LEE MEMORIAL HEALTH SYSTEM

P.O. BOX 2218

FT. MYERS, FLORIDA 33902

CONTINUING DISCLOSURE CERTIFICATE

2022 Annual Report

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INTRODUCTION

Purpose of Annual Report

This Annual Report is being posted in compliance with certain Continuing Disclosure Agreements entered into by Lee Memorial Health System ("Lee Health") as the Issuer and Obligated Group Agent on Behalf of the Obligated Group and the respective Bond Trustee, for the benefit of the Holders and Beneficial Owners of the Bonds identified below:

1. \$42,000,000 original principal amount of Lee Memorial Health System Revenue Bonds 2010 Series A (Build America Bonds - Direct Payment) (the "Series 2010 Bonds").

2. \$421,410,000 Lee Memorial Health System Hospital Revenue and Revenue Refunding Bonds, 2019 Series A (the "Series 2019A Bonds").

3. \$50,315,000 Lee Memorial Health System Hospital Revenue Bonds, 2019 Series B (the "Series 2019B Bonds" and, collectively with the Series 2010 Bonds and the Series 2019A Bonds, the "Bonds").

COVID-19 Information

Lee Health has chosen, but is not required to, provide updates relative to COVID-19. Impact to Lee Health's Fiscal Year 2022 financial performance is located in the Management Discussion and Analysis as well as Footnote 16 of the Audited Financial Statments for the Fiscal Year Ending September 30, 2022.

Hurricane Ian Information

Lee Health has chosen, but is not required to, provide updates relative to Hurricane Ian. Impact to Lee Health's Fiscal Year 2022 financial performance is located in Footnote 17 of the Audited Financial Statments for the Fiscal Year Ending September 30, 2022.

Implementation of GASB No. 87 Regarding the Treatment of Leases

In Fiscal Year 2022 Lee Health has accounted for GASB No. 87 regarding the treatment of leases for accounting purposes with the Fiscal Year beginning October 1, 2021.

GASB No. 87 requires a lessee to recognize a lease liability and an intangible right-to-use lease asset at the commencement of the lease term, with certain exceptions, and requires a lessor to recognize a lease receivable and a deferred inflow of resources at the commencement of the lease term, with certain exceptions. This change in accounting impacts both the Consolidated Basic Statement of Net Position and the Consolidated Basic Statement of Revenues, Expenses and Changes in Net Position due to recording the lease as a liability, removing the lease payments from operating expense and monthly amortization of the lease through depreciation and interest expense. As a result, a number of calculations are affected upon implementation of GASB No. 87, which have been notated in each impacted schedule.

General Ledger Conversion

As of October 1, 2021, Lee Health implemented a new System-wide Enterprise Resource Planning (ERP) system, Infor, to replace the legacy system GEAC. While this did impact processes for Finance, Supply Chain and Accounts Payable, Lee Health does not anticipate the conversion to affect financial reporting, however, as with any change in financial operating systems, there may be a period of adjustment.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT OUTSTANDING DEBT OF THE SYSTEM

The System had the following debt oustanding:

Outstanding Debt of The System

	Principal Balance Outstanding	Final Maturity	Subject to Tender/Put Right of Holder	Secured By Master Indenture
Fixed Rate Debt - Publicly Offered	0	·		
Series 2019A-1 Bonds	\$321,575,000	2049	Not applicable	Yes
Series 2019A-2 Bonds	71,335,000	2033	Mandatory - 4/1/2026	Yes
Series 2010A Bonds	42,000,000	2027	Not applicable	Yes
Fixed Rate Debt - Direct Loans				
2022 TD Bank loan	75,000,000	2052	Mandatory - 4/12/2037	Yes
2022 JPMC loan	75,000,000	2052	Mandatory - 4/12/2037	Yes
2020 TD Bank loan	97,300,000	2050	Mandatory - 6/25/2035	Yes
2020 JPMC loan	43,333,333	2032	Not applicable	Yes
2015 BANA loan	30,390,000	2024	Not applicable	Yes
Total fixed rate debt	\$755,933,333			
Variable Rate Debt – Publicly				
Offered				
2019B Bonds	\$50,315,000	2049	Optional – 5 bus. days' notice	Yes
Other Long-Term Debt				
2019 GCMC-SNU lease	17,771,256	2039	Not applicable	No
2020 Pine Island/Bass Rd loan	6,197,770	2024	Not applicable	No
2018 Medical office loan	2,058,333	2023	Not applicable	No
2016 BAPCC lease (loan)	2,810,051	2023	Not applicable	No
2015 BAPCC lease (loan)	16,044,358	2025	Not applicable	No
2009 CB South lease	28,054,765	2034	Not applicable	No
2008 CB North lease	20,743,542	2033	Not applicable	No
Other Financed leases ⁽¹⁾	98,868,573	2056	Not applicable	No
Total other	\$192,548,649			

