The Expanding Role of Big Finance In Long-Term Care: What It Says About Profitability And Resident Well-Being

"The best way to solve any problem is to remove its root cause."

"Knowledge is power."



Big Finance Ownership Of Long-Term Care Facilities

Private Equity

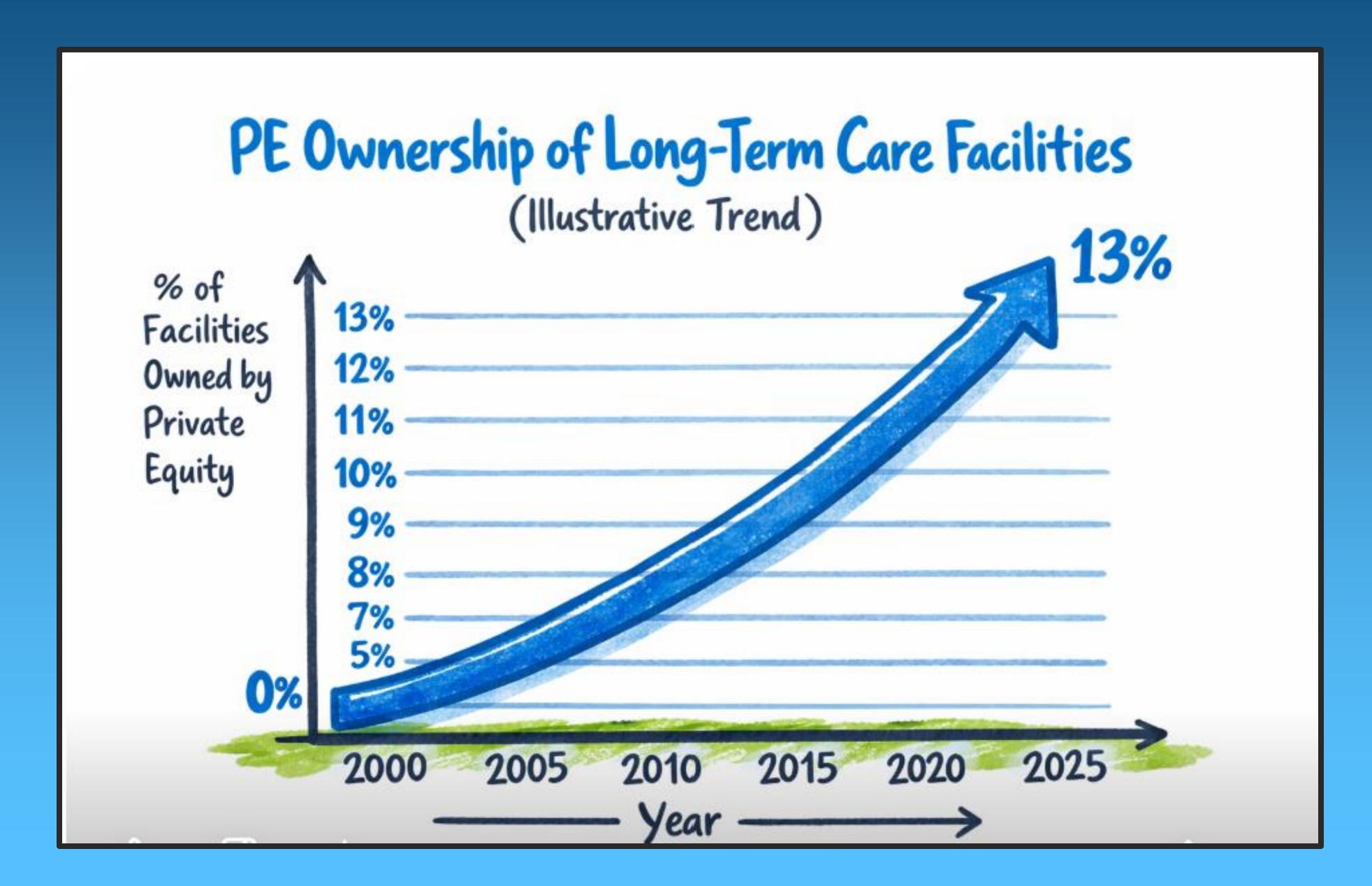
REITS

Private Equity

What is private equity?

Private equity is a type of investment where firms pool capital to invest in companies that are not publicly traded on a stock exchange. These firms actively manage the companies they invest in, often through strategies like leveraged buyouts or growth equity investments, with the goal of improving the company's performance and selling it later for a profit.

Private Equity – Ownership Trends



Private Equity

Additional:

- Private equity invested \$200 billion on health care acquisitions in 2021 alone, and has invested \$1 trillion in the past decade
- Current federal administration has weakened prior efforts to bring greater transparency to long-term care ownership making hard data regarding the true extent of private equity ownership more difficult to secure

REITS

Impact on quality of care

- Private equity has been associated with a 10% increase in the shortterm mortality rates of Medicare patients, increased emergency department visits, increased hospitalizations and increased government spending.
- Private equity owned facilities had a 12% percent decline in registered nursing hours and a 14% percent increase in deficiency scores after acquisition.

Source: Charlene Harrington, Wealth Extraction From a Nursing Home Chain With Individual, Private Equity and Real Estate Owners (2025)



Big Finance Ownership Of Long-Term Care Facilities

Private Equity

REITS

REITs

What is a REIT?

