



*Report of Independent Auditors and  
Combined Financial Statements*

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority**

*June 30, 2019 and 2018*

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## **Management's Discussion and Analysis**

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# **Alameda Alliance for Health and Alameda Alliance Joint Powers Authority Management’s Discussion and Analysis As of and for the Years Ended June 30, 2019, 2018, and 2017**

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## **INTRODUCTION**

In accordance with the Governmental Accounting Standards Board (“GASB”) Codification Section 2200, *Comprehensive Annual Financial Report*, Alameda Alliance for Health and Alameda Alliance Joint Powers Authority (collectively the “Alliance”) presents comparative financial highlights as of and for the fiscal years ended June 30, 2019, 2018, and 2017. This discussion and analysis should be read in conjunction with the combined financial statements in this report.

Alameda Alliance for Health is a licensed health maintenance organization that operates in Alameda County (the “County”). The County’s Board of Supervisors established Alameda Alliance for Health in March 1994 in accordance with the State of California Welfare and Institutions Code (the “Code”) Section 14087.54. This legislation provides that the Alliance is a public entity, separate and apart from the County and is not considered an agency, division, or department of the County. Alameda Alliance for Health is not governed by, nor is it subject to, the Charter of the County and is not subject to the County’s policies or operational rules. Alameda Alliance for Health received its Knox-Keene license in September 1995 and commenced operations in January 1996.

Alameda Alliance for Health operates the Alameda Alliance Joint Powers Authority (the “JPA”), a licensed health maintenance organization that operates in the County. The County’s Board of Supervisors established the JPA in October 2005 in accordance with Section 14087.54. This legislation provides that the JPA is also a public entity, separate and apart from the County, and is not an agency, division, or department of the County. The JPA is not governed by, nor is it subject to, the Charter of the County and is not subject to the County’s policies or operational rules. The JPA received its Knox-Keene license and commenced operations in December 2005. Alameda Alliance for Health and the JPA have a mutual guarantee agreement, ensuring mutual solvency for the two organizations.

The mission and purpose of the Alliance is to improve the quality of life of our members and people throughout our diverse community by collaborating with our provider partners in delivering high quality, accessible, and affordable health care services. As participants of the safety-net system, we recognize and seek to collaboratively address social determinants of health as we proudly serve Alameda County. No individual or entity has any ownership interest in the Alliance and all accumulated net position is available to invest in programs consistent with its mission.

Alameda Alliance for Health contracts with the California Department of Health Care Services (“CDHCS”) to receive funding to provide health care services to the Medi-Cal eligible County residents who are enrolled as members of the Alliance (“CDHCS Contract”). The CDHCS Contract specifies capitation rates which may be adjusted annually. CDHCS revenue is paid monthly and is based upon contracted rates and actual Medi-Cal enrollment. Alameda Alliance for Health, in turn, has contracted with hospitals and physicians whereby capitation payments (agreed-upon monthly payments per member) and fee-for-service payments are made in return for contracted health care services for its members. Provider contracts are typically evergreen and contain annual rate change provisions, termination clauses, and risk-sharing provisions.

The JPA contracts with the Public Authority of Alameda County to provide health coverage to In-Home Supportive Service home care workers in the County via the Group Care program. The current contract is automatically renewed on an annual basis, absent adequate written notice to terminate by either party. No written notice of termination was provided by either party during the years ended June 30, 2019, 2018, and 2017.

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In September 2009, CDHCS implemented Assembly Bill No. 1422 ("AB 1422") or Managed Care Organization ("MCO") premium tax. This program imposes an assessment on Alameda Alliance for Health's capitation and premium revenue. The proceeds from the tax are appropriated from the Children's Health and Human Services Special Fund to the State Department of Health Care Services for specified purposes. This provision was effective retroactively to January 1, 2009, and continued through June 30, 2013. The provisions of AB 1422 were continued, a higher tax rate implemented, and a sales tax replaced the premium tax, via Senate Bill ("SB") 78, beginning July 1, 2013 through June 30, 2016. On March 1, 2016, SB X2-2 established a new MCO provider tax, to be administered by CDHCS, effective July 1, 2016 through July 1, 2019. The tax would be assessed by CDHCS on licensed health care service plans, managed care plans contracted with CDHCS to provide Medi-Cal services, and alternate health care service plans ("AHCSP"), as defined, except as excluded by the bill. This bill would establish applicable taxing tiers and per enrollee amounts for the 2016–2017, 2017–2018, and 2018–2019 fiscal years for Medi-Cal enrollees, AHCSP enrollees, and all other enrollees, as defined.

Commencing in June 2010, CDHCS implemented a supplemental revenue or intra-governmental transfer program. This program assesses fees on the revenue of participating providers. CDHCS uses these assessments to obtain matching federal funds, which are returned to participating Alliance providers through the Alliance's administration. Alameda Alliance for Health received supplemental medical revenue of \$61,511,930, \$235,098,432, and \$106,630,149 for the years ended June 30, 2019, 2018, and 2017, respectively, representing the assessment and matching funds, net of MCO premium tax of \$0, \$4,264,462, and \$3,159,277 for the years ended June 30, 2019, 2018, and 2017, respectively. Related liabilities are recorded under payable to other governmental agencies and hospital fee payable in the combined statements of net position as of June 30, 2019, 2018, and 2017.

On September 8, 2010, the California State Legislature ratified Assembly Bill No. 1653, which established a Hospital Quality Assurance Fee ("HQAF") program allowing additional draw down of federal funding to be used for increased payments to general acute care hospitals for inpatient services rendered to Medi-Cal beneficiaries. Pursuant to Section 14167.6 (a), CDHCS shall increase capitation payments to Medi-Cal managed health care plans retroactive for the months of April 2009 through December 2010. Additionally, Medi-Cal managed care plans are required to adhere to the following regarding the distribution of the increased capitation rates with HQAF funding: Section 14167.6 (h)(1), "Each managed health care plan shall expend 100 percent of any increased capitation payments it receives under this section, on hospital services;" and, Section 14167.10 (a), "Each managed health care plan receiving increased capitation payments under Section 14167.6 shall expend increased capitation payments on hospital services within 30 days of receiving the increased capitation payments." These payments were received and distributed in the manner as prescribed as a pass through to revenue. The payments did have an effect on the overall AB 1422 gross premium tax paid. In April of 2011, California approved SB 90, which extended the HQAF through June 30, 2012. SB 335, signed into law in September of 2011, extended the HQAF portion of SB 90 for an additional 30 months through December 31, 2013. SB 239, signed into law in October of 2013, extended the HQAF portion of SB 90 for an additional 36 months through December 31, 2016. In November of 2016, California approved Proposition 52, which made SB 239 permanent and also created HQAF V. The program period for HQAF V is from January 1, 2017 through June 30, 2019. Alameda Alliance for Health received HQAF payments of \$107,069,449, \$152,321,491, and \$102,664,535 for the years ended June 30, 2019, 2018, and 2017, respectively, net of MCO premium tax of \$0, \$4,266,952, and \$4,208,112 for the years ended June 30, 2019, 2018, and 2017, respectively.

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Beginning with the July 1, 2017, rating period, the CDHCS has implement managed care Directed Payments: 1) Private Hospital Directed Payment ("PHDP"), 2) Designated Public Hospital Enhanced Payment Program ("EPP-FFS" and "EPP-CAP"), 3) Designated Public Hospital Quality Incentive Pool ("QIP"). (1) For DHDP, the Department will direct Managed Care Plans ("MCP") to reimburse private hospitals as defined in WIC 14169.51, based on actual utilization of contracted services. The enhanced payment is contingent upon hospitals providing adequate access to service, including primary, specialty, and inpatient (both tertiary and quaternary) care. The total funding available for the enhanced contracted payments are limited to a predetermined amount (pool). (2) For EPP-FFS and EPP-Capitated Pools, the Department has directed MCPs to reimburse California's 21 Designated Public Hospitals for network contracted services delivered by DPH systems, enhanced by either a uniform percentage or dollar increment based on actual utilization of network contracted services. (3) For QIP, the Department has directed the MCPs to make QIP payments tied to performance on designated performance metrics in four strategic categories: primary care, specialty care, inpatient care, and resource utilization. The payments are linked to the delivery of services under the MCP contracts and increase the amount of funding tied to quality outcomes. To receive QIP payments the DPH and UC systems must achieve specified improvement targets, which grow more difficult through year-over-year improvement or sustained high performance requirements. The total funding available for the QIP payments will be limited to a predetermined amount (pool).

**Using This Annual Report** – The Alliance's combined financial statements consist of three statements – statements of net position; statements of revenues, expenses, and changes in net position; and statements of cash flows. These combined financial statements and related notes provide information about the activities of the Alliance, including resources held by the Alliance but restricted or designated for specific purposes. The combined financial statements include Alameda Alliance for Health and the JPA as they are under common management and control.

**The Statements of Net Position and Statements of Revenues, Expenses, and Changes in Net Position** – The statements of net position and statements of revenues, expenses, and changes in net position report information about the Alliance's resources and activities during the period. These statements include all restricted and unrestricted assets and all liabilities using the accrual basis of accounting. All revenue and expenses are included, regardless of when cash is received or paid.

These two combined financial statements report the Alliance's net position and changes in net position. Over time, increases and decreases in the Alliance's net position are indicators of whether its financial health is improving or deteriorating. Other nonfinancial factors should also be considered, such as changes in the Alliance's membership, measurements for the quality of service provided to members, and local economic factors, to assess the overall health of the Alliance.

**The Statements of Cash Flows** – The final required statements are the statements of cash flows. These statements present cash receipts, cash payments, and net changes in cash resulting from operations, investing, noncapital financing, and capital and related financing activities.

## **Overview of the Combined Financial Statements and Financial Analysis**

On June 30, 2019, the Alliance had assets and deferred outflows of resources of \$463,145,644 and liabilities and deferred inflows of resources of \$282,398,392. The resulting net position, which represents the Alliance's assets after the liabilities are deducted, decreased by \$9,412,455 to \$180,747,252 at June 30, 2019, compared to \$190,159,707 at June 30, 2018. The change in net position is due to the net loss recorded during the 2019 fiscal year.

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On June 30, 2018, the Alliance had assets and deferred outflows of resources of \$542,791,028 and liabilities and deferred inflows of resources of \$352,631,321. The resulting net position, which represents the Alliance's assets after the liabilities are deducted, decreased by \$1,387,940 to \$190,159,707 at June 30, 2018, compared to \$191,547,647 at June 30, 2017. The change in net position is due to the net income recorded during the 2018 fiscal year.

**ASSETS**

***Cash and Cash Equivalents***

Cash and cash equivalents decreased by \$286,712,783 from \$318,653,683 at June 30, 2018 to \$31,940,900 at June 30, 2019. The decrease is due to cash used in operating activities of \$170,660,576, cash used in capital and related financing activities of \$950,412, and cash used in investing activities of \$115,101,795. Much of the decrease in cash reflects repayment to CDHCS of MCE MLR, increased medical expenses, and enhanced investing activities.

Cash and cash equivalents decreased by \$304,224,080 from \$622,877,763 at June 30, 2017 to \$318,653,683 at June 30, 2018. The decrease is due to cash used in operating activities of \$208,058,929, cash used in capital and related financing activities of \$1,862,021, and cash used in investing activities of \$94,303,130. Much of the decrease in cash reflects CDHCS recoupment of Optional Expansion program overpayments.

