

CAROLINA HEALTH CENTERS, INC.

REPORT TO BOARD OF DIRECTORS

FOR THE YEAR ENDED MAY 31, 2024

CONTACT:

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The Board of Directors Carolina Health Centers, Inc. Greenwood, South Carolina

To the Members of the Board of Directors:

We are pleased to present this report related to our audit of the financial statements of Carolina Health Centers, Inc. (the "Center") as of and for the year ended May 31, 2024. This report summarizes certain matters required by professional standards to be communicated to you in your oversight responsibility for the Center's financial reporting process.

This report is intended solely for the information and use of the Board of Directors and management and is not intended to be and should not be used by anyone other than these specified parties. It will be our pleasure to respond to any questions you have about the foregoing. We appreciate the opportunity to continue to be of service to you.

Manley Gawin, LLC

Greenwood, South Carolina August 30, 2024

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Required Communications

Communications

Auditors are required to communicate certain matters to keep those charged with governance adequately informed about matters related to the financial statement audit that are, in our professional judgment, significant and relevant to the responsibilities of those charged with governance in overseeing the financial reporting process. The following summarizes these communications.

Auditor's Responsibility Under Professional Standards

As communicated in our engagement letter dated March 25, 2024, our responsibility, as prescribed by professional standards, is to form and express an opinion about whether the financial statements that have been prepared by management with your oversight are presented fairly, in all material respects, in conformity with the modified cash basis of accounting. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether caused by error, fraudulent financial reporting or misappropriation of assets. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Accordingly, the audit was designed to obtain reasonable, rather than absolute, assurance about the financial statements. We believe that our audit accomplished that objective.

We are also responsible for communicating significant matters related to the audit that are, in our professional judgment, relevant to your responsibilities in overseeing the financial reporting process. However, we are not required to design procedures specifically to identify such matters.

Our audit of the financial statements does not relieve you or management of your respective responsibilities.

Audit Planning Process

Our audit approach placed a strong emphasis on obtaining an understanding of how the Center functions. This enabled us to identify key audit components and tailor our procedures to the unique aspects of your business.

We obtained an understanding of internal control to assess the impact of internal control on determining the nature, timing and extent of audit procedures, and we established an overall materiality limit for audit purposes. We conducted formal discussions among engagement team members to consider how and where your financial statements might be susceptible to material misstatement due to fraud or error.



We used this knowledge and understanding, together with other factors, to first assess the risk that errors or fraud may cause a material misstatement at the financial statement level. The assessment of the risks of material misstatement at the financial statement level provides us with parameters within which to design the audit procedures for specific account balances and classes of transactions. Our risk assessment process at the account-balance or class-of-transactions level consists of:

- An assessment of inherent risk (the susceptibility of an assertion relating to an account balance or class of transactions to a material misstatement, assuming there are no related controls)
- An evaluation of the design effectiveness of internal control over financial reporting and our assessment of control risk (the risk that a material misstatement could occur in an assertion and not be prevented or detected on a timely basis by the Center's internal control)

We then determined the nature, timing and extent of tests of controls and substantive procedures necessary given the risks identified and the controls as we understand them.

Materiality in Planning and Executing the Audit

In planning the audit, the materiality limit is viewed as the maximum aggregate amount of misstatements, which if detected and not corrected, would cause us to modify our opinion on the financial statements. The materiality limit is an allowance not only for misstatements that will be detected and not corrected but also for misstatements that may not be detected by the audit. Our assessment of materiality throughout the audit was based on both quantitative and qualitative considerations. Because of the interaction of quantitative and qualitative considerations, misstatements of a relatively small amount could have a material effect on the current financial statements as well as financial statements of future periods.

Internal Control Relevant to the Audit

Our audit of the financial statements included obtaining an understanding of internal control sufficient to plan the audit and to determine the nature, timing and extent of audit procedures to be performed. An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. Our review and understanding of the Center's internal control was not undertaken for the purpose of expressing an opinion on the effectiveness of internal control.

