

May 2024

**DISCLOSURE STATEMENT**

**BAYLEIGH CHASE**

A CONTINUING CARE COMMUNITY

AN AFFILIATE OF ACTS RETIREMENT-LIFE COMMUNITIES, INC.

THE PROVIDER OF CONTINUING CARE AT BAYLEIGH CHASE IS  
INTEGRACE, INC. D/B/A ACTS RETIREMENT-LIFE COMMUNITIES OF MARYLAND

NOTE: The issuance of a Certificate of Registration by the Maryland Department of Aging does not constitute approval, recommendation, or endorsement of a continuing care retirement community by the Department of Aging, nor is it evidence of, nor does it attest to, the accuracy or completeness of the information set out in this Disclosure Statement.



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## **DISCLOSURE STATEMENT**

This Disclosure Statement is provided to prospective residents of Bayleigh Chase.

### **1. NAME AND ADDRESS OF THE FACILITY.**

Integrace, Inc. d/b/a ACTS Retirement-Life Communities of Maryland operates a continuing care retirement community known as Bayleigh Chase (hereinafter called "Bayleigh Chase"). Bayleigh Chase is located at 501 Dutchman's Lane, Easton, Maryland 21601.

### **2. NAME AND ADDRESS OF THE LICENSED PROVIDER.**

The provider is Integrace, Inc. d/b/a ACTS Retirement-Life Communities of Maryland (hereinafter called "Acts MD"), a Maryland nonprofit corporation. The business address of Acts MD is 420 Delaware Drive, P.O. Box 2222, Fort Washington, PA 19034.

### **3. ORGANIZATIONAL STRUCTURE AND RELIGIOUS AFFILIATION.**

Acts MD, a Maryland nonprofit corporation and provider of Bayleigh Chase, is affiliated with ACTS Retirement-Life Communities, Inc. ("Acts"), a Pennsylvania nonprofit corporation, which is affiliated with other nonprofit organizations with similar missions and purposes to serve senior adults. Acts MD, Acts and these affiliate organizations, which include ACTS Retirement Services, Inc., ACTS Legacy Foundation, Inc., ACTS Management Services, Inc., ACTS Signature Community Services, Inc., ACTS Acquisition and Development Company, LLC, ACTS Retirement-Life Communities Management, LLC, Acts Alliance Management, LLC d/b/a Willow Valley Living, and Mease Life, Inc. are organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") and are exempt from federal income taxes on their exempt income pursuant to Section 501(a) of the Code. Acts and its affiliates are not responsible for the financial and contractual obligations of Acts MD. Acts MD is governed by a separate Board of Directors appointed by ACTS Acquisition and Development Company, LLC, a controlled affiliate of Acts, as its sole corporate member. ACTS Retirement Services, Inc., the sole corporate member of Acts, became the sole corporate member of Willow Valley Communities, effective May 1, 2022. Acts MD is not affiliated with any other religious, fraternal, or charitable organizations. Acts' business address is 420 Delaware Drive, P.O. Box 2222, Fort Washington, PA 19034.

### **4. NAME, ADDRESS AND TELEPHONE NUMBER OF THE PERSON TO BE CONTACTED FOR ADMISSION INFORMATION.**

Admission information for Bayleigh Chase can be received by contacting a Life Care Consultant at (410) 657-4900.

**5. DESCRIPTION OF THE PHYSICAL PROPERTY AND THE FACILITY.**

Bayleigh Chase is a continuing care retirement community situated on approximately 35 acres located in Easton, Maryland. It is currently comprised of 55 independent living apartments, 57 independent living cottages, 99 skilled nursing beds, 88 assisted living units as well as central dining facilities, bar area, game room, billiard room, and other related facilities.

**6. MINIMUM AGE FOR ADMISSION.**

The minimum age for occupancy is 62 years.

**7. STATEMENT OF RESIDENT POPULATION.**

As of December 31, 2023, 216 of the independent living apartments/cottages, skilled nursing beds, and assisted living units were occupied with a total current population at Bayleigh Chase of approximately 242 residents.

**8. LIST OF THE NAMES AND BUSINESS ADDRESSES OF THE OFFICERS AND DIRECTORS OF THE PROVIDER.**

The business address for each officer and director listed below and on the following page is c/o ACTS Retirement-Life Communities, Inc., 420 Delaware Drive, P.O. Box 2222, Fort Washington, PA 19034.

Board of Directors

Occupation

Dr. Alva Sayrs Baker	Fairhaven Resident, retired
Karen I. Christiansen, CMA	Acts President
H. Bruce Detweiler, CPA	Acts Resident, retired
Anne Blandford Forrest	Heron Point Resident, retired
Gerald T. Grant	Acts Chief Executive Officer
Michael D. Kelly	Acts Board Vice Chairman
Daniel W. Lawson, II	Acts Board Member, retired
Ellen Paquette	Buckingham's Choice Resident, retired
Clinton Pettus	Bayleigh Chase Resident, retired

Officers

Position

Gerald T. Grant	Chairman
Karen I. Christiansen, CMA	Vice Chairman
Glenn D. Fox, Esquire	Secretary
Susan Ahern, CPA, CMA	Treasurer
Jonathan D. Grant	Assistant Secretary
Peggy C. Valdivia	Assistant Treasurer

Per the requirements of §10-427(a)(1) of the Maryland Code, at least one full and regular member of the Board of Directors of Acts MD must be a resident of Bayleigh Chase, Fairhaven, Buckingham's Choice, or Heron Point of Chestertown, the facilities located in Maryland for which Acts MD serves as the provider. Each such Board member is to be selected according to the same written standards and criteria used to select other Board members, except that prior to the resident Board member officially joining the Board, the Board (or the member) is to confer with the Resident Association. Currently, one resident from each of Bayleigh Chase, Fairhaven, Buckingham's Choice, and Heron Point of Chestertown serves as a full and regular member of the Acts MD Board.