Total Debt

\$998,796,982

Note (1): In Fiscal Year 2022 this schedule accounts for GASB No. 87 treatment of leases. See the introduction of this Annual Report for a discussion of GASB No. 87.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT HISTORICAL UTILIZATION

The following table contains information about historical utilization of facilities and services of the System anc

Utilization Statistics for the System and its Affiliates

	Fiscal Year Ended September 30,		
	2020	2021	2022
Utilization			
Licensed Beds ⁽¹⁾	1,924	1,976	1,976
Staffed Beds ⁽¹⁾	1,786	1,840	1,867
Admissions	78,697	82,620	82,244
Patient Days	445,190	485,638	517,865
Average Length of Stay	5.66	5.88	6.30
Average Daily Census	1,216	1,331	1,419
Occupancy ⁽²⁾	68.1%	72.3%	76.0%
Observation Days	56,855	64,882	79,857
Emergency Department Visits	270,071	300,493	319,300
Deliveries	6,869	7,113	7,594
Inpatient Surgery Cases	18,875	18,453	18,695
Outpatient Surgery Cases	29,155	32,296	35,430
Total Surgery Cases	48,030	50,749	54,125
Outpatient Center Procedures	836,105	1,003,929	1,026,598
System Provider Visits ⁽³⁾	1,102,930	1,437,352	1,496,255
Hospital Based Physician Visits	452,088	540,178	630,755
Home Health Visits	67,891	62,399	57,596
Trauma Services District	13,749	15,724	18,248
Outpatient Revenue % to Total	48%	49%	51%
Base Rate ⁽⁴⁾	5,615	5,685	5,812
Medicare Case Mix Index ⁽⁴⁾	1.76	1.83	1.81
Blend ⁽⁴⁾	9,882	10,404	10,520
Overall Case Mix Index	1.66	1.73	1.73
Patient Revenue Sources (5)			
Medicare	52.2%	51.3%	52.0%
Medicaid	12.6%	13.4%	13.2%
Commercial ⁽⁶⁾	23.8%	24.7%	24.0%
Other ⁽⁷⁾	11.4%	10.6%	10.8%
Total	100%	100%	100%

Note (1): An additional 216 beds opened at Gulf Coast Medical Center April 2, 2020. An additional 52 beds Center - licensed December 23, 2020, placed in service January 27, 2021. Staffed beds for 2020 and 2021 c Note (2): Occupancy calculated based on staffed beds.

Note (3): System Provider Visits includes physician primary care visits and walk-in center visits. System Pro Trauma Services District volumes for Fiscal Year 2021 and 2022 were restated in FY 2022 due to change in measurement, Lee Health utilizes a patient encounter method which differs from the Evaluation and Manager Note (4): Medicare is federal health insurance program primarily for the elderly. The Medicare Program reim a prospective payment system, providing a fixed rate per injury or illness according to a particular diagnosis r The actual payment is based upon a "base" payment rate adjusted by a case mix index ("CMI"). Lee Memori disproportionate share in addition to the base rate payment rate due to the number of SSI recipients in Lee C patient days. The Board has developed extensive internal systems to monitor medical staff utilization and co Note (5): Percentages calculated based on gross revenues.

Note (6): Combines commercial insurance and HMO/PPO.

