



FINANCIAL STATEMENTS

JUNE 30, 2014 AND 2013

CPAs / ADVISORS



MARION GENERAL HOSPITAL, INC.

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REPORT OF INDEPENDENT AUDITORS

Board of Directors
Marion General Hospital, Inc.
Marion, Indiana

Report on the Financial Statements

We have audited the accompanying financial statements of Marion General Hospital, Inc. (the Hospital), which comprise the balance sheets as of June 30, 2014 and 2013, and the related statements of operations and changes in net assets, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

Board of Directors
Marion General Hospital, Inc.
Marion, Indiana

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Hospital as of June 30, 2014 and 2013, and its results of operations and cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Blue & Co., LLC

Indianapolis, Indiana
October 9, 2014

MARION GENERAL HOSPITAL, INC.

BALANCE SHEETS JUNE 30, 2014 AND 2013

ASSETS	2014	2013
Current assets		
Cash and cash equivalents	\$ 25,440,006	\$ 30,095,166
Current portion of assets limited as to use	2,170,235	1,389,661
Account receivable		
Patient services, less allowances for uncollectible accounts of \$4,960,000 in 2014 and \$5,974,000 in 2013	17,663,801	20,044,217
Physician services, less allowances for uncollectible accounts of \$74,000 in 2014 and \$69,000 in 2013	1,340,179	1,278,616
Other	719,163	258,178
Accrued interest	64	65
Inventories	1,696,833	1,734,695
Current portion of notes receivable	911,023	939,022
Prepaid expenses	1,431,172	1,247,880
Other current assets	200,000	200,000
Total current assets	51,572,476	57,187,500
Assets limited as to use		
Board designated funds	177,098,090	152,402,488
Trustee held	8,373,255	11,243,298
Donor restricted	10,155	10,155
	185,481,500	163,655,941
Less current portion	2,170,235	1,389,661
Total assets limited as to use, net	183,311,265	162,266,280
Property and equipment, net	76,923,925	78,252,649
Other assets		
Investment in joint ventures	1,880,498	1,903,138
Unamortized bond issuance costs	717,662	776,393
Notes receivable, net	3,137,418	2,562,276
Goodwill and other intangible assets, net	2,399,275	2,891,882
Other	1,458,669	1,290,871
Total other assets	9,593,522	9,424,560
Total assets	\$ 321,401,188	\$ 307,130,989

See accompanying notes to financial statements.

MARION GENERAL HOSPITAL, INC.

BALANCE SHEETS JUNE 30, 2014 AND 2013

LIABILITIES AND NET ASSETS

	<u>2014</u>	<u>2013</u>
Current liabilities		
Accounts payable	\$ 4,814,874	\$ 5,554,198
Accrued liabilities		
Salaries and related liabilities	8,019,840	9,754,596
Interest	753,529	759,854
Other	340,642	1,370,220
Estimated third-party settlements	248,748	2,926,171
Current portion of long-term debt	1,585,000	1,545,000
Total current liabilities	<u>15,762,633</u>	<u>21,910,039</u>
Long-term liabilities		
Long-term debt, less current portion	53,348,359	54,953,999
Pension liability	16,542,464	17,951,416
Other long-term liabilities	995,006	891,318
Total long-term liabilities	<u>70,885,829</u>	<u>73,796,733</u>
 Total liabilities	 86,648,462	 95,706,772
Net assets		
Unrestricted	234,742,571	211,414,062
Permanently restricted	10,155	10,155
Total net assets	<u>234,752,726</u>	<u>211,424,217</u>
 Total liabilities and net assets	 <u>\$ 321,401,188</u>	 <u>\$ 307,130,989</u>

See accompanying notes to financial statements.

MARION GENERAL HOSPITAL, INC.

STATEMENTS OF OPERATIONS AND CHANGES IN NET ASSETS YEARS ENDED JUNE 30, 2014 AND 2013

	2014	2013
Unrestricted revenue and other support		
Net patient service revenue	\$ 162,531,911	\$ 168,810,673
Less provision for bad debts	13,595,392	14,628,493
Net patient service revenue net of provision for bad debts	148,936,519	154,182,180
Other revenue	3,736,280	1,815,306
Total unrestricted revenue and other support	152,672,799	155,997,486
Expenses		
Salaries and wages	48,785,080	48,331,139
Employee benefits	15,958,600	15,892,381
Physician services	16,485,280	15,793,892
Professional services	7,685,926	7,401,083
Medical supplies	12,033,102	11,952,742
Drugs and IV solutions	7,412,467	7,670,803
Food	27,985	30,037
Purchased services	8,703,138	8,584,469
Rent	1,651,688	2,018,145
Plant and equipment maintenance	4,171,873	4,427,864
Utilities	1,776,695	1,946,184
Nonmedical supplies	1,783,514	2,183,950
Leased property	1,323,188	1,213,837
Other	905,922	2,857,172
Insurance	1,113,982	1,005,365
Hospital Assessment Fee Program	8,257,964	6,529,759
Interest	1,309,344	1,312,636
Depreciation and amortization	11,270,289	9,724,415
Total expenses	150,656,037	148,875,873
Income from operations	2,016,762	7,121,613
Nonoperating gain		
Investment income and other, net	11,065,241	10,305,304
Excess of revenue, support and gains over expenses	13,082,003	17,426,917
Other changes in unrestricted net assets		
Net unrealized gain on investments	8,111,864	1,785,986
Pension related changes other than net periodic pension cost	2,134,642	4,187,491
Change in net assets	23,328,509	23,400,394
Net assets		
Beginning of year	211,424,217	188,023,823
End of year	\$ 234,752,726	\$ 211,424,217

See accompanying notes to financial statements.

MARION GENERAL HOSPITAL, INC.

STATEMENTS OF CASH FLOWS YEARS ENDED JUNE 30, 2014 AND 2013

	2014	2013
Operating activities		
Change in net assets	\$ 23,328,509	\$ 23,400,394
Adjustments to reconcile change in net assets to net cash from operating activities:		
Depreciation and amortization	11,270,289	9,724,415
Amortization of bond issuance costs and bond premium	38,091	39,559
Amortization of notes receivable	962,055	808,599
Provision for bad debts - net patient service revenue	13,595,392	14,628,493
Provision for bad debts - other	(125,843)	35,586
Gain on disposal of property and equipment	(264,092)	(134,476)
Impairment loss on property and equipment	-0-	591,300
Change in unrealized gain on investments	(8,111,864)	(1,785,986)
Realized gain on sale of investments	(6,376,127)	(4,985,815)
Gain on equity in joint ventures	(388,422)	(827,874)
Change in periodic pension and postretirement costs not yet recognized in expense	(2,134,642)	(4,187,491)
Changes in operating assets and liabilities:		
Accounts receivable	(11,276,539)	(9,833,872)
Accrued interest, inventories, prepaid expenses, and other current assets	(606,414)	903,477
Other long-term assets	(471,826)	(809,233)
Pension liability	725,690	2,169,473
Accounts payable and accrued liabilities	(4,821,550)	2,316,186
Estimated third-party settlements	(2,677,423)	(1,231,873)
Net cash flows from operating activities	12,665,284	30,820,862
Investing activities		
Additions to property and equipment	(8,093,343)	(24,628,738)
Proceeds from the disposal of property and equipment	365,733	137,029
Proceeds from the sale or maturity of investments	60,618,636	83,613,273
Purchases of investments	(67,567,782)	(94,300,538)
Dividends received from joint ventures	326,667	1,216,442
Purchase of goodwill and other intangible assets	(42,000)	(1,750,000)
Advances on notes receivable	(1,648,910)	(1,269,492)
Payments received on notes receivable	265,555	262,493
Net cash flows from investing activities	(15,775,444)	(36,719,531)
Financing activities		
Repayments of long-term debt	(1,545,000)	(925,000)
Net change in cash and cash equivalents	(4,655,160)	(6,823,669)
Cash and cash equivalents		
Beginning of year	30,095,166	36,918,835
End of year	\$ 25,440,006	\$ 30,095,166
Supplemental cash flows information		
Interest paid, net of amounts capitalized of \$114,000 and \$376,000 in 2014 and 2013, respectively	\$ 1,309,769	\$ 1,251,037
Property and equipment included in accounts payable	\$ 1,415,255	\$ 1,902,992