Changes in cash balances are due largely to the timing of collection of year end receivables. All financial assets are invested in highly-liquid, short-term instruments held in two large money market funds and a managed investment account. Alliance management believes it has adequate liquidity to meet its operating and cash flow needs for the foreseeable future.

***Investments***

Investments consist of money market funds, commercial paper, U.S. government agency bonds, corporate bonds, and certificate of deposits. Investments increased by \$122,627,996 from \$100,273,398 at June 30, 2018 to \$222,901,394 at June 30, 2019. The increase reflects purchases of investments and unrealized gains. Investments increased by \$100,273,398 from \$0 at June 30, 2017 to \$100,273,398 at June 30, 2018. The increase reflects purchases of investments and unrealized gains.

***Premiums Receivable***

Premiums receivable represent amounts owed to the Alliance for capitation and premium revenue. Premiums receivable increased by \$87,081,064 from \$96,958,726 at June 30, 2018 to \$184,039,790 at June 30, 2019, largely reflecting the timing of receipts of certain premium revenues due from the State of California and the new Directed Payment pools, which will be passed through to Private and Designated Public hospitals. Premiums receivable increased by \$8,076,869 from \$88,881,857 at June 30, 2017 to \$96,958,726 at June 30, 2018, largely reflecting the timing of receipts of certain premium revenues due from the State of California.

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***Reinsurance Recoveries Receivable***

Reinsurance recoveries receivable represent anticipated, but not yet received collections under the reinsurance policy. Reinsurance recoveries receivable increased by \$118,947 from \$25,130 at June 30, 2018 to \$144,077 at June 30, 2019. The increase reflects a timing difference in processing of high dollar claims by the reinsurance company. Reinsurance recoveries receivable decreased by \$1,617,286 from \$1,642,416 at June 30, 2017 to \$25,130 at June 30, 2018. The decrease reflects a timing difference in processing of high dollar claims by the reinsurance company.

***Other Receivables***

Other receivables represent miscellaneous non-premium amounts due to the Alliance. Other receivables decreased by \$2,487,107 from \$7,714,643 at June 30, 2018 to \$5,227,536 at June 30, 2019. The decrease reflects the timing of cash receipts of certain payments owed at year end. Other receivables increased by \$3,107,030 from \$4,607,613 at June 30, 2017 to \$7,714,643 at June 30, 2018. The increase reflects the timing of cash receipts of certain payments owed at year end.

***Prepaid Expenses***

Prepaid expenses consist of payments made in the current period for goods or services to be received in one or more future periods. Prepaid expenses increased by \$1,419,998 from \$2,820,576 at June 30, 2018 to \$4,240,574 at June 30, 2019. The component increases and decreases are attributable to the timing of payments for various costs that are to be charged to expense after year end. Prepaid expenses decreased by \$903,337 from \$3,723,913 at June 30, 2017 to \$2,820,576 at June 30, 2018. The component increases and decreases are attributable to the timing of payments for various costs that are to be charged to expense after year end.

***Restricted Cash***

The California Department of Managed Health Care requires restricted cash of at least \$300,000 be held in trust. Restricted cash increased by \$577 from \$346,350 at June 30, 2018 to \$346,927 at June 30, 2019, due to an increase in market value of the investment. Restricted cash decreased by \$1,428 from \$347,778 at June 30, 2017 to \$346,350 at June 30, 2018, due to a decrease in market value of the investment.

***Capital Assets***

Net capital assets decreased by \$1,254,836 from \$11,998,043 at June 30, 2018 to \$10,743,207 at June 30, 2019. The overall decrease reflects current year capital asset acquisitions of \$950,412 less annual depreciation and amortization expenses of \$2,203,013 and loss on disposal of capital assets of \$2,235.

Net capital assets decreased by \$601,145 from \$12,599,188 at June 30, 2017 to \$11,998,043 at June 30, 2018. The overall decrease reflects current year capital asset acquisitions of \$1,862,021 less annual depreciation and amortization expenses of \$2,440,994 and loss on disposal of capital assets of \$22,172.



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***Net Pension Asset***

Net pension asset represents the excess value of the California Public Employees' Retirement System ("CalPERS") pension assets above the CalPERS pension liability under GASB Statement No. 68, *Accounting and Financial Reporting for Pensions* ("GASB 68"). Net pension asset increased by \$107,720 from \$0 at June 30, 2018 to \$107,720 at June 30, 2019. The increase reflects that contributions exceeded costs for the operation of the plan for the year. Net pension asset was \$0 at June 30, 2017 and June 30, 2018.

***Deferred Outflows of Resources***

Deferred outflows of resources represent the unamortized changes in assumptions, unamortized net difference between projected and actual earnings on pension plan investments, unamortized difference between expected and actual experience, and employee contributions made during 2017, 2018, and 2019 that are deferred under GASB 68. Deferred outflows of resources decreased by \$546,960 from \$4,000,479 at June 30, 2018 to \$3,453,519 at June 30, 2019, due to changes in assumptions, changes in the difference between projected and actual earnings on pension plan investments, and employee contributions made during fiscal year 2019.

Deferred outflows of resources increased by \$342,702 from \$3,657,777 at June 30, 2017 to \$4,000,479 at June 30, 2018, due to changes in assumptions, changes in the difference between projected and actual earnings on pension plan investments, and employee contributions made during fiscal year 2018.

**LIABILITIES**

***Accounts Payable and Accrued Expenses***

Accounts payable and accrued expenses represent the cost of services received in the current period for which payment has yet to be made. Accounts payable and accrued expenses increased by \$5,932,762 from \$1,667,767 at June 30, 2018 to \$7,600,529 at June 30, 2019, due to an increase in accrued invoices at year end. Accounts payable and accrued expenses decreased by \$892,981 from \$2,560,748 at June 30, 2017 to \$1,667,767 at June 30, 2018, due to a decrease in accrued invoices at year end.

***Claims Payable***

Claims payable represents the Alliance's estimated liability for health care and pharmacy expenses for which services have been performed but have not yet been paid for by the Alliance. Claims payable includes the estimated value of claims that have been incurred but not yet reported to the Alliance as well as the estimated value of claims which have been received by the Alliance but not yet paid.

Total claims payable decreased by \$12,253,146 from \$107,716,180 at June 30, 2018 to \$95,463,034 at June 30, 2019. Included in this change is a decrease of \$9,814,262 in the liability for incurred but not paid claims, and a decrease of \$2,438,884 in the liability for other medical payments. The change in the liability for incurred but not paid claims reflects decreased estimates of 2018 and 2019 claims. The change in the liability for other medical payments is mainly due to a net decrease in payables to certain providers.

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Total claims payable decreased by \$947,780 from \$108,663,960 at June 30, 2017 to \$107,716,180 at June 30, 2018. Included in this change is an increase of \$103,098 in the liability for incurred but not paid claims, and a decrease of \$1,050,878 in the liability for other medical payments. The change in the liability for incurred but not paid claims reflects increased estimates of 2017 and 2018 claims. The change in the liability for other medical payments is mainly due to a net decrease in payables to certain providers.

***Payable to Other Governmental Agencies, Hospital Fee, and Directed Payments Payables***

Payable to other governmental agencies, hospital fee, and directed payments payables includes the amounts due for MCO tax assessments, liabilities related to IGT due to Alameda Health System, HQAF, Directed Payments due to Private and Designed Public hospitals, and medical loss ratio requirements. Payable to other governmental agencies and hospital fee payables decreased by \$60,104,422 from \$229,184,151 at June 30, 2018 to \$169,079,729 at June 30, 2019, mainly due to the phasing out of IGT programs for periods after June 30, 2017 and only partial payout for the new Directed Payment program through June 30, 2018. Payable to other governmental agencies and hospital fee payables decreased by \$182,384,502 from \$411,568,653 at June 30, 2017 to \$229,184,151 at June 30, 2018, mainly due to repayment of the overpayments for the Medi-Cal Optional Expansion rates.

***Other Liabilities***

Other liabilities are comprised of a liability for payroll earned but not paid, a liability for provider pay-for-performance earned but not paid, and a liability for provider grants and new health management programs. Payroll liabilities increased by \$244,341 from \$2,628,731 as of June 30, 2018 to \$2,873,072 as of June 30, 2019. Most of the increase reflected higher accrued paid time off. The pay-for-performance liability decreased by \$2,331,715 from \$7,130,334 at June 30, 2018 to \$4,798,619 at June 30, 2019, due to decrease in funding for calendar year 2019 incentive programs. The provider grants and new health management liability decreased by \$895,496 from \$1,996,339 at June 30, 2018 to \$1,100,843 at June 30, 2019, due to a decrease in funding for new grants and case management programs.

Payroll liabilities increased by \$396,044 from \$2,232,687 as of June 30, 2017 to \$2,628,731 as of June 30, 2018. Most of the increase reflected higher accrued paid time off. The pay-for-performance liability decreased by \$10,049,191 from \$17,179,525 at June 30, 2017 to \$7,130,334 at June 30, 2018, due to decrease in funding for calendar year 2018 incentive programs. The provider grants and new health management liability decreased by \$181,165 from \$2,177,504 at June 30, 2017 to \$1,996,339 at June 30, 2018, due to a decrease in funding for new grants and case management programs.

***Net Pension Liability***

Net pension liability represents the deficit between the CalPERS pension assets and the CalPERS pension liability under GASB 68. Net pension liability decreased by \$630,096 from \$630,096 at June 30, 2018 to \$0 at June 30, 2019. The decrease reflects that contributions exceeded costs for the operation of the plan for the year. Net pension liability increased by \$490,877 from \$139,219 at June 30, 2017 to \$630,096 at June 30, 2018. The increase reflects that costs for the operation of the plan exceeded contributions for the year.

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***Deferred Inflows of Resources***

Deferred inflows of resources represent the unamortized difference between projected and actual earnings on pension plan investments, unamortized changes in assumptions, and unamortized differences between expected and actual experiences under GASB 68. Deferred inflows of resources decreased by \$195,157 from \$1,677,723 at June 30, 2018 to \$1,482,566 at June 30, 2019, due to the difference between projected and actual earnings on pension plan investments, changes in assumptions, and differences between expected and actual experiences.

Deferred inflows of resources decreased by \$590,639 from \$2,268,362 at June 30, 2017 to \$1,677,723 at June 30, 2018, due to the difference between projected and actual earnings on pension plan investments, changes in assumptions, and differences between expected and actual experiences.

***Net Position***

Total net position decreased by \$9,412,455 from \$190,159,707 at June 30, 2018 to \$180,747,252 at June 30, 2019. The decrease is due to the following:

Net operating loss	\$ (16,591,754)
Investment income	<u>7,179,299</u>
Decrease in net position	<u><u>\$ (9,412,455)</u></u>

Total net position decreased by \$1,387,940 from \$191,547,647 at June 30, 2017 to \$190,159,707 at June 30, 2018. The decrease is due to the following:

Net operating loss	\$ (7,345,185)
Investment income	<u>5,957,245</u>
Decrease in net position	<u><u>\$ (1,387,940)</u></u>

**STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION**

***Capitation and Premium Revenue and Membership***

***Member Months***

For the fiscal years ended June 30, 2019 and 2018, member months were as follows:

	<b>2019</b>	<b>2018</b>	<b>Decrease/ Increase</b>	<b>% Decrease/ Increase</b>
Medi-Cal	3,074,247	3,150,710	(76,463)	-2%
Group Care	<u>70,612</u>	<u>69,190</u>	<u>1,422</u>	<u>2%</u>
Total	<u><u>3,144,859</u></u>	<u><u>3,219,900</u></u>	<u><u>(75,041)</u></u>	<u><u>-2%</u></u>

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There were decreases in all category of aids, but the greatest decreases were experience in the Child and Audit category of aids.

