

Children's National Medical Center and Subsidiaries

**Consolidated Financial Statements and Supplementary
Consolidating Information
June 30, 2023 and 2022**

Children’s National Medical Center and Subsidiaries

Index

June 30, 2023 and 2022

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Report of Independent Auditors

To the Board of Trustees of Children's National Medical Center

Opinion

We have audited the accompanying consolidated financial statements of Children's National Medical Center and its subsidiaries ("Children's National"), which comprise the consolidated balance sheets as of June 30, 2023 and 2022, and the related consolidated statements of operations, of changes in net assets, and of cash flows for the years then ended, including the related notes (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Children's National as of June 30, 2023 and 2022, and the results of its operations, changes in net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

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

Responsibilities of Management for the Consolidated Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement



resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with US GAAS, we:

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

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

A handwritten signature in black ink that reads "PricewaterhouseCoopers LLP". The signature is written in a cursive, flowing style.

Washington, District of Columbia
October 4, 2023

Children's National Medical Center and Subsidiaries
Consolidated Balance Sheets
June 30, 2023 and 2022

<i>(in thousands)</i>	2023	2022
Assets		
Current assets		
Cash and cash equivalents	\$ 89,335	\$ 137,907
Short term investments	40,813	29,281
Short term assets whose use is limited	2,147	2,198
Accounts receivable, net	311,668	294,163
Settlements due from third-party payors	13,379	10,339
Contributions receivable, net	40,118	41,720
Grant receivable	25,260	13,778
Inventories of supplies	16,030	14,208
Prepaid expenses and other	<u>62,788</u>	<u>63,467</u>
Total current assets	<u>601,538</u>	<u>607,061</u>
Noncurrent assets		
Property and equipment, net	886,864	886,275
Right of use assets, financing	114,176	120,730
Right of use assets, operating	81,210	79,180
Assets whose use is limited	53,858	54,768
Investments	1,048,662	899,680
Contributions receivable, net	31,336	36,485
Loan receivable	13,496	13,496
Interest in beneficial trusts	8,812	9,661
Other	<u>48,794</u>	<u>39,833</u>
Total noncurrent assets	<u>2,287,208</u>	<u>2,140,108</u>
Total assets	<u>\$ 2,888,746</u>	<u>\$ 2,747,169</u>

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

Children's National Medical Center and Subsidiaries
Consolidated Balance Sheets (continued)
June 30, 2023 and 2022

<i>(in thousands)</i>	2023	2022
Liabilities and Net Assets		
Current liabilities		
Accounts payable	\$ 92,158	\$ 66,685
Accrued salaries and other expenses	166,581	188,212
Current portion of reserve for claims	45,238	32,794
Settlements due to third-party payors	7,231	10,094
Deferred revenue	26,139	18,620
Medical claims payable	16,362	23,937
Current portion of long-term debt	12,027	11,621
Current portion of financing lease liabilities	7,434	3,475
Current portion of operating lease liabilities	5,163	5,159
Total current liabilities	<u>378,333</u>	<u>360,597</u>
Noncurrent liabilities		
Long-term debt	715,144	726,785
Long-term financing lease liabilities	150,517	159,549
Long-term operating lease liabilities	83,682	81,924
Reserve for claims	78,403	98,316
Other long-term liabilities	64,278	57,333
Total noncurrent liabilities	<u>1,092,024</u>	<u>1,123,907</u>
Total liabilities	<u>1,470,357</u>	<u>1,484,504</u>
Net Assets		
Without donor restrictions - attributable to Children's National	963,109	858,844
Without donor restrictions - noncontrolling interests	26,898	19,057
Total net assets without donor restrictions	990,007	877,901
With donor restrictions	428,382	384,764
Total net assets	<u>1,418,389</u>	<u>1,262,665</u>
Total liabilities and net assets	<u>\$ 2,888,746</u>	<u>\$ 2,747,169</u>

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

Children's National Medical Center and Subsidiaries
Consolidated Statements of Operations
Years Ended June 30, 2023 and 2022

<i>(in thousands)</i>	2023	2022
Operating revenue and other support		
Net patient service revenue	\$ 1,381,158	\$ 1,256,740
Capitation revenue	189,324	184,371
Grant revenue	119,895	112,660
Other operating revenue	88,696	87,500
Contributions	49,832	22,879
Net assets released from restrictions used for operations	45,381	47,169
Total operating revenue and other support	<u>1,874,286</u>	<u>1,711,319</u>
Expenses		
Salaries, wages, and benefits	1,086,099	1,007,067
Supplies and other	488,219	448,929
Medical claims expense	83,694	89,331
Depreciation and amortization	111,771	104,580
Provision for insurance	19,768	19,746
Interest and amortization	31,637	31,912
Development expense	27,295	26,388
Total expenses	<u>1,848,483</u>	<u>1,727,953</u>
Operating income (loss)	<u>25,803</u>	<u>(16,634)</u>
Non-operating revenues and expenses		
Investment return, net	75,565	(111,984)
Other non-operating loss, net	(605)	(4)
Total non-operating revenues and expenses	<u>74,960</u>	<u>(111,988)</u>
Excess (deficit) of revenues over expenses	100,763	(128,622)
Contributions from noncontrolling interests	9,028	12,464
Distributions to noncontrolling interests	(863)	(412)
Released from restriction for property and equipment	2,668	3,778
Unrestricted contributions for property and equipment	510	-
Increase (decrease) in net assets without donor restrictions	<u>\$ 112,106</u>	<u>\$ (112,792)</u>

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

Children's National Medical Center and Subsidiaries
Consolidated Statements of Changes in Net Assets
Years Ended June 30, 2023 and 2022

<i>(in thousands)</i>	2023	2022
Net assets without donor restrictions		
Excess (deficit) of revenues over expenses	\$ 100,763	\$ (128,622)
Contributions from noncontrolling interests	9,028	12,464
Distributions to noncontrolling interests	(863)	(412)
Released from restriction for property and equipment	2,668	3,778
Unrestricted contributions for property and equipment	510	-
Increase (decrease) in net assets without donor restrictions	<u>112,106</u>	<u>(112,792)</u>
Net assets with donor restrictions		
Contributions	69,832	67,474
Investment return, net	27,373	(32,652)
Released from restrictions	(48,049)	(50,947)
Change in value of split interest agreements	(849)	(101)
Loss from uncollectible pledges	(4,689)	(324)
Other changes in net assets with donor restrictions	-	(1,152)
Increase (decrease) in net assets with donor restrictions	<u>43,618</u>	<u>(17,702)</u>
Change in net assets	155,724	(130,494)
Net assets		
Beginning of year	<u>1,262,665</u>	<u>1,393,159</u>
End of year	<u>\$ 1,418,389</u>	<u>\$ 1,262,665</u>

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

Children's National Medical Center and Subsidiaries

Consolidated Statements of Cash Flows

Years Ended June 30, 2023 and 2022

<i>(in thousands)</i>	2023	2022
Cash flows from operating activities		
Change in net assets	\$ 155,724	\$ (130,494)
Adjustments to reconcile change in net assets to net cash and cash equivalents provided by operating activities		
Depreciation and amortization	111,771	104,580
Provision for uncollectible contributions	4,590	484
Loss on disposal of assets	395	1,205
Amortization of deferred financing costs	405	478
Amortization of bond premium	(2,123)	(2,267)
Loss in PSV equity investment	11,194	12,004
Net realized and change in unrealized loss (gain) on investments	(86,452)	172,325
Contributions from noncontrolling interests	(9,028)	(12,464)
Distributions to noncontrolling interests	863	412
Proceeds from restricted contributions and income received	(11,663)	(18,003)
Change in assets and liabilities		
Accounts receivable for patient services	(17,505)	(3,253)
Settlements due from third-party payors	(3,040)	(603)
Other current assets and inventory of supplies	(11,143)	(7,791)
Contributions and grants receivable	(9,321)	(14,217)
Interest in beneficial trusts	849	101
Right-of-use assets	9,612	9,763
Other noncurrent assets	(8,961)	6,789
Accounts payable	23,252	24,496
Accrued salaries and other expenses	(21,631)	(13,153)
Reserve for claims	(7,469)	25,631
Deferred revenue	7,519	3,780
Medical claims payable	(7,575)	3,237
Settlements due to third-party payors	(2,863)	5,066
Operating lease liabilities	(9,880)	(11,370)
Financing lease liabilities	793	(280)
Other noncurrent liabilities	6,945	(7,520)
Net cash, cash equivalents, and restricted cash provided by operating activities	<u>125,258</u>	<u>148,936</u>
Cash flows from investing activities		
Purchases of property, plant and equipment	(102,427)	(87,561)
Proceeds from sales of property and equipment	2,389	-
Purchases of investments	(298,682)	(154,058)
Sales of investments	232,638	97,970
Contribution to equity investment	(9,783)	(10,112)
Net cash, cash equivalents, and restricted cash used in investing activities	<u>(175,865)</u>	<u>(153,761)</u>
Cash flows from financing activities		
Payments of long-term debt	(9,498)	(9,037)
Payments of debt issuance costs	(19)	-
Contributions from noncontrolling interests	9,028	12,464
Distributions to noncontrolling interests	(863)	(412)
Proceeds from restricted contributions and income received	11,663	18,003
Proceeds from financing sale leaseback arrangement	10,000	10,000
Payments on financing lease obligations	(9,808)	(8,979)
Net cash, cash equivalents, and restricted cash provided by financing activities	<u>10,503</u>	<u>22,039</u>
(Decrease) increase in cash, cash equivalents, and restricted cash	(40,104)	17,214
Cash, cash equivalents, and restricted cash		
Beginning of year	140,065	122,851
End of year	<u>\$ 99,961</u>	<u>\$ 140,065</u>
Supplemental disclosure of cash flow information		
Cash paid for interest	\$ 33,945	\$ 34,128
Property and equipment in accounts payable	10,405	7,617

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

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

1. Organization

Organizational Structure

The Children's National Medical Center's ("Children's National") consolidated financial statements include the accounts of Children's Hospital (the "Hospital"); Children's Hospital Foundation (the "Foundation"); Children's National at Walter Reed, LLC ("CNWR"); Children's Research Institute ("CRI"); Safe Kids Worldwide ("Safe Kids"); Children's Pediatricians and Associates ("CP&A"); Children's National Health Network ("CNHN"); Pediatric Health Network ("PHN"); Children's School Services ("CSS"); Brainy Camps Association ("BCA"); the HSC Foundation and Subsidiaries ("HSC"); Bearacuda Reinsurance Company, Ltd. (the "Captive"); Building 52/53 NMTC Borrower LLC; Building 52/53 HTC Tenant LLC; Building 52/53 Managing Member LLC; Building 54 NMTC Borrower LLC; Building 54 HTC Tenant LLC; Building 54 Managing Member LLC; all referred to as the "Subsidiaries."

Children's National is a tax exempt, nonstock corporation, which controls its subsidiary corporations through its authority to appoint the governing boards of the tax exempt, nonstock subsidiaries or its stock ownership. Children's National and its subsidiaries provide health care services to infants, children, and youth in Washington, D.C., and the surrounding metropolitan area. The Hospital operates an acute care pediatric and teaching facility.

The Foundation supports and maintains the programs, services, and facilities of Children's National in part through solicitation, receipt, administration, and distribution of philanthropic gifts on behalf of its tax-exempt subsidiaries.

CNWR is a limited liability company organized for the purpose of holding certain real property conveyed by the United States Department of Defense to be used for public health purposes.

CRI is a research organization involved in providing services and support in connection with the delivery of health care services on behalf of the community.

Safe Kids is an organization involved in nonhospital pediatric health and safety activities.

CP&A is a limited liability corporation that operates for-profit physician practices. CP&A is owned 50% by Children's National and 50% by the Hospital.

CNHN is a for-profit physician hospital organization, of which Children's National is the sole shareholder.

PHN is a for-profit clinically integrated physician network, of which Children's National is the sole shareholder.

CSS is an organization that operates a school nurse program in the District of Columbia.

BCA is an organization that provides residential summer camps, support, and leadership programs for youth with chronic health conditions, of which the Hospital is the sole corporate member.

The HSC Foundation, a nonprofit corporation is organized to coordinate the activities of and provide support to The Hospital for Sick Children (the "Pediatric Center"), Health Services for Children with Special Needs, Inc ("HSCSN"), a managed care organization, and HSC Home Care, LLC.