See accompanying notes to financial statements.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Organization

Marion General Hospital, Inc. (Hospital), a not-for-profit corporation, provides inpatient and outpatient services primarily to residents from the Grant County area. The Hospital operates an acute care general hospital with 97 acute care beds, 20 nursery beds, and 18 inpatient acute rehabilitation beds. The Hospital was formed in 1902 and is located in Marion, Indiana.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, including the allowance for estimated uncollectible accounts, estimated third-party settlements, defined pension plan obligations and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period and could differ from actual results.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and demand deposit accounts, all with an original maturity of three months or less. The Hospital maintains its cash in accounts, which at times may exceed federally insured limits. The Hospital has not experienced any losses in such accounts and believes that it is not exposed to any significant credit risk on cash and cash equivalents.

Patient Accounts Receivable, Net Patient Service Revenue and Estimated Third-Party Payor Settlements

Patient service revenue and the related accounts receivable are recorded at the time services to patients are performed. The Hospital has agreements with third-party payors that provide for payments to the Hospital at amounts different from its established rates. Payment arrangements include prospectively determined rates per discharge, reimbursed costs, discounted charges, and per diem payments. Net patient service revenue is reported at the estimated net realizable amounts from patients, third-party payors, and others for services rendered, including estimated retroactive adjustments under reimbursement agreements with third-party payors. These estimated retroactive adjustments under reimbursement agreements are included with estimated third-party payor settlements. Retroactive adjustments are accrued on an estimated basis in the period the related services are rendered and adjusted in future periods as final settlements are determined.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Allowance for Uncollectible Accounts

Patient accounts receivable are reduced by an allowance for uncollectible accounts based on the Hospital's evaluation of its major payor sources of revenue, the aging of the accounts, historical losses, current economic conditions, and other factors unique to its service area and the healthcare industry. Management regularly reviews data about the major payor sources of revenue in evaluating the sufficiency of the allowance for uncollectible accounts. For receivables associated with services provided to patients who have third-party coverage, the Hospital analyzes contractually due amounts and provides an allowance for uncollectible accounts and a provision for bad debts, if necessary. For receivables associated with self-pay payments, which includes both patients without insurance and patients with deductible and copayment balances due for which third-party coverage exists for part of the bill, the Hospital records a significant provision for bad debts in the period of service on the basis of its past experience, which indicates that many patients are unable or unwilling to pay the portion of their bill for which they are financially responsible. The difference between the standard rates (or the discounted rates if negotiated) and the amounts actually collected after all reasonable collection efforts have been exhausted is charged off against the allowance for uncollectible accounts.

During 2014, the Hospital's allowance for uncollectible accounts for patient and physician services decreased approximately \$1,009,000 from \$6,043,000 to \$5,034,000. The uncollectible allowance for self-pay balances decreased approximately \$513,000 during 2014. The uncollectible estimate was 94% of self-pay balances as of June 30, 2014 compared to 93% as of June 30, 2013. The percentage change is based on the total self-pay patient accounts to total patient accounts receivable during 2014.

The uncollectible allowance for self-pay balances after third-party insurance decreased approximately \$496,000 as the uncollectible estimate decreased to 46% of self-pay balances after third-party insurance at June 30, 2014 from 51% at June 30, 2013. The decrease is the result of improved collections on self-pay after third-party insurance balances combined with an improved aging of self-pay after third-party insurance balances from 2013 to 2014.

In addition, the Hospital's self-pay related write-offs decreased by approximately \$1,033,000 to \$13,595,000 in 2014 from \$14,628,000 in 2013. The decrease was the result of trends experienced in the collection of amounts from self-pay and self-pay after third-party insurance patients during 2014.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

As of June 30, 2014, the allowance for uncollectible accounts of approximately \$5,034,000 was comprised of approximately \$2,406,000 reserved for self-pay balances and approximately \$2,628,000 reserved for self-pay after third-party payor balances. As of June 30, 2013, the allowance for uncollectible accounts of approximately \$6,043,000 was comprised of \$2,919,000 reserved for self-pay balances and \$3,124,000 reserved for self-pay after third-party payor balances.

The Hospital changed its financial assistance policy during 2014 and 2013 to adapt to the economic conditions within the community.

Investments

Investments are recorded at fair value in the balance sheets. Investment income and other, net (including realized gains and losses on investments, interest, and dividends) is included in the excess of revenue, support, and gains over expenses unless the income or loss is restricted by donor or law. Unrealized gains and losses on other-than-trading investments are excluded from the excess of revenue, support, and gains over expenses unless the unrealized loss on investment security is considered other-than-temporary. Generally, the fair value of the alternative investments (fund of funds) is based on the fair value of the underlying marketable securities determined by the individual manager of the alternative investment. Although the manager uses its best judgment in estimating the fair value of the investments in the investment funds, there are inherent limitations in any estimation technique. Therefore, the values reported are not necessarily indicative of the amount that the investments funds could realize in a current transaction.

These estimated values may differ significantly from the values that would have been used had a ready market for the investments in the investment funds existed and the difference could be material. Alternative investments totaled approximately \$8,128,000 (4.6% of board designated funds) and \$10,513,000 (6.9% of board designated funds) as of June 30, 2014 and 2013, respectively.

A decline in the market value of any other-than-trading security below cost that is deemed to be other-than-temporary results in a reduction in carrying amount to fair value. The impairment is charged to excess of revenue, support, and gains over expenses and a new cost basis for the security is established. Management continually reviews the investment portfolio and evaluates whether declines in the fair value of securities should be considered other-than-temporary. A critical factor in this evaluation is the length of time and extent to which the market value of the individual security has been less than cost. Other factors considered include recommendations of investment advisors and conditions specific to the issuer or industry in which the issuer operates.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

In 2014 and 2013, the Hospital did not record other-than-temporary declines in the fair value of its investments. While management uses available information to measure other-than-temporary impairment at the balance sheet date, future write-downs may be necessary based on extended duration of current unrealized losses and changing market conditions.

Investment securities are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of the Hospital's investments could occur in the near term and that such changes could materially affect the amounts reflected in the financial statements.

Inventories

Inventories, consisting of medical supplies, are stated on the weighted average cost method, which approximates market value.