For the fiscal years ended June 30, 2018 and 2017, member months were as follows:

	<u>2018</u>	<u>2017</u>	<u>Increase</u>	<u>% Increase</u>
Medi-Cal	3,150,710	3,124,609	26,101	1%
Group Care	<u>69,190</u>	<u>67,479</u>	<u>1,711</u>	<u>3%</u>
Total	<u><u>3,219,900</u></u>	<u><u>3,192,088</u></u>	<u><u>27,812</u></u>	<u><u>1%</u></u>

There was no significant change in any category of aid.

***Revenues***

For fiscal year 2019, capitation and premium revenue increased by \$28,028,407 from \$998,087,305 in 2018 to \$1,026,115,712 in 2019. Medi-Cal revenue, net of premium taxes, increased by \$27,611,490 or 2.9% due to higher supplemental payments, changes in capitation rates, and changes to the mix of members. Group Care revenue increased by \$416,917 or 2% due to increase in member months and offset by a 29% decreased in Hepatitis C Drug revenues.

For fiscal year 2018, capitation and premium revenue increased by \$11,356,596 from \$986,730,709 in 2017 to \$998,087,305 in 2018. Medi-Cal revenue, net of premium taxes, increased by \$11,218,047 or 1% due to a 1% increase in member months, changes to capitation rates, and changes to the mix of members. Group Care revenue increased by \$138,549 or 3% due to increase in member months and offset by a 67% decrease in Hepatitis C Drug revenues.

***Medical Reinsurance***

Medical reinsurance, included in other revenue, includes reinsurance premium payments less refunds received or accrued. Net reinsurance income decreased by \$5,729,485 from \$4,598,616 in 2018 to (\$1,130,869) in 2019, due to higher plan deductibles and fewer recoveries. Net reinsurance income increased by \$444,079 from \$4,154,537 in 2017 to \$4,598,616 in 2018, due to high recoveries.

***Health Care Expense***

Health care expense represents the Alliance's cost of providing physician, hospital, pharmacy, laboratory, and other medical services to members. The Alliance has contracted with various health care providers whereby capitation payments (agreed-upon payments per member) and fee-for-service payments are made in return for contracted health care services for its members.

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Health care expense increased by \$38,992,889 or 5%, from \$844,028,713 in 2018 to \$883,021,602 in 2019. This change is due to a 2% decrease in enrollment in all programs, and a general increase in the cost of all services.

The chart below shows the per-member-per-month ("PMPM") effect of these costs:

<b>Health Care Expenses</b>	<b>2019</b>	<b>2018</b>	<b>2019 PMPM</b>	<b>2018 PMPM</b>
Medical services	\$ 883,021,602	\$ 844,028,713	\$ 280.78	\$ 262.13
Total health care expenses	\$ 883,021,602	\$ 844,028,713	\$ 280.78	\$ 262.13
Total member months	3,144,859	3,219,900		

Health care expense increased by \$63,721,047 or 8%, from \$780,307,666 in 2017 to \$844,028,713 in 2018. This change is due to an 1% increase in enrollment in all programs, and a general increase in the cost of all services.

The chart below shows the PMPM effect of these costs:

<b>Health Care Expenses</b>	<b>2018</b>	<b>2017</b>	<b>2018 PMPM</b>	<b>2017 PMPM</b>
Medical services	\$ 844,028,713	\$ 780,307,666	\$ 262.13	\$ 244.45
Total health care expenses	\$ 844,028,713	\$ 780,307,666	\$ 262.13	\$ 244.45
Total member months	3,219,900	3,192,088		

***Marketing, General, and Administrative Expenses***

Marketing, general, and administrative expenses decreased by \$1,784,035 from \$51,434,894 in 2018 to \$49,650,859 in 2019, due largely to delayed hiring of personnel, lower IT consulting services, and decreased printing and postage costs driven by decrease in membership.

Marketing, general, and administrative expenses decreased by \$1,102,782 from \$52,537,676 in 2017 to \$51,434,894 in 2018, due largely to delayed hiring of personnel and lower consulting services.

***Nonoperating Income/Expense***

Nonoperating income/expense represents interest income, unrealized gains and losses resulting from cash held in financial institutions, changes in the market value of investments and investments held for restricted cash balances, contributions received for purposes other than capital asset acquisition, and interest expense.

Nonoperating income increased by \$1,222,054 from \$5,957,245 in 2018 to \$7,179,299 in 2019, largely due to increased investment income, net of unrealized losses.

Nonoperating income increased by \$3,662,723 from \$2,294,522 in 2017 to \$5,957,245 in 2018, largely due to increased investment income, net of unrealized losses.

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Management's Discussion and Analysis  
As of and for the Years Ended June 30, 2019, 2018, and 2017**

***Three Year Trend in Net Position***

	<u>2019</u>	<u>2018</u>	<u>2017</u>
<b>ASSETS</b>			
Current assets	\$ 448,494,271	\$ 526,446,156	\$ 721,733,562
Noncurrent assets	11,090,134	12,344,393	12,946,966
Net pension asset	107,720	-	-
Deferred outflow of resources	3,453,519	4,000,479	3,657,777
	<u>\$ 463,145,644</u>	<u>\$ 542,791,028</u>	<u>\$ 738,338,305</u>
<b>LIABILITIES</b>			
Current liabilities	\$ 280,915,826	\$ 350,323,502	\$ 544,383,077
Net pension liability	-	630,096	139,219
Deferred inflows of resources	1,482,566	1,677,723	2,268,362
	<u>\$ 282,398,392</u>	<u>\$ 352,631,321</u>	<u>\$ 546,790,658</u>
<b>NET POSITION</b>			
Invested in capital assets	\$ 10,743,207	\$ 11,998,043	\$ 12,599,188
Restricted assets	346,927	346,350	347,778
Unrestricted assets	169,657,118	177,815,314	178,600,681
	<u>\$ 180,747,252</u>	<u>\$ 190,159,707</u>	<u>\$ 191,547,647</u>
Total liabilities and net position	<u>\$ 463,145,644</u>	<u>\$ 542,791,028</u>	<u>\$ 738,338,305</u>

***Changes in Net Assets***

	<u>2019</u>	<u>2018</u>	<u>2017</u>
Total member months	<u>\$ 3,144,859</u>	<u>\$ 3,219,900</u>	<u>\$ 3,192,088</u>
Operating revenues	<u>\$ 1,027,285,388</u>	<u>\$ 1,003,777,172</u>	<u>\$ 990,885,246</u>
Health care expenses	883,021,602	844,028,713	780,307,666
Marketing, general, and administrative expenses	49,650,859	51,434,894	52,537,676
Depreciation and amortization expense	2,203,013	2,440,994	3,764,319
Premium tax	109,001,668	113,217,756	98,194,331
	<u>1,043,877,142</u>	<u>1,011,122,357</u>	<u>934,803,992</u>
Net (loss) income from operations	(16,591,754)	(7,345,185)	56,081,254
Nonoperating income, net	7,179,299	5,957,245	2,294,522
Change in net position	<u>\$ (9,412,455)</u>	<u>\$ (1,387,940)</u>	<u>\$ 58,375,776</u>

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Management's Discussion and Analysis  
As of and for the Years Ended June 30, 2019, 2018, and 2017**

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During the three-year period ended June 30, 2019, overall member months decreased 1% due to a 2% decrease in Medi-Cal member months (largely Optional Expansion ("ACA OE") members) and a 5% increase in Group Care member months. During the three-year period ended June 30, 2019, revenue increased 4% due to higher supplemental payments, changes to capitation rates, and changes to the mix of members. During the three-year period ended June 30, 2019, healthcare expenses increased 13%, as a result of decreased enrollment in all programs, and a general increase in the cost of all services. During the three-year period ended June 30, 2019, marketing, general, and administrative expenses decreased 5% due to delayed hiring of personnel and lower consulting services. The above factors combined to yield the overall unfavorable change in net position.

During the three-year period ended June 30, 2018, overall member months increased 3% due to a 3% increase in Medi-Cal member months (largely ACA OE members) and a 4% increase in Group Care member months. During the three-year period ended June 30, 2018, revenue increased 16% due to increased member months, the mix of members within and between the various programs, and changes in capitation rates. During the three-year period ended June 30, 2018, healthcare expenses increased 17%, as a result of increased member months, increases in the cost and utilization of services, and the addition of new members into the Medi-Cal program. During the three-year period ended June 30, 2018, marketing, general, and administrative expenses decreased 2% due to lower professional and IT services. The above factors combined to yield the overall unfavorable change in net position.

As a limited license plan under Knox-Keene Health Care Services Plan Action of 1975, the Alliance is required to maintain a minimum level of tangible net equity and working capital. The required tangible net equity is \$32,453,431, \$31,125,447, and \$29,027,353 at June 30, 2019, 2018, and 2017, respectively. The tangible net equity of the Alliance is \$180,747,252, \$190,159,707, and \$191,547,647 at June 30, 2019, 2018, and 2017, respectively.

The Alliance was in compliance with regulatory tangible net equity and working capital requirements at June 30, 2019, 2018, and 2017.

## Report of Independent Auditors

To the Board of Governors  
Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority

### **Report on the Financial Statements**

We have audited the accompanying combined statements of net position of the Alameda Alliance for Health and Alameda Alliance Joint Powers Authority (collectively the “Alliance”), as of June 30, 2019 and 2018, and the related combined statements of revenues, expenses, and changes in net position, and cash flows for the years then ended, and the related notes to the combined financial statements.

### ***Management’s Responsibility for the Financial Statements***

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

### ***Auditor’s Responsibility***

Our responsibility is to express an opinion on these combined financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America, the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and the California Code of Regulations, Title 2, Section 1131.2, State Controller’s *Minimum Audit Requirements* for California Special Districts. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the combined financial statements are free from material misstatements.

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

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



## **Opinion**

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the combined net position of Alameda Alliance for Health and Alameda Alliance Joint Powers Authority, as of June 30, 2019 and 2018, and the combined results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

## **Other Matter**

### *Required Supplementary Information*

The accompanying Management's Discussion and Analysis on pages 1 through 12, supplementary schedule of changes in net pension (asset) liability and related ratios and supplementary schedule of contributions on pages 39 through 40 are not a required part of the combined financial statements but are supplementary information required by the Governmental Accounting Standards Board who considers them to be an essential part of financial reporting for placing the combined financial statements in an appropriate operational, economic, or historical context.

The accompanying supplementary statement of revenues and expenses – AC Care Connect on page 41 is not a required part of the combined financial statements but is supplementary information required by the AC Care Connect contract.