The Pediatric Center is a Washington, D.C., nonprofit corporation, formed as a pediatric specialty care hospital.

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

HSCSN is a Washington, D.C., nonprofit corporation, formed as a health plan that services children and young adults who are residing in Washington, D.C. and qualify for the federal Supplemental Security Income program ("SSI") or a Tax Equity and Fiscal Responsibility Act ("TEFRA") waiver.

HSC Home Care, LLC is a Washington, D.C. limited liability company, formed as Medicare and Medicaid certified home health agency that provides care for children who have complex health care needs and disabilities.

The Captive is a wholly owned captive insurance company established to assume general liability and malpractice risk for Children's National entities, effective August 1, 1997.

Building 52/53 NMTC Borrower LLC ("Building 52/53 Borrower"), a Washington, D.C., limited liability company, was formed to acquire, own, rehabilitate, lease, manage, and operate the property known as Building 52/53 in a manner that will qualify such rehabilitation for historic and new market rehabilitation tax credits to Section 47 of the Internal Revenue Code of 1986, as amended. The property is comprised of land and historic buildings located on the former campus of the Walter Reed Army Medical Center in Washington D.C. (the "WR Campus"). Building 52/53 is also located in a qualified census tract that meets certain income, unemployment and poverty level requirements and qualifies under the New Market Tax Credit Program as a qualified active low-income community business ("QALICB"). Through its ownership of Building 52/53 Managing Member LLC, CNMC holds a 90% interest in Building 52/53 Borrower. Building 52/53 Borrower follows a calendar based fiscal year.

Building 52/53 Managing Member LLC ("Building 52/53 MM"), a Washington D.C., limited liability company, is the managing member of Building 52/53 Borrower. Building 52/53 MM is a wholly owned subsidiary of Children's National and is taxed as a corporation. The member managers of Building 52/53 MM are officers and senior leaders of Children's National. As part of the New Market Tax Credit and Historic Tax Credit transactions, this separate, for-profit, single purpose entity was established to manage the Building 52/53 property to meet the QALICB requirements. Building 52/53 MM is the manager of the property and the managing member of Building 52/53 HTC Tenant LLC, holding a 1% interest in Building 52/53 HTC Tenant LLC. Building 52/53 MM follows a calendar based fiscal year.

Building 52/53 HTC Tenant LLC ("Building 52/53 Tenant"), a Washington, D.C., limited liability company, was formed to lease, manage and operate property owned by Building 52/53 Borrower. Building 52/53 Tenant has made an equity investment in Building 52/53 Borrower and is also a member with a 10% interest. Building 52/53 Tenant consists of a managing member with 1% interest and an investor member with a 99% interest. Building 52/53 Tenant and Building 52/53 Borrower have executed a historic tax credit pass-through agreement pursuant to which Building 52/53 Borrower will elect under Section 50 of the Internal Revenue Code to pass through to Building 52/53 Tenant the federal tax credits to which it is entitled because of the historic building's rehabilitation project. Children's National meets the requirements for consolidation of the Building 52/53 Tenant through its ownership of the managing member (Building 52/53 MM) and control of Building 52/53 Tenant. The 99% interest held by an investor member is reflected as non-controlling interest. Building 52/53 Tenant follows a calendar based fiscal year.

Building 54 NMTC Borrower LLC ("Building 54 Borrower"), a Washington, D.C., limited liability company, was formed to acquire, own, rehabilitate, lease, manage, and operate the property known as Building 54 in a manner that will qualify such rehabilitation for historic rehabilitation tax credits pursuant to Section 47 of the Internal Revenue Code of 1986, as amended. The property is comprised of land and a historic building located on the WR Campus. Through its ownership of Building 54 Managing Member LLC, CNMC holds a 90% interest in Building 54 Borrower. Building 54 Borrower follows a calendar based fiscal year.

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

Building 54 Managing Member LLC ("Building 54 MM"), a Washington D.C., limited liability company, is the managing member of Building 54 Borrower. Building 54 MM is a wholly owned subsidiary of Children's National and is taxed as a corporation. The member managers of Building 54 MM are officers and senior leaders of Children's National. Building 54 MM is the manager of the property and the managing member of Building 54 HTC Tenant LLC, holding a 1% interest in Building 54 HTC Tenant LLC. Building 54 MM follows a calendar based fiscal year.

Building 54 HTC Tenant LLC ("Building 54 Tenant"), a Washington, D.C., limited liability company, was formed to lease, manage and operate property owned by Building 54 Borrower. Building 54 Tenant has made an equity investment in Building 54 Borrower and is also a member with a 10% interest. Building 54 Tenant consists of a managing member with 1% interest and an investor member with a 99% interest. Building 54 Tenant and Building 54 Borrower have executed a historic tax credit pass-through agreement pursuant to which Building 54 Borrower will elect under Section 50 of the Internal Revenue Code to pass through to Building 54 Tenant the federal tax credits to which it is entitled because of the historic building's rehabilitation project. Children's National meets the requirements for consolidation of the Building 54 Tenant through its ownership of the managing member (Building 54 MM) and control of Building 54 Tenant. The 99% interest held by an investor member is reflected as non-controlling interest. Building 54 Tenant follows a calendar based fiscal year.

Children's National, Hospital, Foundation, CRI, Safe Kids, CSS, BCA, the HSC Foundation, the Pediatric Center, and HSC Home Care, are not-for-profit organizations that qualify under Section 501(c)(3) of the Internal Revenue Code, and are therefore, not subject to tax under current income tax regulations.

2. Risk Factors

Children's National's ability to maintain or increase future revenues could be adversely impacted by: (1) future legislation, regulation, or other actions by federal, state, or District of Columbia agencies, which may impose requirements or continue the trend toward more restrictive limitations on reimbursement for hospital services; (2) future legislation or adverse trends affecting the costs related to professional liability coverage; (3) changes in general and local economic conditions including the financial condition of the District of Columbia, the State of Maryland and the State of Virginia; and (4) a potential shortage of qualified doctors and other skilled healthcare professionals in the local employment market.

In December 2019, a novel strain of coronavirus, Coronavirus Disease 2019 ("COVID-19"), developed and spread around the world, with resulting business and social disruption. Actions taken by Children's National to combat the spread COVID-19 had an adverse effect on Children's National's operations. The extent to which COVID-19 impacts the operations of Children's National in the future will depend on the duration and severity of the outbreak as well Children's National's ability to contain its impact. These developments cannot be predicted with confidence and could have a negative effect on the current financial results of Children's National, including its operations and its investments. In the event of future extended or severe outbreaks, Children's National has available liquidity, as well as the ability to adjust capital expenditures and curtail certain discretionary operating expenses to mitigate the impact of COVID-19 on operating results.

In April 2020, the Department of Health and Human Services ("HHS") began distributing portions of its \$175 billion stimulus funding appropriation to providers in response to the COVID-19 pandemic. In order to keep the distributed funds, provider relief payments require an attestation indicating that the recipient agrees to comply with certain terms and conditions, including use of the funds to offset lost revenues and increased expenses that have resulted from the pandemic. In addition to providing relief through a general allocation to most providers, HHS also distributed funding for targeted purposes, including to hospitals in "high impact" areas, in rural areas, and those considered "safety net" hospitals for uninsured patients. Children's National accounted for the provider relief funds using the contribution model of accounting. All terms and conditions of the relief fund award were met to recognize revenue and

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

therefore, Children's National recorded \$0 and \$3.1 million in other operating revenue in the accompanying Consolidated Statement of Operations for the year ended June 30, 2023 and 2022, respectively.

3. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Principles of Consolidation

The consolidated financial statements include the accounts of Children's National and its subsidiaries after elimination of all significant intercompany accounts and transactions.

Cash and Cash Equivalents

Cash equivalents include amounts invested in accounts with depository institutions which are readily convertible to cash, with original maturities of three months or less. Total deposits maintained at these institutions at times exceed the amount insured by federal agencies and therefore, bear a risk of loss. Children's National has not experienced such losses on these funds.

Investments and Assets Whose Use is Limited

Investments consist primarily of money market funds, government securities, equity securities (including common trust funds), and mutual funds and are reported at fair value. Investments that management does not consider necessary for current operations are classified as long-term.

Investments in companies in which Children's National does not have control but has the ability to exercise significant influence over operating and financial policies are accounted for under the equity method of accounting and operating results are recorded within investment return, net on the Consolidated Statements of Operations. Dividends received are recorded as a reduction of the carrying amount of the investment.

Assets whose use is limited include cash and investments restricted under professional liability arrangements and debt agreements.

Restricted cash amounts included in short term assets whose use is limited represent amounts required to be set aside by debt or regulatory agreements. Restricted cash amounts included in assets whose use is limited represent amounts set aside to pay general and professional liability claims.

The following table provides a reconciliation of cash, cash equivalents, and restricted cash reported within the Consolidated Balance Sheets to the amounts shown in the Consolidated Statements of Cash Flows as of June 30:

<i>(in thousands)</i>	2023	2022
Cash and cash equivalents	\$ 89,335	\$ 137,907
Short term assets whose use is limited	1,587	1,577
Assets whose use is limited	<u>9,039</u>	<u>581</u>
Cash, cash equivalents, and restricted cash	<u>\$ 99,961</u>	<u>\$ 140,065</u>

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

Investment Return, Net

Investment income or loss including interest and dividends, net of investment management fees; realized gains and losses on investments return, net and unrealized gains and losses on equity securities is reported as non-operating revenue and is included in excess of revenue over expenses unless the income or loss is restricted by donor or law.

Income Taxes

Children's National is a not-for-profit corporation 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 501(a) of the Code. On such basis, the exempt entities will not incur any liability for federal income taxes, except for possible unrelated business income.

The Financial Accounting Standards Board's ("FASB") guidance on accounting for uncertainty in income taxes clarifies the accounting for uncertainty of income tax positions. The guidance defines the threshold for recognizing tax return positions in the consolidated financial statements as "more likely than not" that the position is sustainable, based on technical merits.

Children's National evaluates uncertain tax positions using a two-step approach for recognizing and measuring tax benefits taken or expected to be taken in an unrelated business activity tax return and disclosures regarding uncertainties in tax positions. There was no impact on Children's National's consolidated financial statements during the years ended June 30, 2023 and 2022, as Children's National has no uncertain tax positions.

Accounts Receivable

Patient accounts receivable consists primarily of amounts owed by various governmental agencies, insurance companies and patients. Children's National manages these receivables by regularly reviewing the accounts and contracts and by recording appropriate price concessions. Children's National reports accounts receivable at an amount equal to the consideration it expects to receive in exchange for providing healthcare services to its patients, which is estimated using contractual provisions associated with specific payors, historical reimbursement rates and analysis of past experience to estimate potential adjustments. Children's National writes off amounts that have been deemed to be uncollectible because of circumstances that affect the ability of payors to make payments as they occur.

Inventories of Supplies

Inventories generally consist of medical and nonmedical supplies and are stated at the lower of cost or net realizable value, using the first in, first out method. The total inventory balance was \$16.0 million and \$14.2 million at June 30, 2023 and 2022, respectively.

Contributions and Grants

Unconditional promises to give cash and other assets are reported at fair value as contributions receivable at the date the promise is received. These promises are subject to annual donor approval and are restricted. Amounts due are recorded at the net realizable value discounted using a rate of return that a market participant would expect to receive over the payment period at the date the pledge is received. An allowance for uncollectible pledges is recorded for pledges which may become uncollectible in future periods. Amounts deemed to be uncollectible have been written off. The contributions receivable balance is based on management's best estimate of the amounts expected to be collected. The amounts Children's National will ultimately realize could differ from the amounts assumed in arriving at the present value and allowance for doubtful pledges. Conditional promises to give and indications of intentions to give are reported at fair value at the date the promise becomes unconditional. As of June 30, 2023 and 2022 conditional promises to give excluding those from grants, amounted to \$88.5 million and \$51.0 million, respectively.

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

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The gifts are reported as net assets with donor restrictions 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 met, net assets with donor restrictions are reclassified as net assets without donor restrictions and reported in the Consolidated Statements of Operations as net assets released from restrictions used for operations. Donor-restricted contributions whose restrictions are met within the same year as received are reported as net assets without donor restrictions in the accompanying consolidated financial statements.