Assets Limited as to Use or Restricted

Assets limited as to use include assets set aside by the board of directors for future capital improvements and other purposes, over which the board of directors retains control and may, at its discretion, subsequently use for other purposes. Assets held by trustees under indenture agreements are also included within this caption and are classified as current assets to the extent they are to be used to pay for current liabilities. Restricted assets include assets whose use by the Hospital has been limited by donors to a specific purpose.

Property and Equipment and Depreciation

Property and equipment acquisitions are recorded at cost. Property and equipment donated to the Hospital are recorded as additions to temporarily restricted net assets at their fair value at the date of receipt and as a transfer to unrestricted net assets when the assets are placed in service.

Depreciation is provided over the estimated useful life of each class of depreciable asset and is computed on the straight-line method using a half-year convention in the year of acquisition and disposal. Estimated useful lives range from 4 to 40 years depending on asset classification.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Property and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If circumstances require a long-lived asset or asset group be tested for possible impairment, the Hospital first compares undiscounted cash flows expected to be generated by that asset or group to its carrying value. If the carrying value of the long-lived asset or asset group is not recoverable on an undiscounted cash flow basis, an impairment is recognized to the extent that the carrying value exceeds its fair value. Fair value is determined through various valuation techniques including discounted cash flow models, quoted market values and third-party independent appraisals, as considered necessary.

Unamortized Bond Issuance Costs and Original Issue Discounts

The costs incurred and capitalized in issuing Hospital Revenue Bonds are amortized into interest expense by the bonds outstanding method over the respective term of each bond series.

The premium and discount incurred in issuing the Hospital Revenue Bonds are classified with long-term debt and are amortized into interest expense using the effective-interest method over the respective term of the bond issues.

Notes Receivable

Notes receivable are comprised of loans and advances to certain physicians, tuition advances to various employees and prospective employees, and recruitment loan advances to various employees. The allowance for uncollectible notes receivable is approximately \$20,000 and \$77,000 as of June 30, 2014 and 2013, respectively. The provision for bad debts related to notes receivable and other non-patient receivables is recorded in operating expenses.

Business Combinations and Goodwill and Other Intangible Assets

The Hospital accounts for a business combination using the acquisition method of accounting, and accordingly, the net assets of the acquired entity are recorded at their estimated fair values at the date of acquisition. Goodwill represents the excess of the purchase price over the fair value of net assets, including the amount assigned to identifiable intangible assets. Other intangible assets are amortized on a straight-line basis over a period ranging from two to seven years. Goodwill and other intangible assets, at cost, approximated \$10,826,000 and \$10,784,000, respectively, as of June 30, 2014 and 2013 with accumulated amortization of approximately \$8,426,000 and \$7,892,000, respectively.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The Hospital's policy is to evaluate goodwill and intangible assets based on consideration of such factors as the occurrence of a significant adverse event or change in the environment in which the business operates or if the expected future cash flows (undiscounted and without interest) are less than the carrying amount of the asset.

Under the provisions of Accounting Standards Update No. 2011-08, Testing Goodwill for Impairment, goodwill is assessed annually for impairment. No impairment was recognized in 2014 and 2013, as the Hospital does not believe that there are any factors or circumstances indicating impairment as of June 30, 2014 and 2013.

During 2014, the Hospital purchased intangible assets of approximately \$42,000 consisting primarily of non-compete agreements.

During 2013, the Hospital purchased certain assets from Ambucare Clinic for approximately \$429,000. This purchase consisted of intangible assets of with a fair value of approximately \$397,000 and equipment of approximately \$32,000.

During 2013, the Hospital purchased the remaining ownership interest in Marion Sleep Center. The purchase consisted primarily of intangible assets for approximately \$536,000, consisting of goodwill of approximately \$436,000 and other intangible assets of \$100,000.

During 2013, the Hospital purchased intangible assets relating to Riverview Surgery Center (Riverview) for \$817,000, consisting primarily of non-compete agreements and workforce in place agreements.

Temporarily Restricted and Permanently Restricted Net Assets

Restricted net assets, the use of which is restricted by donors or grantors, are used to differentiate from unrestricted net assets on which donors or grantors place no restrictions or that arise as a result of the operations of the Hospital for its stated purposes. Restricted gifts and other restricted resources are recorded as additions to the appropriate restricted net assets at fair market value at the date of donation.

Resources restricted by donors for property and equipment replacement or expansion are added to unrestricted net assets to the extent expended within the period.

Unrestricted donations totaled approximately \$19,000 in both 2014 and 2013 and are included in other revenue in the statements of operations and changes in net assets.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Excess of Revenue, Support, and Gains over Expenses

The statements of operations and changes in net assets include a performance indicator, excess of revenue, support, and gains over expenses. Transactions deemed by management to be ongoing, major, or central to the provision of healthcare services are reported as revenue, support, and expenses. Transactions incidental to the provision of patient care services are reported as gains and losses. Changes in unrestricted net assets which are excluded from the performance indicator, consistent with industry practice, include unrealized gains and losses on investments in other-than-trading securities, pension related changes other than net periodic pension cost and contributions of long-lived assets (including assets acquired using contributions which, by donor restriction, were to be used for the purposes of acquiring such assets).

Financial Assistance, Community Benefit and Assistance to the Uninsured

The Hospital provides care to patients regardless of their ability to pay. A patient qualifies for financial assistance based on certain established policies of the Hospital. Essentially, these policies define financial assistance as those services for which no payment or reduced payment based upon a graduated scale, is anticipated, up to 300% of Federal Poverty Income Guidelines, published by the Department of Health and Human Services and where incurred charges are considered significant when compared to the income of the patient. Because collection of amounts determined to qualify as financial assistance is not pursued, such amounts are not reported as revenue.

The Hospital enhanced its financial assistance policy in 2014 and 2013 to more accurately reflect current economic conditions and other factors unique to the Hospital's customer base. Financial assistance provided during 2014 and 2013, measured at established rates, was approximately \$18,362,000 and \$22,278,000, respectively. In addition, other programs and services for the benefit of the community are provided. The costs of these programs are included in operating expenses. The Hospital receives reimbursements from certain governmental payors to assist in the funding of financial assistance.

Of the Hospital's total expenses reported (approximately \$150,656,000 and \$148,876,000 during 2014 and 2013, respectively), an estimated \$7,088,000 and \$8,349,000 arose from providing services to charity patients during 2014 and 2013, respectively. The estimated costs of providing financial assistance services are based on a calculation which applies a ratio of costs to charges to the gross uncompensated charges associated with providing care to charity patients. The ratio of cost to charges is calculated based on the Hospital's total expenses to gross patient service revenue.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The Hospital has a policy for uninsured patients with discounted rates similar to contractual payors. This policy was also enhanced as part of the Hospital's financial assistance policy in 2014 and 2013. Uninsured self-pay discounts provided to patients were approximately \$13,178,000 and \$7,069,000 in 2014 and 2013, respectively.

Donor-Restricted Gifts

Unconditional promises to give cash and other assets to the Hospital are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value at the date the gift is received. The gifts are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified as unrestricted net assets and reported in the statements of operations and changes in net assets as net assets released from restrictions. Donor-restricted contributions whose restrictions are met within the same year as received are included in other revenue in the accompanying financial statements.

Estimated Malpractice Costs

The provision for estimated medical malpractice claims includes estimates of the ultimate costs for the self-insured portion of both reported claims and claims incurred but not reported and is recorded in other long-term liabilities.