This supplementary information is the responsibility of the Alliance's management. We have applied certain limited procedures in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's response to our inquiries, the combined financial statements, and other knowledge we obtained during our audit of the combined financial statements. We do not express an opinion or provide any assurance on the supplementary information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

## **Other Reporting Required by Government Auditing Standards**

In accordance with *Government Auditing Standards*, we have also issued our report dated October 15, 2019, on our consideration of the Alliance's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Alliance's internal control over financial reporting and compliance.

*Moss Adams LLP*

San Francisco, California  
October 15, 2019

## **Combined Financial Statements**

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**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Combined Statements of Net Position  
As of June 30, 2019 and 2018**

	<u>2019</u>	<u>2018</u>
<b>ASSETS AND DEFERRED OUTFLOWS OF RESOURCES</b>		
Current assets		
Cash and cash equivalents	\$ 31,940,900	\$ 318,653,683
Investments	222,901,394	100,273,398
Premiums receivable	184,039,790	96,958,726
Reinsurance recoveries receivable	144,077	25,130
Other receivables	5,227,536	7,714,643
Prepaid expenses	4,240,574	2,820,576
Total current assets	<u>448,494,271</u>	<u>526,446,156</u>
Noncurrent asset		
Restricted cash	<u>346,927</u>	<u>346,350</u>
Capital assets		
Nondepreciable	1,557,283	1,557,283
Depreciable, net of accumulated depreciation and amortization	<u>9,185,924</u>	<u>10,440,760</u>
Total capital assets	<u>10,743,207</u>	<u>11,998,043</u>
Net pension asset	<u>107,720</u>	<u>-</u>
Total assets	459,692,125	538,790,549
Deferred outflows of resources	<u>3,453,519</u>	<u>4,000,479</u>
Total assets and deferred outflows of resources	<u>\$ 463,145,644</u>	<u>\$ 542,791,028</u>
<b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND NET POSITION</b>		
Current liabilities		
Accounts payable and accrued expenses	\$ 7,600,529	\$ 1,667,767
Claims payable	95,463,034	107,716,180
Payable to other governmental agencies, hospital fee, and directed payments payables	169,079,729	229,184,151
Other liabilities	<u>8,772,534</u>	<u>11,755,404</u>
Total current liabilities	<u>280,915,826</u>	<u>350,323,502</u>
Net pension liability	<u>-</u>	<u>630,096</u>
Total liabilities	<u>280,915,826</u>	<u>350,953,598</u>
Deferred inflows of resources	<u>1,482,566</u>	<u>1,677,723</u>
Net position		
Invested in capital assets	10,743,207	11,998,043
Restricted		
Required by legislative authority	346,927	346,350
Unrestricted	<u>169,657,118</u>	<u>177,815,314</u>
Total net position	<u>180,747,252</u>	<u>190,159,707</u>
Total liabilities, deferred inflows of resources, and net position	<u>\$ 463,145,644</u>	<u>\$ 542,791,028</u>

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Combined Statements of Revenues, Expenses, and Changes in Net Position  
For the Years Ended June 30, 2019 and 2018**

	<u>2019</u>	<u>2018</u>
Operating revenues		
Capitation and premium revenue	\$ 1,026,115,712	\$ 998,087,305
Other revenue	1,169,676	5,689,867
Total operating revenues	<u>1,027,285,388</u>	<u>1,003,777,172</u>
Health care expenses		
Medical services	<u>883,021,602</u>	<u>844,028,713</u>
Total health care expenses	883,021,602	844,028,713
Marketing, general, and administrative expenses	49,650,859	51,434,894
Depreciation and amortization expense	2,203,013	2,440,994
Premium tax	<u>109,001,668</u>	<u>113,217,756</u>
Total operating expenses	<u>1,043,877,142</u>	<u>1,011,122,357</u>
Operating loss	<u>(16,591,754)</u>	<u>(7,345,185)</u>
Nonoperating income		
Investment income	<u>7,179,299</u>	<u>5,957,245</u>
Total nonoperating income, net	<u>7,179,299</u>	<u>5,957,245</u>
Change in net position	(9,412,455)	(1,387,940)
Net position, beginning of year	<u>190,159,707</u>	<u>191,547,647</u>
Net position, end of year	<u>\$ 180,747,252</u>	<u>\$ 190,159,707</u>

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Combined Statements of Cash Flows  
For the Years Ended June 30, 2019 and 2018**

	<u>2019</u>	<u>2018</u>
Cash flows provided by operating activities		
Cash received from		
Capitation and premium revenue	\$ 939,034,648	\$ 990,010,436
Other revenue	822,197	5,678,272
Cash paid to providers for		
Medical and hospital expenses	(1,064,380,838)	(1,140,578,751)
Vendors and employees	(46,136,583)	(63,168,886)
Net cash used in operating activities	<u>(170,660,576)</u>	<u>(208,058,929)</u>
Cash flows used in capital and related financing activities		
Purchases of furniture and equipment	<u>(950,412)</u>	<u>(1,862,021)</u>
Net cash used in capital and related financing activities	<u>(950,412)</u>	<u>(1,862,021)</u>
Cash flows provided by investing activities		
Purchase of investments	(664,774,705)	(191,648,083)
Proceeds from sale of investments	542,494,188	91,386,280
Investment income	7,178,722	5,958,673
Net cash used in investing activities	<u>(115,101,795)</u>	<u>(94,303,130)</u>
Net decrease in cash and cash equivalents	(286,712,783)	(304,224,080)
Cash and cash equivalents, beginning of year	318,653,683	622,877,763
Cash and cash equivalents, end of year	<u>\$ 31,940,900</u>	<u>\$ 318,653,683</u>
Reconciliation of operating loss to net cash used in operating activities		
Operating loss	\$ (16,591,754)	\$ (7,345,185)
Adjustments to reconcile operating loss to net cash used in operating activities		
Depreciation and amortization	2,203,013	2,440,994
Net unrealized gains on investments	(347,479)	(11,595)
Loss on disposal of capital assets	2,235	22,172
Net change in operating assets and liabilities		
Premiums receivable	(87,081,064)	(8,076,869)
Reinsurance recoveries receivable	(118,947)	1,617,286
Other receivables	2,487,107	(3,107,030)
Prepaid expenses	(1,419,998)	903,337
Accounts payable and accrued expenses	5,932,762	(892,981)
Claims payable	(12,253,146)	(947,780)
Payable to other governmental agencies and hospital fee payables	(60,104,422)	(182,384,502)
Other liabilities	(2,982,870)	(9,834,312)
Net pension liability	(386,013)	(442,464)
Net cash used in operating activities	<u>\$ (170,660,576)</u>	<u>\$ (208,058,929)</u>
Supplemental cash flow disclosure		
Cash paid during the year for premium tax	<u>\$ 108,011,228</u>	<u>\$ 102,355,276</u>

# Alameda Alliance for Health and Alameda Alliance Joint Powers Authority Notes to Combined Financial Statements

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## **NOTE 1 – ORGANIZATION**

Alameda Alliance for Health is a licensed health maintenance organization that operates in Alameda County (the “County”). The County’s Board of Supervisors established Alameda Alliance for Health in March 1994 in accordance with the State of California Welfare and Institutions Code (the “Code”) Section 14087.54. This legislation provides that the Alliance is a public entity, separate and apart from the County and is not considered an agency, division, or department of the County. Alameda Alliance for Health is not governed by, nor is it subject to, the Charter of the County and is not subject to the County’s policies or operational rules. Alameda Alliance for Health received its Knox-Keene license in September 1995 and commenced operations in January 1996.

Alameda Alliance for Health operates the Alameda Alliance Joint Powers Authority (the “JPA”), a licensed health maintenance organization that operates in the County. The County’s Board of Supervisors established the JPA in October 2005 in accordance with Section 14087.54. This legislation provides that the JPA is also a public entity, separate and apart from the County, and is not an agency, division, or department of the County. The JPA is not governed by, nor is it subject to, the Charter of the County and is not subject to the County’s policies or operational rules. The JPA received its Knox-Keene license and commenced operations in December 2005. Alameda Alliance for Health and the JPA have a mutual guarantee agreement, ensuring mutual solvency for the two organizations.

The mission and purpose of the Alliance is to improve the quality of life of our members and people throughout our diverse community by collaborating with our provider partners in delivering high quality, accessible, and affordable health care services. As participants of the safety-net system, we recognize and seek to collaboratively address social determinants of health as we proudly serve Alameda County. No individual or entity has any ownership interest in the Alliance and all accumulated net position is available to invest in programs consistent with its mission.

Alameda Alliance for Health contracts with the California Department of Health Care Services (“CDHCS”) to receive funding to provide health care services to the Medi-Cal eligible County residents who are enrolled as members of the Alliance (“CDHCS Contract”). The CDHCS Contract specifies capitation rates which may be adjusted annually. CDHCS revenue is paid monthly and is based upon contracted rates and actual Medi-Cal enrollment. Alameda Alliance for Health, in turn, has contracted with hospitals and physicians whereby capitation payments (agreed-upon monthly payments per member) and fee-for-service payments are made in return for contracted health care services for its members. Provider contracts are typically evergreen and contain annual rate change provisions, termination clauses, and risk-sharing provisions.

The JPA contracts with the Public Authority of Alameda County to provide health coverage to In-Home Supportive Service (“IHSS”) home care workers in the County via the Group Care program. The current contract is automatically renewed on an annual basis, absent adequate written notice to terminate by either party. No written notice of termination was provided by either party during the years ended June 30, 2019 and 2018.

# **Alameda Alliance for Health and Alameda Alliance Joint Powers Authority Notes to Combined Financial Statements**

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In September 2009, CDHCS implemented Assembly Bill No. 1422 (“AB 1422”) or Managed Care Organization (“MCO”) premium tax. This program imposes an assessment on Alameda Alliance for Health’s capitation and premium revenue. The proceeds from the tax are appropriated from the Children’s Health and Human Services Special Fund to the State Department of Health Care Services for specified purposes. This provision was effective retroactively to January 1, 2009, and continued through June 30, 2013. The provisions of AB 1422 were continued, a higher tax rate implemented, and a sales tax replaced the premium tax, via Senate Bill (“SB”) 78, beginning July 1, 2013 through June 30, 2016. On March 1, 2016, SB X2-2 established a new MCO provider tax, to be administered by CDHCS, effective July 1, 2016 through July 1, 2019. The tax would be assessed by CDHCS on licensed health care service plans, managed care plans contracted with CDHCS to provide Medi-Cal services, and alternate health care service plans (“AHCS”), as defined, except as excluded by the bill. This bill would establish applicable taxing tiers and per enrollee amounts for the 2016–2017, 2017–2018, and 2018–2019 fiscal years for Medi-Cal enrollees, AHCS enrollees, and all other enrollees, as defined.

Commencing in June 2010, CDHCS implemented a supplemental revenue or intra-governmental transfer program. This program assesses fees on the revenue of participating providers. CDHCS uses these assessments to obtain matching federal funds, which are returned to participating Alliance providers through the Alliance’s administration. Alameda Alliance for Health received supplemental medical revenue of \$61,511,930 and \$235,098,432 for the years ended June 30, 2019 and 2018, respectively, representing the assessment and matching funds, net of MCO premium tax of \$0 and \$4,264,462 for the years ended June 30, 2019 and 2018, respectively. Related liabilities are recorded under payable to other governmental agencies and hospital fee payable in the combined statements of net position as of June 30, 2019 and 2018.