Note (7): Includes worker's compensation, other governmental contracts, charity/uncompensated care and or

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT FINANCIAL DATA

The following two statements contain financial data for the System and its affiliates. The financial data for fiscal years 2020 through 2022 was derived from and reference is made to the System's audited financial statements (inclusive of notes therein) for a more complete discussion. This financial data includes the accounts of the System and all of its affiliates that are consolidated for financial reporting purposes under generally accepted accounting principles.

Consolidated Basic Statements of Net Position

(dollars in thousands)

	Fiscal Year Ended September 30,		1ber 30,
	2020	2021	2022
Assets			
Current assets			
Cash and cash equivalents	\$ 228,916	\$ 170,289	\$ 102,009
Restricted cash and cash equivalents	33,646	37,664	44,534
Short-term investments	1,201,742	1,471,069	1,403,501
Assets whose use is restricted	1,943	1,499	1,435
Patient accounts receivable, net of allowance for estimated	000 504	000.000	040.047
uncollectibles of \$127,465 in 2022 and \$131,579 in 2021	226,521	308,299	319,347
Inventories Other current assets ⁽¹⁾	37,675 43,798	41,307 51,201	44,795
	1.774.241		64,116
Total current assets	1,774,241	2,081,328	1,979,737
Noncurrent assets	10.001	44.057	10.110
Assets whose use is restricted	12,294	14,257	12,410
Capital assets, net ⁽¹⁾ Other assets, net ⁽¹⁾	1,323,478	1,412,352	1,456,334
	35,579	45,695	56,725
Total assets	3,145,592	3,553,632	3,505,206
Deferred outflows of resources			
Deferred loss on debt refunding	871	622	373
Deferred outflows on pension and post-employment benefit plan	5,286	8,496	9,005
Excess consideration provided for acquisition	108,238	104,622	102,069
Total deferred outflows of resources	114,395	113,740	111,447
Liabilities			
Current liabilities			
Accounts payable	93,819	84,817	90,237
Accrued expenses			
Employee compensation	62,766	61,524	58,637
Interest ⁽¹⁾	12,847	12,622	13,579
Other	80,599	67,725	72,497
Medicare advance payments	162,574	127,391	1,886
Current installments of long-term debt ⁽¹⁾	44,731	56,200	60,914
Estimated third-party payor settlements	25,007	58,041	9,541
Total current liabilities	482,343	468,320	307,291
Noncurrent liabilities			
Long-term debt, excluding current installments ⁽¹⁾	863,442	877,028	986,026
Pension and post-employment benefit plan liabilities	70,570	71,529	78,317
Other liabilities	52,212	58,879	64,907
Total liabilities	1,468,567	1,475,756	1,436,541
Deferred inflows of resources			
Deferred gain on debt refunding	3,277	3,047	2.817
Deferred inflows on pension	1,277	2,869	362
Deferred inflows on leases ⁽¹⁾	1,277	12,236	10,612
Deferred inflows on split interest agreements	299	391	- 10,012
Total deferred inflows of resources	4,853	18.543	13,791
Total deferred innows of resources	4,000	10,040	10,791
Net resition			
Net position Restricted for			
Nonexpendable	8,669	9,132	8,964
Expendable	43,365	9,132 49,420	6,964 50,751
Net investment in capital assets	43,365 415,307	49,420 478,971	409,394
Unrestricted	1,319,226	1,635,550	409,394 1,697,212
Total net position	\$ 1,786,567	\$ 2,173,073	\$ 2,166,321

Note (1): In Fiscal Year 2022 this schedule accounts for GASB No. 87 treatment of leases. See the introduction of this Annual Report for a discussion of GASB No. 87.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT FINANCIAL DATA (cont'd)

Consolidated Basic Statements of Revenues, Expenses and Changes in Net Position

(dollars in thousands)