Income Taxes

The Hospital is a not-for-profit corporation and has been recognized as tax-exempt pursuant to Section 501(c)(3) of the Internal Revenue Code. As such, the Hospital is generally exempt from income taxes. However, the Hospital is required to file Federal Form 990 – Return of Organization Exempt from Income Tax which is an informational return only.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Hospital and recognize a tax liability if the Hospital has taken an uncertain position that more likely than not would not be sustained upon examination by various federal and state taxing authorities. Management has analyzed the tax positions taken by the Hospital, and has concluded that as of June 30, 2014 and 2013, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the accompanying financial statements. The Hospital is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The Hospital filed its federal and state income tax returns for periods through June 30, 2013. These income tax returns are generally open to examination by the relevant taxing authorities for a period of three years from the later of the date the return was filed or its due date (including approved extensions).

Electronic Health Records (EHR) Incentive Payments

The Hospital receives EHR incentive payments under the Medicare and Medicaid programs. To qualify for the EHR incentive payments, the Hospital must meet "meaningful use" criteria that become more stringent over time. The Hospital periodically submits and attests to its use of certified EHR technology, satisfaction of meaningful use objectives, and various patient data. These submissions generally include performance measures for each annual EHR reporting period (Federal fiscal year ending September 30). The related EHR incentive payments are paid out over a four year transition schedule and are based upon data that is captured in the Hospital's cost reports. The payment calculation is based upon an initial amount as adjusted for discharges, Medicare and Medicaid utilization using inpatient days multiplied by a factor of total charges excluding charity care to total charges, and a transitional factor that ranges from 100% in first payment year and thereby decreasing by 25% each payment year until it is completely phased out in the fifth year.

The Hospital recognizes EHR incentive payments as grant income, under the ratable recognition method, when there is reasonable assurance that the Hospital will comply with the conditions of the meaningful use objectives and any other specific grant requirements. In addition, the financial statement effects of the grants must be both recognizable and measurable. During 2014 and 2013, the Hospital recognized approximately \$2,041,000 and \$160,000, respectively, in EHR incentive payments as grant income.

EHR incentive income is included in other revenue in the statements of operations and changes in net assets. EHR incentive income recognized is based on management's estimate and amounts are subject to change, with such changes impacting operations in the period the changes occur.

Receipt of these funds is subject to the fulfillment of certain obligations by the Hospital as prescribed by the program, subject to future audits and may be subject to repayment upon a determination of noncompliance.

Reclassification

Certain amounts in the prior year financial statements have been reclassified for comparative purposes to conform to the current year presentation. The reclassifications have no impact on previously reported net assets or change in net assets.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Subsequent Events

The Hospital has evaluated events or transactions occurring subsequent to the balance sheet date for recognition and disclosure in the accompanying financial statements through the date the financial statements are issued which is October 9, 2014.

2. NET PATIENT SERVICES ACCOUNTS RECEIVABLE

Net patient services accounts receivable consists of the following as of June 30, 2014 and 2013:

	<u>2014</u>	<u>2013</u>
Gross patient services accounts receivable	\$ 41,561,996	\$ 48,458,392
Allowance for estimated contractual adjustments	(18,938,253)	(22,440,675)
Allowance for uncollectible accounts	(4,959,942)	(5,973,500)
Net patient services accounts receivable	<u>\$ 17,663,801</u>	<u>\$ 20,044,217</u>

3. NET PATIENT SERVICE REVENUE

The Hospital has agreements with third-party payors that provide for payment to the Hospital at amounts different from its established rates. Estimated contractual adjustments under third-party payment programs represent the differences between the Hospital's billings at standard rates and amounts paid by third-party payors. They also include any differences between estimated third-party settlements for prior years and subsequent final settlements. A summary of the payment arrangements with major third-party payors follows:

Medicare

Under the Medicare program, the Hospital receives payment under a prospective payment system (PPS) for inpatient services. Under the hospital inpatient PPS, fixed payment amounts per inpatient discharge are established based on the patient's assigned diagnosis related group (DRG). When the estimated cost of treatment for certain patients is higher than the average cost, providers may receive additional "outlier" payments. A prospective outpatient system provides for payment for most outpatient services based on service groups called ambulatory payment classifications. Other procedures are paid on a fee schedule. The prospectively determined rates are not subject to retroactive adjustment. The Hospital's classification of patients under the prospective payment systems and the appropriateness of the patients' admissions are subject to validation reviews.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Medicaid and Hospital Assessment Fee Program

The Hospital is reimbursed for Medicaid inpatient services under a prospectively determined rate-per-discharge and is not subject to retroactive adjustment. The differences between standard charges and reimbursement from these programs are recorded as contractual adjustments. Reimbursement for Medicaid outpatient services is based on predetermined rates, and is not subject to retroactive cost based settlements.

During 2012, the State of Indiana implemented the Hospital Assessment Fee (HAF) Program. The purpose of the HAF Program is to fund the State share of enhanced Medicaid payments and Medicaid Disproportionate Share (DSH) payments for Indiana hospitals as reflected in the HAF Program expense reported in the statements of operations and changes in net assets. Previously, the State share was funded by governmental entities through intergovernmental transfers. The Medicaid enhanced payments relate to both fee for service and managed care claims. The Medicaid enhanced payments are designed to follow the patients and result in increased Medicaid rates. During 2014 and 2013, the Hospital recognized HAF Program expense of approximately \$8,258,000 and \$6,530,000, respectively, which resulted in increased Medicaid reimbursement. The HAF Program expense is included in the consolidated statements of operations and changes in net assets as an operating expense. The Medicaid rate increases under the HAF Program are included in patient service revenue in the consolidated statements of operations and changes in net assets.

Other Payment Arrangements

The Hospital also has entered into payment agreements with certain commercial insurance carriers and preferred provider organizations. The basis for payment to the Hospital under these agreements includes prospectively determined rates per discharge and discounts from established rates.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

A summary of net patient service revenue, contractual adjustments, and patient service revenue forgone for financial assistance, at standard charges, for 2014 and 2013 follows:

	<u>2014</u>	<u>2013</u>
Patient service revenue		
Inpatient services	\$ 107,782,974	\$ 111,059,108
Outpatient services	254,939,842	260,324,148
Physician practice services	27,568,235	25,880,575
Financial assistance	<u>(18,362,255)</u>	<u>(22,278,003)</u>
	371,928,796	374,985,828
Less contractual allowances	<u>209,396,885</u>	<u>206,175,155</u>
Net patient service revenue	162,531,911	168,810,673
Less provision for bad debts	<u>13,595,392</u>	<u>14,628,493</u>
Net patient service revenue net of provision for bad debts	<u>\$ 148,936,519</u>	<u>\$ 154,182,180</u>

4. ESTIMATED THIRD-PARTY SETTLEMENTS

Estimated third-party settlements for the Medicare and Medicaid programs reflect the differences between interim reimbursement and reimbursement as determined by reports filed after the end of each year, and any differences owed to or by the Hospital after such reports have been audited. As of June 30, 2014, Medicare and Medicaid reports have been audited and final settled with the fiscal intermediary through June 30, 2012.

Changes to any previous year's estimated settlement are reflected in the period the intermediary finalizes its audit of cost reports, or when additional information becomes available. During 2014 and 2013, the Hospital recognized an increase in net assets of approximately \$132,000 and \$77,000, respectively, due to the differences between original estimates and subsequent revisions for the final settlement of cost reports.