On September 8, 2010, the California State Legislature ratified Assembly Bill No. 1653, which established a Hospital Quality Assurance Fee (“HQAF”) program allowing additional draw down of federal funding to be used for increased payments to general acute care hospitals for inpatient services rendered to Medi-Cal beneficiaries. Pursuant to Section 14167.6 (a), CDHCS shall increase capitation payments to Medi-Cal managed health care plans retroactive for the months of April 2009 through December 2010. Additionally, Medi-Cal managed care plans are required to adhere to the following regarding the distribution of the increased capitation rates with HQAF funding: Section 14167.6 (h)(1), “Each managed health care plan shall expend 100 percent of any increased capitation payments it receives under this section, on hospital services”; and, Section 14167.10 (a), “Each managed health care plan receiving increased capitation payments under Section 14167.6 shall expend increased capitation payments on hospital services within 30 days of receiving the increased capitation payments.” These payments were received and distributed in the manner as prescribed as a pass through to revenue. The payments did have an effect on the overall AB 1422 gross premium tax paid. In April of 2011, California approved SB 90, which extended the HQAF through June 30, 2012. SB 335, signed into law in September of 2011, extended the HQAF portion of SB 90 for an additional 30 months through December 31, 2013. SB 239, signed into law in October of 2013, extended the HQAF portion of SB 90 for an additional 36 months through December 31, 2016. In November of 2016, California approved Proposition 52, which made SB 239 permanent and also created HQAF V. The program period for HQAF V is from January 1, 2017 through June 30, 2019. Alameda Alliance for Health received HQAF payments of \$107,069,449 and \$152,321,491 for the years ended June 30, 2019 and 2018, respectively, net of MCO premium tax of \$0 and \$4,266,952 for the years ended June 30, 2019 and 2018, respectively.

# Alameda Alliance for Health and Alameda Alliance Joint Powers Authority Notes to Combined Financial Statements

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Beginning with the July 1, 2017, rating period, CDHCS has implemented managed care Directed Payments: 1) Private Hospital Directed Payment (“PHDP”), 2) Designated Public Hospital Enhanced Payment Program (“EPP-FFS” and “EPP-CAP”), 3) Designated Public Hospital Quality Incentive Pool (“QIP”). (1) For PHDP, the Department will direct Managed Care Plans (“MCP”) to reimburse private hospitals as defined in WIC 14169.51, based on actual utilization of contracted services. The enhanced payment is contingent upon hospitals providing adequate access to service, including primary, specialty, and inpatient (both tertiary and quaternary) care. The total funding available for the enhanced contracted payments are limited to a predetermined amount (pool). (2) For EPP-FFS and EPP-Capitated Pools, the Department has directed MCPs to reimburse California’s 21 Designated Public Hospitals for network contracted services delivered by DPH systems, enhanced by either a uniform percentage or dollar increment based on actual utilization of network contracted services. (3) For QIP, the Department has directed the MCPs to make QIP payments tied to performance on designated performance metrics in four strategic categories: primary care, specialty care, inpatient care, and resource utilization. The payments are linked to the delivery of services under the MCP contracts and increase the amount of funding tied to quality outcomes. To receive QIP payments the DPH and UC systems must achieve specified improvement targets, which grow more difficult through year-over-year improvement or sustained high performance requirements. The total funding available for the QIP payments will be limited to a predetermined amount (pool).

## **NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of accounting** – Pursuant to Governmental Accounting Standards Board (“GASB”) Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*, the Alliance’s proprietary fund accounting and financial reporting practices are based on all applicable GASB pronouncements as well as codified pronouncements issued on or before November 30, 1989, and the California Code of Regulations, Title 2, Section 1131, State Controller’s *Minimum Audit Requirements* for California Special Districts and the State Controller’s Office prescribed reporting guidelines.

**Proprietary fund accounting** – The Alliance utilizes the proprietary fund method of accounting whereby revenues and expenses are recognized on the accrual basis and the combined financial statements are prepared using the economic resources measurement focus.

**Basis of combination** – The accompanying combined financial statements include the Alameda Alliance for Health and JPA as both entities are under common management and control. The operations of JPA are included from the date of its inception on December 1, 2005.

**Use of estimates** – The preparation of combined financial statements 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 combined financial statements and the reported amounts of revenues and expenses during the reporting period. Claims payable, useful lives of fixed assets, premiums receivable, and net pension (asset) liability represent significant estimates. Actual results could differ from those estimates.



# Alameda Alliance for Health and Alameda Alliance Joint Powers Authority

## Notes to Combined Financial Statements

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**Cash and cash equivalents** – The Alliance considers all highly-liquid instruments with a maturity of three months or less at the time of purchase to be cash and cash equivalents. Cash and cash equivalents are carried at cost which approximates fair value. At June 30, 2019 and 2018, the Alliance’s cash deposits had carrying amounts of \$31,940,900 and \$318,653,683, respectively, and bank balances of \$38,293,202 and \$323,709,215, respectively. Of the bank balances at June 30, 2019 and 2018, \$38,043,202 and \$323,210,037, respectively, were not covered by federal depository insurance.

**Investments** – The Alliance adopted GASB Statement No. 72, *Fair Value Measurement and Application* (“GASB 72”), effective July 1, 2016. GASB 72 requires the Alliance to use valuation techniques which are appropriate under the circumstances and are consistent with the market approach, the cost approach, or the income approach. GASB 72 establishes a hierarchy of inputs used to measure fair value consisting of three levels. Level 1 inputs are quoted prices in active markets for identical assets or liabilities. Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs.

**Concentration of credit risk** – The Alliance is highly dependent upon the State of California for its revenues. A significant portion of accounts receivable and revenue are from the State of California. Loss of the contracts with the State of California due to nonrenewal or legislative decisions that impact program funding or result in discontinuation could materially affect the combined financial position of the Alliance.

As of June 30, 2019 and 2018, the Alliance had premiums receivable of \$184,039,790 and \$96,958,726 due from the State of California, respectively. For the years ended June 30, 2019 and 2018, the Alliance recognized capitation and premium revenues of \$1,001,942,124 and \$974,330,634 from the State of California, respectively.

**Restricted cash** – The Alliance is required by the California Department of Managed Health Care to restrict cash having a fair value of at least \$300,000 for the payment of member claims in the event of its insolvency. The amounts recorded were \$346,927 and \$346,350 at June 30, 2019 and 2018, respectively. Restricted cash is comprised of U.S. treasury securities and is stated at fair value.

**Capital assets** – Capital assets include land, building and improvements, furniture and equipment, and computer hardware and software. Capital assets are recorded at cost. Depreciation and amortization of building and improvements, furniture and equipment, computer hardware, and computer software is calculated using the straight-line method over 3 to 40 years which approximates the estimated useful lives of the assets. The Alliance capitalizes capital expenditures over \$1,000, which will have a useful life of three or more years.

The Alliance evaluates prominent events or changes in circumstances affecting capital assets to determine whether impairment of a capital asset has occurred. Impairment losses on capital assets are measured using the method that best reflects the diminished service utility of the capital asset.

**Net position** – Net position is classified as invested in capital assets, restricted or unrestricted. Invested in capital assets represents investments in land, building and improvements, furniture and equipment, computer hardware, and computer software, net of depreciation and amortization. Restricted net position is for specific operating activities and represents the total cash balances that are restricted in their use as they represent monies received that must only be utilized for a specified purpose. It also pertains to external constraints placed on net position by law. Unrestricted net position consists of net position that does not meet the definition of restricted or invested in capital assets.

# Alameda Alliance for Health and Alameda Alliance Joint Powers Authority Notes to Combined Financial Statements

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**Capitation and premium revenue** – Capitation and premium revenue includes amounts received from the CDHCS for Medi-Cal members and from Alameda County for IHSS home care workers.

Capitation and premium revenue is recorded as revenue in the month for which enrollees are entitled to health care services. Medi-Cal eligibility of enrollees is determined by Alameda County Social Services Agency and validated by the State of California. The State of California provides the Alliance the validated monthly eligibility file of program enrollees who are continuing, newly added, or terminated from the program in support of capitation revenue for the respective month. A portion of revenues received from the CDHCS is subject to possible retroactive adjustments. Management has made provisions for estimated retroactive adjustments. IHSS eligibility of enrollees is determined by Alameda County Social Services Agency. The County of Alameda provides the Alliance the validated monthly eligibility file of program enrollees who are continuing, newly added, or terminated from the IHSS program. Once Alameda Alliance receives current month enrollment data, AAH issues invoice to Alameda County Social Services for monthly premium revenue.

Effective with the enrollment of the Adult Expansion population per the Affordable Care Act on January 1, 2014, the Alliance is subject to CDHCS requirements to meet a minimum 85% medical loss ratio (“MLR”) for this population. Specifically, the Alliance will be required to expend at least 85% of the Medi-Cal capitation revenue received for this population on allowable medical expenses as defined by CDHCS. In the event the Alliance expends less than the 85% requirement, the Alliance will be required to return to CDHCS the difference between the minimum threshold and the actual allowed medical expenses. In 2019, the Alliance made a payment to the CDHCS of \$ 179,309,877 related to the original MLR reporting period of January 2014 – June 2016. At June 30, 2019 and 2018, the accrued payable back to CDHCS, which is included in payable to other governmental agencies and hospital fee payables in the accompanying statements of net position, was \$11,476,054 and \$183,725,604 respectively.

**Premium deficiencies** – The Alliance performs periodic analyses of its expected future medical expenses and maintenance costs to determine whether such costs will exceed anticipated future revenues under its contracts. Should expected costs exceed anticipated revenues, a premium deficiency reserve is recorded. Management determined that no premium deficiency reserves were needed at June 30, 2019 or 2018.

**Health care expense recognition and claims payable** – The cost of health care services is recognized in the period provided and includes an estimate of the cost of services that have been incurred but not yet reported. The estimate for reserves for claims is based on actuarial projections of hospital and other costs using historical analysis of claims paid and authorization and admission data. Estimates are monitored and reviewed and, as settlements are made or estimates adjusted, differences are reflected in current operations. Such estimates are subject to the impact of changes in the regulatory environment and economic conditions.

**Operating revenues and expenses** – The Alliance’s statements of revenues, expenses, and changes in net position distinguishes between operating and nonoperating revenues and expenses. The primary operating revenue is derived from capitation and other sources in support of providing health care services to its members. Operating expenses are all expenses incurred to provide such health care services. Nonoperating revenues and expenses consist of those revenues and expenses that are related to financing and investing activities, net interest income, and from contributions received for purposes other than capital asset acquisition.

# Alameda Alliance for Health and Alameda Alliance Joint Powers Authority

## Notes to Combined Financial Statements

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**Insurance coverage** – The Alliance maintains its general liability insurance coverage through outside insurers in the form of “claims-made” policies. Should the “claims-made” policies not be renewed or replaced with equivalent insurance, claims related to the occurrences during the terms of the “claims-made” policies but reported subsequent to the termination of the insurance contract may be uninsured. These policies were renewed subsequent to year end. Physicians and hospitals that the Alliance contracts with are required to maintain their own malpractice insurance coverage.