	Fiscal Year Ended September 30,			
Operating revenues	202	0	2021	2022
Net patient service revenue	\$ 1,956,992	2 \$	2,296,033	\$ 2,538,467
Captiation revenue	33,813		54,498	79,994
Other revenue	72,426	<u> </u>	120,761	 182,952
Total operating revenues ⁽¹⁾	2,063,232		2,471,292	 2,801,413
Operating expenses				
Salaries, wages and benefits	1,144,347		1,230,212	1,525,027
Supplies and other services ⁽²⁾	532,636		657,691	711,577
Purchased services	222,872		226,042	259,657
Depreciation and amortization ⁽²⁾	131,207		138,376	 115,458
Total operating expenses ⁽¹⁾	2,031,056	<u> </u>	2,252,321	 2,611,719
Operating income	32,175	5	218,971	189,694
Nonoperating items				
Interest expense ⁽²⁾	(29,532)	(29,547)	(32,272)
Investment income, including realized and				
unrealized gains on investments	75,659)	170,982	(200,380)
Contributions and grants	10,916	5	4,113	3,098
Investment activity on restricted nonexpendable investments	(932	,	2,063	(1,635)
Loss on sale of capital assets	(5,232	'	(513)	10,706
Federal and state appropriations	61,218		20,146	15,005
Other	(15,254		291	 12,511
Total nonoperating income (loss)	96,844	<u> </u>	167,535	 (192,967)
Excess (Deficit) of Revenues and Income Over Expenses	129,019)	386,506	(3,273)
Other changes in net position:				
Distribution to minority interests			-	(3,479)
Increase (decrease) in net position	129,019)	386,506	(6,752)
Net position	,		-	
Beginning of year, as reported	1,657,548	}	1,786,567	2,173,073
End of year	\$ 1,786,567	′\$	2,173,073	\$ 2,166,321

Note (1): For fiscal year 2022, total operating revenues and total expenses contributed to the System by the non-obligated group members were \$196,800,000 and \$206,015,000, respectively.

Note (2): In Fiscal Year 2022 this schedule accounts for GASB No. 87 treatment of leases. See the introduction of this Annual Report for a discussion of GASB No. 87.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT DEBT SERVICE COVERAGE RATIO

The table below contains the System's debt service coverage ratio for the fiscal years 2020 through 2022. Income available for debt service includes the accounts of the System and all of its affiliates that are consolidated for financial reporting purposes under generally accepted accounting principles.

Debt Service Coverage Ratio

(dollars in thousands)

	Fiscal Year Ended September 30		
	2020	2021	2022
Debt Service Coverage Ratio ⁽¹⁾			
Excess of revenues over expenses	129,019	386,506	(3,273)
Add (subtract):	-,	,	(-, -,
Interest Expense	29,531	29,547	32,272
Depreciation and amortization	131,207	138,376	115,458
Unrealized loss (gain) on investments	(43,944)	(111,738)	305,350
Contributions and grants ⁽²⁾	(4,291)	(5,283)	(6,042)
Interest earnings on restricted funds	932	(2,063)	1,635
Loss (gain) on sale of capital assets	5,232	513	(10,706)
Income available for debt service	247,686	435,858	434,694
Maximum annual debt service ⁽³⁾	98,935	98,935	98,935
Debt service coverage ratio (MADS) $^{(4)}$	2.50x	4.41x	4.39x
Actual annual debt service ⁽⁵⁾	70,741	74,278	88,472
Historical annual debt service coverage ratio	3.50x	5.87x	4.91x

Note (1): The calculation is consistent with definition of the "Long Term Debt Service Coverage Ratio" in the Master Indenture, which is a non-GAAP measure. The interest rate on the Series 2019B Bonds (currently in R-FLOATS Mode) was calculated at 0.62% (the historical weighted 12 month average). The 5% coupon rate was used for the Series 2019A-2 Bonds (currently in Term Rate Mode) through maturity. Previous quarterly reports disclosed and used an estimated rate for both the Series 2019B Bonds and for the 2019A-2 Bonds after the mandatory tender date.

- Note (2): Grants and contributions are calculated using the sum of gifts, grants, bequests, contributions and donations unrestricted as to their use received in the prior three fiscal years divided by three.
- Note (3): Maximum annual debt service in fiscal year 2023.
- Note (4): Income available for debt service divided by maximum annual debt service.
- Note (5): Actual annual debt service calculated based on interest paid in fiscal year.
- Note (6): In Fiscal Year 2022 this schedule accounts for GASB No. 87 treatment of leases. See the introduction of this Annual Report for a discussion of GASB No. 87.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT LONG TERM DEBT TO CAPITAL

(dollars in thousands)

	For the twelve months ended September 30, 2022
LONG TERM DEBT UNRESTRICTED FUND BALANCE	1,046,940 <u>2,106,606</u> 3,153,546
LONG TERM DEBT	1,046,940
LONG TERM DEBT TO CAPITAL	33.20%

Note 1: This ratio is calculated using the consolidated System including Cape Memorial Hospital, all sub-agencies and non-obligated group members.