Children's National and its subsidiaries receive various grants from Federal agencies and District of Columbia agencies for the purpose of furthering its mission of providing acute pediatric care, research, and education. For the majority of its grants, Children's National accounts for them under the contribution model, which is outside the scope of ASC 606, *Revenue from Contracts with Customers* ("ASC 606"). Revenue for these grants is recognized as expenses are incurred. Grants recognized under ASC 606 were \$34.9 million and \$19.9 million in the years ended June 30, 2023 and 2022, respectively.

Total conditional contributions from grants as of June 30, 2023 and 2022 were \$83.0 million and \$79.1 million, respectively. Revenue for these conditional contributions will be recognized in future periods when the conditions are met. The conditions related to these contributions are based on performance barriers, a right of return, and scope related conditions as outlined under the Uniform Guidance cost principles. Children's National has elected the simultaneous release option which allows a conditional restricted contribution to be recognized directly in net assets without donor restrictions if the condition and restriction is met in the same period that the revenue is recognized.

Loan Receivable

As part of the New Market Tax Credit and Historic Tax Credit transactions, Children's Hospital made a leveraged loan to Children's National NMTC Investment Fund, LLC in the amount of \$13.5 million in June 2019. The loan bears interest at 1.3% with quarterly interest only payments due September 2019 through March 2026, followed by quarterly principal and interest payments of \$160 thousand through June 2049.

New Accounting Pronouncements

Children's National reviews new accounting and reporting standards to assess the impact on the consolidated financial statements. Children's National has not identified any forthcoming pronouncements that would cause a material impact to the consolidated financial statements.

Property and Equipment

Property and equipment acquisitions are recorded at cost. Depreciation expense on Children's National's property and equipment is recorded using the straight-line method, which allocates the cost of the tangible property equally over the estimated useful lives, beginning with the date the asset is placed in service. Below are the useful lives by asset category:

Buildings	25 - 40 years
Building improvements	9 - 20 years
Fixed equipment	10 - 15 years
Movable equipment	3 - 20 years

Interest cost incurred on borrowed funds during the period of construction of capital assets is capitalized as a component of the cost of acquiring those assets, net of any income earned. Repairs and maintenance are expensed as incurred. When property and equipment are retired, sold, or otherwise disposed of, the asset's carrying amount and related accumulated depreciation are removed from the accounts and any gain or loss is recognized.

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Deferred Financing Costs

Financing costs incurred in connection with the issuance of long-term debt are deferred and amortized using the straight-line method, which approximates the effective interest rate method, over the period the debt is outstanding. Deferred financing costs are recorded in long-term debt on the Consolidated Balance Sheets. The amortization expense was approximately \$0.4 million and \$0.5 million for the years ended June 30, 2023 and 2022, respectively.

Impairment of Long-Lived Assets

Long-lived assets are reviewed for impairment when events and circumstances indicate that the carrying amount of an asset may not be recoverable. Children's National's policy is to record an impairment loss when it is determined that the carrying amount of the asset exceeds the sum of the expected undiscounted future cash flows resulting from the use of the asset and its eventual disposition. Impairment losses are measured as the amount by which the carrying amount of the asset exceeds its fair value. Long-lived assets to be disposed of are reported at the lower of the carrying amount or fair value less cost to sell. There were no impairments of long-lived assets for the years ended June 30, 2023 and 2022.

Interest in Beneficial Trusts

Children's National also receives contributions in the form of irrevocable split-interest agreements. These agreements include charitable remainder trusts, charitable gift annuities and perpetual trusts. In all of these agreements, Children's National has an interest in the trust, but is not the trustee. When the trust's obligations to all beneficiaries expire, the remaining assets revert to Children's National to be used according to the donor's wishes.

Deferred Compensation Plan

Children's National maintains a deferred compensation plan for certain employees. As of June 30, 2023 and 2022, deferred compensation investments of \$40.7 million and \$33.2 million, respectively, included in other assets on the Consolidated Balance Sheets, represent investments held by Children's National under these deferred compensation agreements. Such amounts approximate Children's National's related liability to the employees and are included in other long-term liabilities.

Net Assets

Net assets without donor restrictions include undesignated amounts as well as amounts designated by the board for future capital and operating purposes. Net assets with donor restrictions are those whose use by Children's National has been limited by donors to a specific time period or purpose, including federal appropriations restricted for capital improvements. Net assets are released from donor restriction by incurring expenses satisfying the restricted purpose or by occurrence of the passage of time or other events specified by donors. Also included in net assets with donor restrictions are those gifts that have been restricted by donors to be maintained by Children's National in perpetuity.

Charity Care

Children's National, in keeping with its mission and philosophy to extend quality care and compassionate service, recognizes that some patients are unable to compensate Children's National for their treatment either through third party coverage or their own resources. Accordingly, Children's National extends charity or free care to those patients who do not have the ability to meet their obligations. Children's National provides free care based on federal poverty income guidelines or when it is determined that the patients are unable to fulfill their obligations to Children's National. Children's National also provides assistance in helping patients obtain third party coverage through state Medicaid programs. Because Children's National does not pursue collections of amounts determined to qualify as charity care, they are not reported as revenue. Direct and indirect costs for these services amounted to \$7.6 million and \$8.7 million for the years ended June 30, 2023 and 2022, respectively. The costs of providing charity care services are based on a calculation which applies a ratio of costs to charges to the gross

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uncompensated charges associated with providing care to charity patients. The ratio of cost to charge is calculated based on Children's National's total adjusted operating expenses divided by patient service revenue.

In addition to direct charity care, Children's National is committed to improving the health and well-being of children in the Washington, D.C., metropolitan area. Through programs of clinical intervention, community engagement, education and advocacy, Children's National strives to address the many challenges facing children and families today. Examples of programs addressing these challenges are the Community Pediatric Health Care Centers, school nursing services for District of Columbia Public Schools and District of Columbia Public Chartered Schools, Youth Violence Intervention Program, Early Childhood Innovation Network, and injury prevention outreach and education efforts. In addition to these efforts, we conducted a Community Health Needs Assessment, focused on the pediatric population in Wards 7 and 8 in the District of Columbia and Prince George's County, Maryland. With data from the Child Opportunity Index and feedback from community residents and leaders and hospital staff, four priorities were identified – healthy food, health insurance, early childhood education, and employment. A Community Health Improvement Plan (CHIP) was developed that describes the strategies and programming that will address the priorities. Workgroups will implement activities to meet the goals of the CHIP including, but not limited to, increasing access to healthy food and mental health services, and the expansion of food insecurity screenings and youth engagement programs.

Excess of Revenues Over Expenses

The Consolidated Statements of Operations include excess of revenues over expenses. Changes in net assets without donor restrictions which are excluded from excess of revenues over expenses, consistent with industry practice, include, among other items, contributions released from restrictions for property and equipment.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during reporting period. Actual results could differ from these estimates. These significant estimates include, among others, estimated net realizable value of patient receivables, estimated third-party payor settlements, and accrued insurance costs.

Accrued Vacation

Children's National records a liability for amounts due to employees for future absences which are attributable to services performed in the current and prior period. The liability for accrued vacation was \$40.1 million and \$37.6 million as of June 30, 2023 and 2022, respectively, and is recorded in accrued salaries and other expenses.

Estimated Malpractice Costs

The provision for estimated medical malpractice claims includes estimates of the ultimate costs for both reported claims and claims incurred but not reported.

Reserve for Medical Malpractice Claims

Children's National's medical malpractice claims reserve is an estimate of payments to be made for claims losses incurred but not reported. The estimate was developed using actuarial methods based upon historical data for payment patterns, cost trends, and other relevant factors. The estimate is continually reviewed and adjusted as necessary as experience develops or new information becomes known, such adjustments are included in current operations.

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Medical Claims Expense and Payable

HSCSN contracts with various health care providers for the provision of related medical care services to its members. The providers are compensated based on payment rates as specified in the provider agreements. Medical claims expense that has been reported in the accompanying Consolidated Statements of Operations includes an accrual for medical services incurred but not reported ("IBNR"). Medical claims expense is determined using a combination of methods including multiplying census times average daily rate for inpatient facilities, per-member-per-month for medical categories other than inpatient and, actual invoices for pharmacy and other vendors. IBNR is determined using the percentage of completion model analysis which uses paid claims to estimate the total dollar of claims outstanding at a given point in time.

Net Patient Service Revenue

Net patient service revenue is reported at the amount that reflects the consideration to which Children's National expects to be entitled in exchange for providing patient care. These amounts are due from patients, third-party payors (including health insurers and government programs), and others. Generally, Children's National bills the patient and third-party payors several days after the services are performed and/or the patient is discharged from the facility. Revenue is recognized as performance obligations are satisfied.

Performance obligations are determined based on the nature of the services provided by Children's National. Revenue for performance obligations satisfied over time is recognized based on actual charges incurred in relation to total expected or actual charges. Children's National believes that this method provides a faithful depiction of the transfer of services over the term of the performance obligation based on the inputs needed to satisfy the obligation. Generally, performance obligations satisfied over time relate to patients receiving inpatient acute care services. Children's National measures the performance obligation from admission into the hospital to the point when it is no longer required to provide services to that patient, which is generally at the time of discharge. Revenue for performance obligations satisfied at a point in time is recognized when goods or services are provided, and Children's National does not believe it is required to provide additional goods or services to the patient.

Because all of its performance obligations relate to contracts with a duration of less than one year, Children's National has elected to apply the practical expedient provided in FASB ASC 606-10-50-14a, and therefore is not required to disclose the aggregate amounts of the transaction price allocated to performance obligations that are unsatisfied or partially unsatisfied at the end of the reporting period. These performance obligations are primarily related to inpatient acute care services at the end of the reporting period. The performance obligations for these contracts are generally completed when the patients are discharged, which generally occurs within days or weeks of the end of the reporting period.

Generally, patients who are covered by third-party payors are responsible for related deductibles and coinsurance, which vary in amount. Children's National also provides services to uninsured patients. The transaction price for both uninsured patients, as well as insured patients with deductibles and coinsurance, is estimated based on historical experience and current market conditions. The initial estimate of the transaction price is determined by reducing the standard charge by any contractual adjustments, discounts, and implicit price concessions. Children's National determines its estimates of contractual adjustments and discounts based on contractual agreements, its discount policies and historical experience. Children's National determines its estimate of implicit price concessions based on historical collection experience with these classes of patients using a portfolio approach as a practical expedient. The portfolio approach is being used as Children's National has a large volume of similar contracts with similar classes of customers. Management's judgment to group the contracts by portfolio is based on the payment behavior expected in each portfolio category. Children's National reasonably expects that the effect of applying a portfolio approach to a group of contracts would not differ materially from considering each contract separately.

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Subsequent changes to the estimate of the transaction price are generally recorded as adjustments to patient service revenue in the period of change. No significant amounts of revenues were recognized in the current year due to changes in the estimates of implicit price concessions, discounts and contractual adjustments for performance obligations satisfied in the prior years. Subsequent changes that are determined to be the results of an adverse change in the patient's or third-party payor's ability to pay are recorded as bad debt expense. Bad debt expense is reported as a component of supplies and other in the Consolidated Statements of Operations and Changes in Net Assets and was not significant for the years ended June 30, 2023 and 2022.

Children's National has agreements with third-party payors that provide for payments to Children's National at amounts different from its established rates. Payment arrangements include prospectively determined rates per discharge, reimbursed cost, discounted charges, and per diem payments. Contractual adjustments to patient service revenue were \$2.2 billion and \$2.1 billion for the years ended June 30, 2023 and 2022, respectively.

Approximately 43% and 45% of net patient service revenues were from Medicaid and Medicaid managed care programs in 2023 and 2022, respectively. Total reimbursements received for Graduate Medical Education ("GME") were \$17.4 million in 2023 and \$17.5 million in 2022. Federal GME is subject to appropriation each year.

Inpatient and outpatient services, defined capital and medical education costs related to beneficiaries are paid using a cost reimbursement methodology for Medicare and the Fee-for-Service Medicaid programs. These services are paid prospectively for DC Medicaid and Maryland Medicaid. For cost reimbursable items, Children's National is reimbursed at a tentative rate with final settlement determined after submission of the annual cost reports by Children's National and audits thereof by the fiscal intermediary. Children's National cost reports have been audited and settled by the Medicare intermediary through 2021 for all facilities. The Virginia Medicaid cost report is settled annually and is settled through 2022.