A REIT, or Real Estate Investment Trust, is a company that owns, operates, or finances income-producing real estate. REITs allow individuals to invest in a portfolio of properties like apartments, shopping malls, or office buildings without the hassle of directly owning and managing them, and they can be bought and sold on major stock exchanges like stocks. This structure makes real estate investment more accessible and liquid for individual investors.

REITS

REITs – Ownership Trends

THE GREY WAVE
OPPORTUNITIES IN U.S. SENIORS HOUSING

APRIL 2024

Ownership of seniors housing is fragmented nationally. The National Investment Center (NIC) estimates there are 1.14 million seniors housing units in the U.S. across Independent Living, Assisted Living and Memory Care formats. The 25 largest institutional portfolios own about 445,000 units, or 39% of the total. REITs comprise the largest ownership segment with nearly 230,000 units or 20% of the total private pay seniors housing market. Welltower (WELL) is the largest owner with 127,000 wholly-owned units across three countries, including 93,000 in the U.S., followed by Ventas (VTR) with 82,000 wholly-owned units, including 66,000 in the U.S. Together these two REITs account for nearly 70% of REIT owned seniors housing assets.

REITS

REITs – Ownership Trends

According to JAMA, REITs own about 12% of all skilled nursing assets as of 2021, equating to about 1,870 facilities.

According to the National Investment Center, REITs own approximately 20% of the total private pay seniors housing market (e.g., assisted living facilities).

Private Equity

Impact on quality of care

- REIT owned facilities have been found to have a material decline in RN hours and substantial increase in deficiency scores after acquisition.
- Research on the impacts of REIT ownership is only beginning and has been hampered by the lack of transparency relating to longterm care ownership

Is long-term care ownership and operation profitable?



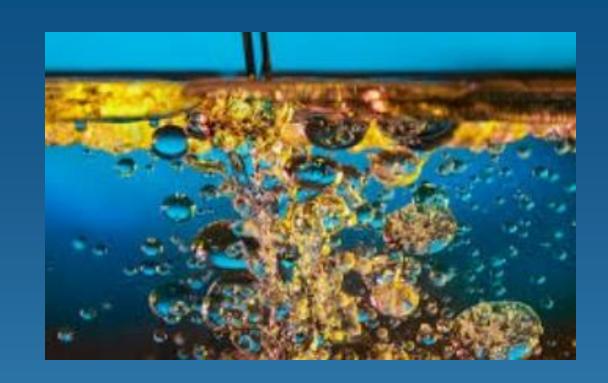


Just Ask the Experts. The Fact that the MOST SOPHISTICATED FINANCIAL OPERATORS IN THE WORLD ARE INCREASING THEIR INVESTMENT IN LONG-TERM CARE TELLS YOU ALL YOU NEED TO KNOW.



Private Equity

The Three Key Things About Private Equity:



Skilled nursing homes and "private equity" go together like oil and water

- 1. Their Main Goal Is To Maximize Profits
- 2. They Are Actively Involved In The Operation, Not Passively
- 3. They Are Short-Term Investors, 5-7 Year Hold Period



Concrete Plan To Liquidate

Corporate Micro-Managing Of SNFs Project
Olive Tree

Misappropriation (Desecration)

Installation Of Achi Yaffe

Scorecards For Profits Corporate Cuts
Staffing

Bonuses For Profits.

Period.

All Focused On Money

The Nanci Problem

Concrete Plan To Liquidate

Plum - Strategy Meeting

February 14, 2017

GI PARTNERS

PropCo Sale in Q4 2017 (Pre-tax)

PropCo sale in Q4 generates \$179M in cash after debt paydown

OpCo Sale in Q4 2020

Depending on the use of proceeds from the PropCo sale (distributed versus reinvested), we would anticipate the ultimate sale of the both entities to result in a MOIC to investors of 1.7-2.1x based on the equity value of \$371.5M at the time of the GI transaction

GI PARTNERS

EXHIBIT 58 – 156,168169



Concrete Plan To Liquidate Corporate Micro-Managing Of SNFs Project
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The Nanci Problem

What Happened (And Really DID Happen) In 2017

GI The Micro-Manager From: Naveed Hakim [mailto:naveed@plum.com]

Sent: Monday, July 24, 2017 11:48 AM

To: Howard Park; Alexander Fraser; Dave Kreter; Keith Collins; Elaine Liu; Achi Yaffe; Dennis Sweeney

Cc: Mark Ballif; Paul Hubbard

Subject: Plum: Weekly Census Update 7-24-17

From: Naveed Hakim [mailto:naveed@plum.com]

Sent: Monday, July 24, 2017 11:48 AM

To: Howard Park; Alexander Fraser; Dave Kreter; Keith Collins; Elaine Liu; Achi Yaffe; Dennis Sweeney

Cc: Mark Ballif; Paul Hubbard

Subject: Plum: Weekly Census Update 7-24-17

Summary of census changes:

- Overall census up 5 due to ongoing Medicare and Managed Care stabilization
- Skilled census flat (up 6)
 - Skilled census stable but off its highs; impacted by leadership changes, facilities with admissions limitations, and seasonality

PCCC 033344

Depo Ex. #360 - 00646

EXHIBIT 58 - 646



Concrete Plan To Liquidate Corporate Micro-Managing Of SNFs Project
Olive Tree

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Installation Of Achi Yaffe

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Period.

