOTE 25: Commitments and Contingencies

Masonic Villages has signed contracts for various construction projects approximating \$ 40,873,000. Approximately \$ 30,532,000 has been paid or accrued on these contracts as of December 31, 2017.

Masonic Villages is involved in various claims and legal actions arising in the ordinary course of business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Masonic Villages' financial position.

During the year ended December 31, 2008, Masonic Villages negotiated an agreement with the Elizabethtown Area School District (School District), Elizabethtown Borough (Borough), West Donegal Township (Township), and Lancaster County (County) for annual payments in lieu of taxes for all properties located at the Elizabethtown campus. This agreement became effective in 2008 and will expire on June 30, 2029. The agreement includes a specific annual payment schedule for lieu of tax payments to the School District, the Borough, the Township, and the County for the 20-year term of the agreement. The agreement also contains provisions for an annual contribution of \$ 15,000 from Masonic Villages to the School District's Education Foundation. Masonic Villages will also annually fund up to six \$ 2,500 college scholarships for qualified students from the School District. Masonic Villages paid \$ 1,269,782 and \$ 1,262,334, respectively, in lieu of tax payments under this agreement for the years ended December 31, 2017 and 2016. For the year ending December 31, 2018, Masonic Villages' commitment under the agreement is approximately \$ 1,297,000.

During the year ended December 31, 2004, Masonic Villages negotiated an agreement with Aleppo Township (Aleppo), the Quaker Valley School District (Quaker Valley), and the County of Allegheny (Allegheny) for annual payments in lieu of taxes for certain tax-exempt properties at the Sewickley campus. This agreement became effective in 2004 and will expire December 31, 2024. The agreement includes a specific annual payment schedule for lieu of tax payments to Aleppo, Quaker Valley, and Allegheny for the 21-year term of the agreement. The agreement also includes provisions for an annual contribution from Masonic Villages to the Sewickley Public Library. Masonic Villages is also required to fund annually a minimum amount for college scholarships for Quaker Valley students. Masonic Villages paid \$ 828,252 and \$ 816,080, respectively, under this agreement for the years ended December 31, 2017 and 2016. For the year ending December 31, 2018 Masonic Villages' commitment under the agreement is approximately \$ 839,000.

NOTE 25: Commitments and Contingencies - Continued

Masonic Villages' Lafayette Hill campus has two agreements with Whitemarsh Township (Whitemarsh) for annual payments in lieu of taxes for the tax-exempt Masonic Villages property. The first agreement, for gross receipts tax, requires a minimum annual payment to Whitemarsh of \$ 10,000, adjusted for an inflation factor based on the Consumer Price Index for the Philadelphia region. The second agreement, for real estate taxes, requires an annual payment to Whitemarsh based on the assessed value of the Lafayette Hill campus and Whitemarsh's current millage rate. Masonic Villages paid Whitemarsh \$ 46,066 and \$ 45,837 under these two agreements for the years ended December 31, 2017 and 2016, respectively.

During the year ended December 31, 2012, Masonic Villages negotiated an agreement with Dallas Township, Dallas Area School District, and Luzerne County for annual payments in lieu of taxes for certain tax-exempt properties at the Dallas campus. This agreement became effective retroactive to 2011 and will expire December 31, 2030. The agreement includes a specific payment schedule for lieu of tax payments to Dallas Township, Dallas Area School District, and Luzerne County for the 20-year term of the agreement. The agreement also includes provisions for an annual contribution from Masonic Villages to Dallas Township to support the local fire and ambulance organizations. Masonic Villages paid \$ 35,253 and \$ 34,918 under this agreement for the years ended December 31, 2017 and 2016, respectively. For the year ending December 31, 2018, Masonic Villages' commitment under the agreement is approximately \$ 35,589.

On February 28, 1997, Masonic Villages entered an Agreement of Remediation (Agreement) with Waste Management Disposal Services of Pennsylvania, Inc. (Waste Management). The Agreement concerns remediation of an inactive landfill site adjacent to the Elizabethtown campus. A secondary well was contaminated with manganese believed to have been caused by the inactive landfill site. Under the Agreement, Waste Management will pay Masonic Villages a total of \$ 300,000 for costs to be incurred by Masonic Villages during the remediation process. It is anticipated the remediation process may require thirty years to complete. In April 1997, Masonic Villages received a payment totaling \$ 150,000 to be used for costs incurred during the first fifteen years of the remediation process. This payment has been recorded as deferred revenue and is amortized, using the straight-line method, as a reduction of the related operating expenses incurred by Masonic Villages. An additional payment of \$ 75,000 was received by Masonic Villages in 1998, to be used for costs incurred during the second fifteen years of the remediation process. Waste Management also agreed to reimburse Masonic Villages for the cost of drilling a new well. Two new wells were installed in 2000 to replace the existing water supply and the costs associated with installation were reimbursed by Waste Management.

NOTE 26: Risk

Financial instruments which subject Masonic Villages to concentrations of credit risk consist primarily of cash and cash equivalents, short-term investments (i.e. certificates of deposit), fixed income securities, common stocks, and resident accounts receivable.

Masonic Villages typically maintains cash and cash equivalents which, at times, exceed \$ 250,000, in banks. Cash and cash equivalents and certain short-term investments are insured by the Federal Deposit Insurance Corporation up to a limit of \$ 250,000 per bank. Fixed income securities and common stocks are uninsured.

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

NOTE 26: Risk - Continued

Masonic Villages' investments are exposed to various risks, such as interest rate, market, currency, and credit risks. Due to the level of risk associated with certain investments and the level of uncertainty related to changes in the value of investments, it is at least reasonably possible that changes in risks in the near term would materially affect investment assets reported in the financial statements.