Significant Accounting Policies

Management is responsible for the selection and use of appropriate accounting policies. A summary of the significant accounting policies adopted by the Center is included in Note 1 to the financial statements.



Adoption of, or Change in, Accounting Policies

The significant accounting policies used by the Center are described in Note 1 to the financial statements.

The Center did not adopt any significant new accounting policies nor have there been any changes in existing significant accounting policies during the current period.

Significant or Unusual Transactions

No matters have come to our attention that would require us, under professional standards, to inform you about the methods used to account for significant or unusual transactions or the effect of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

Alternative Treatments Discussed with Management

We did not discuss with management any alternative treatments within the modified cash basis of accounting for accounting policies and practices related to material items during the current audit period.

Management Judgments and Accounting Estimates

Accounting estimates are an integral part of the preparation of financial statements and are based upon management's current judgments. The process used by management encompasses their knowledge and experience about past and current events and certain assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from management's current judgments. You may wish to monitor throughout the year the process used to compute and record these accounting estimates.

The following describes the significant management judgments and accounting estimates reflected in the Center's May 31, 2024 financials:

Revenue recognition

Patient service revenue is recorded at amounts that the Center anticipates collecting from Medicare, Medicaid, private or commercial insurance, or individuals, less a provision for uncollectible accounts. The rates on individuals are determined by an income discount scale, which is based on the federal poverty level guidelines.

The methodology used to determine the patient service revenue and related receivable is consistent with prior years. We believe management's methodology is reasonable.



Allowance for doubtful accounts

Management determines the allowance for uncollectible accounts by regularly evaluating receivables and considering aging of receivable balances and current economic conditions. Receivables are written off when deemed uncollectible. Recoveries of receivables previously written off are recorded as revenue when received.

The methodology used to determine the allowance for doubtful accounts is consistent with prior years. We believe management's methodology is reasonable.

Property and equipment

The Center records property and equipment depreciation over the estimated useful life of each class of depreciable assets and is computed using the straight-line method. The Center's property and equipment are significantly impacted by certain assumptions among which are the estimated useful life of each asset class.

The methodology used to determine the estimated useful life is consistent with prior years. We believe management's methodology is reasonable.

Management has informed us that they used all the relevant facts available to them at the time to make their judgments about accounting estimates, and we considered this information in the scope of our audit. The Board of Directors may wish to monitor throughout the year the process used to compute and record these accounting estimates.

Financial Statement Disclosures

The disclosures in the financial statements appear neutral, consistent and clear. Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users.

The most sensitive disclosures affecting the financial statements were as follows:

- Investments (Note 3)
- Patient Accounts Receivables (Note 4)
- Long-term debt and obligations (Note 6)
- Commitments and contingencies (Note 8)
- Related party transactions (Note 11)
- Liquidity and funds available (Note 12)



Uncorrected and Corrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are trivial, and communicate them to the appropriate level of management.

Audit Adjustments

Audit adjustments which were recorded by the Center as a result of our audit are summarized in Appendix A.

Uncorrected Misstatements

There were no uncorrected misstatements which were identified as a result of our audit.

Management Representations

We have requested certain written representations from management that are included in the management representation letter dated August 30, 2024. A copy of that correspondence is included in **Appendix B** for your information.

Disagreements with Management

For the purposes of this communication, professional standards define a disagreement with management as a matter, whether or not resolved to our satisfaction, concerning a financial accounting, reporting, or auditing matter that could be significant to the Center's financial statements or the auditor's report. No such disagreements arose during the course of the audit.

Consultations with Other Accountants

Management may consult with other accountants about auditing and accounting matters on certain situations. If a consultation involves the application of an accounting principle to the Center's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to notify us to determine that the consulting accountant has all the relevant facts. To our knowledge, and as management has informed us, there were no such consultations with other accountants regarding auditing and accounting matters.

Significant Issues Discussed with Management

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the Center's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

No other significant issues arising from the audit were discussed or were the subject of correspondence with management.



