

Form **990**  
Department of the Treasury  
Internal Revenue Service

# Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)  
Do not enter social security numbers on this form as it may be made public  
Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047  
**2017**  
Open to Public Inspection

**A For the 2017 calendar year, or tax year beginning 07-01-2017, and ending 06-30-2018**

- B** Check if applicable  
 Address change  
 Name change  
 Initial return  
 Final return/terminated  
 Amended return  
 Application pending

**C** Name of organization  
PHOEBE APARTMENTS INC

Doing business as

Number and street (or P O box if mail is not delivered to street address) Room/suite  
1901 LINDEN STREET

City or town, state or province, country, and ZIP or foreign postal code  
ALLENTOWN, PA 18104

**D** Employer identification number  
23-1674396

**E** Telephone number  
(610) 794-5142

**G** Gross receipts \$ 961,128

**F** Name and address of principal officer  
SCOTT R STEVENSON  
1925 TURNER STREET  
ALLENTOWN, PA 18104

**H(a)** Is this a group return for subordinates?  Yes  No  
**H(b)** Are all subordinates included?  Yes  No  
If "No," attach a list (see instructions)  
**H(c)** Group exemption number ▶

**I** Tax-exempt status  501(c)(3)  501(c) ( 4 ) ◀ (insert no)  4947(a)(1) or  527

**J** Website: ▶ WWW.PHOEBE.ORG

**K** Form of organization  Corporation  Trust  Association  Other ▶

**L** Year of formation 1967 **M** State of legal domicile PA

**Part I Summary**

**1** Briefly describe the organization's mission or most significant activities  
AFFORDABLE/INDEPENDENT SR LIVING THROUGH SEC 202 DIRECT LOAN PRGRM & HUD SCTN 8 RENT SUBSIDY PRGRM

**2** Check this box  if the organization discontinued its operations or disposed of more than 25% of its net assets

<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	14
<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	12
<b>5</b> Total number of individuals employed in calendar year 2017 (Part V, line 2a)	4
<b>6</b> Total number of volunteers (estimate if necessary)	81
<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	0
<b>7b</b> Net unrelated business taxable income from Form 990-T, line 34	0

	Prior Year	Current Year
<b>8</b> Contributions and grants (Part VIII, line 1h)	31,672	41,448
<b>9</b> Program service revenue (Part VIII, line 2g)	890,939	906,384
<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	6,802	5,699
<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	7,751	7,597
<b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	937,164	961,128
<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0	0
<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	0	0
<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	202,172	208,370
<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	0	0
<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 0		
<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	662,505	668,125
<b>18</b> Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	864,677	876,495
<b>19</b> Revenue less expenses Subtract line 18 from line 12	72,487	84,633

	Beginning of Current Year	End of Year
<b>20</b> Total assets (Part X, line 16)	1,541,626	1,606,146
<b>21</b> Total liabilities (Part X, line 26)	595,454	577,122
<b>22</b> Net assets or fund balances Subtract line 21 from line 20	946,172	1,029,024

**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

**Sign Here**

\*\*\*\*\*  
Signature of officer \_\_\_\_\_ Date 2019-05-13  
ROBERT RICHARDS CFO  
Type or print name and title \_\_\_\_\_

**Paid Preparer Use Only**

Print/Type preparer's name KERRI N BOGDA	Preparer's signature KERRI N BOGDA	Date	Check <input type="checkbox"/> if self-employed	PTIN P00760402
Firm's name ▶ BAKER TILLY VIRCHOW KRAUSE LLP			Firm's EIN ▶ 39-0859910	
Firm's address ▶ 1650 MARKET STREET SUITE 4500 PHILADELPHIA, PA 19103			Phone no (215) 972-0701	

**Part III Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III

**1** Briefly describe the organization's mission

PHOEBE APARTMENTS IS AN AFFILIATED ENTITY OF PHOEBE MINISTRIES ITS MISSION ADHERES TO THE PHOEBE MINISTRIES' MISSION "A COMMUNITY OF FAITH, CALLED BY GOD, TO ENRICH THE LIVES OF OUR SENIORS, THEIR FAMILIES, AND THE COMMUNITIES WE SERVE "

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No

If "Yes," describe these new services on Schedule O

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services?  Yes  No

If "Yes," describe these changes on Schedule O

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

**4a** (Code ) (Expenses \$ 552,148 including grants of \$ 0 ) (Revenue \$ 906,384 )  
See Additional Data

**4b** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4c** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4d** Other program services (Describe in Schedule O )  
(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses ▶ 552,148