All Focused On Money

The Nanci Problem

Project Olive Tree

Olive Tree Initiatives Pipeline of Savings Realization

■ Company to action material component of Olive Tree savings in Q3 with realization on such savings to occur by end of 2017

		(a)	[b]	[c]	[a+b+c]	75	
	Savings Captured / In Run Rate (\$M)	Savings Actioned (\$M)	Est. Additional Savings in Progress (\$M)	Est. Additional Available Savings (\$M)	Total Estimated Savings (\$M)	Estimated Quarter to Capture >90% of Savings	Key Dependencies / Issues to Resolve
Corporate	100000						
Benefits Redesign	\$2.5	\$2.5			\$2.5	Q3 2017	
Plum Support Group Optimization	\$2.4	\$3.3	\$2.0	\$0.3	\$5.6	Q3 2017	Mandates required going forward
3rd Party Spend Review / Remediation	\$0.8	\$0.8	\$0.4	\$0.5	\$1.7	Q4 2017	
Self Insurance	\$0.0			\$4.5	\$4.5	Q4 2018	Ability to control / improve results
Facility							
Facility Optimization	\$0.0	\$4.8	\$4.8	-	\$9.6	Q4 2017	
Procurement	\$0.0	\$0.1	\$3.0	\$1.8	\$4.9	Q4 2017	Buy-in on categories of acute spend
Administrator Bonus	\$0.0		2	\$1.0	\$1.0	Q1 2018	Change management
Payroll and AP Centralization	\$0.0			\$1.2	\$1.2	Q4 2018	Resource allocation
Bad Debt	\$0.0			\$3.5	\$3.5	Q4 2018	
Admissions / Discharge	TBD						
Scheduling Process Improvement	TBD						
Workers Compensation	TBD						
Total	\$5.7	\$11.5	\$10.2	\$12.8	\$34.5		

PLUM HEALTHCARE GROUP | AUGUST 30, 2017 | CONFIDENTIAL | 10

PCCC 032786

AND THE SHOP OF TH

Depo Ex. #360 - 00739

EXHIBIT58 - 739



Concrete Plan To Liquidate

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Period.

All Focused On Money

The Nanci Problem

Q4 2015

PLUM SNF Ranking

Based on DI% of Revenue

Key Metric & Blood Panel Variance to Plan, and Variance vs. Last Quarter

Blood Sport

Congrats to Doug Hawkins who is running the highest occupancy so far! He might want to sleep with one eye open as he has some competition breathing down his neck.

DI% Rank	Facility		DI %	M	ledicare \$PPD	R	ev \$PPD	Medicare Census	Total Census	Mix%	Rev (\$K)	DI (\$K)	DI % of Total
1	Vasona Cr	k	25.0%	\$	815.27	\$	440.46	33.0	141.4	41.7%	5,729.5	1,431.5	8%
2	Lincoln Mo	lw	22.1%	\$	768.35	\$	373.71	21.7	92.2	32.1%	3,170.9	701.1	4%
3	Arlington (Grd	21.4%	\$	628.20	\$	496.26	42.0	94.0	76.5%	4,290.7	916.4	5%
4	H.Palms		20.8%	\$	571.75	\$	274.79	16.4	92.5	35.4%	2,339.0	487.1	3%
5	McKinley		20.7%	\$	759.96	\$	424.27	21.3	78.9	49.0%	3,078.5	636.8	4%
6	Westgate	Grd	18.9%	\$	538.70	\$	267.14	35.3	135.4	28.9%	3,327.7	630.0	3%
7	Pine Creel	k	18.6%	\$	776.84	\$	395.55	20.0	93.2	47.6%	3,391.8	630.7	4%
8	Crystal Co	ve	18.4%	\$	627.57	\$	396.33	26.0	85.2	48.1%	3,107.6	573.0	3%
9	Garden Ci	ty	18.1%	\$	609.24	\$	392.66	14.3	96.4	59.8%	3,482.1	631.7	4%
10	White Blos	SS.	17.9%	\$	795.05	\$	366.07	21.9	149.7	30.6%	5,042.2	901.9	5%
11	W.Slope		17.0%	\$	736.40	\$	351.61	22.2	96.0	27.7%	3,106.5	526.9	3%
12	Roseville		16.7%	\$	778.87	\$	336.36	28.7	164.1	28.3%	5,076.7	847.8	5%
13	Redlands		16.6%	\$	627.53	\$	305.05	15.5	73.1	52.1%	2,051.8	340.7	2%
14	University		16.6%	\$	593.56	\$	314.23	17.2	82.2	34.4%	2,377.5	393.8	2%
15	Cypress R	idge	16.4%	\$	705.13	\$	333.88	18.8	93.7	28.5%	2,878.7	473.4	3%

All about controlling costs

		T	Blood Panel Actuals									
Nursing \$PPD			Non- Nursing		Non-Anc. Op. Exp.		herapy c. \$PPD	Non- Therapy				
\$	92.71	\$	45.82	\$	42.32	\$	106.53	\$	41.39			
\$	78.45	\$	31.07	\$	46.14	\$	111.33	\$	52.55			
\$	80.02	\$	45.10	\$	55.67	\$	92.01	\$	46.38			
\$	60.55	\$	38.38	\$	36.88	\$	49.49	\$	23.44			
\$	84.79	\$	50.02	\$	56.30	\$	88.76	\$	55.52			
Ş	55.32	\$	20.91	\$	44.75	\$	95.16	\$	33.51			
\$	89.87	\$	44.41	\$	49.62	\$	82.34	\$	52.37			
\$	79.67	\$	40.55	\$	61.32	\$	88.97	\$	39.36			
\$	83.91	\$	38.81	\$	44.29	\$	90.54	\$	32.04			
\$	86.84	\$	43.88	\$	37.40	\$	92.04	\$	32.56			
\$	73.69	\$	39.81	\$	56.26	\$	86.44	\$	37.87			
\$	89.64	\$	35.38	\$	35.61	\$	125.26	\$	41.47			
\$	67.46	\$	39.54	\$	37.40	\$	38.76	\$	25.69			
\$	69.30	\$	39.94	\$	40.38	\$	78.79	\$	43.43			
\$	81.98	\$	43.94	\$	36.96	\$	95.90	\$	52.48			



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Scorecards For Profits

Corporate Cuts
Staffing

Bonuses For Profits.