The process for appointing a resident to the Board is as follows:

The Board members of Acts MD are elected by ACTS Acquisition and Development Company, LLC, the sole corporate member of Acts MD, based on established criteria. The criteria currently includes sympathy to the mission of Acts MD, related professional and business experience, previous experience serving on a Board and understanding the fiduciary relationship to the Board. Potential residents are interviewed by Officers and/or Directors to narrow down the selection. Prior to the resident officially joining the Board, a representative of the Board or member will confer with representatives of the residents association.

Acts MD has no officer, director, trustee, managing or general partner, or person with a 10% or greater equity or beneficial interest in the provider.

**9. CRIMINAL VIOLATION STATEMENT.**

No officer or director has been convicted of a felony or pleaded nolo contendere to a felony charge or has been held liable or enjoined in a civil action by final judgment for any felony or civil action involving fraud, embezzlement, fraudulent conversion, or misappropriation of property. No officer or director is currently subject to an injunctive or restrictive court order. None have had any state or federal license or permit suspended or revoked during the last ten years as a result of an action brought about by a governmental agency or department that arose out of or related to the business activity of health care.

**10. NAMES AND ADDRESSES OF ANY DIRECTORS, OFFICERS, MANAGERS, ASSOCIATED CORPORATIONS OR PROFESSIONAL SERVICE FIRMS PROVIDING GOODS, LEASES OR SERVICES TO THE FACILITY OF A VALUE OF \$10,000 OR MORE WITHIN ANY ONE YEAR.**

Acts MD has no directors, officers or managers who own an interest in or receives any remuneration from, either directly or indirectly, any professional service firm, association, trust, partnership, or corporation providing goods, leases, or services to Acts MD with a real or anticipated value of \$10,000 or more in any one year.

11. **DESCRIPTION OF THE BUSINESS EXPERIENCE OF THE PROVIDER AND ITS DIRECTORS IN THE OPERATION OR MANAGEMENT OF LIFECARE FACILITIES.**

Acts MD is an affiliate of Acts, which has extensive experience in the ownership of lifecare facilities and currently owns or is affiliated with the lifecare facilities in Pennsylvania, New Jersey, Delaware, Maryland, North Carolina, South Carolina, Georgia, Alabama and Florida that are listed below:

Fort Washington Estates (PA)	Fairhaven (MD)
Gwynedd Estates (PA)	Buckingham's Choice (MD)
Spring House Estates (PA)	Bayleigh Chase (MD)
Southampton Estates (PA)	Matthews Glen (NC)
Lima Estates (PA)	Tryon Estates (NC)
Normandy Farms Estates (PA)	Park Pointe Village (SC)
Granite Farms Estates (PA)	Lanier Village Estates (GA)
Brittany Pointe Estates (PA)	Magnolia Trace (AL)
Cokesbury Village (DE)	Westminster Village (AL)
Country House (DE)	St. Andrews Estates (FL)
Manor House (DE)	Edgewater at Boca Pointe (FL)
The Evergreens (NJ)	Indian River Estates (FL)
Heron Point of Chestertown (MD)	Azalea Trace (FL)
	Mease Life (FL)

Presently, approximately 10,688 residents live in the above listed facilities.

The management of Acts is provided at the direction of Acts' Board of Directors, Chief Executive Officer, and President. The following is a listing of and background information for the current officers and senior management for Acts:

Gerald T. Grant serves as Chief Executive Officer. He has been with Acts since 1988 and previously served as President and Chief Operating Officer and Executive Vice President & Chief Financial Officer. He currently serves as an officer and member of the board of Acts Retirement-Life Communities and affiliate entities. Mr. Grant has been active in various healthcare industry and financial organizations, including currently serving as a member of LeadingAge CEOMO. He is a former surveyor for CARF International and was previously a member of its Financial Advisory Panel. Mr. Grant has a Bachelor's Degree in Accounting from The Pennsylvania State University and a Master's Degree in Finance from LaSalle University.

Karen I. Christiansen serves as President, having most recently served as Executive Vice President & Chief Financial Officer. Ms. Christiansen has been with Acts since 1996. She currently serves as an officer and member of the board of Acts Retirement-Life Communities. She serves on the Board of Deacons and is a member of Council for her church. In addition, Ms. Christiansen previously served on the board of directors for a community not-for-profit organization that provides supportive programs and outreach services to those in need. She is a former member of the LeadingAge Budget and Finance Committee and previously served as a surveyor for CARF-CCAC



and was a member of its Financial Advisory Panel. Ms. Christiansen is a Certified Management Accountant and a member of the Institute of Certified Management Accountants. She was previously nominated for Philadelphia Business Journal's Women of Distinction Award. Ms. Christiansen has a Bachelor's degree in Accounting from Gwynedd-Mercy University, and a Master's degree in Finance from Temple University. In addition, she has completed a leadership program at The Wharton School of the University of Pennsylvania.

Glenn D. Fox, Esquire serves as Executive Vice President and General Counsel. Mr. Fox joined Acts in 2016 after having spent several years as its outside corporate counsel. Prior to joining Acts, Mr. Fox was a partner in a major law firm located in Philadelphia, Pennsylvania. He has more than 35 years of experience representing numerous business and nonprofit organizations, including senior living, long-term care and other health care providers, in corporate, transactional, tax and financial matters. Mr. Fox currently serves on the LeadingAge General Counsel Group, as a board member and Treasurer of Berks Arts, a Pennsylvania nonprofit corporation whose mission is to inspire, engage and unite the community through arts educations, collaborations and presentations, located in Reading, Pennsylvania, previously served on the LeadingAge Legal Committee (two separate terms), on the board of directors of a not-for-profit social service organization and as President of the board of directors of the foundation that supported that organization. Mr. Fox earned a Bachelor of Business Administration degree in Accounting from Temple University, a Juris Doctorate degree from Temple University School of Law, and a Master of Laws degree in Taxation from Villanova University. He is also a Certified Public Accountant.