Laws and regulations concerning government programs, including Medicare and Medicaid, are complex and subject to interpretation. Compliance with such laws and regulations may also be subject to future government review and interpretation as well as significant regulatory action, including fines, penalties, and potential exclusion from the related programs. There can be no assurance that regulatory authorities will not challenge Children's National's compliance with these laws and regulations, and it is not possible to determine the impact (if any) such claims, or penalties would have upon Children's National. In addition, the contracts Children's National has with commercial payors also provide for retroactive audit and review of claims.

Cost report settlements under reimbursement agreements with Medicare and Medicaid for retroactive adjustments due to audits, reviews or investigations are considered variable consideration and are included in the determination of the estimated transaction price for providing patient care. These settlements are estimated based on the terms of the payment agreement with the payor, correspondence from the payor and Children's National's historical experience. Estimated settlements are adjusted in future periods as final settlements are determined. There is a reasonable possibility that recorded estimates will change by a material amount in the near term. Adjustments arising from a change in the transaction price were not significant in 2023 and 2022.

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The composition of net patient service revenues by payor for the years ended June 30, is as follows:

<i>(in thousands)</i>	2023	2022
Blue Cross	\$ 295,595	\$ 268,458
Commercial	20,125	15,919
Managed Care	372,942	339,031
Medicaid	599,328	565,900
Other	62,944	41,784
Self-pay	<u>30,224</u>	<u>25,648</u>
Total	<u>\$ 1,381,158</u>	<u>\$ 1,256,740</u>

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

Capitation Revenue and Receivable

HSCSN receives a monthly interim capitation rate per enrollee and recognizes capitation revenue from premiums in the period that a member is eligible for health care coverage. Revenue related to capitation premiums consists of the amount the District of Columbia has contracted to pay for the provision of health care benefits. HSCSN has accrued the difference between the actual monthly interim payment and the estimated reimbursement for the actual monthly enrollee population served.

HSCSN entered a Child and Adolescent Supplemental Security Income Program (“CASSIP”) agreement with the District of Columbia Department of Health Care Finance (“DHCF”) to coordinate health care services for a defined group of Supplemental Security Income-eligible special needs children and youths. This indefinite-delivery indefinite-quantity contract is HSCSN’s primary source of operating revenue. Under this agreement, DHCF pays HSCSN a fixed capitation amount based on the number of eligible participants enrolled in the program, subject to a final retroactive settlement. The contract requires an annual settlement process whereby DHCF and HSCSN share the benefits and risks associated with financial gains and losses of the managed care program, which are final settled through September 30, 2021. These amounts are included in due to third-party payers in the accompanying Consolidated Balance Sheets.

The capitation payment received by HSCSN has two components: one for administrative services and the second for medical services. The administrative services portion funds the management expenses of HSCSN, as well as the annual premium tax and Health Benefits Exchange (HBX) tax assessed by the District of Columbia, and factors in the potential for a 1.75% margin. The medical services portion pays for medical services (physician, hospital, pharmacy, home health, etc.), case management, utilization management, and quality oversight services.

The capitation payment is calculated based on the target medical claims ratio, which is the aggregate claims paid for the year for services covered, and medical management expenses as determined by Maryland’s COMAR regulations. This medical services portion of HSCSN’s capitation payment is subject to a risk sharing arrangement. If the total costs for medical services differs from the threshold specified in the CASSIP agreement, then the over/under outside of the base 2% corridor is shared between HSCSN and DHCF on a sliding scale, where HSCSN is at risk for a proportion of the overage for 50% or 100%, or benefits from the underage at a similar proportion.

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HSCSN's third party receivables and payables result from this single contract with the DHCF. Termination of the contract or non-payment by the DHCF of the capitation revenue or risk receivable would have a material adverse effect on future operations and the liquidity of HSCSN. The initial year of the current contract with DHCF expired on September 30, 2022 and includes four 1-year option periods.

HSCSN's ability to maintain and/or increase future revenue could be adversely affected by: (1) the growth of managed care organizations promoting alternative methods for health care delivery and payment of services such as discounted fee for service networks and capitated fee arrangements; (2) proposed and/or future changes in the laws, rules, regulations, and policies relating to the definition, activities, and/or taxation of not-for-profit tax-exempt entities; (3) the inability of the District of Columbia, Maryland and Virginia Medicaid programs to correctly process medical claims and ultimately pay the System for services it provides to their patients; (4) the inability to collect on revenue earned for services provided; and (5) possible changes in general and local economic conditions, which could cause volatility in and/or limitations to access to capital and debt markets.

Other Revenue

In addition to net patient service and capitation revenue, Children's National also recognizes revenue related to other transactions. These transactions include revenues from parking, pharmacy 340b programs, collaborative arrangements with other healthcare providers, transport, and Pediatric Specialists of Virginia ("PSV"). Revenue from these transactions is recognized when obligations under the terms of the respective contract are satisfied. Revenue from these transactions is measured as the amount of consideration Children's National expects to receive from those services.

4. Fair Value Measurements

Children's National follows the FASB's guidance on fair value measurements, which defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, establishes a framework for measuring fair value, and expands disclosures about such fair value measurements. This guidance applies to other accounting pronouncements that require or permit fair value measurements, and accordingly, this guidance does not require any new fair value measurements.

The guidance discusses valuation techniques such as the market approach, cost approach and income approach. This guidance establishes a three-tier level hierarchy for fair value measurements based upon the transparency of inputs used to value an asset or liability as of the measurement date.

The three-tier hierarchy prioritizes the inputs used in measuring fair value as follows:

Level 1 Observable inputs such as quoted market prices for identical assets or liabilities in active markets;

Level 2 Observable inputs for similar assets or liabilities in an active market, or other than quoted prices in an active market that are observable either directly or indirectly; and

Level 3 Unobservable inputs in which there is little or no market data that require the reporting entity to develop its own assumptions.

The financial instrument's categorization within the hierarchy is based upon the lowest level of input that is significant to the fair value measurement. Each of the financial instruments below has been valued utilizing the market approach.

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The following tables present the financial instruments carried at fair value grouped by hierarchy level:

(in thousands)

	June 30, 2023		
	Quoted In Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Total Fair Value
Assets			
Investments			
Cash and short term investments	\$ 74,610	\$ -	\$ 74,610
Fixed income securities	400,584	33,732	434,316
Equity securities	620,844	425	621,269
Real estate investments	-	6,125	6,125
Total investments	<u>1,096,038</u>	<u>40,282</u>	<u>1,136,320</u>
Deferred compensation money market funds	3,737	-	3,737
Deferred compensation mutual funds	37,003	-	37,003
Beneficial interests held by 3rd party	-	1,141	1,141
Perpetual trusts held by 3rd party	-	7,671	7,671
Short term assets whose use is limited by terms of debt agreement	<u>2,147</u>	<u>-</u>	<u>2,147</u>
Total assets at fair value	<u>\$ 1,138,925</u>	<u>\$ 49,094</u>	<u>\$ 1,188,019</u>
Investment funds at NAV			<u>4,029</u>
			<u>\$ 1,192,048</u>
Liabilities			
Deferred compensation liability		<u>\$ 41,755</u>	<u>41,755</u>
Total liabilities at fair value	<u>\$ -</u>	<u>\$ 41,755</u>	<u>\$ 41,755</u>

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(in thousands)

	June 30, 2022		
	Quoted In Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Total Fair Value
Assets			
Investments			
Cash and short term investments	\$ 54,093	\$ -	\$ 54,093
Fixed income securities	343,155	32,136	375,291
Equity securities	539,466	425	539,891
Real estate investments	-	6,125	6,125
Total investments	936,714	38,686	975,400
Deferred compensation money market funds	2,386	-	2,386
Deferred compensation mutual funds	30,954	-	30,954
Beneficial interests held by 3rd party	-	1,144	1,144
Perpetual trusts held by 3rd party	-	8,517	8,517
Short term assets whose use is limited by terms of debt agreement	2,198	-	2,198
Total assets at fair value	<u>\$ 972,252</u>	<u>\$ 48,347</u>	<u>\$ 1,020,599</u>
Investment funds at NAV			<u>3,935</u>
			<u>\$ 1,024,534</u>
Liabilities			
Deferred compensation liability	\$ -	\$ 34,258	\$ 34,258
Total liabilities at fair value	<u>\$ -</u>	<u>\$ 34,258</u>	<u>\$ 34,258</u>

The following tables present information for investments measured at net asset value (“NAV”) as of June 30:

Description	NAV at June 30, 2023	Redemption frequency	Redemption notice period	Receipt of proceeds	June 30, 2023 unfunded commitments
Limited partnership	\$ 2,113	Ranges from illiquid to quarterly	60 days	Ranges from 95% on redemption date, to within 3 years of redemption date	\$ 2,894
Funds of funds	<u>1,916</u> <u>\$ 4,029</u>	Ranges from monthly to annually	Ranges from 5 to 65 days	Ranges from 95% on redemption date, to within one year of redemption date	\$ 362

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(in thousands)

Description	NAV at June 30, 2022	Redemption frequency	Redemption notice period	Receipt of proceeds	June 30, 2022 unfunded commitments
Limited partnerships	\$ 1,127	Ranges from illiquid to quarterly	60 days	Ranges from 95% on redemption date, to within 3 years of redemption date	\$ 3,892
Funds of funds	2,808	Ranges from monthly to annually	Ranges from 5 to 65 days	Ranges from 95% on redemption date, to within one year of redemption date	\$ 385
	<u>\$ 3,935</u>				

Following is a description of the Children's National valuation methodologies for assets and liabilities measured at fair value.

Fair value for Level 1 is based upon quoted prices in active markets that Children's National has the ability to access for identical assets and liabilities. Market price data is generally obtained from exchange or dealer markets. Children's National does not adjust the quoted price for such assets and liabilities. Level 1 investments include cash and cash equivalents including money market accounts, fixed income and equity securities, and mutual funds that are traded in an active exchange market. Cash equivalents are considered short term investments.

Fair value for Level 2 is based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets. Inputs are obtained from various sources including market participants, dealers, and brokers. Level 2 investments include certain equity mutual funds, real estate investments, corporate bond funds, US government obligations, and federal agency obligations.

Certain investments are measured at NAV, which consist of limited partnerships and fund of funds. The limited partnerships represent domestic and offshore private placement securities. The fund of funds are investment funds, which invest in other investment funds to reach their desired investment objectives. The master funds are investment funds, which invest substantially all their assets through a "master feeder" structure to pool investment capital raised by both U.S. and overseas investors into one central vehicle. The investment fund investments have varying liquidity terms from illiquid to annual liquidity.

The fair value of the obligations under deferred compensation agreements approximates the fair value of the other investment assets, which are determined using quoted market prices. These assets are comprised of mutual funds and money market funds.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while Children's National believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

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5. Property and Equipment

The components of property and equipment as of June 30 are summarized below:

<i>(in thousands)</i>	2023	2022
Land	\$ 35,486	\$ 37,651
Buildings and building improvements	1,431,198	1,382,708
Fixed and movable equipment	<u>429,892</u>	<u>367,573</u>
	1,896,576	1,787,932
Less: Accumulated depreciation	<u>(1,072,093)</u>	<u>(972,769)</u>
	824,483	815,163
Construction in progress	<u>62,381</u>	<u>71,112</u>
Property and equipment, net	<u>\$ 886,864</u>	<u>\$ 886,275</u>

Depreciation and amortization expense for the years ended June 30, 2023 and 2022 was \$111.8 million and \$104.6 million, respectively.

Children's National owns various buildings at the Children's National Research and Innovation Campus for which an environmental retirement obligation was recorded. The balances of such liabilities were \$0.9 million and \$1.3 million as of June 30, 2023 and 2022, respectively.

During the year ended June 30, 2022, Children's National disposed of long-lived assets with a net book value of \$1.2 million. During the year ended June 30, 2023, Children's National disposed of long-lived assets with a net book value of \$2.8 million.

6. Contributions Receivable

Unconditional promises to give as of June 30 were as follows:

<i>(in thousands)</i>	2023	2022
Less than one year	\$ 40,712	\$ 42,330
One to five years	33,917	35,898
More than five years	<u>-</u>	<u>3,700</u>
	74,629	81,928
Less: Discount	(2,083)	(2,531)
Allowance for uncollectible contributions	<u>(1,092)</u>	<u>(1,192)</u>
Contribution receivable, net	<u>\$ 71,454</u>	<u>\$ 78,205</u>

Contributions receivable greater than one year in time are discounted using a rate of return that a market participant would expect to receive over the period at the date the pledge is received. The discount rate used is commensurate with the risk involved and ranges from 0.25% to 4.75% based on the date the pledge is made. Loss from uncollectible pledges was \$4.7 million and \$0.3 million for the years ended June 30, 2023 and 2022, respectively.