Laws and regulations governing the Medicare and Medicaid programs are complex and subject to interpretation. Compliance with such laws and regulations can be subject to future government review and interpretation as well as significant regulatory action including fines, penalties, and exclusion from the Medicare and Medicaid programs. As a result, there is at least a reasonable possibility that recorded estimates will change in the near term.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

During 2014 and 2013, net patient service revenue was increased by approximately \$-0- and \$1,574,000, respectively, due to partial Medicaid Disproportionate Share payments.

5. CONCENTRATIONS OF CREDIT RISK

The Hospital grants credit without collateral to its patients, most of whom are local residents and are generally insured under third-party payor agreements. The mix of receivables and revenue from patients and third-party payors for 2014 and 2013 follows:

	Receivables		Revenue	
	2014	2013	2014	2013
Medicare	33%	29%	45%	46%
Medicaid	12%	15%	17%	16%
Blue Cross	9%	11%	17%	17%
Commercial	17%	15%	12%	12%
Self-pay, welfare, and contract	29%	30%	9%	9%
	<u>100%</u>	<u>100%</u>	<u>100%</u>	<u>100%</u>

6. ASSETS LIMITED AS TO USE OR RESTRICTED

Assets limited as to use include funds held by trustee subject to indenture agreements and assets set aside by the board of directors for future capital improvements and other purposes. All investments are considered other-than-trading securities by management. Assets limited as to use that are required for certain obligations classified as current liabilities are reported in current assets.

The funds held by trustee subject to indentures (investments are comprised of cash and cash equivalents) consist of the following as of June 30, 2014 and 2013:

	2014	2013
Indiana Financing Authority Hospital revenue bonds, Series 2012A, Project fund	\$ 6,404,601	\$ 7,937,387
Hospital revenue bonds, Series 2012A, Interest fund	1,352,567	-0-
Variable rate demand revenue bonds, Series 2008A, Project fund	616,087	3,305,911
	<u>\$ 8,373,255</u>	<u>\$ 11,243,298</u>

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

A description and the carrying value of the assets limited as to use by the board of directors is as follows as of June 30, 2014 and 2013:

	2014	2013
Cash and cash equivalents	\$ 847,622	\$ 3,500,956
Exchange traded funds	-0-	12,892,976
Mutual funds	168,122,276	125,495,449
Alternative investments - fund of funds	8,128,192	10,513,107
	<u>\$ 177,098,090</u>	<u>\$ 152,402,488</u>

As of June 30, 2014 and 2013, assets limited as to use under indenture agreements and other restricted assets are invested in cash and cash equivalents. Investment return for cash, investments, and other investments are comprised of the following for 2014 and 2013:

	2014	2013
Other nonoperating gains		
Investment return		
Interest and dividends	\$ 4,300,692	\$ 4,550,432
Net realized gain on sale of investments	6,376,127	4,985,815
Other gains (losses)		
Gain on equity in joint ventures	388,422	827,874
Other	-0-	(58,817)
	<u>\$ 11,065,241</u>	<u>\$ 10,305,304</u>
Unrealized gain on investments	<u>\$ 8,111,864</u>	<u>\$ 1,785,986</u>

The following schedule summarizes the fair value of securities included in investments that have gross unrealized losses (the amount by which historical cost exceeds the fair value) as of June 30, 2014 and 2013. The schedule further segregates the securities that have been in a gross unrealized position as of June 30, 2014 and 2013, for less than twelve months and those for twelve months or more. The gross unrealized losses of less than twelve months are a reflection of the normal fluctuations of the market and are therefore considered temporary.

The gross unrealized losses of twelve months or longer are reflective of current market fluctuations. The majority of the decline is attributable to several securities which industry experts expect recovery in the short-term future. These individual investments have projected recoveries in value in 2015. The decline in value is determined by management to be temporary, and unrealized losses have not been reclassified to realized losses as of June 30, 2014 and 2013.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Description of Securities	June 30, 2014					
	Less Than 12 Months		12 Months or Longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
International mutual funds	\$ -0-	\$ -0-	\$ 3,761,383	\$ 402,386	\$ 3,761,383	\$ 402,386

Description of Securities	June 30, 2013					
	Less Than 12 Months		12 Months or Longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Mutual funds	\$ 32,174,622	\$ 45,545	\$ -0-	\$ -0-	\$ 32,174,622	\$ 45,545
International mutual funds	9,949,086	639,290	4,972,240	234,584	14,921,326	873,874
Total temporarily impaired securities	\$ 42,123,708	\$ 684,835	\$ 4,972,240	\$ 234,584	\$ 47,095,948	\$ 919,419

7. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

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). The three levels of the fair value hierarchy are described as follows:

- Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Hospital has the ability to access.
- Level 2: Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; inputs other than quoted prices that are observable for the asset or liability; inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.
- Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used as of June 30, 2014 and 2013:

- *Money market funds:* Valued based at the subscription and redemption activity at a \$1 stable net asset value (NAV). However, on a daily basis the funds are valued at their daily NAV calculated using the amortized cost of the securities.
- *Exchange traded funds:* Valued at the closing price reported on the active market on which the individual securities are traded.
- *Mutual funds:* Valued at the daily closing price as reported by the fund. Mutual funds held by the Hospital are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their NAV and to transact at that price. The mutual funds held by the Hospital are deemed to be actively traded.
- *Alternative Investments:* Valued at the NAV of units of the fund. The NAV, as provided by the investment manager, is used as a practical expedient to estimate fair value. The alternative investments consist of investments in a variety of domestic and foreign equity and debt securities, managed accounts and other investment vehicles that employ diversified styles and strategies. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. Due to the nature of the investments held by the fund, changes in market conditions and the economic environment may significantly impact the net asset value of the fund and, consequently, the fair value of the Hospital's interests in the funds. Although a secondary market exists for these investments, it is not active and individual transactions are typically not observable. When transactions do occur in this limited secondary market, they may occur at discounts to the reported net asset value. It is therefore reasonably possible that if the Hospital were to sell these investments in the secondary market, a buyer may require a discount to the reported net asset value, and the discount could be significant.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The following tables set forth by level, within the hierarchy, the Hospital's assets measured at fair value on a recurring basis as of June 30, 2014 and 2013:

	June 30, 2014			
	Total	Level 1	Level 2	Level 3
Assets				
Assets limited as to use				
Cash and cash equivalents				
Money market funds	\$ 9,231,032	\$ -0-	\$ 9,231,032	\$ -0-
Mutual funds				
Fixed income	75,671,560	75,671,560	-0-	-0-
Global bond	30,530,509	30,530,509	-0-	-0-
International	23,872,479	23,872,479	-0-	-0-
Large cap	20,626,908	20,626,908	-0-	-0-
Mid cap	3,962,046	3,962,046	-0-	-0-
Small cap	4,294,683	4,294,683	-0-	-0-
Managed futures mutual funds	4,579,566	4,579,566	-0-	-0-
Long/Short equity mutual funds	4,584,525	4,584,525	-0-	-0-
Total mutual funds	168,122,276	168,122,276	-0-	-0-
Alternative investments	8,128,192	-0-	8,128,192	-0-
	<u>\$ 185,481,500</u>	<u>\$ 168,122,276</u>	<u>\$ 17,359,224</u>	<u>\$ -0-</u>