Difficulties Encountered in Performing the Audit

We did not encounter any difficulties in dealing with management relating to the performance of our audit and we appreciate the cooperation received.

Letter Communicating Significant Deficiencies and Material Weaknesses

We noted no significant deficiencies, material weaknesses or noncompliance identified during our audit of the financial statements.

Certain Other Written Communications Between Management and Our Firm

Copies of certain other written communications between our firm and the management of the Center are attached as **Appendix B**.



Appendix A

Summary of Audit Adjustments For the Year Ended May 31, 2024



Number Date	Name	Account No	Debit	Credit
1 5/31/2024	Lease Payable	240000	161,408.00	
1 5/31/2024	Interest Other	620800	65,560.00	
1 5/31/2024	Rent Expense	630700		226,968.00
	to adjust right-of-use leased assets liability	to actual as of May 31, 202	4	
2 5/31/2024	Accumulated Amort Leased Assets	135070		174,792.00
2 5/31/2024	Leased Assets Amortization Exp	615100	174,792.00	
	to record amortization expense for right-o	f-use leased assets as of Ma	y 31, 2024	
3 5/31/2024	Unrestricted net assets	310000		6,483.00
3 5/31/2024	Maintenance and Repair Facility	630100	6,483.00	
	to correct beginning net assets to agree wi	th prior year ending amoun	t per audit	
4 5/31/2024	County Bank Operating Account	110100		288.76
4 5/31/2024	Utilities	630500	288.76	
	to adjust cash to actual per recon as of Ma	y 31, 2024		
5 5/31/2024	Computer Equipment	132120		37.44
5 5/31/2024	Accumulated Depreciation	132500		650.57
5 5/31/2024	Depreciation	615000	650.57	
5 5/31/2024	Maintenance and Repair Facility	630100	37.44	
	to adjust capital assets, depreciation exper with schedule as of May 31, 2024	nse and accumulated depred	ciation to agree	
6 5/31/2024	Buildings and Improvements	132200	58,300.00	
6 5/31/2024	Maintenance and Repair Facility	630100		58,300.00

Appendix B

Written Communications Between Management and Our Firm For the Year Ended May 31, 2024

Copies of written communications are attached.





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August 30, 2024

Manley Garvin, LLC PO Box 429 Greenwood, SC 29648

This representation letter is provided in connection with your audit of the financial statements of Carolina Health Centers, Inc., which comprise the statements of financial position as of May 31, 2024 and 2023, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements, for the purpose of expressing an opinion as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States (U.S. GAAP).

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, as of August 30, 2024, the following representations made to you during your audit.

Financial Statements

- 1) We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated March 25, 2024, including our responsibility for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP.
- 2) The financial statements referred to above are fairly presented in conformity with U.S. GAAP.
- 3) We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
- 4) We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
- 5) The methods, significant assumptions, and data used in making accounting estimates and their related disclosures are appropriate to achieve recognition, measurement, or disclosure that is reasonable in accordance with U.S. GAAP.
- 6) Related-party relationships and transactions have been appropriately accounted for and disclosed in accordance with U.S. GAAP.



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- 7) All events subsequent to the date of the financial statements and for which U.S. GAAP requires adjustment or disclosure have been adjusted or disclosed.
- 8) The effects of uncorrected misstatements, if any, are immaterial, both individually and in the aggregate, to the financial statements as a whole.
- 9) The effects of all known actual or possible litigation, claims, and assessments have been accounted for and disclosed in accordance with U.S. GAAP.
- 10) Material concentrations have been appropriately disclosed in accordance with U.S. GAAP.
- 11) Guarantees, whether written or oral, under which the Carolina Health Centers, Inc. is contingently liable, have been properly recorded or disclosed in accordance with U.S. GAAP.