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> . . . . .		No
<b>2</b> Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?	Yes	
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> . . . . .		No
<b>4 Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i> . . . . .		
<b>5</b> Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i> . . . . .		No
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		No
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		No
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		No
<b>9</b> Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	Yes	
<b>10</b> Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		No
<b>11</b> If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	Yes	
<b>b</b> Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		No
<b>c</b> Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		No
<b>d</b> Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		No
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	Yes	
<b>f</b> Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	Yes	
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	Yes	
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	Yes	
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States? . . . . .		No
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i> . . . . .		No
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i> . . . . .		No
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i> . . . . .		No
<b>17</b> Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> (see instructions) . . . . .		No
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> . . . . .		No
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> . . . . .		No

**Part IV Checklist of Required Schedules (continued)**

		Yes	No
<b>20a</b>	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H . . . . .</i>		No
<b>b</b>	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
<b>20b</b>			
<b>21</b>	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II . . . . .</i>		No
<b>22</b>	Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III . . . . .</i>		No
<b>23</b>	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J . . . . .</i>	Yes	
<b>24a</b>	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a . . . . .</i>		No
<b>b</b>	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		
<b>24b</b>			
<b>c</b>	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		
<b>24c</b>			
<b>d</b>	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		
<b>24d</b>			
<b>25a</b>	<b>Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I . . . . .</i>		No
<b>b</b>	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I . . . . .</i>		No
<b>25b</b>			No
<b>26</b>	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II . . . . .</i>		No
<b>27</b>	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III . . . . .</i>		No
<b>28</b>	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
<b>a</b>	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>		No
<b>28a</b>			No
<b>b</b>	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>		No
<b>28b</b>			No
<b>c</b>	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>	Yes	
<b>28c</b>			
<b>29</b>	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M . . . . .</i>		No
<b>29</b>			No
<b>30</b>	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M . . . . .</i>		No
<b>30</b>			No
<b>31</b>	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I . . . . .</i>		No
<b>31</b>			No
<b>32</b>	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II . . . . .</i>		No
<b>32</b>			No
<b>33</b>	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I . . . . .</i>		No
<b>33</b>			No
<b>34</b>	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1 . . . . .</i>	Yes	
<b>34</b>			
<b>35a</b>	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		No
<b>35a</b>			No
<b>b</b>	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2 . . . . .</i>		
<b>35b</b>			
<b>36</b>	<b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2 . . . . .</i>		
<b>36</b>			
<b>37</b>	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI . . . . .</i>		No
<b>37</b>			No
<b>38</b>	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .	Yes	
<b>38</b>			

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V [ ]

Table with columns for question ID, question text, and Yes/No response boxes. Includes sections for backup withholding, employee reporting, foreign accounts, prohibited tax shelter transactions, deductible contributions, and 501(c)(7), (12), and (29) organizations.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a (14), 1b (12), 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9.

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

Table with 3 columns: Question, Yes, No. Rows include: 17 (PA), 18 (Own website, Another's website, Upon request, Other), 19, 20 (THOMAS BAER CPA EXEC DIRFINANCE 1925 TURNER STREET ALLENTOWN, PA 18104 (610) 794-5022).

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response or note to any line in this Part VII

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) DONALD A SEIBERT TREASURER	1 00	X		X				0	0	0
(2) MITCHELL G POSSINGER BOARD MEMBER	1 00	X						0	0	0
(3) DR DEBORAH A SIEGER BOARD MEMBER	1 00	X						0	0	0
(4) PETER E FISHER MD MBA BOARD MEMBER	1 00	X						0	0	0
(5) WILLIAM C HACKER SECRETARY	1 00	X		X				0	0	0
(6) JOHN T LAWTON BOARD MEMBER	1 00	X						0	0	0
(7) ANTHONY R THOMAS BOARD MEMBER (RESIGNED MARCH '18)	1 00	X						0	0	0
(8) REV WILLIAM PAUL WORLEY BOARD MEMBER	1 00	X						0	0	0
(9) SCOTT R STEVENSON PRESIDENT/CEO	40 00	X		X				0	723,211	38,172
(10) REV DR HILARY J BARRETT VICE CHAIRPERSON	1 00	X		X				0	0	0
(11) ROBERT MILLER CHAIRPERSON	1 00	X		X				0	0	0
(12) REV DR BONNIE BATES BOARD MEMBER	1 00	X						0	0	0
(13) ROBERT BERTLOTTE BOARD MEMBER	1 00	X						0	0	0
(14) SYLVIA BETZ GARDNER BOARD MEMBER	1 00	X						0	0	0
(15) REV WILLIAM H LONG BOARD MEMBER	1 00	X						0	0	0
(16) LISA B FICHERA EVP/COO	40 00			X				0	323,715	34,758
(17) ROBERT RICHARDS SR VP FIN /CFO	40 00			X				0	248,271	3,673

**Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** (continued)

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			

<b>1b Sub-Total</b> . . . . .	▶			
<b>c Total from continuation sheets to Part VII, Section A</b> . . . . .	▶			
<b>d Total (add lines 1b and 1c)</b> . . . . .	▶	0	1,295,197	76,603

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ▶ **0**

<b>3</b> Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual . . . . .	<b>Yes</b>	<b>No</b>
		No
<b>4</b> For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual . . . . .	Yes	
<b>5</b> Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person . . . . .		No

**Section B. Independent Contractors**

**1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
ARAMARK HEALTHCARE SUPPORT SVC 27310 NETWORK PLACE CHICAGO, IL 606731248	HEALTHCARE SUPPORT	140,403

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ▶ **1**



**Part VIII Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b> Federated campaigns . . .	<b>1a</b>					
	<b>b</b> Membership dues . . .	<b>1b</b>					
	<b>c</b> Fundraising events . . .	<b>1c</b>					
	<b>d</b> Related organizations	<b>1d</b>					
	<b>e</b> Government grants (contributions)	<b>1e</b>	41,448				
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>					
	<b>g</b> Noncash contributions included in lines 1a-1f \$ _____						
	<b>h Total.</b> Add lines 1a-1f . . . . . ▶		41,448				
<b>Program Service Revenue</b>			<b>Business Code</b>				
	<b>2a</b> RENTS		531110	906,384	906,384		
	<b>b</b> _____						
	<b>c</b> _____						
	<b>d</b> _____						
	<b>e</b> _____						
	<b>f</b> All other program service revenue						
<b>g Total.</b> Add lines 2a-2f . . . . . ▶		906,384					
<b>Other Revenue</b>	<b>3</b> Investment income (including dividends, interest, and other similar amounts) . . . . . ▶			5,699		5,699	
	<b>4</b> Income from investment of tax-exempt bond proceeds . . . . . ▶						
	<b>5</b> Royalties . . . . . ▶						
	<b>6a</b> Gross rents	(i) Real	(ii) Personal				
		<b>b</b> Less rental expenses					
		<b>c</b> Rental income or (loss)					
		<b>d</b> Net rental income or (loss) . . . . . ▶					
	<b>7a</b> Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		<b>b</b> Less cost or other basis and sales expenses					
		<b>c</b> Gain or (loss)					
		<b>d</b> Net gain or (loss) . . . . . ▶					
	<b>8a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . . . <b>a</b>						
		<b>b</b> Less direct expenses . . . . . <b>b</b>					
		<b>c</b> Net income or (loss) from fundraising events . . . . . ▶					
	<b>9a</b> Gross income from gaming activities See Part IV, line 19 . . . . . <b>a</b>						
<b>b</b> Less direct expenses . . . . . <b>b</b>							
<b>c</b> Net income or (loss) from gaming activities . . . . . ▶							
<b>10a</b> Gross sales of inventory, less returns and allowances . . . . . <b>a</b>							
	<b>b</b> Less cost of goods sold . . . . . <b>b</b>						
	<b>c</b> Net income or (loss) from sales of inventory . . . . . ▶						
<b>Miscellaneous Revenue</b>		<b>Business Code</b>					
<b>11a</b> VEND MACH /MISC INC		531110	7,597		7,597		
<b>b</b> _____							
<b>c</b> _____							
<b>d</b> All other revenue . . . . .							
<b>e Total.</b> Add lines 11a-11d . . . . . ▶			7,597				
<b>12 Total revenue.</b> See Instructions . . . . . ▶			961,128	906,384	0	13,296	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
<b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21.				
<b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22.				
<b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, line 15 and 16.				
<b>4</b> Benefits paid to or for members.				
<b>5</b> Compensation of current officers, directors, trustees, and key employees.				
<b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).				
<b>7</b> Other salaries and wages.	170,765	50,045	120,720	
<b>8</b> Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions).				
<b>9</b> Other employee benefits.	24,674	7,230	17,444	
<b>10</b> Payroll taxes.	12,931	3,790	9,141	
<b>11</b> Fees for services (non-employees):				
<b>a</b> Management.	113,298		113,298	
<b>b</b> Legal.	2,393		2,393	
<b>c</b> Accounting.	11,136		11,136	
<b>d</b> Lobbying.				
<b>e</b> Professional fundraising services. See Part IV, line 17.				
<b>f</b> Investment management fees.				
<b>g</b> Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	164,135	145,169	18,966	
<b>12</b> Advertising and promotion.				
<b>13</b> Office expenses.	38,707	14,068	24,639	
<b>14</b> Information technology.	60		60	
<b>15</b> Royalties.				
<b>16</b> Occupancy.	151,062	151,062		
<b>17</b> Travel.	608		608	
<b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials.				
<b>19</b> Conferences, conventions, and meetings.				
<b>20</b> Interest.	12,640	12,640		
<b>21</b> Payments to affiliates.				
<b>22</b> Depreciation, depletion, and amortization.	126,466	126,466		
<b>23</b> Insurance.	29,306	29,306		
<b>24</b> Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O):				
<b>a</b> LICENSES AND TAXES	12,685	12,685		
<b>b</b> DUES & MEMBERSHIPS	2,550		2,550	
<b>c</b> BAD DEBT	1,634		1,634	
<b>d</b> OTHER EVENT EXP	956		956	
<b>e</b> All other expenses	489	-313	802	
<b>25</b> Total functional expenses. Add lines 1 through 24e.	876,495	552,148	324,347	0
<b>26</b> Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