	June 30, 2013			
	Total	Level 1	Level 2	Level 3
Assets				
Assets limited as to use				
Cash and cash equivalents				
Money market funds	\$ 14,754,409	\$ -0-	\$ 14,754,409	\$ -0-
Exchange traded funds				
Equity energy	7,979,171	7,979,171	-0-	-0-
Growth	4,913,805	4,913,805	-0-	-0-
Total exchange traded funds	12,892,976	12,892,976	-0-	-0-
Mutual funds				
Fixed income	55,270,028	55,270,028	-0-	-0-
Global bond	22,574,358	22,574,358	-0-	-0-
International	17,847,879	17,847,879	-0-	-0-
Large cap	16,318,662	16,318,662	-0-	-0-
Small cap	5,364,703	5,364,703	-0-	-0-
Managed futures mutual funds	4,564,364	4,564,364	-0-	-0-
Long/Short equity mutual funds	3,555,455	3,555,455	-0-	-0-
Total mutual funds	125,495,449	125,495,449	-0-	-0-
Alternative investments	10,513,107	-0-	10,513,107	-0-
	<u>\$ 163,655,941</u>	<u>\$ 138,388,425</u>	<u>\$ 25,267,516</u>	<u>\$ -0-</u>

The Hospital's policy is to recognize transfers between levels as of the end of the reporting period. There were no transfers during 2014 and 2013.

Realized gains and losses are reported in the statements of operations and changes in net assets as a component of investment income. Realized gains of approximately \$6,376,000 and \$4,986,000 were recorded during 2014 and 2013 respectively.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The market value of investments exceeded the cost by approximately \$17,193,000 and \$9,081,000 as of June 30, 2014 and 2013, respectively. The unrealized gain and loss are included in earnings for the period attributable to the change in unrealized gain and loss relating to assets held as of June 30, 2014 and 2013 and are reported in the statements of operations and changes in net assets as net unrealized gain on investments. During 2014 and 2013, the Hospital recognized unrealized gains of approximately \$8,112,000 and \$1,786,000, respectively.

The Hospital holds investments which are exposed to various risks such as interest rate, market, and credit. Due to the level of risk associated with these securities and the level of uncertainty related to changes in the value, it is at least reasonably possible that changes in the various risk factors will occur in the near term that could materially affect the amounts reported in the accompanying consolidated financial statements.

Fair Value of Investments in Entities that Use Net Asset Value

The following table summarizes investments (rounded to nearest thousand) measured at fair value based on net asset value per share as of June 30, 2014 and 2013, respectively.

June 30, 2014				
Investment	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Alternative investments	\$ 4,092,000	N/A	January 1, April 1, July 1, & October 1	75 days
Alternative investments	4,036,000	N/A	January 1, April 1, July 1, & October 1	70 days
	<u>\$ 8,128,000</u>			
June 30, 2013				
Investment	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Alternative investments	\$ 3,659,000	N/A	January 1, April 1, July 1, & October 1	75 days
Alternative investments	3,587,000	N/A	Anniversary dates of original contribution, primarily January 1 & October 1	70 days
Alternative investments	3,267,000	N/A	October 1	70 days
	<u>\$10,513,000</u>			

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

As the restrictions lapse within six months of year-end, the Hospital does not believe that the redemptive restrictions have a significant impact on the fair value of the investments.

The following methods and assumptions were used by the Hospital in estimating the fair value of its financial instruments:

Cash and cash equivalents, accounts payable, salaries and related liabilities, other current liabilities and estimated third-party settlements: The carrying amount reported in the balance sheets for cash and cash equivalents, accounts payable, salaries and related liabilities, other current liabilities and estimated third-party settlements approximate fair value based on short-term maturity.

Long-term debt: Fair value of the Hospital's long-term debt, based on current quoted market value of similar debt instruments, has an approximate fair value of \$55,182,000 and \$55,075,000 as of June 30, 2014 and 2013, respectively.

The Hospital held assets measured at fair value on a non-recurring basis consisting of long-lived assets held for sale in the amount of \$200,000 as of June 30, 2013. The fair value of these assets was determined using other observable inputs (Level 2). These other observable inputs were determined by reference to market prices and information for similar assets.

Long-lived assets held for sale were written down to fair value less estimated costs to sell, which resulted in an impairment loss of approximately \$-0- and \$591,000 during 2014 and 2013, respectively.

8. INVESTMENT IN JOINT VENTURES

In 1997, the Hospital invested \$937,500 to purchase a 50% ownership in a joint venture, which operated an ambulatory surgery center (Surgery Center of North Central Indiana, LLC d/b/a River View Surgery Center) (River View) in Marion, Indiana. Since 1997, the Hospital's ownership periodically increased to approximately 59% through 2013. The Hospital accounted for the investment under the equity method of accounting as it did not control key operating and governance factors in River View. River View ceased operations during 2013.

The Hospital recognized a gain of approximately \$383,000 in 2013 related to its investment in River View. The Hospital received a final distribution from River View from the ceasing of operations of approximately \$586,000 during 2013. The gain is included in investment income, net in the statements of operations and changes in net assets.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The following is the unaudited condensed financial information of River View as of and for the year ended June 30, 2013:

Total assets	\$	-0-
Total equity	\$	-0-
Total revenue	\$	56,186
Net income	\$	361,465

In 2003, the Hospital invested \$3,000,000 to purchase 50% ownership in a joint venture to operate a cancer care center (Progressive Cancer Center, LLC) in Marion, Indiana. Since 2003, the number of outstanding shares in Progressive Cancer Center, LLC decreased thereby increasing the Hospital's ownership to approximately 51% as of June 30, 2014. The Hospital accounts for the investment under the equity method of accounting, as the governance structure is such that the Hospital cannot exercise control. The Hospital recognized a gain of approximately \$304,000 and \$283,000 related to its investment in Progressive Cancer Center, LLC for 2014 and 2013, respectively. The Hospital received dividend distributions during 2014 and 2013 of approximately \$327,000 and \$630,000, respectively. The gain is included in investment income, net in the statements of operations and changes in net assets.

The following is the unaudited condensed financial information of Progressive Cancer Care, LLC as of and for the years ended June 30, 2014 and 2013:

	<u>2014</u>	<u>2013</u>
Total assets	\$ 3,886,633	\$ 3,917,101
Total equity	\$ 3,676,367	\$ 3,733,326
Total revenue	\$ 1,785,418	\$ 1,712,406
Net income	\$ 600,841	\$ 527,180

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

9. PROPERTY AND EQUIPMENT

Property and equipment and their estimated useful lives are as follows as of June 30, 2014 and 2013:

	2014	2013	Range of estimated useful lives
Land	\$ 4,422,248	\$ 4,422,248	
Land improvements	3,262,659	3,261,359	10-20 years
Buildings	56,017,653	54,750,051	5-40 years
Medical office buildings	16,573,086	16,569,079	5-40 years
Building service equipment	35,726,630	35,330,490	5-25 years
Leasehold improvements	859,249	859,249	15-20 years
Fixed equipment	1,098,638	1,098,638	10-20 years
Leased equipment	142,740	142,740	4 years
Major movable equipment	73,825,875	73,726,700	2-20 years
Vehicles	952,202	944,492	4 years
	<u>192,880,980</u>	<u>191,105,046</u>	
Less accumulated depreciation	(122,737,720)	(115,962,145)	
Construction in progress	6,780,665	3,109,748	
	<u>\$ 76,923,925</u>	<u>\$ 78,252,649</u>	

Construction in progress as of June 30, 2014 primarily relates to inpatient room renovation and information technology capital equipment projects. The estimated cost to complete these projects as of June 30, 2014 is approximately \$13,500,000 of which approximately \$11,700,000 has been contractually committed.