Information Provided

- 12) We have provided you with:
 - a. Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters, and all audit or relevant monitoring reports, if any, received from funding sources.
 - b. Additional information that you have requested from us for the purpose of the audit.
 - c. Unrestricted access to persons within Carolina Health Centers, Inc. from whom you determined it necessary to obtain audit evidence.
 - d. Minutes of the meetings of the governing board or summaries of actions of recent meetings for which minutes have not yet been prepared.
- 13) All material transactions have been recorded in the accounting records and are reflected in the financial statements or the schedule of expenditures of federal awards.
- 14) We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.
- 15) We have no knowledge of any fraud or suspected fraud that affects Carolina Health Centers, Inc. and involves:
 - a. Management,
 - b. Employees who have significant roles in internal control, or
 - c. Others where the fraud could have a material effect on the financial statements.
- 16) We have no knowledge of any allegations of fraud or suspected fraud affecting Carolina Health Center's financial statements communicated by employees, former employees, grantors, regulators, or others.



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- 17) We have no knowledge of any instances of noncompliance or suspected noncompliance with laws and regulations whose effects should be considered when preparing financial statements.
- 18) We have disclosed to you all known actual or possible litigation, claims, and assessment whose effects should be considered when preparing the financial statements.
- 19) We have disclosed to you the identity of the Carolina Health Center's related parties and all the related-party relationships and transactions of which we are aware.
- 20) Carolina Health Centers, Inc. has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral.
- 21) We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us.
- 22) Carolina Health Centers, Inc. is an exempt organization under Section 501(c)(3) of the Internal Revenue Code. Any activities of which we are aware that would jeopardize Carolina Health Centers, Inc.'s tax-exempt status, and all activities subject to tax on unrelated business income or excise or other tax, have been disclosed to you. All required filings with tax authorities are up-to-date.
- 23) We acknowledge our responsibility for presenting the schedule of expenditures of federal awards in accordance with U.S. GAAP, and we believe the schedule of expenditures of federal awards, including its form and content, is fairly presented in accordance with U.S. GAAP. The methods of measurement and presentation of the schedule of expenditures of federal awards have not changed from those used in the prior period, and we have disclosed to you any significant assumptions or interpretations underlying the measurement and presentation of the supplementary information.
- 24) With respect to federal award programs:
 - a. We are responsible for understanding and complying with, and have complied with the requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance), relating to preparation of the schedule of expenditures of federal awards.
 - b. We acknowledge our responsibility for presenting the schedule of expenditures of federal awards (SEFA) and related notes in accordance with the requirements of the Uniform Guidance, and we believe the SEFA, including its form and content, is fairly presented in accordance with the Uniform Guidance. The methods of measurement or presentation of the SEFA have not changed from those used in the prior period, and we have disclosed to you any significant assumptions and interpretations underlying the measurement or presentation of the SEFA.
 - c. If the SEFA is not presented with the audited financial statements, we will make the audited financial statements readily available to the intended users of the SEFA no later than the date we issue the SEFA and the auditor's report thereon.
 - d. We have identified and disclosed to you all of our government programs and related activities subject to the Uniform Guidance compliance audit, and have included in the SEFA, expenditures made during the audit period for all awards provided by federal agencies in the form of federal awards, federal cost-



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reimbursement contracts, loans, loan guarantees, property (including donated surplus property), cooperative agreements, interest subsidies, insurance, food commodities, direct appropriations, and other direct assistance.