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7. Investments and Assets Whose Use is Limited

The composition and fair values of investments and assets whose use is limited, as reported on the accompanying Consolidated Balance Sheets, at June 30 is as follows:

<i>(in thousands)</i>	2023	2022
Limited by terms of debt agreements		
Cash and short term investments	\$ 2,147	\$ 2,198
Total assets whose use is limited by terms of debt agreements	<u>\$ 2,147</u>	<u>\$ 2,198</u>
Limited for professional liability claims		
Cash and short term investments	\$ 9,039	\$ 581
Fixed income securities	26,299	28,125
Equity securities	<u>18,520</u>	<u>26,062</u>
Total funded professional liability	<u>\$ 53,858</u>	<u>\$ 54,768</u>
Investments		
Cash and short term investments	\$ 65,571	\$ 52,856
Fixed income securities	408,018	346,866
Equity securities	602,750	514,786
Equity method investments	2,982	4,393
Real estate investments	6,125	6,125
Alternative investments	<u>4,029</u>	<u>3,935</u>
Total Investments	<u>\$ 1,089,475</u>	<u>\$ 928,961</u>
Interest in Beneficial Trusts		
Beneficial interests held by 3rd party	\$ 1,141	\$ 1,144
Perpetual trusts held by 3rd party	<u>7,671</u>	<u>8,517</u>
Total interest and beneficial trusts	<u>\$ 8,812</u>	<u>\$ 9,661</u>

Investments included approximately \$332.7 million and \$294.7 million at June 30, 2023 and 2022, respectively, of funds which are restricted by donors for specific programs or for capital improvements.

Children’s National Medical Center and Subsidiaries
Notes to Consolidated Financial Statements
Years Ended June 30, 2023 and 2022

Investment returns consisted of the following:

<i>(in thousands)</i>	June 30, 2023		
	Without Donor Resctrions	With Donor Restrictions	Total
Dividends and interest income	\$ 21,818	\$ 5,856	\$ 27,674
Loss on equity method investments	(11,188)	-	(11,188)
Realized gains	<u>643</u>	<u>21</u>	<u>664</u>
Investment income	11,273	5,877	17,150
Change in net unrealized gain/(loss) on investments	<u>64,292</u>	<u>21,496</u>	<u>85,788</u>
Total investment returns, net	<u>\$ 75,565</u>	<u>\$ 27,373</u>	<u>\$ 102,938</u>

<i>(in thousands)</i>	June 30, 2022		
	Without Donor Resctrions	With Donor Restrictions	Total
Dividends and interest income	\$ 29,662	\$ 10,031	\$ 39,693
Loss on equity method investments	(12,004)	-	(12,004)
Realized gains	<u>6,734</u>	<u>2,045</u>	<u>8,779</u>
Investment income	24,392	12,076	36,468
Change in net unrealized gain/(loss) on investments	<u>(136,376)</u>	<u>(44,728)</u>	<u>(181,104)</u>
Total investment returns, net	<u>\$ (111,984)</u>	<u>\$ (32,652)</u>	<u>\$ (144,636)</u>

Realized gains and losses are calculated by comparing proceeds upon sale of an investment to its original cost, or its cost less any adjustment recorded for other-than-temporary loss on investments where applicable. The change in unrealized gains and losses on investments reflects the increase or decrease during the period in the difference between the fair value and the carrying amount of securities. Interest and dividend earnings (net of expenses), net realized gains and losses on investments and the net change in unrealized gains and losses on investments are considered investment income and are included and primarily recorded in investment returns, net on the Consolidated Statement of Operations.

In October of 2013, Children’s National and Inova Health Care Services (“Inova”) partnered in a joint venture to create PSV. PSV is a Virginia limited liability company which provides high-quality pediatric specialty care to the children of Northern Virginia through clinical excellence, innovation, education, research, and family-centered care. Children’s National has a 50% investment in PSV, and it is accounted for under the equity method. Inova owns the remaining 50% of PSV.

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

PSV is governed by an eight-member Management Committee of which Children's National has four members. Any action by the Management Committee must be approved by a majority of the members, provided that it includes an affirmative vote by both one Inova representative and one Children's National representative.

Children's National's investment in PSV was \$3.0 million and \$4.4 million as of June 30, 2023 and 2022, respectively. Children's National's contributed cash of \$9.8 million and \$10.1 million to PSV during the year ended June 30, 2023 and 2022, respectively. Children's National's share of losses from PSV as of June 30, 2023 and 2022 were \$11.2 million and \$12.5 million, respectively and are included within investment income in the Consolidated Statements of Operations.

The total assets, liabilities, and members' equity as of June 30, 2023 and 2022, and the total revenue, expenses and net loss for the years then ended for PSV are as follows:

<i>(in thousands)</i>	2023	2022
Total assets	\$ 42,505	\$ 20,012
Total liabilities	36,540	11,227
Members' equity	5,964	8,785
Total revenue	36,212	37,840
Total expenses	<u>57,854</u>	<u>62,933</u>
Net loss	<u>\$ (21,642)</u>	<u>\$ (25,093)</u>

8. Liquidity and Availability

As of June 30, 2023, financial assets, and liquidity resources available within one year for general expenditure, such as operating expenses, scheduled principal payments on debt, and capital construction costs not financed with debt, were as follows:

<i>(in thousands)</i>	2023	2022
Financial assets		
Cash and cash equivalents	\$ 89,335	\$ 137,907
Short term investments	40,813	29,281
Short term assets whose use is limited by terms of debt agreement	2,147	2,198
Accounts receivable for patient services, net	311,668	294,163
Settlements due from third-party payors	13,379	10,339
Current contributions receivable without donor restrictions, net	5,784	7,369
Grants receivable	<u>25,260</u>	<u>13,778</u>
Total financial assets available within one year	488,386	495,035
Liquidity resources:		
Bank line of credit	<u>100,000</u>	<u>100,000</u>
Total financial assets and liquidity resources available within one year	<u>\$ 588,386</u>	<u>\$ 595,035</u>

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

As part of the Children's National's liquidity management plan, cash in excess of daily requirements is invested in either money market funds, short-term investments, or long-term investments. Investment decisions are made based on anticipated liquidity needs, such that financial assets are available as general expenditures, liabilities, and other obligations come due. To manage liquidity, Children's National maintains a \$100.0 million line of credit, as discussed in Note 9, *Debt*.

In addition, Children's National has board designated investments which are available for general expenditure upon Board approval. The amount of board designated investments was \$696.3 million and \$589.6 million as of June 30, 2023 and 2022, respectively.

Through its budgeting process, the CNMC Board authorizes access and release of board designated funds, transfer among CNMC and its affiliates, and transfers to operating accounts by taking action that approves the use of the funds. The CNMC Board also maintains banking and signature policies that authorize individual signers to transfer investment funds to the operating accounts. The CNMC Board may also rely upon the review and recommendations of its Finance and Investment Committee and the Board of its Affiliates.

9. Debt

As of June 30, long-term debt consisted of the following:

<i>(in thousands)</i>	2023	2022
Series 2015 bonds maturity between July 15, 2019 and July 15, 2044, interest rates ranging from 4.00% to 5.00%	\$ 334,075	\$ 342,350
Series 2020 bonds, interest only at 2.93%, maturing on July 15, 2050	300,000	300,000
Bank Qualified Revenue Bonds	6,575	7,175
Other long-term debt	56,782	57,406
Notes payable	<u>18,820</u>	<u>18,820</u>
Total debt	716,252	725,751
Unamortized premiums and discounts, net	19,928	22,050
Unamortized debt issuance costs	<u>(9,009)</u>	<u>(9,395)</u>
	727,171	738,406
Less: Current portion	<u>(12,027)</u>	<u>(11,621)</u>
Total long-term debt	<u>\$ 715,144</u>	<u>\$ 726,785</u>

Series 2015 Bonds

In September 2015, the Children's National Obligated Group ("Obligated Group") borrowed from the District of Columbia (the "District") the proceeds of a series of tax-exempt revenue refunding bonds ("Series 2015 Bonds") issued by the District in the principal amount of \$374.0 million. The Obligated Group consists of Children's Hospital, CNWR (joined September 2016), and the Foundation. The Series 2015 Bonds were sold at a premium of \$39.8 million which is being amortized using the effective interest method. The amortization expense for the years ended June 30, 2023 and 2022 was \$2.1 million and \$2.3 million, respectively. The proceeds were used to advance refund the outstanding Series 2008 and Series 2005 Bonds and pay the cost of issuance associated with the Series 2015 Bonds. The Series 2005 Bonds and the Series 2008 Bonds (\$139.5 million and \$248.6 million outstanding as of the advance refunding date, respectively) were issued or refinanced as tax-exempt revenue bonds with fixed interest rates and a final maturity date of July 2035 and July 2044, respectively. The Series 2005 Bonds and the Series 2008 Bonds each had a call provision where the bonds could not be redeemed until July 2018. On July 15, 2018 the bonds were redeemed for \$394.2 million, including interest.

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

The Series 2015 Bonds are comprised of four tranches:

- \$195,030,000 5.00% Serial Bonds due July 15, 2016 through July 15, 2035
- \$40,315,000 4.00% Term Bonds due July 15, 2040
- \$50,000,000 5.00% Term Bonds due July 15, 2040
- \$88,615,000 5.00% Term Bonds due July 15, 2044

Series 2020 Bonds

In August 2020, the Obligated Group issued the Children's Hospital Series 2020 Taxable Bonds ("Series 2020 Bonds") in the principal amount of \$300.0 million. The proceeds from the sale of the Series 2020 Bonds were used to finance general corporate purposes of the Obligated Group, refinance the Bank of America Loan, and pay expenses in conjunction with the issuance of the Series 2020 Bonds. The Series 2020 Bonds bear interest at a fixed rate of 2.93 percent per annum and mature on July 15, 2050 with interest-only payments due January 15 and July 15 of each year.

The most restrictive covenant for the Series 2015 and 2020 Bonds requires the Obligated Group to maintain a minimum debt service coverage ratio of 1.2. The Obligated Group was in compliance with this covenant as of June 30, 2023.

Bank Qualified Revenue Bonds

The HSC Pediatric Center is obligated under Bank Qualified Revenue Bonds, in the original principal amount of \$11,525,000, which were scheduled to mature (subject to prior redemption) on January 1, 2035. The bank had the option to terminate the loan and call the debt on December 17, 2020. Principal payments were made annually, and interest payments were made monthly. The variable interest rate on the bonds was the lesser of the bank rate as determined in accordance with the indenture and the maximum rate permitted by law. In April 2020, the loan was refinanced through the same bank for the amount outstanding at that date of \$8,475,000. The refinanced loan has a 15-year term with scheduled monthly principal payments of \$50,000 and interest payments. The variable interest rate is equal to 79% of the sum of the 1-month London Inter-bank Offer Rate ("LIBOR") plus 1.45%, as defined. In June 2023, the interest rate was converted to a Secured Overnight Financing Rate ("SOFR") based rate of 79% of the sum of 1 month term SOFR + 1.1455%.

Notes Payable

On June 20, 2019, CITI NMTC SUBSIDIARY CDE XXXIV, LLC, a Delaware limited liability company, issued two loans to Building 52/53 Borrower providing historic and new market rehabilitation tax credit financing for two buildings and certain real property located at 7115 and 7125 13th Place, NW, Washington, D.C. known as Walter Reed Building 52 and Building 53.

The first loan, Promissory Note A1 in the amount of \$6,132,174, accrues interest at 1.0% per year and is computed on the basis of a 360-day year, based upon four 90-day quarters. The loan has a 30-year term with interest only payments required until June 2026. Payments are due quarterly on the 1st day of each March, June, September, and December. Upon the conclusion of the interest only period payments in the amount of \$74,758, consisting of both interest and principal begin on September 1, 2026. The loan matures on June 20, 2049.

The second loan, Promissory Note B1, in the amount of \$2,687,826, accrues interest at 1.0% per year and is computed on the basis of a 360-day year, based upon four 90-day quarters. The loan has a 30-year term with interest only payments required until June 2026. Payments are due quarterly on the 1st day of each March, June, September and December. Upon the conclusion of the interest only period payments in the amount of \$32,768, consisting of both interest and principal begin on September 1, 2026. The loan matures on June 20, 2049.