Jonathan D. Grant serves as Executive Vice President and Chief Operating Officer effective March 1, 2022. He has over 40 years of experience in the retirement and health care environment. After joining the Acts Culinary Department in 1984 as a member of the wait staff, Mr. Grant held various positions within the organization, including Culinary Director, Administrator, Director of Community Information Technologies, Executive Director at St. Andrews Estates and Tryon Estates, Vice President of Operations, Mid-Atlantic Region, and Senior Vice President, Community Operations. Mr. Grant holds Bachelor of Arts and Master of Business Administration degrees from Florida Atlantic University and is a LeadingAge Leadership Fellow. In addition, Mr. Grant works with various industry related associations and boards.

Jefferson D. Kaighn serves as Executive Vice President and Chief Administrative Officer. He has over 30 years of executive management experience in a retirement and healthcare environment. Mr. Kaighn has been with Acts since 1994, having previously served as Administrator of Health Services, Executive Director, Vice President of Operations, Northeast Region, and Senior Vice President, Legislative Affairs & Organizational Development. He is a member of LeadingAge, and the various state affiliates of LeadingAge in which Acts operates. Mr. Kaighn has been a frequent speaker at industry conferences. He is a past member of the LeadingAge PA Board of Directors and Budget & Finance Committee. He has served in the LeadingAge Public Policy Congress and as a member of the LeadingAge MD Public Policy Advisory Council, the LeadingAge NC Public Policy Committee, and the Abington Jefferson

Health Systems Lansdale – Community Advisory Board. Mr. Kaighn holds a Bachelor of Arts degree from Bucknell University and a Master of Business Administration degree from Eastern University.

James H. Petty serves as Executive Vice President and Chief Strategy Officer, previously serving as Senior Vice President, Strategy & Mission Development and Vice President of Operations, Mid-South Region. He has 28 years' experience in the senior living industry. Mr. Petty has a varied background which began at Acts in 1996, and he previously served as the Executive Director at Park Pointe Village in Rock Hill, South Carolina. Licensed as a Nursing Home and Assisted Living Administrator, his background also extends into development and marketing, where he served as the vice president of marketing services for a senior living development firm. Mr. Petty has a Bachelor's degree in Business Administration from Gordon College and a Master of Business Administration degree from Augusta University. Mr. Petty is also a LeadingAge Leadership Fellow.

Susan Ahern serves as Senior Vice President and Chief Financial Officer. Ms. Ahern has been with Acts since 2000, most recently serving as Vice President and Controller. She is a Certified Public Accountant and a Certified Management Accountant. Ms. Ahern is a member of the Pennsylvania Institute of Certified Public Accountants and the Institute of Certified Management Accountants. She is a former member of the CARF/CCAC Financial Advisory Panel and previously served as virtual financial surveyor for the organization. Ms. Ahern earned her bachelor's degree in Accounting from Messiah University, her Master of Business Administration degree from LaSalle University and is a Fellow in the LeadingAge Leadership Academy.

Sean Fletcher serves as Senior Vice President, Real Estate Services. Mr. Fletcher has been with Acts since 2005, most recently serving as Vice President, Property Management and Construction Services. He has a wide range of experience in construction and operations and has held positions as a project manager and estimator for Ernest Bock & Sons, a Philadelphia based general contractor, and spent 13 years in arena, stadium and convention center operations for Philadelphia based Spectacor. Mr. Fletcher also served eight years as Treasurer and Secretary of the Via Verde Master Home Owner's Association in Boca Raton, FL. He earned a Bachelor of Science degree in Sports Management from Temple University and has taken post graduate courses in Construction Management at Drexel University.

Deirdre E. Groenen, Esquire serves as Senior Vice President and Chief Human Resources Officer. Ms. Groenen joined Acts in 2020 and has a unique background of both legal and human resources experience. She practiced law in civil litigation for many years, including employment litigation and counseling. She also has significant experience in HR leadership, compliance, training and development, diversity and inclusion, discrimination and harassment training and prevention, federal and state leave laws, and employee benefits and compensation. Ms. Groenen is a frequent speaker on HR topics, including in the areas of diversity and inclusion and HR compliance, and is a member of the Society of Human Resources Management and Tristate HRMA. Ms. Groenen has a Bachelor's degree in Political Science from

Temple University and a Juris Doctorate from Temple University's Beasley School of Law.

Peter J. Kress serves as Senior Vice President and Chief Innovation Officer, and has been with Acts since 1993. Before joining Acts, Mr. Kress was President of his own software consulting company for over 10 years. He serves as a commissioner for the Center for Aging Services Technologies (CAST), an advisory board member for the CIO Consortium and is a co-founder of the LTPAC Health IT Collaborative. Mr. Kress is actively involved in promoting the use of technology to support well-being for seniors and frequently speaks on a variety of industry topics at regional, national and international conferences. He holds a Bachelor of Arts degree from Covenant College and a Master of Arts degree in Gerontology from the University of Southern California. Mr. Kress has also completed graduate studies in divinity and theology at Westminster Theological Seminary.

Jeremy O. Neely serves as Senior Vice President, Community Operations. Mr. Neely has 25 years of healthcare management and retirement living experience and is a licensed Nursing Home Administrator. He has served Acts in a number of roles since 1999, most recently as Vice President of Operations, Northeast Region. He is a member of the LeadingAge PA board of directors, currently serving as Immediate Past Chair. In 2022, he was named Leader of the Year by LeadingAge PA. This award recognizes an individual who demonstrates excellence in management and governance accountability, is proactive in quality of care to residents, and has played a pivotal role in overall operations leading to organizational success. Mr. Neely is also a Certified Aging Services Professional (CASP) and a LeadingAge Leadership Fellow. He has a Bachelor's degree in Accounting and Economics from Eastern Connecticut State University and a Master of Business Administration degree from Eastern University.

Holly S. Schade serves as Senior Vice President and Chief Clinical Officer. She has been with Acts since 1993, previously serving as Director of Nursing, Nursing Home Administrator, Information Systems medical liaison, and as the Executive Director of Spring House Estates. Ms. Schade is a licensed Nursing Home Administrator and a board-certified registered nurse in gerontology. She holds a Bachelor's degree in Business Administration from Thomas Jefferson University and a Master of Business Administration degree from Eastern University. Ms. Schade is also a Certified Aging Services Professional and a LeadingAge Leadership Fellow.