**Income taxes** – The Alliance is a public entity established pursuant to Section 14087.54 of the Code and is further subject to the provisions of Ordinance No. 0-94-13 and related resolutions of the Board of Supervisors of the County. As a public entity defined by Internal Revenue Code Section 115, the Alliance is exempt from federal and state income taxes.

**New accounting pronouncements** – In January 2017, the GASB issued Statement No. 84, *Fiduciary Activities* (“GASB 84”), which is effective for financial statements for periods beginning after December 15, 2018. GASB 84 provides improved guidance regarding the identification of fiduciary activities for accounting and financial reporting purposes and how those activities should be reported. The statement also provides for recognition of a liability to the beneficiaries in a fiduciary fund when an event has occurred that compels the government to disburse fiduciary resources. The Alliance is reviewing the impact of the adoption of GASB 84 for the fiscal year ending 2020.

In June 2017, the GASB issued GASB Statement No. 87, *Leases* (“GASB 87”), which is effective for financial statements for periods beginning after December 15, 2019. GASB 87 increases the usefulness of financial statements by requiring recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions of the contract. GASB 87 also establishes a single model for lease accounting based on the foundational principle that leases are financings of the right to use an underlying asset. The Alliance is reviewing the impact of the adoption of GASB 87 for the fiscal year ending 2021.

### NOTE 3 – INVESTMENTS

At June 30, 2019 and 2018, the Alliance’s investments consisted of money market funds, commercial paper, U.S. government agency bonds, corporate bonds, and certificate of deposits.

**Interest rate risk** – Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. The Alliance manages risk of market value fluctuations due to overall changes in the general level of interest rates by complying with California Government Code Section 53600.5. As of June 30, 2019 and 2018, the Alliance’s investments all have maturities of less than one year.

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**Credit risk** – Generally, credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of rating by a nationally recognized statistical rating organization. The following are the credit ratings for each investment type at June 30, 2019:

<u>Description</u>	<u>Fair value</u>	<u>Unrated</u>	<u>Aaa</u>
Investments in:			
Money market funds	\$ 782,232	\$ 782,232	\$ -
Commercial paper	132,556,475	65,806,475	66,750,000
U.S. government agency bonds	29,943,098	29,943,098	-
Certificate of deposits	59,619,589	59,619,589	-
	<u>\$ 222,901,394</u>	<u>\$ 156,151,394</u>	<u>\$ 66,750,000</u>

The following are the credit ratings for each investment type at June 30, 2018:

<u>Description</u>	<u>Fair value</u>	<u>Unrated</u>	<u>Aaa</u>
Investments in:			
Money market funds	\$ 2,256,373	\$ 2,256,373	\$ -
Commercial paper	36,777,500	24,977,500	11,800,000
U.S. government agency bonds	30,334,228	30,334,228	-
Corporate bonds	4,979,250	4,979,250	-
Certificate of deposits	25,926,047	25,926,047	-
	<u>\$ 100,273,398</u>	<u>\$ 88,473,398</u>	<u>\$ 11,800,000</u>

**Concentration of credit risk** – Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer. The Alliance's investments as a percentage of its portfolio at June 30, 2019 were as follows:

<u>Investment</u>	<u>Issuer</u>	<u>Percentage of portfolio</u>
Money market funds		1.0 %
Commercial paper	Various	59.0
U.S. government agency bonds	Federal home loan bank bonds	13.0
Certificate of deposits	Various	27.0
		<u>100 %</u>

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The Alliance's investments as a percentage of its portfolio at June 30, 2018 were as follows:

Investment	Issuer	Percentage of portfolio
Money market funds		2.0 %
Commercial paper	Various	37.0
U.S. government agency bonds	Federal home loan bank bonds	30.0
Corporate bonds	Various	5.0
Certificate of deposits	Various	26.0
		100 %

### NOTE 4 – FAIR VALUE

Fair value is defined 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. A fair value hierarchy is also established which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

**Level 1** – Quoted prices in active markets for identical assets or liabilities.

**Level 2** – Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in active markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

**Level 3** – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

The following tables present fair value measurements of assets recognized in the accompanying financial statements measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at June 30:

Description	Level 1	Level 2	Level 3	2019
Investments in:				
U.S. government agency bonds	\$ -	\$ 29,943,098	\$ -	\$ 29,943,098
Total investments subject to fair value hierarchy	\$ -	\$ 29,943,098	\$ -	\$ 29,943,098
Investments and restricted cash not subject to fair value hierarchy				
Money market funds				\$ 782,232
Commercial paper				132,556,475
Certificate of deposits				59,619,589
U.S. treasury securities				346,927
Total investments and restricted cash				\$ 223,248,321

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Description	Level 1	Level 2	Level 3	2018
Investments in:				
U.S. government agency bonds	\$ -	\$ 30,334,228	\$ -	\$ 30,334,228
Corporate bonds	-	4,979,250	-	4,979,250
Total investments subject to fair value hierarchy	<u>\$ -</u>	<u>\$ 35,313,478</u>	<u>\$ -</u>	<u>\$ 35,313,478</u>
Investments and restricted cash not subject to fair value hierarchy				
Money market funds				\$ 2,256,373
Commercial paper				36,777,500
Certificate of deposits				25,926,047
U.S. treasury securities				<u>346,350</u>
Total investments and restricted cash				<u>\$ 100,619,748</u>

**NOTE 5 – CAPITAL ASSETS**

Capital asset additions, retirements, and balances for the years ended June 30, 2019 and 2018, were as follows:

	Balance July 1, 2018	Increases	Decreases	Transfers	Balance June 30, 2019
Capital assets					
Land	\$ 1,557,283	\$ -	\$ -	\$ -	\$ 1,557,283
Building and improvements	8,422,992	411,758	-	-	8,834,750
Furniture and equipment	2,323,233	86,881	-	-	2,410,114
Computer hardware	6,757,538	451,773	(2,395)	-	7,206,916
Computer software	<u>20,753,869</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>20,753,869</u>
Total capital assets	<u>39,814,915</u>	<u>950,412</u>	<u>(2,395)</u>	<u>-</u>	<u>40,762,932</u>
Less accumulated depreciation for					
Building and improvements	(3,667,520)	(660,773)	-	-	(4,328,293)
Furniture and equipment	(2,123,655)	(60,186)	-	-	(2,183,841)
Computer hardware	(4,007,076)	(822,992)	160	-	(4,829,908)
Computer software	<u>(18,018,621)</u>	<u>(659,062)</u>	<u>-</u>	<u>-</u>	<u>(18,677,683)</u>
Total accumulated depreciation	<u>(27,816,872)</u>	<u>(2,203,013)</u>	<u>160</u>	<u>-</u>	<u>(30,019,725)</u>
Net capital assets	<u>\$ 11,998,043</u>	<u>\$ (1,252,601)</u>	<u>\$ (2,235)</u>	<u>\$ -</u>	<u>\$ 10,743,207</u>

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	Balance July 1, 2017	Increases	Decreases	Transfers	Balance June 30, 2018
Capital assets					
Land	\$ 1,557,283	\$ -	\$ -	\$ -	\$ 1,557,283
Building and improvements	7,642,120	368,040	(8,675)	421,507	8,422,992
Furniture and equipment	2,309,355	98,292	(84,414)	-	2,323,233
Computer hardware	5,924,290	1,229,700	(396,452)	-	6,757,538
Computer software	20,709,453	44,416	-	-	20,753,869
Construction in process	299,934	121,573	-	(421,507)	-
Total capital assets	<u>38,442,435</u>	<u>1,862,021</u>	<u>(489,541)</u>	<u>-</u>	<u>39,814,915</u>
Less accumulated depreciation for					
Building and improvements	(3,119,632)	(556,563)	8,675	-	(3,667,520)
Furniture and equipment	(2,108,960)	(99,109)	84,414	-	(2,123,655)
Computer hardware	(3,658,121)	(723,235)	374,280	-	(4,007,076)
Computer software	(16,956,534)	(1,062,087)	-	-	(18,018,621)
Total accumulated depreciation	<u>(25,843,247)</u>	<u>(2,440,994)</u>	<u>467,369</u>	<u>-</u>	<u>(27,816,872)</u>
Net capital assets	<u>\$ 12,599,188</u>	<u>\$ (578,973)</u>	<u>\$ (22,172)</u>	<u>\$ -</u>	<u>\$ 11,998,043</u>

**NOTE 6 – CLAIMS PAYABLE**

The Alliance estimates claims payable based on historical claims payment and other relevant information. Estimates are monitored and reviewed, and as settlements are made or estimates are adjusted, differences are reflected in current operation. Such estimates are subject to impact of changes in the regulatory environment. The following is a reconciliation of the claims payable liability for the years ended June 30, 2019 and 2018:

	<u>2019</u>	<u>2018</u>
Balance, July 1	\$ 107,716,180	\$ 108,663,960
Incurred - current	714,910,629	725,290,239
Paid		
Current	(634,695,326)	(625,040,137)
Prior	<u>(92,468,449)</u>	<u>(101,197,882)</u>
Balance, June 30	<u>\$ 95,463,034</u>	<u>\$ 107,716,180</u>

As noted in the table above, \$714,910,629 and \$725,290,239 in medical claims were incurred at June 30, 2019 and 2018, respectively, which are reflected in medical services in the combined statements of revenues, expenses, and changes in net position.

As a result of changes between actual payments for medical services and estimated amounts in previous years, claims expenses decreased in 2019 and 2018 by \$15,247,731 and \$7,466,078, respectively. Management believes the decrease in estimated prior year's claims expense is largely a result of lower-than-anticipated adverse health care claims experience.

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**NOTE 7 – OPERATING LEASES**

The Alliance has entered into various operating lease agreements for office space which provides for minimum annual rental payments expiring in June of 2024. The total future minimum lease commitments under noncancelable leases at June 30, 2019, are as follows:

<u>Year Ending June 30,</u>	
2020	\$ 773,397
2021	493,071
2022	449,986
2023	53,052
2024	<u>53,052</u>
	<u><u>\$ 1,822,559</u></u>

Rent expense was \$779,305 and \$753,274 for the years ended June 30, 2019 and 2018, respectively, and is included in marketing, general, and administrative expenses in the combined statements of revenues, expenses, and changes in net position.

**NOTE 8 – MEDICAL REINSURANCE (“STOP-LOSS INSURANCE”)**

The Alliance has entered into certain reinsurance (“stop-loss”) agreements with third parties in order to limit its losses on individual claims. Under the terms of these agreements, the third parties will reimburse the Alliance certain proportions of the cost of each member’s hospital, professional, and out-of-area services, excluding those that are capitated, in excess of specified deductibles ranging from \$200,000 per contract, up to a maximum of \$2,000,000 per member per contract year. Reinsurance premiums are recorded as other health care expenses and recoveries are recorded as a reduction of these expenses. Premiums exceeded stop-loss recoveries by \$1,130,869 in 2019 and stop-loss recoveries exceeded premiums by \$4,598,616 in 2018.