Period.

All Focused On Money

The Nanci Problem





PRIVATE & CONFIDENTIAL

STATEMENT OF WORK

Achi Yaffe installed as "Initiative Co-Owner"

FROM:

HOWARD PARK, ALEXANDER FRASER, DAVE KRETER, ACHI YAFFE

"Initiative" Is Project Olive Tree

SUBJECT: OPERATIONAL RESOURCE ENGAGEMENT AT PLUM

• \$40,000 per month; Yaffe spends 5 hrs per

Operations Group ("GI Portfolio Resources") can support the analysis and execution of certain operating initiatives at Plum. Pursuant to the Management Services Agreement ("MSA") among Plum Healthcare Group, LLC





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The Nanci Problem

Score Cards For Profits Restructuring: Plan and drive implementation of a cost reduction program
 Deliver \$20+ million savings at corporate and the facilities by the end of FY2017

Clinical: Maintain best-in-class clinical results (vs. Ensign and other industry benchmarks)
 Maintain high skilled mix at or above [x]%, steady occupancy rates at [x]%, and growth in
 the existing facilities of 2-3% per year

 Labor: Develop and implement an approach to labor management by the end of FY2017 to help offset the ongoing surring shortage and impact from minimum wage increase in CA
 Achieve and maintain labor expenses margins of [x]%



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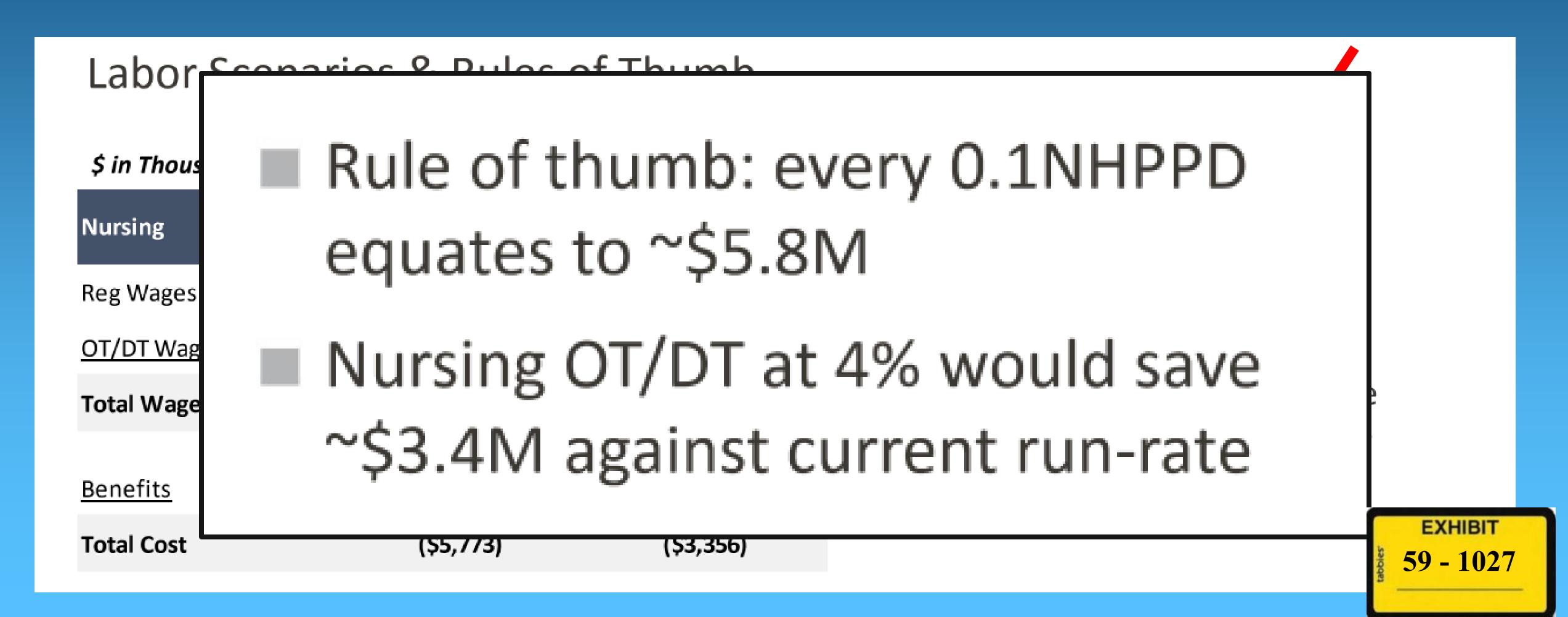
Period.

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The Nanci Problem



What Happened (And Really DID Happen) In 2017





Concrete Plan To Liquidate Corporate Micro-Managing Of SNFs Project
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Bonuses For Profits. Period.