Lori M. Woodward serves as Senior Vice President and Chief Marketing Officer. Prior to joining Acts in 2012, Ms. Woodward held a series of leadership positions in the senior living industry, including positions with Hamlyn Senior Marketing, Springpoint Senior Living, Sunrise Senior Living and Presbyterian Homes of New Jersey. Ms. Woodward serves as a volunteer with Boys & Girls Club of Philadelphia. She earned a Bachelor's degree in English and Business from Millersville University, and a Master of Business Administration degree in Marketing from LaSalle University.

George R. Bryan serves as Vice President of Operations, Southeast Region. Mr. Bryan joined Acts in 1994 and has previously served in various roles throughout his career with Acts including Nursing Home Administrator, Executive Director, and Campus Executive Director. He has served as a board member of the LeadingAge Florida as well as a member of the CCRC Public Policy and Membership Committees. Mr. Bryan holds a bachelor's degree in Health Service Administration from the University of Central Florida, a Master of Business Administration degree from Florida Atlantic University and is a LeadingAge Leadership Fellow. He is a licensed Nursing Home Administrator in the state of Florida.

Stephen V. Egges serves as Vice President of Operations, Mid-South Region. He has been with Acts since 1989, previously serving as Vice President, Nutrition and Wellness Services and as the Executive Director of Brittany Pointe Estates, Normandy Farms Estates, and Tryon Estates. Mr. Egges serves on the Public Committee with LeadingAge NC. He holds a Bachelor of Science degree from The Pennsylvania State University and a Master's degree from Eastern University. Mr. Egges is also a licensed Nursing Home Administrator.

Christopher J. Hartman, Sr. serves as Vice President, IT Operations. He has been with Acts since 2003, most recently serving as Corporate Director of Technology Services. Mr. Hartman has over 29 years of experience in the information technology industry. He maintains his CASP (Certified Aging Services Professional) Certification through the University of North Texas, and he holds a Master's certificate in Business Leadership and Management from Michigan State University.

Megan Longley serves as Vice President, Sales. Ms. Longley joined Acts in 2015 and has over 25 years' experience in sales and marketing, operations, and new business development in senior living services. At Acts, Ms. Longley provides leadership and guidance for the achievement of company-wide occupancy objectives and the strategic sales effort. She has held a series of senior leadership positions for senior living organizations operating in over 27 states to include adult daycare, CCRC, independent living, assisted living, memory care and home care. A few of her leadership positions have included Senior Vice President of Strategic Operations at Benchmark Senior Living and Director of Sales at Marriott Senior Living. She also holds a Personal Care Administrator license in the Commonwealth of Pennsylvania. She is an active supporter of ARC of Delaware County. Ms. Longley has presented sales and marketing best practices at multiple state and national conferences and has been awarded three National Mature Media promotion awards. Ms. Longley has a Bachelor of Arts degree in Gerontology/Social Work from The Pennsylvania State University and has completed post-graduate studies at Harvard University.

Teresa C. Moore serves as Vice President, Resident Health Services. Ms. Moore has more than 35 years of experience in healthcare and over 25 years of experience in the senior services industry. She has been with Acts since 1996 and most recently served as Corporate Director of Resident Health Services and, prior, as Regional Clinical Director, Nursing Home Administrator, and Director of Home Health. Ms. Moore has served as a CARF/CCAC surveyor and is a member of the American Association of

Post-Acute Care Nursing. She is a registered nurse, a licensed Nursing Home Administrator, and holds a Bachelor's degree in Human Services from Gardner Webb University.

Paul M. Reinbold, MD, CMD serves as Vice President and Chief Medical Director. Dr. Reinbold has provided services as a Medical Director to multiple skilled nursing facilities since 1995. He also previously served as the Corporate Medical Director and Clinical Operations Advisor to the CEO at Integrace, Inc., prior to the affiliation with Acts. Since 2010 he continues as the Medical Director of Bayleigh Chase in Easton, MD. He fulfilled a maximum term as Chief of the Medical Staff for the University of Maryland-Shore Medical Center Easton. Dr. Reinbold is certified as a Medical Director by the Society for Post-Acute and Long-Term Care Medicine and is Board Certified in Internal Medicine by the American Board of Internal Medicine. He holds a Bachelor's degree in Biology from the University of Delaware, a Medical Degree from Hahnemann University School of Medicine and completed his residency in Internal Medicine at Lehigh Valley Hospital.

Brian Rounsavill serves as Vice President of Procurement & Contract Management. He joined Acts in 2021 and previously served as Corporate Director of Procurement and Contract Management. Previously, Mr. Rounsavill served as the Senior Director of Contracting and Procurement for the Children's Hospital of Philadelphia and the Director of Purchasing at Princeton University. Mr. Rounsavill received his Master of Business Administration degree from Lehigh University and his undergraduate degree in Business Management from Moravian College. He holds several industry certifications, as a Certified Professional in Supply Management (CPSM), Certified Purchasing Manager (CPM) and Accredited Purchasing Practitioner (APP). He has been recognized by the National Purchasing Institute with their Achievement of Excellence in Procurement Award, served two terms as President of the New Jersey Higher Education Purchasing Association, was elected Chair of the National Association of Educational Procurement's Ad Hoc Committee on Defining & Calculating Cost Savings, and is the author of several industry articles on cost savings and strategic sourcing strategies.

Peggy C. Valdivia serves as Vice President, Financial Services. Ms. Valdivia joined Acts in 2006, most recently serving as Vice President and Controller. Ms. Valdivia serves on the board of the Supportive Services of the Aging and Disabled United Appeal Fund in Alabama and is a former member of the CARF/CCAC Financial Advisory Panel, previously serving as virtual financial surveyor for the organization. Ms. Valdivia earned her Bachelor's degree in Accounting from Bloomsburg University of Pennsylvania, her Master of Business Administration degree from Eastern University and is a LeadingAge Leadership Fellow.