**NOTE 9 – EMPLOYEE BENEFIT PLANS**

**Pension Plan**

The Alliance has a defined contribution employee benefit plan (the “Plan”). The Plan is named the Alameda Alliance for Health Money Purchase Pension Plan and is administered by the Alliance. The Board of Governors has the authority to establish and amend benefit provisions and contribution requirements. All employees who have met certain service requirements are eligible to participate. During the years ended June 30, 2019 and 2018, the Alliance contributed 5% of each eligible employee’s gross compensation to certain investment vehicles chosen by the employee. Contributions are subject to limitations on annual compensation and annual contributions. The annual compensation limit was \$250,000 for both the years ended June 30, 2019 and 2018. The maximum annual contribution limit was \$12,500 for both the years ended June 30, 2019 and 2018. Contributions to the Plan are made by the Alliance at the discretion of the Board of Governors. Employees do not contribute to this Plan. Employees become vested with respect to the Alliance’s contributions ratably over five years.



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### CalPERS Plan

**Plan description** – Effective January 1, 1999, the Alliance joined the California Public Employees Retirement System (“CalPERS”), an agent multiple-employer defined benefit pension plan. CalPERS acts as a common investment and administrative agent for participating public entities within the State of California. Benefit provisions and all other requirements are established by state statute. Copies of the CalPERS annual financial report may be obtained from their Executive Office: 400 P Street, Sacramento, California 95814.

**Benefits provided** – CalPERS provides service retirement and disability benefits, annual cost of living adjustments, and death benefits to plan members, who must be public employees and beneficiaries. Benefits are based on years of credited service, equal to one full year of full-time employment. Members with five years of total service are eligible to retire at age 50 with statutorily reduced benefits. All members are eligible for nonduty disability benefits after five years of service. The death benefit is one of the following: The Basic Death Benefit, the 1957 Survivor Benefit, or the Optional Settlement 2W Death Benefit. The cost of living adjustments for the plan are applied as specified by the Public Employees’ Retirement Law.

The CalPERS plan provisions and benefits in effect at June 30, 2019 and 2018, are summarized as follows:

	<b>Hire date prior to January 1, 2013</b>	<b>Hire date on or after January 1, 2013</b>
Benefit formula	2% at 60	2% at 62
Benefit vesting schedule	5 years of service	5 years of service
Benefit payments	monthly for life	monthly for life
Retirement age	50-67	52-67
Monthly benefits as a % of eligible compensation	1.1% to 3.1%	1.0% to 2.6%
Required employee contribution rates	7.0%	6.25%
Required employer contribution rates	7.2%	7.2%

**Employees covered** – At June 30, 2019 and 2018, the following employees were covered by the CalPERS plan:

	<b>2019</b>	<b>2018</b>
Active	291	268
Terminated	307	277
Transferred	34	31
Retired and beneficiaries	31	25
	<hr/>	<hr/>
Total participants	<b>663</b>	<b>601</b>

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**Contributions** – Section 20814(c) of the California Public Employees’ Retirement Law requires that the employer contribution rates for all public employers be determined on an annual basis by the actuary and shall be effective on the July 1 following notice of a change in the rate. The total plan contributions are determined through CalPERS’ annual actuarial valuation process. The actuarially determined rate is the estimated amount necessary to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. The employer is required to contribute the difference between the actuarially determined rate and the contribution rate of employees. Employer contribution rates may change if plan contracts are amended. Payments made by the employer to satisfy contribution requirements that are identified by the pension plan terms as plan member contribution requirements are classified as plan member contributions.

**Net pension asset/liability** – The Alliance’s net pension asset/liability for the CalPERS plan is measured as the total pension liability, less the pension’s fiduciary net position. The net pension asset at June 30, 2019 is measured as of June 30, 2018, using an annual actuarial valuation as of June 30, 2017, rolled forward to June 30, 2018, using standard update procedures. The net pension liability at June 30, 2018 is measured as of June 30, 2017, using an annual actuarial valuation as of June 30, 2016, rolled forward to June 30, 2017, using standard update procedures. A summary of principal assumptions and methods used to determine the net pension asset/liability is shown below.

The total pension asset in the June 30, 2019, actuarial valuations were determined using the following actuarial assumptions:

Valuation date	June 30, 2017
Measurement date	June 30, 2018
Actuarial cost method	Entry age normal
Actuarial assumptions	
Discount rate	7.15%
Inflation	2.50%
Salary increases	Varies by entry age and service
Payroll growth	3.00%
Investment rate of return	7.50% net of pension plan investment and administrative expenses; includes inflation
Mortality rate table	Derived using CalPERS’ membership data for all funds
Post retirement benefit increase	Contract COLA up to 2.0% until purchasing power protection allowance floor on purchasing power applies; 2.50% thereafter

The total pension liability in the June 30, 2018, actuarial valuations were determined using the following actuarial assumptions:

Valuation date	June 30, 2016
Measurement date	June 30, 2017
Actuarial cost method	Entry age normal
Actuarial assumptions	
Discount rate	7.15%
Inflation	2.75%
Salary increases	Varies by entry age and service
Payroll growth	3.00%
Investment rate of return	7.50% net of pension plan investment and administrative expenses; includes inflation
Mortality rate table	Derived using CalPERS’ membership data for all funds
Post retirement benefit increase	Contract COLA up to 2.75% until purchasing power protection allowance floor on purchasing power applies; 2.75% thereafter

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The mortality table used was developed based on CalPERS' specific data. The table includes 20 years of mortality improvements using Society of Actuaries Scale BB. All other actuarial assumptions used in the 2016 and 2015 valuation were based on the results of an actuarial experience study for the period from 1997 to 2011, including updates to salary increase, mortality and retirement rates. The Experience Study can be obtained at the CalPERS website.

**Change of assumptions** – GASB Statement No. 68, *Accounting and Financial Reporting for Pensions* ("GASB 68"), paragraph 68 states that the long-term rate of return should be determined net of pension plan investment expense but without reduction for pension plan administrative expense. For the June 30, 2018, measurement date, there were changes in demographic assumptions and inflation rate and there were no changes in discount rate. For the June 30, 2017, measurement date, amounts reported reflect an adjustment to the discount rate from 7.65% (net of pension plan administrative expense) to 7.15% (without a reduction for pension plan administrative expense).

**Discount rate** – The discount rate used to measure the total pension asset/liability at June 30, 2019 and 2018, was 7.15%, for the CalPERS plan. To determine whether the municipal bond rate should be used in the calculation of a discount rate for each plan, CalPERS stress tested plans that would most likely result in a discount rate that would be different from the actuarially assumed discount rate. Based on the testing, none of the tested plans run out of assets. Therefore, the current 7.15% discount rate is adequate and the use of the municipal bond rate calculation is not necessary. The long-term expected discount rate of 7.15% will be applied to all plans in the Public Employees Retirement Fund. The cash flows used in the testing were developed assuming that both members and employers will make their required contributions on time and as scheduled in all future years. The stress test results are presented in a detailed report called "GASB Crossover Testing Report" that can be obtained from the CalPERS website.

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class.

In determining the long-term expected rate of return, CalPERS took into account both short-term and long-term market return expectations as well as the expected pension fund cash flows. Such cash flows were developed assuming that both members and employers will make the required contributions as scheduled in all future years. Using historical returns of all the funds' asset classes, expected compound returns were calculated over the short-term (first 10 years) and the long-term (11-60 years) using a building-block approach. Using the expected nominal returns for both short-term and long-term, the present value of benefits was calculated for each fund. The expected rate of return was set by calculating the single equivalent expected return that arrived at the same present value of benefits for cash flows as the one calculated using both short-term and long-term returns. The expected rate of return was then set equivalent to the single equivalent rate calculated above and rounded down to the nearest one quarter of one percent.

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The table below reflects long-term expected real rate of return by asset class. The rate of return was calculated using the capital market assumptions applied to determine the discount rate and asset allocation.

<b>Asset Class</b>	<b>Current Target Allocation</b>	<b>Real Return Years 1-10 <sup>(a)</sup></b>	<b>Real Return Years 11+ <sup>(b)</sup></b>
Global equity	50.0%	4.80%	5.98%
Fixed income	28.0%	1.00%	2.62%
Inflation assets	0.0%	0.77%	1.81%
Private equity	8.0%	6.30%	7.23%
Real estate	13.0%	3.75%	4.93%
Liquidity	1.0%	0.00%	-0.92%

<sup>(a)</sup> An expected inflation rate of 2.00% was used for this period

<sup>(b)</sup> An expected inflation rate of 2.92% was used for this period

The changes in the net pension liability (asset) for the years ended June 30, 2019 and 2018, were as follows:

	<b>Total Pension Liability</b>	<b>Plan Fiduciary Net Position</b>	<b>Net Pension Liability (Asset)</b>
Balance at June 30, 2018	\$ 35,160,450	\$ 34,530,354	\$ 630,096
Changes during the year			
Service cost	3,233,750	-	3,233,750
Interest on the total pension liability	2,582,178	-	2,582,178
Changes of benefit terms	-	-	-
Differences between expected and actual experience	102,040	-	102,040
Changes of assumptions	(386,048)	-	(386,048)
Net plan to plan resource movement	-	(92)	92
Contributions - employer	-	1,854,342	(1,854,342)
Contributions - employees	-	1,583,972	(1,583,972)
Net investment income	-	2,987,504	(2,987,504)
Benefit payments, including refunds of employee contributions	(757,893)	(757,893)	-
Administrative expense	-	(53,808)	53,808
Other miscellaneous expense	-	(102,182)	102,182
Net change in total pension liability (asset)	<u>4,774,027</u>	<u>5,511,843</u>	<u>(737,816)</u>
Balance at June 30, 2019	<u>\$ 39,934,477</u>	<u>\$ 40,042,197</u>	<u>\$ (107,720)</u>

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	<u>Total Pension Liability</u>	<u>Plan Fiduciary Net Position</u>	<u>Net Pension Liability</u>
Balance at June 30, 2017	\$ 29,278,482	\$ 29,139,263	\$ 139,219
Changes during the year			
Service cost	2,936,812	-	2,936,812
Interest on the total pension liability	2,275,291	-	2,275,291
Changes of benefit terms	-	-	-
Differences between expected and actual experience	(731,181)	-	(731,181)
Changes of assumptions	2,212,057	-	2,212,057
Contributions - employer	-	1,541,099	(1,541,099)
Contributions - employees	-	1,373,631	(1,373,631)
Net investment income	-	3,330,394	(3,330,394)
Benefit payments, including refunds of employee contributions	(811,011)	(811,011)	-
Administrative expense	-	(43,022)	43,022
	<u>5,881,968</u>	<u>5,391,091</u>	<u>490,877</u>
Net change in total pension liability			
Balance at June 30, 2018	<u>\$ 35,160,450</u>	<u>\$ 34,530,354</u>	<u>\$ 630,096</u>

**Sensitivity of the proportionate share of the net pension liability to changes in the discount rate** – The following presents the net pension liability for the CalPERS plan, calculated using the discount rate, as well as what the net pension liability (asset) would be if it were calculated using a discount rate that is 1 percentage point lower or 1 percentage point higher than the current rate.