All Focused On Money

The Nanci Problem

Bonuses
For
Profits.
Period.

WHO are you giving incentives to?



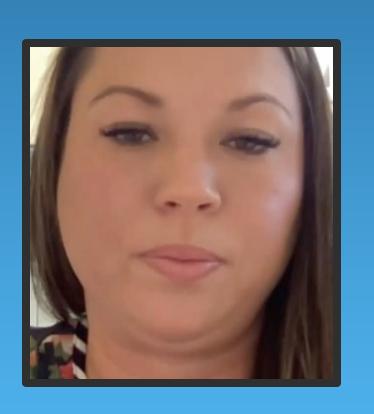






Cabanyog Marketing

YES



Young Admissions

YES



Fields
Business Office

YES



WHO are you giving incentives to?

NOT

Certified Nursing Assistants?

Licensed Vocational Nurses?

Registered Nurses?

Supervising Nurses?



Concrete Plan To Liquidate Corporate Micro-Managing Of SNFs Project
Olive Tree

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Scorecards For Profits Corporate Cuts
Staffing

Bonuses For Profits.

Period.

All Focused On Money

The Nanci Problem



Reception

From: Mark Ballif <mark@plum.com> on behalf of Mark Ballif

Sent: Monday, May 29, 2017 7:41 AM

To: Dave Kreter

Cc: Howard Park; Dennis J. Sweeney; Paul Hubbard

Subject: Re: Nanci Wilson: Proposed Position and Change in Compensation

Thanks for the response Dave. We don't want to have to spend an additional dollar given the current state of affairs.

However, two things are true here: (1) as committed as she is to Plum we need to induce her to take this role--pay on par with peers is an important factor to be paid appropriately for the care we provide. This is an area of improvement that is vital to our recovery. Small investment, meaningful return.



Profits Over Patient Care

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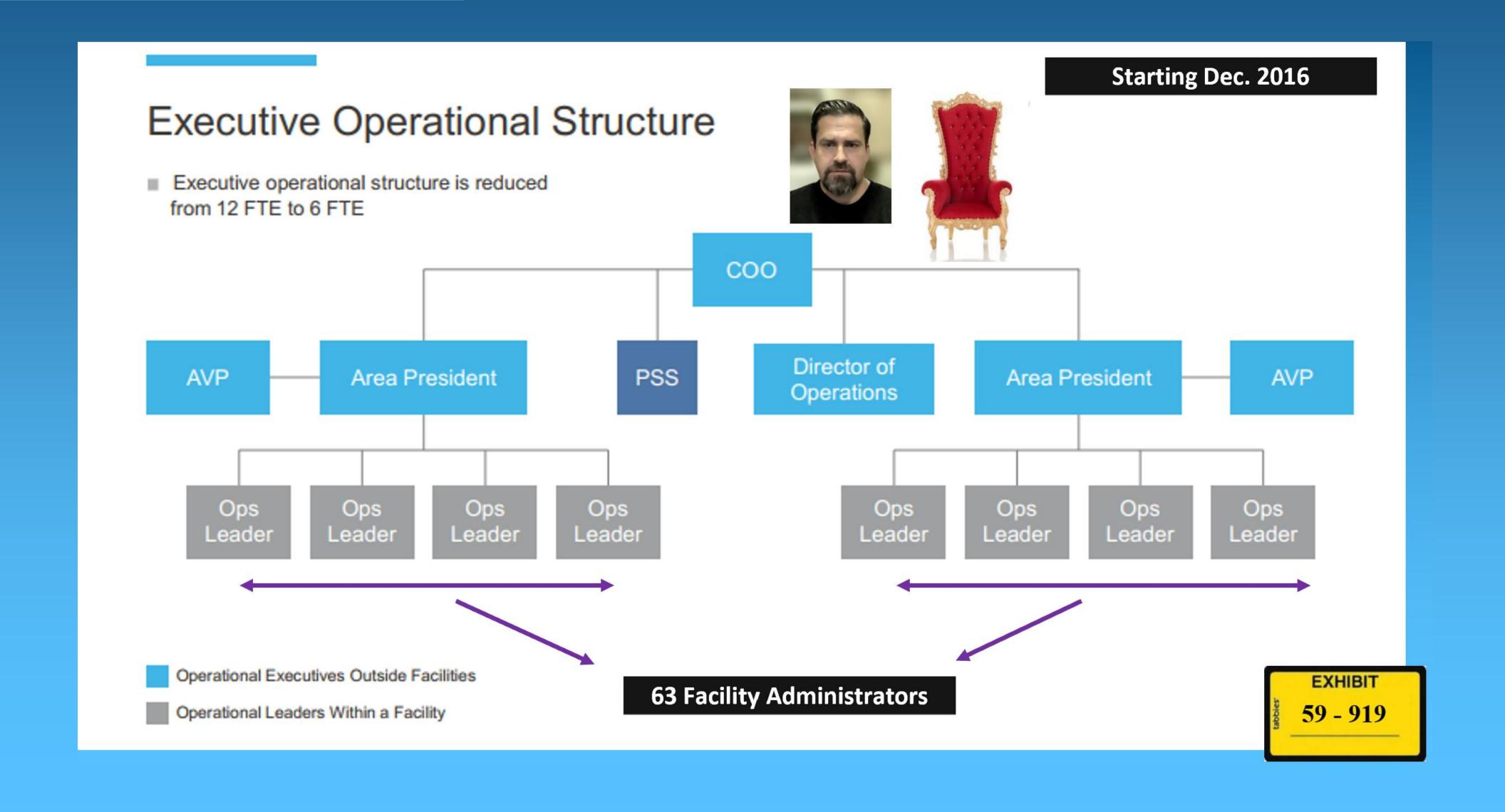
Period.