The Hospital capitalizes interest cost as a component cost of significant construction and renovation projects. Interest cost capitalized was approximately \$114,000 and \$376,000 in 2014 and 2013, respectively. Investment income earned on unexpended bond proceeds administered by a trustee for specific projects is offset against the amount of interest cost capitalized. There was no such investment income offset in 2014 and 2013.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

10. LONG-TERM DEBT

Long-term debt consists of the following as of June 30, 2014 and 2013:

	2014	2013
Indiana Finance Authority		
Hospital revenue bonds, Series 2012A		
Serial bonds payable through July 1, 2029, interest from 2.000% to 4.125%	\$ 18,600,000	\$ 19,190,000
Term bonds with final redemption on July 1, 2032, interest at 4.375%	8,820,000	8,820,000
Term bonds with final redemption on July 1, 2036, interest at 5.000%	7,900,000	7,900,000
Variable rate demand revenue bonds, Series 2008A		
Variable rate securities, payable through July 2035 applicable weekly mode interest rate of .05% at June 30, 2014	19,320,000	20,275,000
	54,640,000	56,185,000
Unamortized bond premium	293,359	313,999
Less current portion	(1,585,000)	(1,545,000)
	\$ 53,348,359	\$ 54,953,999

In April 2012, the Hospital issued \$35,910,000 of revenue bonds, Series 2012A, through the Indiana Finance Authority, at a premium of approximately \$339,000 to finance inpatient room renovations, purchase equipment, and to refinance and retire the Series 2002 bonds. All of the Series 2012A bonds are dated and bear interest from April 26, 2012, with interest payable semiannually on January 1 and July 1.

In June 2008, the Hospital issued \$24,000,000 of variable rate demand revenue bonds, Series 2008A, through the Indiana Finance Authority. The funds were used to refinance and retire the outstanding Series 2005 Bonds in the amount of \$6,750,000, and to finance routine capital expenditures at the Hospital facilities, including but not limited to remodeling of the radiology department in the Hospital, upgrading the current CT scanners, MRIs, ultrasounds, and other radiology equipment, upgrading and improvement of other equipment in the Hospital, and replacement of IV pumps throughout the Hospital. The bonds are dated and bear interest from June 10, 2008, with interest payable monthly. The Series 2008A bonds are secured by an irrevocable letter of credit which expires September 9, 2016. In the event of a liquidity drawing, the Hospital will reimburse the letter of credit holder in twelve equal quarterly installments beginning on expiration date of the letter of credit unless the bonds are remarketed, redeemed or purchased at which time the liquidity advance is due. Reimbursements of other than liquidity drawings are due on the date such drawing is honored.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The Hospital granted a security interest in its gross revenue (as defined) as collateral for the Series 2012A and 2008A bonds. In addition to various financial covenants, the Hospital covenants that it will not permit any lien or security interest on the Hospital's property and equipment other than certain permitted encumbrances. The Hospital believes it was in compliance with the financial covenants as of June 30, 2014.

The following is a schedule of maturities on long-term debt as of June 30, 2014:

Year Ending June 30,	
2015	\$ 1,585,000
2016	1,630,000
2017	1,680,000
2018	1,730,000
2019	1,790,000
Thereafter	<u>46,225,000</u>
	<u>\$ 54,640,000</u>

11. PENSION AND OTHER BENEFITS

Defined Benefit Plan

The Hospital has a noncontributory defined benefit pension plan (Pension Plan) covering substantially all employees of the Hospital hired before July 1, 2005. The funding policy is to contribute annually at least the minimum contribution required to comply with ERISA regulations.

Effective July 1, 2009, the Pension Plan was amended to comply with the Pension Protection Act of 2006 (PPA) and the Heroes Earnings Assistance and Relief Tax Act of 2008 (HEART).

Effective December 31, 2009, the Pension Plan was amended to calculate frozen benefits accrued under all prior benefit formulas as of December 31, 2009 (based on monthly plan compensation and service prior to December 31, 2009) and to add a new benefit formula for service after December 31, 2009 equal to 0.5% of monthly plan compensation per year of service earned after December 31, 2009.

Effective December 31, 2010, the Hospital and the Board of Directors froze the Pension Plan. Furthermore, the Pension Plan was amended to cease all further benefit accruals under the Plan for Participants with 5 or more years of Vesting Service as of December 31, 2006. (Accruals for Participants with less than 5 years of Vesting Service as of December 31, 2006 were frozen as of December 31, 2006.)

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The following tables set forth the Pension Plan change in benefit obligation, change in plan assets, and weighted average assumptions as of June 30, 2014 and 2013 (Measurement Date):

	<u>2014</u>	<u>2013</u>
Change in benefit obligation		
Benefit obligation, beginning of year	\$ 87,064,459	\$ 94,105,891
Interest cost	3,790,036	3,535,876
Actuarial loss (gain)	5,260,235	(7,071,765)
Benefit payments	<u>(3,622,867)</u>	<u>(3,505,543)</u>
Projected benefit obligation, end of year	92,491,863	87,064,459
Changes in plan assets		
Fair value of plan assets, beginning of year	69,113,043	74,136,457
Actual return on plan assets	8,556,193	(1,517,871)
Employer contributions	1,903,030	-0-
Benefit payments	<u>(3,622,867)</u>	<u>(3,505,543)</u>
Fair value of plan assets, end of year	<u>75,949,399</u>	<u>69,113,043</u>
Unfunded status		
Unfunded status of the plan, end of year	<u>\$ (16,542,464)</u>	<u>\$ (17,951,416)</u>
Amounts recorded in the balance sheet consist of		
Pension liability	<u>\$ (16,542,464)</u>	<u>\$ (17,951,416)</u>

The Hospital recognizes the cost related to employee service using the projected unit credit actuarial cost method and funds at least the minimum as calculated under the ERISA.

The discount rate was selected by applying the benefit payout stream to the Citigroup Pension Discount curve spot rates.