	<u>June 30, 2019</u>		
	<u>1% Decrease (6.15%)</u>	<u>Current Discount Rate (7.15%)</u>	<u>1% Increase (8.15%)</u>
Net pension liability (asset)	\$ 6,329,377	\$ (107,720)	\$ (5,282,975)
	<u>June 30, 2018</u>		
	<u>1% Decrease (6.65%)</u>	<u>Current Discount Rate (7.65%)</u>	<u>1% Increase (8.65%)</u>
Net pension liability (asset)	\$ 6,615,379	\$ 630,096	\$ (4,167,597)

**Pension plan fiduciary net position** – Detailed information about each pension plan's fiduciary net position is available in the separately issued CalPERS financial reports.

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Notes to Combined Financial Statements**

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**Pension expense and deferred outflows/inflows of resources related to pensions** – For the year ended June 30, 2019, the Alliance recognized pension expense of \$1,115,661, included in marketing, general, and administrative expenses. At June 30, 2019, the Alliance reported deferred outflows of resources and deferred inflows of resources related to the CalPERS plan from the following sources:

Deferred outflows of resources as of June 30, 2019	
Changes of assumptions	\$ 1,344,583
Differences between expected and actual experience	82,032
Net difference between projected and actual earnings on pension plan investments	<u>32,333</u>
Total	<u><u>\$ 1,458,948</u></u>
Deferred inflows of resources as of June 30, 2019	
Differences between expected and actual experience	\$ (1,016,284)
Changes of assumptions	<u>(466,282)</u>
Total	<u><u>\$ (1,482,566)</u></u>
Contributions between the measurement date and fiscal year end recognized as deferred outflows of resources	<u><u>\$ 1,994,571</u></u>

For the year ended June 30, 2018, the Alliance recognized pension expense of \$1,367,427, included in marketing, general, and administrative expenses. At June 30, 2018, the Alliance reported deferred outflows of resources and deferred inflows of resources related to the CalPERS plan from the following sources:

Deferred outflows of resources as of June 30, 2018	
Changes of assumptions	\$ 1,778,320
Net difference between projected and actual earnings on pension plan investments	<u>412,268</u>
Total	<u><u>\$ 2,190,588</u></u>
Deferred inflows of resources as of June 30, 2018	
Differences between expected and actual experience	\$ (1,424,336)
Changes of assumptions	<u>(253,387)</u>
Total	<u><u>\$ (1,677,723)</u></u>
Contributions between the measurement date and fiscal year end recognized as deferred outflows of resources	<u><u>\$ 1,809,891</u></u>

# Alameda Alliance for Health and Alameda Alliance Joint Powers Authority

## Notes to Combined Financial Statements

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The Alliance reported \$1,994,571 and \$1,809,891 as deferred outflows of resources related to contributions made subsequent to the measurement date for the years ended June 30, 2019 and 2018, respectively. This amount will be recognized as a reduction/increase of net pension liability/asset for the measurement period ended June 30, 2019 and 2018, respectively. Other amounts reported as deferred outflows and deferred inflows of resources related to the CalPERS plan will be recognized in future pension expense as follows:

### Year Ending June 30,

2020	\$	232,291
2021	\$	(2,932)
2022	\$	(135,090)
2023	\$	(112,319)
2024	\$	(5,568)

At June 30, 2019 and 2018, the Alliance had no outstanding amount of contributions to the pension plan required for the years ended June 30, 2019 and 2018.

### **Deferred Compensation Plan**

The Alliance offers its employees a deferred compensation plan with Voya Financial created in accordance with Internal Revenue Code Section 457. The deferred compensation plan is available to all employees and permits them to defer a portion of their salary. No employer contribution to the plan is required. Deferred compensation is not available to employees until termination, retirement, death, or an unforeseeable emergency.

### **NOTE 10 – TANGIBLE NET EQUITY**

As a limited license plan under Knox-Keene Health Care Services Plan Act of 1975, the Alliance is required to maintain a minimum level of tangible net equity and working capital. The required tangible net equity is \$32,453,431 and \$31,125,447 at June 30, 2019 and 2018, respectively. The tangible net equity of the Alliance is \$180,747,252 and \$190,159,707 at June 30, 2019 and 2018, respectively. At June 30, 2019 and 2018, management believes the Alliance was in compliance with their tangible net equity regulatory requirement.

### **NOTE 11 – RISK MANAGEMENT**

The Alliance is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; business interruptions; errors and omissions; employee injuries and illness; natural disasters; and employee health, dental, and accident benefits. The Alliance carries commercial insurance for claims arising from such matters, and no settled claims have ever exceeded the Alliances' commercial coverage.

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Notes to Combined Financial Statements**

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**NOTE 12 – COMMITMENTS AND CONTINGENCIES**

The Alliance is aware of certain asserted and unasserted legal claims. While the outcome cannot be determined at this time after consultation with legal counsel, it is management's opinion that the liability, if any, from these actions will not have a material adverse effect on the Alliance's combined financial position or results of operations.

**NOTE 13 – HEALTH CARE REFORM**

The Patient Protection and Affordable Care Act ("PPACA") allowed for the expansion of Medical members in the State of California. Any further changes in federal or state funding could have an impact on the Alliance. The future of the PPACA and the impact of future changes in Medicaid to the Alliance is uncertain at this time.



## **Supplementary Information**

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# Alameda Alliance for Health and Alameda Alliance Joint Powers Authority

## Schedule of Changes in Net Pension (Asset) Liability and Related Ratios

	<u>2019</u>	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Measurement period	2017-2018	2016-2017	2015-2016	2014-2015	2013-2014
<b>Total pension liability</b>					
Service cost	\$ 3,233,750	\$ 2,936,812	\$ 2,378,725	\$ 2,192,498	\$ 2,309,399
Interest on total pension liability	2,582,178	2,275,291	2,016,770	1,844,544	1,602,650
Changes of assumptions	(386,048)	2,212,057	-	(545,758)	-
Difference between expected and actual experience	102,040	(731,181)	(1,285,655)	(97,677)	-
Benefit payments, including refunds of employee contributions	<u>(757,893)</u>	<u>(811,011)</u>	<u>(581,326)</u>	<u>(604,984)</u>	<u>(329,311)</u>
Net change in total pension liability	4,774,027	5,881,968	2,528,514	2,788,623	3,582,738
Total pension liability beginning of fiscal year	<u>35,160,450</u>	<u>29,278,482</u>	<u>26,749,968</u>	<u>23,961,345</u>	<u>20,378,607</u>
Total pension liability end of fiscal year	<u>\$ 39,934,477</u>	<u>\$ 35,160,450</u>	<u>\$ 29,278,482</u>	<u>\$ 26,749,968</u>	<u>\$ 23,961,345</u>
<b>Plan fiduciary net position</b>					
Contributions - employer	\$ 1,854,342	\$ 1,541,099	\$ 1,252,041	\$ 1,099,813	\$ 1,179,808
Contributions - employee	1,583,972	1,373,631	1,157,507	1,054,870	1,134,768
Net investment income	2,987,504	3,330,394	153,646	571,106	3,579,174
Benefit payments, including refunds of employee contributions	(757,893)	(811,011)	(581,326)	(604,984)	(329,311)
Net plan to plan resource movement	(92)	-	-	-	-
Administrative expense	(53,808)	(43,022)	(16,561)	(30,578)	-
Other miscellaneous income (expense)	<u>(102,182)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net change in fiduciary net position	5,511,843	5,391,091	1,965,307	2,090,227	5,564,439
Plan fiduciary net position beginning of fiscal year	<u>34,530,354</u>	<u>29,139,263</u>	<u>27,173,956</u>	<u>25,083,729</u>	<u>19,519,290</u>
Plan fiduciary net position end of fiscal year	<u>\$ 40,042,197</u>	<u>\$ 34,530,354</u>	<u>\$ 29,139,263</u>	<u>\$ 27,173,956</u>	<u>\$ 25,083,729</u>
<b>Plan net pension (asset) liability</b>	<u>\$ (107,720)</u>	<u>\$ 630,096</u>	<u>\$ 139,219</u>	<u>\$ (423,988)</u>	<u>\$ (1,122,384)</u>
<b>Plan fiduciary net position as a percentage of the total pension liability</b>	100.27%	98.21%	99.52%	101.59%	104.68%
<b>Covered employee payroll</b>	\$ 22,106,576	\$ 19,552,678	\$ 17,110,667	\$ 15,964,019	\$ 15,942,279
<b>Plan net pension (asset) liability as a percentage of covered payroll</b>	-0.49%	3.22%	0.81%	-2.66%	7.04%

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Schedule of Pension Contributions**

	<u>2019</u>	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Measurement period	2017-2018	2016-2017	2015-2016	2014-2015	2013-2014
Actuarially determined contribution	\$ 1,854,342	\$ 1,541,099	\$ 1,252,041	\$ 1,099,813	\$ 1,179,808
Contributions in relation to the actuarially determined contribution	<u>(1,854,342)</u>	<u>(1,541,099)</u>	<u>(1,252,041)</u>	<u>(1,099,813)</u>	<u>(1,179,808)</u>
Contribution deficiency (excess)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
<b>Covered employee payroll</b>	<b>\$ 22,106,576</b>	<b>\$ 19,552,678</b>	<b>\$ 17,110,667</b>	<b>\$ 19,552,678</b>	<b>\$ 17,110,667</b>
<b>Contributions as a percentage of covered employee payroll</b>	<b>8.39%</b>	<b>7.88%</b>	<b>7.32%</b>	<b>6.89%</b>	<b>7.40%</b>

**Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority  
Statement of Revenues and Expenses – AC Care Connect  
For the Years Ended June 30, 2019 and 2018**

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Contract Number: 15764  
Contract Amount: \$4,055,871  
Contract Period: July 1, 2018 - June 30, 2019

	<u><b>2019</b></u>
Revenues	
Care Connect revenue (95%)	\$ 1,214,634
Care Connect administrative revenue (5%)	<u>765,346</u>
Total revenues	<u>1,979,980</u>
Expenses	
Care Connect CB-CME payments	<u>1,236,303</u>
Total expenses	<u>1,236,303</u>
Net income	<u><u>\$ 743,677</u></u>

Contract Number: 15764  
Contract Amount: \$3,925,416  
Contract Period: July 1, 2017 - June 30, 2018

	<u><b>2018</b></u>
Revenues	
Care Connect revenue (95%)	\$ 164,381
Care Connect administrative revenue (5%)	<u>8,652</u>
Total revenues	<u>173,033</u>
Expenses	
Care Connect CB-CME payments	<u>164,381</u>
Total expenses	<u>164,381</u>
Net income	<u><u>\$ 8,652</u></u>

## **Report of Independent Auditors on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards***

To the Board of Governors  
Alameda Alliance for Health and  
Alameda Alliance Joint Powers Authority

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the combined financial statements of Alameda Alliance for Health and Alameda Alliance Joint Powers Authority (collectively the “Alliance”), which comprise the combined statement of net position as of June 30, 2019, and the related combined statement of revenues, expenses, and changes in net position, and cash flows for the year then ended, and the related notes to the combined financial statements and have issued our report thereon dated October 15, 2019.

### **Internal Control Over Financial Reporting**

In planning and performing our audit of the combined financial statements, we considered the Alliance’s internal control over financial reporting (“internal control”) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the combined financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Alliance’s internal control. Accordingly, we do not express an opinion on the effectiveness of the Alliance’s internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity’s financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

## **Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Alliance's combined financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audits and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

## **Purpose of this Report**

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

*Mass Adams LLP*

San Francisco, California  
October 15, 2019