All Focused On Money

The Nanci Problem

The Nick Problem

Profits Over Patient Care





The Nick Problem

The real real.



Gl pushing for things that weren't in patients best interests



2016 Didn't Meet
Financial Expectations So
2017 They Were Doing
Everything They Could



Yes I was concerned about what GI was doing to Plum



I was being pressured to do things for savings

Private Equity

Take Home

Private equity ownership of long-term care facilities is DANGEROUS



The fork in the road

REIT Structures

Triple Net Leases

REITs

RIDEA & TRSs

- RIDEA = REIT Investment Diversification and Empowerment Act
- TRSs = Taxable REIT subsidiaries

Brave new world of REIT control & profit-taking

REITs

RIDEA & TRSs

- RIDEA REIT Owner has COMPLETE CONTROL over all profits generated by the facility; they can and do extract those moneys
- RIDEA REIT Owner has COMPLETE CONTROL over the budget; they
 require Owner approve for any deviation from the budget of more
 than 5%
- RIDEA REIT Owner has COMPLETE CONTROL over management company that runs the day to day operations.

How did this change the landscape of the industry? Instead of just underwriting (https://www.enhanceseniorliving.com/underwriting-senior-living-investments/) a steady rent payment and annual escalation, REITs could analyze and underwrite larger shifts in operations and income. This is critical for value-add projects where there is material upside

growth from enhanced operations. Instead of the standard 2-3% rent escalations in a triplenet lease structure, the REITs can benefit from the market rent increases (or rent adjustments), occupancy increases, and overall operational improvement and efficiencies. This has led to normalized income growth well above the 2-3% range. For example, during the second quarter of 2014, Ventas (VTR) reported their U.S. RIDEA portfolio (called their seniors housing operating portfolio) experienced income growth of 6.6% on a year-over-year,

FUNDAMENTAL MISALIGNMENT

REITs

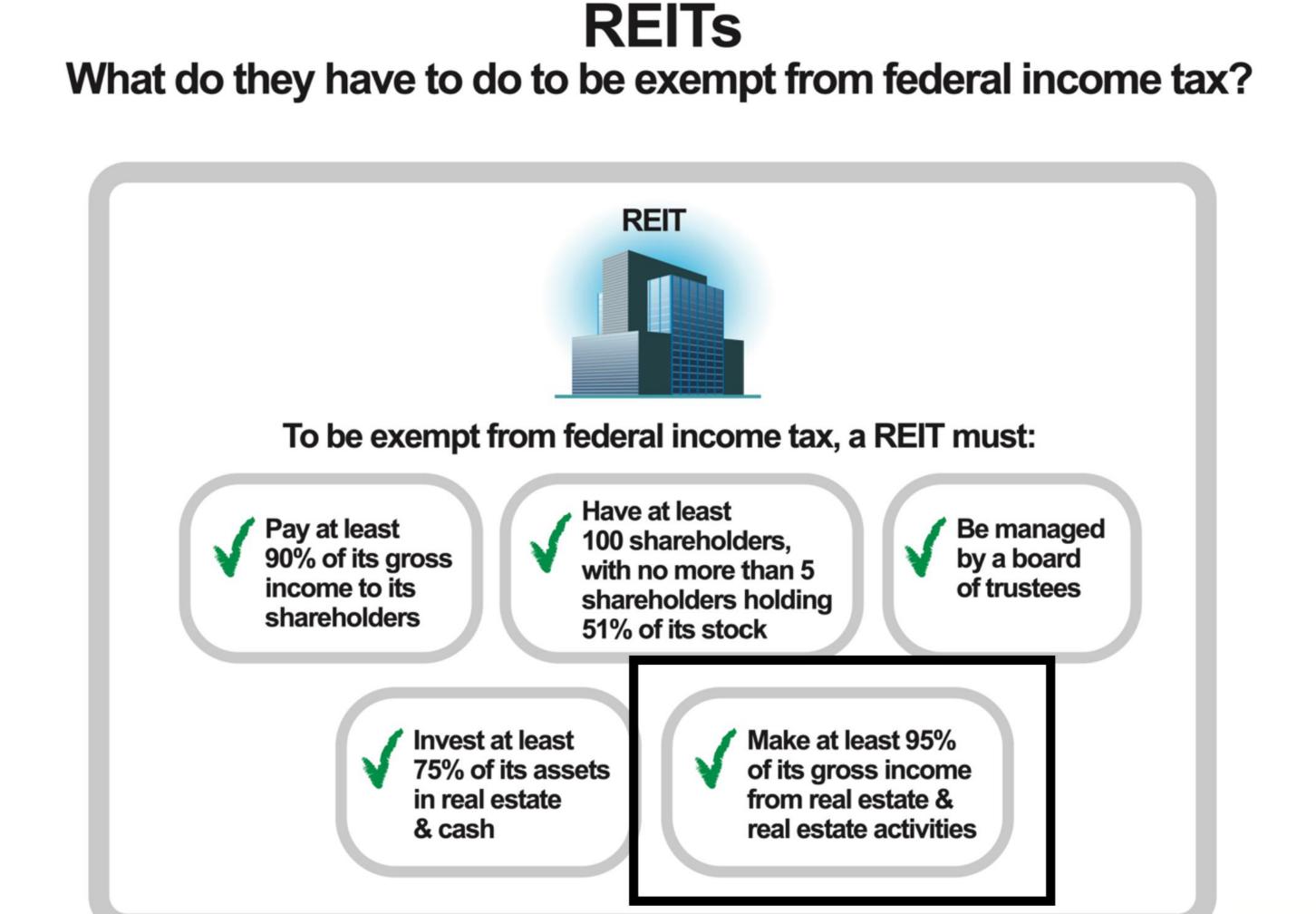
Take Home Re RIDEA/TRSs

REIT owned long-term care facilities with the RIDEA/TRSs structure are under the thumb of REIT operatives and advocates, attorneys, and consumers need to understand this