David Vega serves as the Vice President of Operations Analysis and Compliance. He has been with Acts since 1991 and previously served as the Corporate Director of Compliance. He began his career at Acts in the Accounting Department and for the last 21 years has served the organization in various roles in the Compliance and Internal Audit Departments. Mr. Vega is a Certified Compliance Professional and is Certified in Healthcare Compliance. Mr. Vega has a Bachelor's Degree in Business

Administration from American Intercontinental University, a Certificate in Forensic Accounting from the University of North Carolina at Charlotte, and a Master's Degree in Health Informatics from Walden University.

Terri White serves as Vice President of Operations, Mid-Atlantic Region. She has over 30 years of health care management experience. Ms. White is a licensed Delaware Nursing Home Administrator and is a LeadingAge Leadership Fellow. She remains active in senior living as a member and Board Chair for LeadingAge New Jersey and Delaware. Ms. White also previously served on the Board of Directors for Delaware Health Care Facilities Association. Ms. White earned her Bachelor of Science degree in Organizational Communications from Ohio University and received her Master of Science Management degree in Organizational Leadership from Wilmington University.

Management Staff – George Clemes serves as Bayleigh Chase's Executive Director. Mr. Clemes has been with Acts since 2013 and most recently served as the Executive Director of Manor House, an Acts community located in Seaford, Delaware. He has over 30 years of leadership and management experience, including in several continuing care retirement communities, and is a licensed Nursing Home Administrator. Mr. Clemes received a Bachelor of Arts in Advertising from the University of Maryland, a Master of Arts in Christian Studies from Regent College, and a Master of Business of Administration from Grand Canyon University.

12. **SERVICES PROVIDED OR PROPOSED TO BE PROVIDED UNDER CONTRACTS FOR CONTINUING CARE AT THE FACILITY INCLUDING THE EXTENT TO WHICH MEDICAL CARE IS FURNISHED.**

A summary of the services included and not included in the monthly fee are listed in Exhibit A.

13. **DESCRIPTION OF ALL FEES REQUIRED OF RESIDENT INCLUDING THE ENTRANCE FEE AND PERIODIC CHARGES, IF ANY.**

**Resident Contracts Effective January 14, 2020 and after:**

Bayleigh Chase currently offers three types of agreements for residents, a fully declining life care contract (Type A), a fifty percent (50%) refundable life care contract (Type A), and a "modified" contract (Type B), all of which involve an entrance fee and monthly fees.

Under the terms of the fully declining life care contract (Type A), the entrance fee and monthly fees entitle the resident to lifetime occupancy of a living accommodation in a residential, assisted living or skilled/comprehensive care unit based on need. There is no increase in the monthly fee as a result of the need for a higher level of care. The entrance fee, less an administrative fee (equal to five percent (5%) of the entrance fee), is amortized at a rate of two percent (2%) per month for each month, or fraction thereof, that resident occupies a residential unit and at a rate of four percent (4%) per month for each month, or fraction thereof, that resident occupies a living

accommodation in assisted living or skilled/comprehensive care. After the period of amortization, which shall be at most fifty (50) months, there is no refund of the entrance fee. Refunds are contingent upon the resale of the resident's independent living unit or as otherwise specified in the Resident Contract.

Under the terms of the fifty percent (50%) refundable life care contract (Type A), the entrance fee and monthly fees entitle the resident to lifetime occupancy of a living accommodation in a residential, assisted living or skilled/comprehensive care unit based on need. There is no increase in the monthly fee as a result of the need for a higher level of care. The entrance fee is amortized at a rate of two percent (2%) per month for each month, or fraction thereof, that resident occupies an independent living residence and at a rate of four percent (4%) per month for each month, or fraction thereof, that resident occupies a living accommodation in assisted living or skilled/comprehensive care. After deducting an administrative fee (equal to five percent (5%) of the entrance fee), and once forty-five percent (45%) of the entrance fee has been amortized, amortization of the remaining entrance fee shall cease. Refunds are contingent upon the resale of the resident's independent living unit or as otherwise specified in the Resident Contract.

Under the terms of the "modified" contract (Type B), the entrance fee and monthly fees also entitle the resident to lifetime occupancy of a living accommodation in a residential, assisted living or skilled/comprehensive care unit based on need, but there is a change in the monthly fee as a result of the need for a higher level of care. Once a resident is relocated either on a temporary basis for more than two months or on a permanent basis to either assisted living or skilled/comprehensive care, the monthly fee changes to the stated assisted living or skilled/comprehensive health care center rate. The entrance fee, less an administrative fee (equal to five percent (5%) of the entrance fee), is amortized at a rate of two percent (2%) per month for each month, or fraction thereof, that resident occupies a residential unit and at a rate of four percent (4%) per month for each month, or fraction thereof, that resident occupies a living accommodation in assisted living or skilled/comprehensive care. After the period of amortization, which shall be at most fifty (50) months, there is no refund of the entrance fee. Refunds are contingent upon the resale of the resident's independent living unit or as otherwise specified in the Resident Contract.

**CARFFULLY READ THE CONTINUING CARE AGREEMENT FOR THE CONDITIONS THAT MUST BE SATISFIED BEFORE ACTS MD IS REQUIRED TO PAY THE ENTRANCE FEE REFUND.**

Exhibit B, attached, lists the entrance and monthly fees for the current contract offerings at Bayleigh Chase. Entrance fees are subject to change without notice, and monthly fees are subject to change with sixty (60) days prior written notice (in accordance with the terms of the resident contract).

**Resident Contracts Effective Prior to January 14, 2020:**

Bayleigh Chase previously offered three types of entrance fees for cottage and villa residents under a Type B agreement – one that amortized over a period of fifty (50)

months at the rate of 2% per month (or fraction of a month), one that was 50% refundable, and one that was 90% refundable. Bayleigh Chase offered one type of entrance fee for apartment residents under a Type B agreement – a six (6) month amortizing entrance fee. The amount of the entrance fee varied with (i) whether there were one or two persons to receive benefits under the residence and care agreement, (ii) whether an amortizing or refundable entrance fee was chosen, and (iii) the size of the unit. The amount of the monthly fee varied with (i) whether there were one or two persons receiving benefits under the residence and care agreement, and (ii) the size of the unit. The portion of the entrance fee to be refunded after the occupancy date, if any, was not held in trust or escrow for the benefit of the resident after the occupancy date.