Note 2: This information is required under the terms of one or more loan agreements with private lenders. It is included herein on a voluntary basis for bondholders for informational purposes only and may be omitted from future reports without notice.

Note 3: In Fiscal Year 2022 this schedule accounts for GASB No. 87 treatment of leases. See the introduction of this Annual Report for a discussion of GASB No. 87.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT DAYS OF UNRESTRICTED CASH ON HAND

(dollars in thousands)

	For the twelve months ended September 30, 2022
UNRESTRICTED LIQUID FUNDS (from balance sheet categories)	
Cash & Cash Equivalents	102,009
Operating Fund Investments	1,403,501
	1,505,510
ROLLING 12 OPERATING EXPENSES	
Total Operating Expenses ⁽¹⁾	2,643,991
Subtract Depreciation & Amortization Expenses	115,458
	2,528,533
PER DAY	6,927
DAYS OF UNRESTRICTED CASH ON HAND ⁽²⁾	217.32

Note 1: Bad Debt and Interest Expenses are excluded from Total Operating Expenses in Audit. Bad Debt Expense is reported as a deduction from Revenue. Interst expense is added back to Total Operating Expenses for this calculation.

Note 2: This ratio is calculated using the consolidated System including Cape Memorial Hospital, all sub-agencies and non-obligated group members.

Note 3: This information is required under the terms of one or more loan agreements with private lenders. It is included herein on a voluntary basis for bondholders for informational purposes only and may be omitted from future reports without notice.

Note 4: In Fiscal Year 2022 this schedule accounts for GASB No. 87 treatment of leases. See the introduction of this Annual Report for a discussion of GASB No. 87.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT UNRESTRICTED CASH & INVESTMENTS

(dollars in thousands)

	For the twelve months ended September 30, 2022	
CASH & CASH EQUIVALENTS	\$	102,009
OPERATING FUNDS INVESTMENTS	\$	1,403,501
UNRESTRICTED CASH AND INVESTMENTS	\$	1,505,510

Note 1: This value is calculated using the consolidated System including Cape Memorial Hospital, all subagencies and non-obligated group members.

Note 2: No investment of the rated portfolio shall be rated less than BBB by S&P or Baa2 by Moody's.

Note 3: This information is required under the terms of one or more loan agreements with private lenders. It is included herein on a voluntary basis for bondholders for informational purposes only and may be omitted from future reports without notice.

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT TOP TEN ADMITTERS

Medical Staff

As of September 30, 2022, the Medical Staff of Lee Health consisted of 1,073 medical staff members, of whom 964 had Associate or Active status with admitting privileges. Of those with admitting privileges, 89.8% are board certified.

For the twelve months ended September 30, 2022, the ten most active members of the medical staff of Lee Health accounted for 14.0% of admissions, as can be seen in the table below.

LEE HEALTH TOP 10 ADMITTERS

	PERCENT OF
SPECIALTY	ADMISSIONS
Internal Medicine	3.8%
Internal Medicine	1.9%
Pediatrics	1.1%
Pulmonary Medicine	1.1%
Pediatrics	1.1%
Pediatrics	1.0%
Pediatrics	1.0%
Pediatric Critical Care Medicine	1.0%
Pediatrics	1.0%
Internal Medicine	1.0%
TOTAL	14.0%

LEE MEMORIAL HEALTH SYSTEM CONTINUING DISCLOSURE - 2022 ANNUAL REPORT EMPLOYEES

Employees

For twelve months ended September 30, 2022, the System had an average of 13,722 full-time equivalent employees. Included in this total are 3,993 registered nurses and 206 licensed practical nurses. No employee group is currently represented by a collective bargaining unit.