The fork in the road

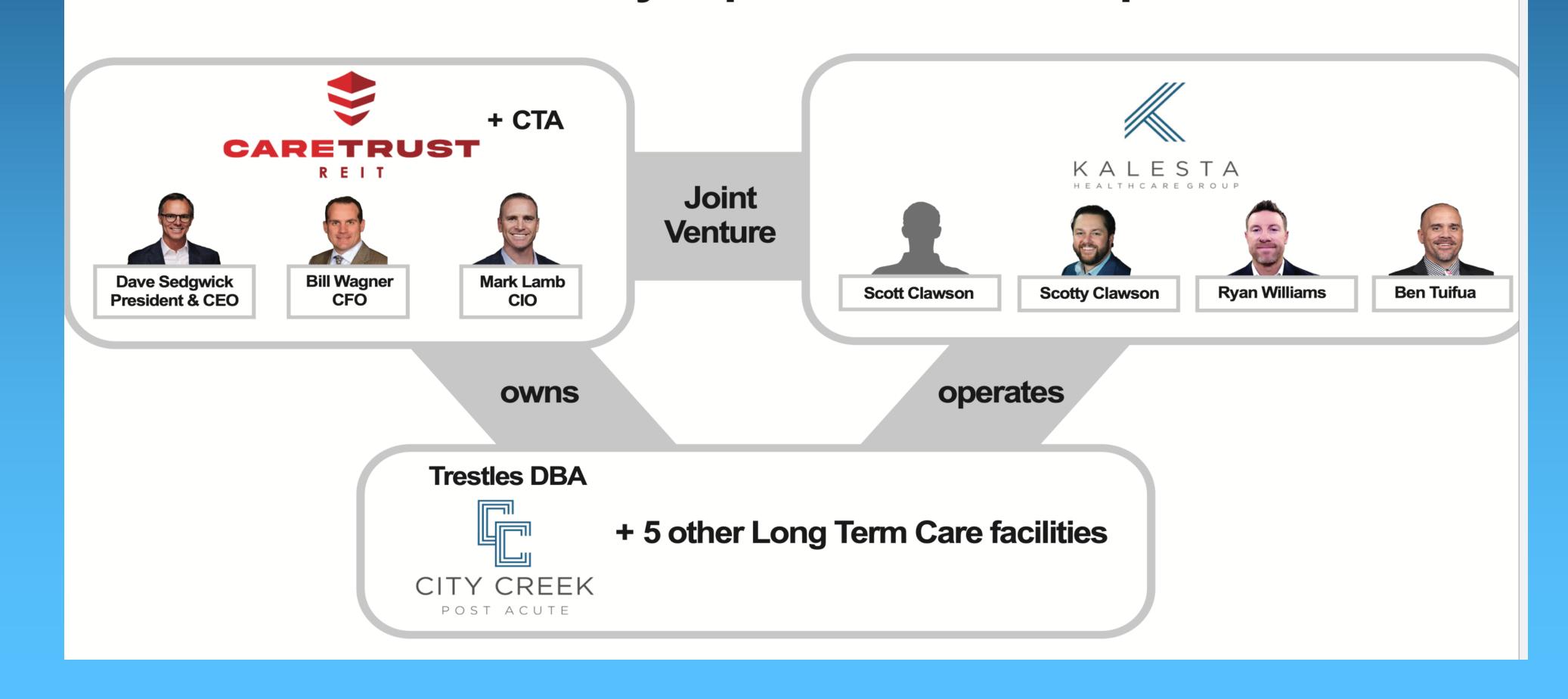
REIT Structures

Triple Net Leases



Source: 26 US Code 856(d)(2)(c)/(d)(7)

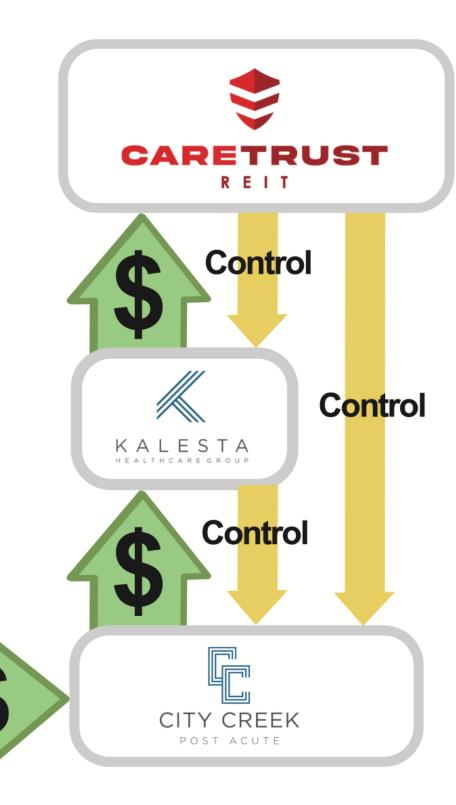
CareTrust REIT & Kalesta How have they expanded their enterprise?