Under the terms of the Type B Agreement that was in effect prior to January 14, 2020, when a resident occupies a living accommodation in the assisted living facility or Health Care Center, the monthly charge shall be calculated and stated on a daily basis but shall be payable monthly, and shall reflect the costs of receiving those levels of care. The daily rate in the assisted living facility may vary depending on the level of care which a resident receives.

The residence and care agreement provides for resident access to the continuum of care available on the Bayleigh Chase campus.

In addition to health care services and meals, Bayleigh Chase makes available to the residents various other services on a fee-for-service basis. Those other services, together with the current prices therefore, are set forth in the Bayleigh Chase fee schedule provided to residents annually. Historically, changes in the fees for these other services have been made only once a year, effective January 1.

For individuals not interested in a continuing care agreement, and who qualify for assisted living, the daily rates in the assisted living facility are applicable. Residents entering into a resident agreement for assisted living will also be charged a one-time community fee. This fee covers the maintenance of the assisted living facility, its common areas and grounds. The community fee is non-refundable after ninety (90) days after the occupancy date, but will be refunded on a pro-rated basis from the occupancy date to the date of termination of such agreement if it is terminated within the first ninety (90) days of the occupancy date.

For individuals not interested in a continuing care agreement, and who qualify for nursing home care, the daily rates in Marvel Hall are applicable.

The comprehensive care facility is dual certified for Medicare and Medicaid.



**14. HISTORY OF FEES.**

The amount of the changes in all fees for each of the previous five (5) years is as follows:

	<u>2024</u>	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>
<u>Monthly Fees:</u>					
Independent Living	4.65%	7.50%	4.50%	3.75%	3.00%
Assisted Living	4.65%	7.50%	4.50%	4.00%	2.00%
Comprehensive Care	4.65%	7.50%	4.50%	4.00%	2.00%
<u>Entrance Fees:</u>					
Independent Living	4.75%	5.00%	2.50%	3.00%	3.00%
Assisted Living	4.75%	5.00%	5.00%	0.00%	0.00%
Comprehensive Care	4.75%	5.00%	5.00%	0.00%	0.00%

**15. OPERATING RESERVE REQUIREMENT.**

Acts MD maintains reserves that have been designated by the Board of Directors for specific purposes. These reserves are the property of the corporation and are used at the discretion of the Board of Directors. The corporation employs an investment advisor who selects and monitors various managers guided by an investment policy. The investment policy is reviewed at a minimum on an annual basis by management and the investment advisor.

The operating reserve requirement for the fiscal year ending December 31, 2023 was \$19,232,000 based on the following calculation using audited financial statements for the fiscal year ending December 31, 2023.

Operating Expenses	\$85,445,000
Less: Depreciation & Amortization	8,470,000
Less: Deferred financing costs amortized through interest expense	<u>49,000</u>
Total	\$76,926,000
25.0% of Total (requirement)	\$19,232,000

As of December 31, 2023, the operating reserve requirement is fully funded, with total combined cash and cash equivalents and investments without donor restrictions of \$19,825,000.

**16. LONG-TERM FINANCING.**

The Series 2020A Bonds are tax-exempt fixed rate bonds with a coupon rate of 5.00% and principal maturing in varying amounts from 2028 to 2049.

The Series 2020B Bonds are taxable fixed rate bonds with a coupon rate of 3.30% and principal maturing in varying amounts from 2022 to 2027.

**17. RENEWAL AND REPLACEMENT FUND.**

Acts MD is committed to allocating resources to address building and equipment repair and replacement as well as new facility improvements at Bayleigh Chase. A percentage of annual entry fees have been allocated towards the capital budget. Acts MD also has access to a working capital line of credit provided by Acts to assist in funding certain repair/maintenance and capital projects.

**18. ANTICIPATED EXPANSION OR DEVELOPMENT.**

A new porte-cochère, renovated entrance vestibule and main lobby area was completed in 2023. Design and construction of a marketplace and gift shop is expected to commence in 2024. The dining patio project is also planned for 2024. The main kitchen renovation project has started construction and is expected to be completed by the end of the year. Finish improvements, including flooring, paint, artwork, and furniture for OakBridge Terrace assisted living residence were completed in 2023. There are no immediate plans for new independent living units.

**19. CERTIFIED FINANCIAL STATEMENTS OF THE PROVIDER.**

Attached hereto as Exhibit C are certified financial statements for Acts MD as of December 31, 2023.

**20. CASH FLOW FORECAST.**

Attached hereto as Exhibit D is a cash flow forecast for the current and next two fiscal years for Acts MD.

**21. ANNUAL MEETING.**

Acts MD will satisfy the requirements of Human Services Article (“HSA”) §10-426 for the annual meeting with residents of Bayleigh Chase as required by HSA §10-425(a)(7).

**22. ROLE OF RESIDENT ASSOCIATION.**

The role of Bayleigh Chase’s Residents Association is to; a) promote and further the common interests of the residents in creating a healthful, enjoyable, and useful community life, b) communicate and cooperate with the executive director and staff of Bayleigh Chase and c) to elect a resident council to act on behalf of the association.

**23. DESCRIPTION OF INTERNAL GRIEVANCE PROCEDURE.**

Bayleigh Chase has established an internal grievance procedure to address resident grievances. A Resident or a group of residents collectively may submit a grievance in writing to the executive director, Bayleigh Chase, 501 Dutchman's Lane, Easton, Maryland 21601. Bayleigh Chase will send a written acknowledgement to the Resident or group of residents within five (5) days after receipt of the written grievance. Bayleigh Chase will assign personnel to investigate the grievance. A Resident or group of residents who file a written grievance are entitled to a meeting with management of Bayleigh Chase within thirty (30) days after receipt of the written grievance, in order to present the grievance. Bayleigh Chase will provide a response in writing within forty-five (45) days after receipt of the written grievance as to the investigation and resolution of the grievance.

