MINUTES OF THE
ASBURY ATLANTIC, INC.
MEETING OF THE BOARD OF DIRECTORS

August 8, 2019

Asbury Atlantic, Inc. is a not-for-profit, tax-exempt corporation. Our charitable purpose is to create services for older adults that enhance the value of the entire span of life. The Asbury organization provides housing, healthcare, and other services to residents of its continuing care retirement communities, with a sense of financial security through our benevolent care program. Our charitable purpose and faith-based heritage guide our decisions and direction as we serve our residents and future generations of seniors. Asbury also reaches out to individuals and other organizations serving older adults in the communities in which its communities exist.

MEETING ATTENDEES

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<tr>
<th>Board of Directors</th>
<th>Louis Grammes</th>
<th>Carolyn Stamatakis</th>
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<tr>
<td>Robert Boyd, Chair</td>
<td>Thomas Holets</td>
<td>Timothy Trissler</td>
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<td>Dr. Robert Burke</td>
<td>Doug Leidig, CEO</td>
<td>Nellie Ward Cole**</td>
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<td>Annice Cody</td>
<td>David Lingrell</td>
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<td>Jeffrey Ernico</td>
<td>Larry Parks</td>
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<th>Staff</th>
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<td>Andrew Jeanneret, CFO</td>
<td>Salome Nengean, Staff Counsel</td>
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*Joined as indicated **Joined via conference call

ITEM: CALL TO ORDER/CONSENT RESOLUTION

The meeting of the Board of Directors of Asbury Atlantic, Inc. was called to order by the Chair at approximately 8:15 a.m.; Mr. Grammes offered a prayer.

The Chair referred to the Consent Resolution contained in the Board Packet for the August 8, 2019 Asbury Atlantic, Inc. Board of Directors meeting (“Board Packet”):

Action: The following motion was duly seconded and unanimously approved.

IT IS HEREBY RESOLVED that the following be, and they are hereby, adopted, ratified, and/or approved as applicable:

1. Approval of Minutes. That the minutes of the May 23, 2019 Board of Directors meeting be, and they are hereby approved as they appear in the Board Packet, on Board Effect, for the August 8, 2019, Board of Directors Meeting (“Board Packet”).
2. **Set Agenda.** The agenda for the August 8, 2019 Board of Directors meeting, as it appears in the Board Packet for the August 8, 2019 Board of Directors meeting.

**Andrew Jeanneret Joined the Meeting**

**ITEM: FINANCIAL UPDATE**

The Chair noted that the next item on the agenda will be the financial update and asked Mr. Jeanneret to provide the Board with the second quarter financial report. Mr. Jeanneret noted that his presentation would provide a high-level view of the Asbury Atlantic (“Atlantic”) communities; however, a detailed report is provided in the meeting materials. He began by noting the following: the four (4) CCRCs are performing well, particularly Springhill (“SH”) and Asbury Solomons (“AS”). He noted that Bethany Village (“BV”) had a difficult first quarter but did better during the second quarter. Asbury Methodist Village (“AMV”) is exceeding its budget. He stated that the Independent Living is not performing as well as it could, but the marketing team is implementing measures to improve performance. Mr. Jeanneret also noted that the AMV’s former executive director transitioned out of the organization and Ms. Debbie Hedges, the community’s associate executive director, is serving as an interim executive director.

Following his presentation, the Board engaged in a wide-ranging discussion including why revenues are down at AMV. Mr. Jeanneret mentioned that several factors are at play: the renovation in the heritage building has resulted in some units being unavailable for occupancy; one of the community’s marketing team member was on FMLA; the former executive director’s transition and new competition in the area. The Board also inquired about Asbury’s plan to address the new competition. Mr. Jeanneret noted that there is on-going master planning intended to reposition AMV to address those issues in the next five (5) to ten (10) years. AMV had also implemented a $15 hour minimum wage.

At the conclusion of the discussion, the Chair then referred to the Maryland and Pennsylvania resolution included in the Board meeting materials. He asked if there were questions about the resolution. Mr. Jeanneret noted that at the last Asbury Communities’ meeting, the Board approved the refinancing of the Maryland and Pennsylvania bond series; the Pennsylvania is about $64 million and the Maryland total $15 million with an additional $5 million to be pulled out of the Maryland series to assist with the repositioning and AMV master planning. The Chair then asked for a motion for approval of the resolution.

**Action:** A motion was made to approve the Maryland and Pennsylvania bond series refinancing resolution, hereto attached; duly seconded and unanimously approved.

**Andrew Jeanneret departed the meeting**
ITEM: GENERAL UPDATES

The Chair asked Mr. Leidig to provide an update for the Board. Mr. Leidig referred to the detailed CEO report contained in the Board meeting materials which provides an update on all four (4) Atlantic CCRCs but highlighted the technology and how it is being leveraged to meet the system’s strategic goals, namely, provider of choice. Mr. Leidig mentioned that currently, AIT, in partnership with Connexis and Messiah College for data analytics, are piloting a program aimed as predicting and preventing falls. The goal is to collect data which would eventually lead to proof of concept that can be taken to market and monetize the data. The pilot is being conducted at Bethany Village; now that there is data to accompany the concept, insurance companies are starting to notice and pay attention to the approach.

Following his presentation, the Board engaged in a wide-ranging discussion including that Asbury needs to ensure that any data or concept which results from any pilots be clearly branded to be sure it identifies Asbury as its originator/creator.

ITEM: NEXT MEETING & ADJOURNMENT

The Chair noted that the next meeting will be held on November 7, 2019 at 8:15 a.m. The Chair asked if there was any further business, there being none, the meeting was adjourned at approximately 8:52 a.m.

Robert Burke, Secretary