Children's National Medical Center and Subsidiaries

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On June 20, 2019, NTCIC-CNWR, LLC, a Delaware limited liability company, issued two loans to Building 52/53 Borrower providing historic and new market rehabilitation tax credit financing for Walter Reed Building 52 and Building 53.

The first loan, Promissory Note A2 in the amount of \$7,363,526, accrues interest at 1.0% per year and is computed on the basis of a 360-day year, based upon four 90-day quarters. The loan has a 30-year term with interest only payments required until June 2026. Payments are due quarterly on the 1st day of each March, June, September, and December. Upon the conclusion of the interest only period payments in the amount of \$89,770, consisting of both interest and principal begin on September 1, 2026. The loan matures on June 20, 2049.

The second loan, Promissory Note B2 in the amount of \$2,636,474, accrues interest at 1.0% per year and is computed on the basis of a 360-day year, based upon four 90-day quarters. The loan has a 30-year term with interest only payments required until June 2026. Payments are due quarterly on the 1st day of each March, June, September and December. Upon the conclusion of the interest only period payments in the amount of \$32,142, consisting of both interest and principal begin on September 1, 2026. The loan matures on June 20, 2049.

The notes are collateralized by Building 52/53 Borrower's property and the improvements. Building 52/53 Borrower may not encumber, transfer ownership, relocate or otherwise act so as to decrease the value of all, or any portion of, the property without prior written consent. The notes are guaranteed by Children's National.

Other Long-Term Debt

In September 2020, Children's Hospital was conveyed title to certain property and land located in Prince George's County, MD that it previously leased from a third-party developer under an operating lease. In exchange for deed and title to the property, Children's Hospital entered a lease-leaseback transaction with an unrelated third party. Children's National guarantees the lease payments made by Children's Hospital. For accounting purposes, this transaction was accounted for as an in-substance net financing as a lease does not exist with the unrelated third party, that is, the right to control the use of the asset was not conveyed to the third party both during and after the leaseback transaction. Children's National recorded other long-term debt, net of debt issuance costs, in the amount of \$55.8 million, assets of \$54.5 million and removed the existing operating lease liability and right-of-use assets of \$30.2 million and \$28.3 million, respectively from its Consolidated Balance Sheet as of the transaction date. No gain or loss was recorded as a result of this transaction during the year ended June 30, 2021. The other-long term debt is amortized based on the monthly lease payments using the effective interest method at an interest rate of 3.14%.

Lines of Credit

On January 29, 2021, Children's Hospital entered a \$100.0 million revolving Line of Credit with Capital One, N.A. for a one-year term (the Capital One credit agreement) which was renewed on January 28, 2022. The Capital One credit agreement bears interest at a variable rate equal to 1 Month Term SOFR plus 0.45%. and a commitment fee of 12.5 basis points.

On January 27, 2023, Children's Hospital renewed its \$100.0 million revolving Line of Credit with Capital One, N.A. for a one-year term (the Capital One credit agreement). The Capital One credit agreement bears interest at a variable rate equal to 1 Month Term SOFR plus 0.45%. and a commitment fee of 12.5 basis points. There were no amounts outstanding as of June 30, 2023.

Children’s National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

Maturities and sinking fund requirements of long-term debt outstanding for the next 5 years and thereafter as of June 30, 2023 were as follows:

(in thousands)

2024	\$ 10,046
2025	10,564
2026	11,099
2027	11,658
2028	12,250
Thereafter	<u>660,635</u>
	<u>\$ 716,252</u>

Total interest expense was \$31.6 million and \$31.9 million for the years ended June 30, 2023 and 2022, respectively. Cash paid for interest was \$33.9 million and \$34.1 million for the years ended June 30, 2023 and 2022, respectively, and includes capitalized interest for construction projects of \$0.4 million and \$0.2 million, net of investment income for the year ended June 30, 2023 and 2022, respectively.

10. Endowments

Children’s National endowment consists of individual donor restricted endowment funds for a variety of purposes. In addition, contributions receivables, split interest agreements, and other net assets have been designated for Children’s National endowment.

The Board of Trustees of Children’s National has interpreted the “Uniform Prudent Management of Institutional Funds Act” (“UPMIFA”) as requiring the preservation 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, Children’s National classifies net assets with donor restrictions (a time restriction in perpetuity), (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent 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 as net assets with donor restrictions (a time restriction in perpetuity) is classified as net assets with donor restrictions (a purpose restriction) until those amounts are appropriated for expenditure by Children’s National in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, Children’s National considers the following factors in making a determination to appropriate or accumulate endowment funds:

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

Children’s National Medical Center and Subsidiaries
Notes to Consolidated Financial Statements
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Endowment net asset composition by type of fund for the years ended June 30 were as follows:

(in thousands)

	2023		
	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds			
Historical gift value	\$ -	\$ 191,756	\$ 191,756
Appreciation	-	74,346	74,346
Total endowment funds	<u>\$ -</u>	<u>\$ 266,102</u>	<u>\$ 266,102</u>

(in thousands)

	2022		
	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds			
Historical gift value	\$ -	\$ 182,894	\$ 182,894
Appreciation	-	56,926	56,926
Total endowment funds	<u>\$ -</u>	<u>\$ 239,820</u>	<u>\$ 239,820</u>

Children's National Medical Center and Subsidiaries
Notes to Consolidated Financial Statements
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Changes in endowment net assets for the years ended June 30 were as follows:

(in thousands)

	2023		
	Without Donor Restrictions	With Donor Restrictions	Total
Endowment net assets, beginning of year	\$ -	\$ 239,821	\$ 239,821
Investment return, net	-	27,427	27,427
Gifts	-	8,412	8,412
Loss from uncollectible pledges	-	-	-
Appropriation for expenditure	-	(9,558)	(9,558)
Endowment net assets, end of year	<u>\$ -</u>	<u>\$ 266,102</u>	<u>\$ 266,102</u>

(in thousands)

	2022		
	Without Donor Restrictions	With Donor Restrictions	Total
Endowment net assets, beginning of year	\$ -	\$ 263,029	\$ 263,029
Investment return, net	-	(32,601)	(32,601)
Gifts	-	17,390	17,390
Loss from uncollectible pledges	-	400	400
Appropriation for expenditure	-	(8,397)	(8,397)
Endowment net assets, end of year	<u>\$ -</u>	<u>\$ 239,821</u>	<u>\$ 239,821</u>

Description of the amounts classified as net assets with donor restrictions held in perpetuity (endowments only) as of June 30 is as follows:

(in thousands)

	2023	2022
Patient care	\$ 89,274	\$ 81,127
Health-related education	7,000	6,627
Research	95,482	95,140
	<u>\$ 191,756</u>	<u>\$ 182,894</u>

Endowment Funds with Deficits

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the value of the initial and subsequent donor gift amounts (deficit). When donor endowment deficits exist, they are classified as a reduction of net assets with donor restrictions. There were no deficits in donor gift amounts as of June 30, 2023 and 2022.

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

Return Objectives and Risk Parameters

Children's National has adopted endowment investment and spending policies that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of endowment assets. Under this policy, the return objective for the endowment assets, measured over a full market cycle, shall be to maximize the return against a blended index, based on the endowment's target allocation applied to the appropriate individual benchmarks. Children's National expects its endowment funds over time, to provide an average rate of return of approximately 5% annually. Actual returns in any given year may vary from this amount.

Strategies Employed for Achieving Investment Objectives

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

Endowment Spending Allocation and Relationship of Spending Policy to Investment Objectives

The Board of Trustees of Children's National determines the method to be used to appropriate endowment funds for expenditure. Calculations were performed for individual endowment funds at a rate of 4.5% of the three-year rolling average using a monthly average over the most recent 36 months ended June 30th. The corresponding calculated spending allocations were distributed annually in the first month of the fiscal year from the current net total or accumulated net total investment returns for individual endowment funds. In establishing this policy, the Board considered the expected long-term rate of return on its endowment. Accordingly, over the long term, Children's National expects the current spending policy to allow its endowment to grow at between 3-8% annually, consistent with its intention to maintain the purchasing power of the endowment assets as well as to provide additional real growth through new gifts.

11. Net Assets with Donor Restrictions

Net assets with donor restrictions, consisting of cash, investments, and contributions receivable, were available for the following purposes at June 30:

<i>(in thousands)</i>	2023	2022
Patient care	\$ 184,548	\$ 153,421
Building expansion and equipment	7,256	5,590
Health-related education	9,315	8,102
Research	34,366	33,613
Endowment funds	191,756	182,894
Charitable remainder trusts	1,141	1,144
	<u>\$ 428,382</u>	<u>\$ 384,764</u>

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

12. Insurance

Children's National self-insures for malpractice and general liability claims up to a retention limit and carries excess coverage above that limit. On August 1, 1997, Children's National established the Captive as a wholly owned captive insurance company to assume the retained portion of medical malpractice, employment, and general liability claims of Children's National arising on or after August 1, 1997. Cash transfers to the Captive are based on premium levels established by the Captive's management, as well as Cayman Islands statutory capital requirements.

The reserve for claims shown in the accompanying Consolidated Balance Sheets represents the reserve for asserted and unasserted malpractice and comprehensive general liability claims against Children's National and its affiliated physicians. The reserve for claims is estimated by management using information supplied by legal counsel and an independent actuarial firm.

Malpractice and other claims in excess of the reserve for claims have been asserted against Children's National, and it is possible that actual claim liabilities could differ from estimated amounts in the near term. However, management and legal counsel do not believe that the ultimate cost of resolving asserted and unasserted claims related to events having occurred through June 30, 2023 are materially in excess of the reserve for claims and malpractice insurance coverage.

Children's National also self-insures for employee health and dental claims. In addition, Children's National has a deductible of \$500 thousand per occurrence for workers' compensation. Amounts accrued in the accompanying Consolidated Balance Sheets for the estimated cost of health and dental care claims incurred, including estimates for incurred but not reported amounts, were approximately \$9.8 million and \$8.1 million as of June 30, 2023 and 2022, respectively. Amounts accrued for workers compensation claims were approximately \$3.1 million and \$3.0 million as of June 30, 2023 and 2022, respectively.

13. Benefit Plans

Children's National sponsors defined contribution retirement plans that are available to substantially all employees. Children's National makes contributions to the plans on behalf of each participant based on the employee's level of contribution. The cost of the plan to Children's National was approximately \$30.9 million and \$30.1 million as of June 30, 2023 and 2022, respectively.

Children's National also has incentive compensation plans, based on achievement of organizational and individual goals, and deferred compensation arrangements. Assets and liabilities related to the deferred compensation arrangements are included in other noncurrent assets and other noncurrent liabilities in the accompanying Consolidated Balance Sheets in the amount of approximately \$45.2 million and \$36.6 million as of June 30, 2023 and 2022, respectively.

14. Leases

Children's National determines if an arrangement is a lease at inception. Operating leases are included in operating lease right-of-use assets, current portion of operating lease liabilities and long-term operating lease liabilities on the Consolidated Balance Sheets. Financing leases are included in financing right-of-use assets, current portion of financing lease liabilities and long-term financing lease liabilities on the Consolidated Balance Sheets. Leases are recognized based on the present value, net of the future minimum lease payments over the lease term using the organization's incremental borrowing rate based on the information available at commencement and include both lease and non-lease components. The right-of-use asset is derived from the lease liability and includes any lease payments made and excludes lease incentives and initial direct costs incurred. Certain lease agreements for real estate include payments based on actual common area maintenance expenses and others include rental payments adjusted periodically for inflation. These variable lease payments are recognized

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in other operating expenses, net, but are not included in the right-of-use asset or liability balances. Lease agreements may include one or more renewal options which are at the organization's sole discretion. Children's National does not consider the renewal options to be reasonably likely to be exercised, therefore they are not included in right-of-use assets and lease liabilities. Lease expense for minimum lease payments is recognized on a straight-line basis over the lease term for operating leases.

In accordance with ASC 842, *Leases*, Children's National has elected to not recognize ROU assets and lease liabilities for short-term leases with a lease term of 12 months or less. Children's National recognizes the lease payments associated with its short-term leases as an expense on a straight-line basis over the lease term. Variable lease payments associated with these leases are recognized and presented in the same manner as all other leases.

Children's National is obligated under various operating and financing real property and equipment leases for medical and administrative offices and equipment with remaining terms of 1 to 25 years, some of which include options to extend or options to terminate the leases. Several of these leases contain escalation clauses, with fixed-rate increases ranging from 2%-4%.