Within thirty (30) days after Bayleigh Chase provides its response to the grievance, a Resident, group of residents, or Bayleigh Chase may seek mediation through one of the community mediation centers in the State or another mediation provider. If a Resident, group of residents, or Bayleigh Chase seeks mediation under the preceding sentence, the mediation shall be nonbinding.

**24. AMENDMENT OF DISCLOSURE STATEMENT.**

Acts MD will amend this disclosure statement if at any time, in the opinion of Acts MD or the Maryland Department of Aging, an amendment is necessary to prevent the disclosure statement from containing any material misstatement of fact or omission of a material fact.



## EXHIBIT A

### Summary of Services Included and Not Included in Monthly Fee

Bayleigh Chase provides a complete continuum of living and health care accommodations ranging from independent living and assisted living to comprehensive nursing care. Bayleigh Chase provides meal services, housekeeping, two-way emergency audio call systems, transportation, maintenance, security, physical therapy, social services, occupational therapy, speech therapy and a large activities program. The services provided are designed to meet the needs of the residents of the community.

The facilities and the services of the on-site assisted living facility and the Health Care Center will be available to any resident when desirable or necessary and when authorized by the resident's physician and approved by the Medical Director and/or admissions committee. Upon admission to the assisted living facility or the Health Care Center (known as Marvel Hall), the resident will be provided with semi-private quarters in the Health Care Center or private quarters (at no additional expense) in the assisted living facility.

The costs of all prescribed drugs, medicines, vitamins and appliances, including and without limiting the generality thereof, dental work, eye glasses, contact lens, hearing aids and orthopedic and other appliances, shall be borne by the resident.

After a prospective resident has established qualification for entry, he or she enters into the Resident Contract pursuant to which, in consideration of the payment of the entrance fee and the monthly fee, and subject to meeting Bayleigh Chase's occupancy requirements, Bayleigh Chase agrees to provide lifetime living accommodations in an accommodation designated for the resident, assisted living services, comprehensive nursing care and the other services discussed below. The residents' rights under the Resident Contract are not proprietary and do not include any right, title or interest in the real or personal property of Bayleigh Chase, nor does any resident have the right to transfer, convey, assign or devise his or her rights under the Resident Contract. The residents' rights are primarily for services, with a contractual right to occupancy.

### Common Facilities

Residents, at no additional cost beyond the entrance fee and monthly fee, may use, in common with others, the living rooms, lounges, laundry areas, patios, dining room, auditorium, bank, computer room, library, exercise area and restrooms of the community. Common facilities for which an additional charge will be made for services include the gift shop and the salon.

### Residential Living Units

Covered services included in the monthly fee for residential living units are:

- One meal per day (or tray service for one meal per day if approved by the Medical Director or his/her designee);
- Emergency communication system;

- Annual housekeeping;
- Laundering of residents' flat linens as provided by resident;
- Security and maintenance of building, common area grounds (including lawns), and equipment;
- Heat, air conditioning, electricity, sewage and water;
- Insurance on building, grounds and equipment;
- Insurance on the residential living unit and all items in the unit owned by Bayleigh Chase;
- Real estate taxes;
- Maintenance, repairs and/or replacement of furnished appliances;
- Scheduled transportation service;
- Complimentary trash and snow removal; and
- Residences wired for telephone and cable TV service.

### Assisted Living Units

Covered services included in the monthly fee for assisted living units are:

- Assisted living unit;
- One well balanced meal per day (or Tray Service for one meal per day if approved by the Medical Director or his/her designee) and additional snacks each day;
- Special diets as ordered by a physician;
- Emergency communication system;
- Personal care services (consistent with Resident's needs and service plan), including:
  - Assistance with and/or supervision of activities of daily living, including: eating, personal hygiene, mobility, toileting and dressing;
  - Facilitating access to appropriate health care and social services, including: rehabilitative services, skilled nursing services, physician services, oral health care, dietary consultation and services, counseling, psychiatric services and other specialty health and social work services (the costs of use of these services, however, are borne by the Resident – see "Ancillary Services" below);
  - Provision and/or facilitating access to social and recreational services;
  - Facilitating access to spiritual and religious activities consistent with Resident's background and preferences;
- Initial assessment and periodic reassessment of Resident's ability to self-administer medications;
- Assistance with and/or administration of medications (consistent with Resident's needs and service plan);
- Wellness Program featuring Keiser-based equipment;
- Weekly housekeeping and laundering as needed of linens and towels;
- Basic cable television outlets;
- Scheduled shuttle service;
- Use of all public rooms and common areas of the community; and
- All other utilities (water, sewerage, heat, electricity, air conditioning).

## Comprehensive Care Unit

Covered Services included in the monthly fee for comprehensive care are:

- Semi-private or private room;
- Social Services;
- One well-balanced meal per day (or Tray Service for one meal per day if approved by the Medical Director or his/her designee);
- Special diets as ordered by a physician;
- Emergency communication system;
- Daily housekeeping services, linens and housekeeping supplies;
- Nursing Care, including:
  - The administration of prescribed medication, provision of treatments and diet;
  - The provision of care to prevent skin breakdown, bedsores and deformities;
  - The provision of care to keep the resident comfortable, clean and well-groomed;
  - The provision of care to protect the resident from accident, injury and infection;
  - The provision of care necessary to encourage, assist and train the resident in self-care and group activities;
- All other utilities (water, sewerage, heat, electricity, air conditioning);
- Use of all public rooms and common areas; and
- Resident Rooms wired for telephone and cable TV service.

## Ancillary Services

Services not listed above are not included as part of the services received under the monthly fee. Ancillary services are optional services available to the resident at an additional charge. Examples of ancillary services are given below, but other services not listed may be available at an additional charge if resident requests such services. Any other services are the responsibility of the residents to procure.