CareTrust How does it control City Creek Post Acute?

Even though CareTrust is not allowed to control nursing homes, CareTrust has control over the operations of City Creek Post Acute by:

- monitoring how care is delivered
- taking an artificially high rent, knowing it will deprive residents of money needed for their care
- imposing specific financial requirements on Kalesta in its operation of City Creek Post Acute
- holding the right to take over City Creek Post Acute & all of its profits.

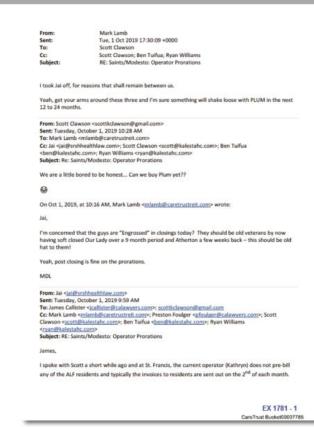




CareTrust How does it control its operators?



October 1, 2019 emails between Kalesta's Scotty Clawson & CareTrust's Mark Lamb



From: Scott Clawson <scottkclawson@gmail.com>

Sent: Tuesday, October 1, 2019 10:28 AM
To: Mark Lamb <mlamb@caretrustreit.com>

Cc: Jai <jai@srshhealthlaw.com>; Scott Clawson <scott@kalestahc.com>; Ben Tuifua

<ben@kalestahc.com>; Ryan Williams <ryan@kalestahc.com>

Subject: Re: Saints/Modesto: Operator Prorations

We are a little bored to be honest... Can we buy Plum yet??

From: Mark Lamb

Sent: Tue, 1 Oct 2019 17:30:09 +0000

To: Scott Clawson

Cc: Scott Clawson; Ben Tuifua; Ryan Williams Subject: RE: Saints/Modesto: Operator Prorations

I took Jai off, for reasons that shall remain between us.

Yeah, get your arms around these three and I'm sure something will

shake loose with PLUM in the next 12 to 24 months.

On the day of purchase, Kalesta owner, Scott Clawson is bored and wants to be awarded Plum buildings. In response, Chief Investment Officer, Mark Lamb tells Kalesta to manage the buildings to the pro forma and CareTrust will reevaluate in a year.

CareTrust How does it manage Kalesta?



August 17, 2020 Email from Kalesta corporate owners to building administration

Cc: Subject: Date: Attachments:	Trades Calescone Ryan Millians Fiscal Paris
Ryan,	
Everything loo about.	ks pretty normal. But there were a couple of things I wanted to ask you or Micah
-The ADON wa	ge is showing up as 11k instead of the usual 7k.
	n April for 9k. not sure what this was for.
-Accounting +	Auditing in April for 3.6k. Not sure what this is for.
Also, as a side officially Aug. :	note Ishan finished training Ajay, our new Facility Rehab director in July and he started L.
	ue our focus on better managing our PPD. Gemma, Jet, and Siean will help on the floor by to help keep these numbers where they need to be. We need to get our census to of 83.
-Travis	
Sent: Monday, To: Rusty Blan	Illiams <nyan@kalestahc.com> August 17, 2020 3-46 PM August 17, 2020 3-46 PM Soon@kalestahc.com>; Zach Tyson <ztyson@kalestahc.com>; Travis soon@kalestahc.com> cialis</ztyson@kalestahc.com></nyan@kalestahc.com>
Sent: Monday, To: Rusty Blani Clawson <tclav Subject: Finan Gents – I have you please sen operational ex</tclav 	August 17, 2020 3-46 PM renfeld -robantenfeld@kalestahc.com>; Zach Tyson -ztyson@kalestahc.com>; Travis soon@kalestahc.com> tials a call with Care Trust tomorrow to discuss each of your building's June results. Can de quick email back builleting (with a small explanation) any outliers in census, labor, penses, and andilny? It will help me avaigate questions they have that I might not be might not be
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Sent: Monday, To: Rusty Blani Clawson <tclav Subject: Finan Gents – I have you please sen operational ex fully aware of Thanks guys,</tclav 	August 17, 2020 3-46 PM enreled https://doi.org/10.1007/j.com/ ; Travis soon@kalestahc.com>; Zach Tyson https://doi.org/10.1007/j.com/ ; Travis soon@kalestahc.com>; Travis soon.goon.goon.goon.goon.goon.goon.goon.

Gents – I have a call with Care Trust tomorrow to discuss each of your building's June results. Can you please send a quick email back bulleting (with a small explanaition) any outliers in census, labor, operational expenses, and ancillary? It will help me navigate questions they have that I might not be fully aware of. Thanks guys, [Ryan Williams]

We will continue our focus on better managing our PPD. Gemma, Jet, and Siean will help on the floor more frequently to help keep these numbers where they need to be. We need to get our census to the sweet spot of 83. [Travis Clawson]

Caretrust has an Asset Management department whose role it is to manage CareTrust's buildings. The Asset Management department has frequent meetings with operators to review each building's census, staffing, and expenses. If a building is off-track on the Pro Forma, then the operator has to explain to CareTrust how it will get back on track.



The Expanding Role of Big Finance In Long-Term Care: What It Says About Profitability And Resident Well-Being