Lease expense for the years ended June 30 are as follows:

<i>(in thousands)</i>	2023	2022
Financing lease expense:		
Amortization of right-of-use assets	\$ 10,496	\$ 10,318
Interest on lease liabilities	6,112	5,946
Operating lease expense	13,418	13,696
Short-term lease expense	4,749	4,089
Variable lease expense	3,887	3,648
	<u>38,662</u>	<u>37,697</u>
Total lease cost	<u>\$ 38,662</u>	<u>\$ 37,697</u>

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Notes to Consolidated Financial Statements
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Commitments related to non-cancellable operating and financing leases for the years ending June 30 are as follows:

<i>(in thousands)</i>	Operating Leases	Financing Leases
2024	\$ 13,692	\$ 15,965
2025	12,289	16,394
2026	12,288	16,811
2027	12,130	17,176
2028	11,736	17,496
2029 and thereafter	51,105	111,919
Total future minimum payments	113,240	195,761
Less: Present Value Discount	<u>(24,395)</u>	<u>(37,810)</u>
Present value of net minimum lease payments	<u>\$ 88,845</u>	<u>\$ 157,951</u>

The weighted average remaining lease term and discount rate as of June 30, 2023 is as follows:

Weighted average remaining lease terms (in years):

Operating Leases	16.19
Financing Leases	11.35

Weighted average discount rate:

Operating Leases	4.04%
Financing Leases	2.87%

For the year ended June 30, supplemental cash flow information related to leases was as follows:

(in thousands)

Cash paid (received) for amounts included in the measurement of lease liabilities:

	2023	2022
Operating cash flows for operating leases	\$ 15,276	\$ 16,838
Operating cash flows for financing leases	5,832	5,948
Financing cash flows for financing leases	9,808	8,979
Right of assets obtained in exchange for lease liabilities		
Operating leases	\$ 11,642	\$ 9,696
Financing leases	3,942	7,688

Children's National entered into a sale-leaseback agreement with the District of Columbia involving property at its CNRIC campus. Under the arrangement, Children's National sold property for \$20.0 million and leased back the same property for an initial term of 15 years with the option to renew the lease for an additional 14 years. Under the terms of the lease, Children's National pays base rent of one dollar per year and has the option to purchase the property back at the end of the lease term which precludes treating the transfer of the property as a sale. As such, Children's National treated the

Children's National Medical Center and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended June 30, 2023 and 2022

transaction as a financing obligation and recorded \$20.0 million in other long-term liabilities, \$10.0 million in cash and \$10.0 million in other accounts receivable during the year ended June 30, 2022. Children's National received a \$10.0 million payment reducing the related other accounts receivable to \$0 during the year ended June 30, 2023.

15. Concentrations of Credit Risk

Financial instruments which subject Children's National to concentrations of credit risk consist primarily of cash and cash equivalents, investments, assets whose use is limited and patient accounts receivable.

Children's National grants credit without collateral to its patients, most of whom are residents insured under third party payor agreements. The mix of Hospital accounts receivable, net was as follows:

	2023	2022
Managed Care/Commercial	48 %	45 %
Maryland Medicaid	22	22
District of Columbia Medicaid	12	11
Virginia Medicaid and other	16	19
Self-pay	2	3
	<u>100 %</u>	<u>100 %</u>

16. Functional Expenses

Children's National provides health care services to children both within and outside its geographical service area. Children's National's consolidated financial statements report certain expense categories that are attributable to more than one health care service or support function. Therefore, these expenses require an allocation on a reasonable basis that is consistently applied. Costs not directly attributable to a function, including depreciation, amortization, interest and other occupancy costs, are allocated to a function based on a square footage or units of service basis. Expenses related to providing these services are as follows:

	June 30, 2023				
	Support Services		Program Services		Total
	Fundraising	Management and General	Patient Care	Research	
Operating expenses:					
Salaries, wages and benefits	\$ 6,768	\$ 229,619	\$ 784,189	\$ 65,523	\$ 1,086,099
Supplies & other	214	173,638	269,775	44,592	488,219
Medical claims expense	-	-	83,694	-	83,694
Depreciation & amortization	63	79,272	26,297	6,139	111,771
Insurance	-	11,417	8,351	-	19,768
Interest	-	8,639	22,501	497	31,637
Development expense	26,446	849	-	-	27,295
Total operating expenses	<u>\$ 33,491</u>	<u>\$ 503,434</u>	<u>\$ 1,194,807</u>	<u>\$ 116,751</u>	<u>\$ 1,848,483</u>

Children's National Medical Center and Subsidiaries
Notes to Consolidated Financial Statements
Years Ended June 30, 2023 and 2022

<i>(in thousands)</i>	June 30, 2022				
	Support Services		Program Services		Total
	Fundraising	Management and General	Patient Care	Research	
Operating expenses:					
Salaries, wages and benefits	\$ 7,993	\$ 222,924	\$ 714,802	\$ 61,348	\$ 1,007,067
Supplies & other	1,644	163,313	247,835	36,137	448,929
Medical claims expense	-	-	89,331	-	89,331
Depreciation & amortization	62	74,207	24,573	5,738	104,580
Insurance	-	10,218	9,528	-	19,746
Interest	-	8,884	22,751	277	31,912
Development expense	25,619	769	-	-	26,388
Total operating expenses	\$ 35,318	\$ 480,315	\$ 1,108,820	\$ 103,500	\$ 1,727,953

17. Noncontrolling Interests

The following table reconciles the carrying amounts of Children's National's controlling interest and the noncontrolling interests for net assets without donor restrictions:

<i>(in thousands)</i>	Total	Controlling Interest	Noncontrolling Interests
Balance at June 30, 2021	\$ 990,693	\$ 983,327	\$ 7,366
Excess of revenues over expenses	(128,621)	(128,261)	(361)
Contributions from noncontrolling interests	12,463	-	12,463
Distributions to noncontrolling interests	(412)	-	(412)
Released from restrictions for property and equipment	3,778	3,778	-
Other changes in net assets without donor restrictions	-	-	-
Balance at June 30, 2022	877,901	\$ 858,844	\$ 19,057
Excess (deficit) of revenues over expenses	100,763	101,087	(324)
Contributions from noncontrolling interests	9,028	-	9,028
Distributions to noncontrolling interests	(863)	-	(863)
Released from restrictions for property and equipment	2,668	2,668	-
Unrestricted contributions for property and equipment	510	510	-
Other changes in net assets without donor restrictions	-	-	-
Balance at June 30, 2023	\$ 990,007	\$ 963,109	\$ 26,898

Children's National Medical Center and Subsidiaries
Notes to Consolidated Financial Statements
Years Ended June 30, 2023 and 2022

18. Commitments and Contingencies

Children's National is involved in litigation and regulatory investigations arising in the ordinary course of business. After consulting with legal counsel, management estimates that these matters will be resolved without material adverse effect on Children's National's future financial position or results from operations.

19. Subsequent Events

Subsequent events have been evaluated by management through October 4, 2023 which is the date the consolidated financial statements were issued. There were no events that require adjustment to the consolidated financial statements or disclosure in the notes to the consolidated financial statements.

Supplementary Consolidating Information



Report of Independent Auditors

To the Board of Trustees of Children's National Medical Center

We have audited the consolidated financial statements of Children's National Medical Center and its subsidiaries as of and for the year ended June 30, 2023 and our report thereon appears on pages 1 and 2 of this document which included an unmodified opinion on those consolidated financial statements. That audit was conducted for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The supplementary consolidating information as of and for the year ended June 30, 2023 (the "supplemental information") is presented for purposes of additional analysis and is not a required part of the consolidated financial statements, nor is it intended to present the financial position or results of operations of the individual companies. The consolidating information is not intended to present, and we do not express an opinion on, the financial position, results of operations and cash flows of the individual companies. The supplemental information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The supplemental information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves and other additional procedures, in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole.

A handwritten signature in black ink that reads "PricewaterhouseCoopers LLP". The signature is written in a cursive, flowing style.

October 4, 2023

Children's National Medical Center and Subsidiaries
Supplementary Consolidating Balance Sheet
June 30, 2023

(in thousands)	Obligated group													Consolidated Total	
	Hospital	CNWR	Foundation	Eliminations	Obligated Group Total	CRI	Safekids	CP&A	CSS	PHN/CNHN	HSC	Other	Captive		Eliminations
Assets															
Current assets															
Cash and cash equivalents	\$ 50,800	\$ -	\$ -	\$ -	\$ 50,800	\$ -	\$ -	\$ 603	\$ (6)	\$ -	\$ 23,160	\$ 13,407	\$ 1,371	\$ -	\$ 89,335
Short term investments	40,813	-	-	-	40,813	-	-	-	-	-	-	-	-	40,813	
Short term assets whose use is limited	1,832	-	-	-	1,832	-	-	-	-	-	315	-	-	2,147	
Accounts receivable, net	307,266	-	-	-	307,266	-	-	1,812	-	-	10,569	-	-	311,688	
Settlements due from third-party payors	7,703	-	-	-	7,703	-	-	-	-	-	5,676	-	(7,979)	13,379	
Contributions receivable, net	-	-	40,069	-	40,069	-	49	-	-	-	-	-	-	40,118	
Grant receivable	378	-	-	-	378	18,135	209	-	6,538	-	-	-	-	25,260	
Inventories of supplies	15,045	-	-	-	15,045	-	-	922	-	-	63	-	-	16,030	
Prepaid expenses and other	93,067	223	-	-	93,290	605	145	507	-	871	2,068	20	13,388	62,788	
Total current assets	516,904	223	40,069	-	557,196	18,740	403	3,844	6,532	871	41,851	13,427	14,759	601,538	
Property and equipment, net	572,377	90,429	89	-	662,895	9,097	-	2,397	-	-	40,816	177,469	-	(5,810)	886,864
Right of use assets, financing	113,690	-	-	-	113,690	-	-	432	-	-	54	-	-	114,176	
Right of use assets, operating	66,580	-	-	-	66,580	-	-	9,617	-	-	5,013	-	-	81,210	
Assets whose use is limited	9,039	-	-	-	9,039	-	-	-	-	-	-	-	44,819	53,858	
Investments	994,802	-	680,482	(753,606)	921,678	47,413	5,237	-	-	-	109,078	-	12,669	1,048,662	
Contributions receivable, net	-	-	31,336	-	31,336	-	-	-	-	-	-	-	-	31,336	
Loan receivable	81,763	-	-	-	81,763	-	-	-	-	-	-	-	-	(68,267)	
Interest in beneficial trusts	-	-	8,812	-	8,812	-	-	-	-	-	-	-	-	8,812	
Due from affiliates	563,501	-	42,782	(85,252)	521,031	-	-	-	-	-	-	-	-	(521,031)	
Other	51,425	-	-	-	51,425	-	-	1,236	-	-	56	1,439	-	(5,362)	
Total noncurrent assets	2,453,177	90,429	763,501	(838,858)	2,468,249	56,510	5,237	13,682	-	-	155,017	178,908	57,488	(647,883)	
Total assets	\$ 2,970,081	\$ 90,652	\$ 803,570	\$ (838,858)	\$ 3,025,445	\$ 75,250	\$ 5,640	\$ 17,526	\$ 6,532	\$ 871	\$ 196,868	\$ 192,335	\$ 72,247	\$ (703,968)	
Liabilities and Net Assets															
Current liabilities															
Accounts payable	77,329	402	79	-	77,810	672	14	537	555	588	10,078	7,230	484	(5,810)	92,158
Accrued salaries and other expenses	152,750	38	1,616	-	154,404	2,943	137	3,989	886	83	4,139	1,448	-	(1,448)	166,581
Current portion of reserve for claims	45,238	-	-	-	45,238	-	-	-	-	-	-	-	40,848	(40,848)	
Settlements due to third-party payors	1,521	-	-	-	1,521	-	-	-	-	-	5,710	-	-	7,231	
Deferred revenue	5,814	2,178	471	-	8,463	18,225	-	-	-	-	-	-	841	(1,390)	
Medical claims payable	-	-	-	-	-	-	-	-	-	-	-	24,341	-	16,362	
Current portion of long-term debt	11,427	-	-	-	11,427	-	-	-	-	-	600	-	-	12,027	
Current portion of financing lease liabilities	7,224	-	-	-	7,224	-	-	183	-	-	27	-	-	7,434	
Current portion of operating lease liabilities	3,069	-	-	-	3,069	-	-	1,555	-	-	539	-	-	5,163	
Total current liabilities	304,372	2,618	2,166	-	309,156	21,840	151	6,264	1,441	671	45,434	8,678	42,173	(57,475)	
Noncurrent liabilities															
Long-term debt	690,818	-	-	-	690,818	-	-	-	-	-	5,910	18,416	-	-	715,144
Long-term financing lease liabilities	149,923	-	-	-	149,923	-	-	565	-	-	29	-	-	150,517	
Long-term operating lease liabilities	68,550	-	-	-	68,550	-	-	9,450	-	-	5,682	-	-	83,682	
Reserve for claims	77,256	-	-	-	77,256	-	-	-	-	-	1,147	-	3,971	(3,971)	
Due to affiliates	-	85,252	-	(85,252)	-	426,857	1,916	32,169	6,064	7,877	45,219	929	-	(521,031)	
Other long-term liabilities	40,886	20,943	264	-	62,093	-	-	1,236	-	-	1,015	68,201	-	(68,267)	
Total noncurrent liabilities	1,027,433	106,195	264	(85,252)	1,048,640	426,857	1,916	43,420	6,064	7,877	59,002	87,546	3,971	(593,269)	
Total liabilities	1,331,805	108,813	2,430	(85,252)	1,357,796	2,067	2,067	49,684	7,505	8,548	104,436	96,224	46,144	(650,744)	
Net assets (deficit)															
Without donor restrictions - controlling interest	1,252,883	(8,161)	378,220	(378,219)	1,244,723	(420,855)	(1,709)	(32,158)	(973)	(7,677)	92,253	69,213	26,103	(5,811)	963,109
Without donor restrictions - noncontrolling interest	-	-	-	-	-	-	-	-	-	-	-	26,898	-	-	26,898
With donor restrictions	375,393	-	422,920	(375,387)	422,926	47,408	5,282	-	-	-	179	-	-	(47,413)	428,389
Total net assets (deficit)	1,628,276	(8,161)	801,140	(753,606)	1,667,649	(373,447)	3,573	(32,158)	(973)	(7,677)	92,432	96,111	26,103	(53,224)	
Total liabilities and net assets (deficit)	\$ 2,960,081	\$ 100,652	\$ 803,570	\$ (838,858)	\$ 3,025,445	\$ 75,250	\$ 5,640	\$ 17,526	\$ 6,532	\$ 871	\$ 196,868	\$ 192,335	\$ 72,247	\$ (703,968)	