The Hospital's overall expected long-term rate of return on assets is 5.75% for fiscal year 2015. The expected long-term rate of return is based on the portfolio as a whole and not on the sum of the returns on individual asset categories. The return is based exclusively on historical returns, without adjustments.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The following table sets forth the components of net periodic benefit cost for the 2014 and 2013 for the Pension Plan:

	2014	2013
Amounts not yet reflected in net periodic benefit cost and included in other changes in unrestricted net assets		
Actuarial loss	\$ 27,802,088	\$ 29,936,729
Components of net periodic benefit cost		
Interest cost	3,790,036	3,535,876
Expected return on plan assets	(3,868,571)	(4,398,750)
Amortization of loss	2,707,254	3,032,347
Net periodic benefit cost	\$ 2,628,719	\$ 2,169,473
Weighted-average actuarial assumptions to determine net periodic pension cost of June 30		
Discount rate	4.46%	3.84%
Expected long-term rate of return on assets	5.75%	6.10%
Weighted-average actuarial assumptions to determine benefit obligation cost of June 30		
Discount rate	4.00%	4.46%
Expected long-term rate of return on assets	5.75%	5.75%

The Pension Plan asset target allocation for 2015, as well as the allocation as of June 30, 2014 and 2013, by asset category are as follows:

Asset category	Target Allocation 2015	Percentage of Plan assets	
		June 30, 2014	June 30, 2013
Debt securities and cash equivalents	100%	100%	100%

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The following is a breakdown of assets held by the Plan as of June 30, 2014 and 2013:

	June 30, 2014			
	Total	Level 1	Level 2	Level 3
Mutual funds				
Bonds	\$ 3,479,181	\$ 3,479,181	\$ -0-	\$ -0-
Foreign	4,924,242	4,924,242	-0-	-0-
Total mutual funds	8,403,423	8,403,423	-0-	-0-
Fixed income obligations				
Government obligations	7,551,209	-0-	7,551,209	-0-
Municipal obligations	17,152,137	-0-	17,152,137	-0-
Corporate obligations	32,445,980	-0-	32,445,980	-0-
Foreign obligations	5,873,880	-0-	5,873,880	-0-
Total fixed income obligations	63,023,206	-0-	63,023,206	-0-
Cash and cash equivalents				
Money market funds	4,522,770	-0-	4,522,770	-0-
	\$ 75,949,399	\$ 8,403,423	\$ 67,545,976	\$ -0-

	June 30, 2013			
	Total	Level 1	Level 2	Level 3
Mutual funds				
Bonds	\$ 3,299,422	\$ 3,299,422	\$ -0-	\$ -0-
Foreign	4,817,233	4,817,233	-0-	-0-
Total mutual funds	8,116,655	8,116,655	-0-	-0-
Fixed income obligations				
Government obligations	776,739	-0-	776,739	-0-
Municipal obligations	7,467,591	-0-	7,467,591	-0-
Corporate obligations	44,788,156	-0-	44,788,156	-0-
Foreign obligations	5,461,110	-0-	5,461,110	-0-
Total fixed income obligations	58,493,596	-0-	58,493,596	-0-
Cash and cash equivalents				
Money market funds	2,502,792	-0-	2,502,792	-0-
	\$ 69,113,043	\$ 8,116,655	\$ 60,996,388	\$ -0-

The investment policy covering pension assets is approved by the Finance Committee of the Board of Directors for the Hospital. This Committee meets on a bimonthly basis and makes periodic changes to the policy. The approved investment structure reflects a movement to a "liability driven" investment strategy due to the freeze of the Pension Plan. Investment managers are reviewed on an ongoing basis.

The Hospital does not expect to contribute to the Pension Plan in 2015.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid from the Pension Plan:

Year Ending June 30,	
2015	\$ 4,133,000
2016	4,400,000
2017	4,558,000
2018	4,766,000
2019	5,031,000
2020-2024	<u>27,505,000</u>
	<u>\$ 50,393,000</u>

Defined Contribution Plan

The Hospital established a 403(b) Employer Contributory Plan (the Plan) on January 1, 2007, which permits employees of the Hospital to contribute to the Plan, on a pretax basis, up to the applicable limitations under Section 402(g)(l) of the Code. The contributions made by each employee are fully vested immediately and are not subject to forfeiture. The Hospital matches contributions of 50% of the employee's contribution up to 6% of qualifying wages for all benefit eligible employees. Additionally, the Hospital can elect to make discretionary contributions to the Plan. Contributions made by the Hospital for 2014 and 2013 approximated \$1,001,000 and \$945,000, respectively. Employees are fully vested immediately on the employer match and discretionary contributions.

12. MEDICAL OFFICE BUILDINGS - OPERATING LEASES

The Hospital owns medical office buildings in Swayzee, Indiana and in Marion, Indiana, and leases the buildings to physicians, physician groups, and others under various operating leases which expire through 2020. Lease rental income of approximately \$453,000 and \$511,000 is included in other revenue in the statements of operations and changes in net assets for 2014 and 2013, respectively.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

The Hospital is scheduled to receive future minimum rental payments under these lease agreements as follows:

Year Ending June 30,	
2015	\$ 218,000
2016	143,000
2017	143,000
2018	134,000
2019	54,000
Thereafter	2,000
	<u>\$ 694,000</u>

13. LEASE OBLIGATIONS

The Hospital leases space under noncancelable operating leases expiring in various years through 2025. Total rental expense under noncancelable leases amounted to approximately \$1,138,000 and \$1,141,000 for 2014 and 2013, respectively. Future minimum payments under the operating leases with initial terms in excess of one year are as follows:

Year Ending June 30,	
2015	\$ 1,236,000
2016	1,005,000
2017	973,000
2018	816,000
2019	717,000
Thereafter	2,110,000
	<u>\$ 6,857,000</u>

14. MALPRACTICE INSURANCE

The Hospital participates in the Indiana Medical Malpractice Act (the Act), which limits the maximum recovery for medical malpractice claims to \$1,250,000 per occurrence, of which, the first \$250,000 is the responsibility of the Hospital, with the balance paid by the State of Indiana Patient Compensation Fund.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

Effective July 1, 2005, the Hospital became a member of a Vermont insurance company, Indiana Healthcare Reciprocal Risk Retention Group (IHRRRG) formerly known as VHA Central (a Reciprocal Risk Retention Group), as a means to comply with the Hospital's required portion of the insurance coverage pursuant to the Act, as well as its liability insurance. Membership in IHRRRG includes eight Indiana hospitals as of June 30, 2014. The Hospital's investment in IHRRRG of approximately \$980,000 and \$898,000 is included in other assets as of June 30, 2014 and 2013, respectively.

The Hospital has estimated the reserve for loss contingencies using actuarial valuations in determining the estimated reserve for loss contingencies, including the incurred but not reported claims. Management of the Hospital has estimated a reserve for loss contingencies of approximately \$408,000 and \$320,000, respectively, as of June 30, 2014 and 2013 to cover malpractice exposures.

15. COMMITMENTS AND CONTINGENCIES

Regulatory Investigations

The U.S. Department of Justice, the Internal Revenue Service, and other federal agencies routinely conduct regulatory investigations and compliance audits of healthcare providers. The Hospital is subject to these regulatory efforts. Management believes that any liability resulting from these matters will not have a material impact on the financial position, results of operations or cash flows of the Hospital.

Legal Matters

The Hospital is involved in various legal actions in the normal course of its operations. Management believes that any liability resulting from these matters will not have a material impact on the financial position, results of operations or cash flows of the Hospital.

Self-Insured Health Plan

The Hospital has a self-insurance plan for its employees' health care benefits. A third party claims administrator has been retained to process all benefit claims. The Plan purchased individual excess risk insurance to cover individual health claims in excess of \$200,000. The Plan does not have an aggregate stop loss. Total expense was approximately \$7,040,000 for 2014 and \$7,500,000 for 2013.

MARION GENERAL HOSPITAL, INC.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014 AND 2013

16. FUNCTIONAL EXPENSES

The Hospital provides inpatient, outpatient and other ancillary services to the residents within its geographical region. Expenses related to directly providing these services were approximately 93% of total expenses for 2014 and 2013, respectively.

Certain costs have been allocated among health care services and administrative and general categories based on the actual direct expenditures and cost allocations based upon time spent by the Hospital's personnel. Although the methods used were appropriate, alternative methods may provide different results.