- e. We are responsible for understanding and complying with the requirements of federal statutes, regulations, and the terms and conditions of federal awards related to each of our federal programs and have identified and disclosed to you the requirements of federal statutes, regulations, and the terms and conditions of federal awards that are considered to have a direct and material effect on each major program.
- f. We are responsible for establishing and maintaining, and have established and maintained, effective internal control over compliance for federal programs that provides reasonable assurance that we are managing our federal awards in compliance with federal statutes, regulations, and the terms and conditions of federal awards that could have a material effect on our federal programs. We believe the internal control system is adequate and is functioning as intended.
- g. We have made available to you all federal awards (including amendments, if any) and any other correspondence with federal agencies or pass-through entities relevant to federal programs and related activities.
- h. We have received no requests from a federal agency to audit one or more specific programs as a major program.
- i. We have complied with the direct and material compliance requirements, including when applicable, those set forth in the OMB Compliance Supplement, relating to federal awards and confirm that there were no amounts questioned and no known noncompliance with the direct and material compliance requirements of federal awards.
- j. We have disclosed any communications from federal awarding agencies and pass-through entities concerning possible noncompliance with the direct and material compliance requirements, including communications received from the end of the period covered by the compliance audit to the date of the auditor's report.
- k. We have disclosed to you the findings received and related corrective actions taken for previous audits, attestation engagements, and internal or external monitoring that directly relate to the objectives of the compliance audit, including findings received and corrective actions taken from the end of the period covered by the compliance audit to the date of the auditor's report.
- I. Amounts claimed or used for matching were determined in accordance with relevant guidelines in OMB's Uniform Guidance (2 CFR part 200, subpart E)
- m. We have made available to you all documentation related to compliance with the direct and material compliance requirements, including information related to federal program financial reports and claims for advances and reimbursements.
- n. We have disclosed to you the nature of any subsequent events that provide additional evidence about conditions that existed at the end of the reporting period affecting noncompliance during the reporting period.



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- o. There are no such known instances of noncompliance with direct and material compliance requirements that occurred subsequent to the period covered by the auditor's report.
- p. No changes have been made in internal control over compliance or other factors that might significantly affect internal control, including any corrective action we have taken regarding significant deficiencies or material weaknesses in internal control over compliance subsequent to the period covered by the auditor's report.
- q. Federal program financial reports and claims for advances and reimbursements are supported by the books and records from which the basic financial statements have been prepared.
- r. The copies of federal program financial reports provided you are true copies of the reports submitted, or electronically transmitted, to the respective federal agency or pass-through entity, as applicable.
- s. We have charged costs to federal awards in accordance with applicable cost principles.
- t. We are responsible for and have accurately prepared the summary schedule of prior audit findings to include all findings required to be included by the Uniform Guidance, and we have provided you with all information on the status of the follow-up on prior audit findings by federal awarding agencies and pass-through entities, including all management decisions.
- u. We are responsible for and have ensured the reporting package does not contain protected personally identifiable information.
- v. We are responsible for and have accurately prepared the auditee section of the Data Collection Form as required by the Uniform Guidance.
- 25) We have identified to you any previous audits, attestation engagements, and other studies related to the audit objectives and whether related recommendations have been implemented.

Signature:	Man Day	ian_
Title:	CFO	



Carolina Health Centers, Inc. Greenwood, South Carolina

In planning and performing our audit of the financial statements of Carolina Health Centers, Inc. (the "Organization") as of and for the year ended May 31, 2024 in accordance with auditing standards generally accepted in the United States of America, we considered the Organization's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization'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 combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Organization'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 and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, we did not identify any deficiencies in internal control that we consider to be material weaknesses or significant deficiencies. However, material weaknesses or significant deficiencies may exist that have not been identified.

During our audit, we became aware of the following deficiency in internal control, other than significant deficiencies or material weaknesses, that is an opportunity for strengthening internal controls and operating efficiency:

Control Deficiency

Payroll Process

During our payroll testing, we noted that one employee's timesheet did not agree to the payroll register, thus resulting in the employee being underpaid for the number of hours worked in the pay period selected during our testing. This error was communicated to Organization personnel who corrected the error and processed the additional hours for the employee's next pay period. The payroll for all other employees we sampled were calculated correctly. While this appears to be an isolated incident, strengthening controls related to the payroll process, such as agreeing timecards to the payroll registers, will help to ensure more accurate recording of personnel costs.

We will review the status of this comment during our next audit engagement. We have already discussed this comment with Organization personnel as indicated above, and we will be pleased to discuss them in further detail at your convenience and/or to perform additional study of these matters.

This communication is intended solely for the information and use of the Organization's management and Board of Directors and is not intended to be and should not be used by anyone other than these specified parties.

Manley Gawin, LLC

Greenwood, South Carolina August 30, 2024