The accompanying note is an integral part of the supplementary consolidating information.

Children's National Medical Center and Subsidiaries
Supplementary Consolidating Statement of Operations
Year Ended June 30, 2023

	Obligated Group													Total	
	Hospital	CNWR	Foundation	Eliminations	Obligated Group Total	CRI	Safekids	CP&A	CSS	PHN/CNHN	HSC	Other	Captive		Eliminations
<i>(in thousands)</i>															
Operating revenue and other support															
Net patient service revenue	\$ 1,362,377	\$ -	\$ -	\$ -	\$ 1,362,377	\$ -	\$ (37)	\$ 30,695	\$ -	\$ -	\$ 29,421	\$ -	\$ -	\$ (41,298)	\$ 1,381,158
Capitation revenue	-	-	-	-	-	-	-	-	-	-	189,324	-	-	-	189,324
Grant revenue	16,254	-	-	-	16,254	76,487	350	966	25,838	-	-	-	-	-	119,895
Other operating revenue	126,526	994	109	(3,940)	123,689	333	1,678	944	-	2,478	90	6,423	11,649	(58,588)	88,696
Contributions	721	-	48,155	-	48,876	-	923	-	-	-	33	-	-	-	49,832
Net assets released from restrictions used for operations	30,747	-	494	-	31,241	10,946	3,105	-	-	-	89	-	-	-	45,381
Total operating revenue and other support	1,536,625	994	48,758	(3,940)	1,582,437	87,766	6,019	32,605	25,838	2,478	218,957	6,423	11,649	(99,886)	1,874,286
Expenses															
Salaries, wages, and benefits	917,762	1,806	-	-	919,568	66,137	2,339	21,172	21,691	2,079	53,113	-	-	-	1,086,099
Supplies and other	410,062	11,535	-	(3,940)	417,657	49,940	3,668	12,921	3,910	3,421	42,892	110	639	(46,939)	488,219
Medical claims expense	-	-	-	-	-	-	-	-	-	-	124,992	-	-	(41,298)	83,694
Depreciation and amortization	98,674	2,321	-	-	100,995	2,197	5	454	-	-	2,817	5,303	-	-	111,771
Provision for insurance	19,942	-	-	-	19,942	67	-	275	-	-	-	-	11,133	(11,649)	19,768
Interest and amortization	28,625	62	-	-	28,687	-	-	32	-	-	360	2,558	-	-	31,637
Development expense	-	-	27,295	-	27,295	-	-	-	-	-	-	-	-	-	27,295
Total expenses	1,475,065	15,724	27,295	(3,940)	1,514,144	118,341	6,012	34,854	25,601	5,500	224,174	7,971	11,772	(99,886)	1,848,483
Operating income (loss)	61,560	(14,730)	21,463	-	68,293	(30,575)	7	(2,249)	237	(3,022)	(5,217)	(1,548)	(123)	-	25,803
Non-operating revenues and expenses															
Investment return, net	14,638	-	49,123	-	63,761	-	-	-	-	-	7,900	6	3,898	-	75,565
Other non-operating income (loss), net	28	-	-	-	28	(19)	(614)	-	-	-	-	-	-	-	(605)
Total non-operating revenues and expenses	14,666	-	49,123	-	63,789	(19)	(614)	-	-	-	7,900	6	3,898	-	74,960
Excess (deficit) of revenues over expenses	\$ 76,226	\$ (14,730)	\$ 70,586	\$ -	\$ 132,082	\$ (30,594)	\$ (607)	\$ (2,249)	\$ 237	\$ (3,022)	\$ 2,683	\$ (1,542)	\$ 3,775	\$ -	\$ 100,763

The accompanying note is an integral part of the supplementary consolidating information.

Children's National Medical Center and Subsidiaries
Supplementary Consolidating Balance Sheet – The HSC Foundation and Subsidiaries
Year Ended June 30, 2023

<i>(in thousands)</i>	The HSC Foundation	The HSC Pediatric Center	Health Services for Children with Special Needs, Inc.	HSC Home Care, LLC	Total
Assets					
Current assets					
Cash and cash equivalents	\$ 3,883	\$ -	\$ 19,277	\$ -	\$ 23,160
Short term assets whose use is limited	-	-	315	-	315
Accounts receivable, net	-	9,599	-	970	10,569
Settlements due from third-party payors	-	-	5,676	-	5,676
Inventories of supplies	-	63	-	-	63
Prepaid expenses and other	47	694	1,235	92	2,068
Total current assets	<u>3,930</u>	<u>10,356</u>	<u>26,503</u>	<u>1,062</u>	<u>41,851</u>
Property and equipment, net					
Property and equipment, net	2	33,099	7,630	85	40,816
Right of use assets, financing	-	-	54	-	54
Right of use assets, operating	-	3,073	1,778	162	5,013
Investments	52,253	36	56,789	-	109,078
Other	-	44	-	12	56
Total noncurrent assets	<u>52,255</u>	<u>36,252</u>	<u>66,251</u>	<u>259</u>	<u>155,017</u>
Total assets	<u>\$ 56,185</u>	<u>\$ 46,608</u>	<u>\$ 92,754</u>	<u>\$ 1,321</u>	<u>\$ 196,868</u>
Liabilities and Net Assets					
Current liabilities					
Accounts payable	-	1,071	8,999	8	10,078
Accrued salaries and other expenses	(3)	922	3,072	148	4,139
Settlements due to third-party payors	-	4,010	1,700	-	5,710
Medical claims payable	-	-	24,341	-	24,341
Current portion of long-term debt	-	600	-	-	600
Current portion of finance lease liabilities	-	-	27	-	27
Current portion of operating lease liabilities	-	408	-	131	539
Total current liabilities	<u>(3)</u>	<u>7,011</u>	<u>38,139</u>	<u>287</u>	<u>45,434</u>
Noncurrent liabilities					
Long-term debt	-	5,910	-	-	5,910
Long-term finance lease liabilities	-	-	29	-	29
Long-term operating lease liabilities	-	3,098	2,544	40	5,682
Reserve for claims	-	1,032	92	23	1,147
Due to affiliates	(23,472)	64,479	12,820	(8,608)	45,219
Other long-term liabilities	1,015	-	-	-	1,015
Total noncurrent liabilities	<u>(22,457)</u>	<u>74,519</u>	<u>15,485</u>	<u>(8,545)</u>	<u>59,002</u>
Total liabilities	<u>(22,460)</u>	<u>81,530</u>	<u>53,624</u>	<u>(8,258)</u>	<u>104,436</u>
Net assets (deficit)					
Without donor restrictions - controlling interest	78,645	(35,101)	39,130	9,579	92,253
With donor restrictions	-	179	-	-	179
Total net assets (deficit)	<u>78,645</u>	<u>(34,922)</u>	<u>39,130</u>	<u>9,579</u>	<u>92,432</u>
Total liabilities and net assets (deficit)	<u>\$ 56,185</u>	<u>\$ 46,608</u>	<u>\$ 92,754</u>	<u>\$ 1,321</u>	<u>\$ 196,868</u>

The accompanying note is an integral part of the supplementary consolidating information.

Children's National Medical Center and Subsidiaries
Supplementary Consolidating Statement of Operations – The HSC Foundation and Subsidiaries
Year Ended June 30, 2023

<i>(in thousands)</i>	<u>The HSC Foundation</u>	<u>The HSC Pediatric Center</u>	<u>Health Services for Children with Special Needs, Inc.</u>	<u>HSC Home Care, LLC</u>	<u>HSC Eliminations</u>	<u>Total</u>
Operating revenue and other support						
Net patient service revenue	\$ -	\$ 31,870	\$ -	\$ 8,623	\$ (11,072)	\$ 29,421
Capitation revenue	-	-	189,324	-	-	189,324
Other operating revenue	-	90	-	-	-	90
Contributions	-	33	-	-	-	33
Net assets released from restrictions used for operations	-	89	-	-	-	89
Total operating revenue and other support	<u>-</u>	<u>32,082</u>	<u>189,324</u>	<u>8,623</u>	<u>(11,072)</u>	<u>218,957</u>
Expenses						
Salaries, wages, and benefits	43	22,700	22,653	7,717	-	53,113
Supplies and other	-	15,233	25,671	1,988	-	42,892
Medical claims expense	-	-	136,064	-	(11,072)	124,992
Depreciation and amortization	48	1,817	910	42	-	2,817
Interest and amortization	61	297	2	-	-	360
Total expenses	<u>152</u>	<u>40,047</u>	<u>185,300</u>	<u>9,747</u>	<u>(11,072)</u>	<u>224,174</u>
Operating income (loss)	<u>(152)</u>	<u>(7,965)</u>	<u>4,024</u>	<u>(1,124)</u>	<u>-</u>	<u>(5,217)</u>
Non-operating revenues and expenses						
Investment return, net	4,675	-	3,225	-	-	7,900
Total non-operating revenues and expenses	<u>4,675</u>	<u>-</u>	<u>3,225</u>	<u>-</u>	<u>-</u>	<u>7,900</u>
Excess (deficit) of revenues over expenses	<u>\$ 4,523</u>	<u>\$ (7,965)</u>	<u>\$ 7,249</u>	<u>\$ (1,124)</u>	<u>\$ -</u>	<u>\$ 2,683</u>

The accompanying note is an integral part of the supplementary consolidating information.

Children's National Medical Center and Subsidiaries
Notes to Consolidating Supplementary Information
Year Ended June 30, 2023

1. Basis of Presentation—Consolidating Supplementary Information

The consolidating supplementary information (“consolidating information”) presented on pages 41-44 was derived from and relates to the underlying accounting and other records used to prepare the consolidated financial statements. The consolidating information is presented for purposes of additional analysis of the consolidated financial statements, rather than to present the financial position and results of operations, changes in net assets and cash flows of the individual companies within Children's National and is not a required part of the consolidated financial statements. The individual companies within Children's National as presented within the consolidating information are disclosed within Note 1 to the consolidated financial statements.