Examples of ancillary services in residential living include:

- Any tray service to residents other than those specified as a covered service;
- Meals for residents living in a residential living unit in addition to the meal specified as a covered service;
- Guest meals;
- Catering services for private entertaining;
- Services of a private physician;
- Refractions;
- Medications;
- Eyeglasses;
- Contact lenses;
- Hearing aids;

- Dentistry;
- Dental surgery;
- Dentures;
- Inlays;
- Orthopedic appliances;
- Personal transportation devices;
- Companion care;
- Podiatric services;
- Therapy for psychiatric disorders; and
- Personal transportation services.

Examples of ancillary services in assisted living include:

- Respiratory therapy;
- Radiology;
- Laboratory Services;
- Prescriptions and over-the-counter drugs;
- Physical, occupational and speech therapy;
- Beauty and barber services;
- Guest meals;
- Special luncheons, buffets, brunches;
- Individual transportation Services; and
- Personal Laundry.

Examples of ancillary services in comprehensive care include:

- Beauty and barber;
- Commode chair and trapeze rental;
- Wheelchair/GeriChair, walker rental;
- IV therapy;
- Personal laundry;
- Laboratory;
- Pharmacy;
- Radiology;
- Daily Isolation; and
- Personal alarms/protection devices.

In addition to the entrance fee established for the type of living accommodations, Bayleigh Chase reserves the right to make additional charges to certain residents at the time of execution of the residence and care agreement for special conditions of such residents at the time of entry. However, currently, Bayleigh Chase does not impose any such additional charge on a routine basis.

The Resident Contract provides that a resident is to receive one meal per day in exchange for the monthly fee. Additional meals will be available on a fee-for-service basis. Resident



will receive three meals per day in assisted living and skilled/comprehensive care and will be separately charged, and responsible to pay, for the additional two meals.

### **Assisted Living at Bayleigh Chase**

As part of its continuum of care, Bayleigh Chase offers a program of assisted living. Bayleigh Chase is licensed to provide three levels of care in the assisted living program. Services provided in the Bayleigh Chase assisted living program are provided in accordance with the terms of the Resident Contract. Maryland law requires certain additional information to be set forth regarding a continuing care retirement community's assisted living program, as set forth below.

#### Special Programming

Bayleigh Chase provides significant training to its staff in order to provide the highest quality of care. Bayleigh Chase does offer on-site special programming for assisted living residents with cognitive impairment or with particular needs or conditions. A dementia unit, known as Gardenia Terrace, opened at the assisted living facility of Bayleigh Chase, formerly known as the Gardens of William Hill Manor, in January 2010.

#### Security

Residents and their property are kept secure through a variety of ways. The assisted living unit is monitored by security guards during evening and early morning hours. A security system with prox card access was installed in 2009 on all exterior doors.

Doors to resident rooms may be locked and the residents given a door key should this be requested. A master key is kept by the charge nurse so there is always access to a locked room. Every resident is provided a storage box that can be locked.

As provided in the residence and care agreement, Bayleigh Chase has the right to enter residents' assisted living accommodations to carry out the intent of that agreement, including performance of housekeeping duties, response to the emergency call system, response to fire alert system, entry in the event that a resident is reported missing or not having responded to a call, and maintenance procedures. Bayleigh Chase recognizes each resident's right to privacy and therefore limits its entry to living accommodations to legitimate emergencies and, on notice, for routine housekeeping and maintenance services.

#### Health Status Monitoring

As a full service continuing care retirement community, Bayleigh Chase is responsible for: arranging for or overseeing medical care; monitoring the health status of residents; arranging for or providing desired medical equipment and supplies; and ascertaining the cost of and purchasing durable medical equipment on behalf of residents.

The costs of all prescribed drugs, medicines, vitamins and medical equipment, supplies and appliances, including and without limiting the generality thereof, dental work, eye glasses,

contact lens, hearing aids and orthopedic and other appliances, shall be borne by the resident.

#### Grievance/Complaint Procedure

Bayleigh Chase has established an internal grievance procedure to address resident grievances. A Resident or a group of residents collectively may submit a grievance in writing to the executive director, Bayleigh Chase, 501 Dutchman's Lane, Easton, Maryland 21601. Bayleigh Chase will send a written acknowledgement to the Resident or group of residents within five (5) days after receipt of the written grievance. Bayleigh Chase will assign personnel to investigate the grievance. A Resident or group of residents who file a written grievance are entitled to a meeting with management of Bayleigh Chase within thirty (30) days after receipt of the written grievance, in order to present the grievance. Bayleigh Chase will provide a response in writing within forty-five (45) days after receipt of the written grievance as to the investigation and resolution of the grievance.

Within thirty (30) days after Bayleigh Chase provides its response to the grievance, a Resident, group of residents, or Bayleigh Chase may seek mediation through one of the community mediation centers in the State or another mediation provider. If a Resident, group of residents, or Bayleigh Chase seeks mediation under the preceding sentence, the mediation shall be nonbinding.

## **EXHIBIT B**

### **CURRENT FEES**

The following pages comprise the current entrance fees and monthly fees for the contract offerings at Bayleigh Chase. There are three different price plans from which residents may choose when selecting the fully declining life care contract (Type A), the Acts Life Care Premier Plan, the Acts Life Care Asset Preservation Plan, and the Acts Life Care Income Preservation Plan. There is one price plan associated with the fifty percent (50%) refundable life care contract (Type A), the Acts Life Care 50 Plan, and one price plan associated with the “modified” contract (Type B), the Acts Balanced Plan.

Note that the entrance fees are subject to change without notice, and monthly fees are subject to change with sixty (60) days prior written notice (in accordance with the terms of the Resident Contract). Carefully read the Resident Contract for the conditions that must be satisfied before Bayleigh Chase is required to pay an entrance fee refund.



## **EXHIBIT C**

### **AUDITED FINANCIAL STATEMENTS**

The following pages comprise the 2023 Audited Financial Statements for Integrace, Inc. d/b/a ACTS Retirement-Life Communities of Maryland.



**EXHIBIT D**

**CASH FLOW FORECAST**