**Part X Balance Sheet**

Check if Schedule O contains a response or note to any line in this Part IX

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .		<b>1</b>	
	<b>2</b> Savings and temporary cash investments . . . . .	70,749	<b>2</b>	97,571
	<b>3</b> Pledges and grants receivable, net . . . . .		<b>3</b>	
	<b>4</b> Accounts receivable, net . . . . .	11,116	<b>4</b>	29,553
	<b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L . . . . .		<b>5</b>	
	<b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L . . . . .		<b>6</b>	
	<b>7</b> Notes and loans receivable, net . . . . .		<b>7</b>	
	<b>8</b> Inventories for sale or use . . . . .		<b>8</b>	
	<b>9</b> Prepaid expenses and deferred charges . . . . .	12,043	<b>9</b>	13,433
	<b>10a</b> Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	3,663,938		
	<b>b</b> Less accumulated depreciation	2,870,856		
	<b>11</b> Investments—publicly traded securities . . . . .	620,347	<b>11</b>	666,018
	<b>12</b> Investments—other securities See Part IV, line 11 . . . . .		<b>12</b>	
	<b>13</b> Investments—program-related See Part IV, line 11 . . . . .		<b>13</b>	
	<b>14</b> Intangible assets . . . . .		<b>14</b>	
	<b>15</b> Other assets See Part IV, line 11 . . . . .	10,350	<b>15</b>	6,489
<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	1,541,626	<b>16</b>	1,606,146	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	89,176	<b>17</b>	116,569
	<b>18</b> Grants payable . . . . .		<b>18</b>	
	<b>19</b> Deferred revenue . . . . .		<b>19</b>	
	<b>20</b> Tax-exempt bond liabilities . . . . .		<b>20</b>	
	<b>21</b> Escrow or custodial account liability Complete Part IV of Schedule D	53,293	<b>21</b>	57,291
	<b>22</b> Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L . . . . .		<b>22</b>	
	<b>23</b> Secured mortgages and notes payable to unrelated third parties . . . . .	452,985	<b>23</b>	390,434
	<b>24</b> Unsecured notes and loans payable to unrelated third parties . . . . .		<b>24</b>	
	<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	0	<b>25</b>	12,828
	<b>26 Total liabilities.</b> Add lines 17 through 25 . . . . .	595,454	<b>26</b>	577,122
<b>Net Assets or Fund Balances</b>	<b>27 Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b> Unrestricted net assets	940,160	<b>27</b>	1,024,012
	<b>28</b> Temporarily restricted net assets . . . . .	6,012	<b>28</b>	5,012
	<b>29</b> Permanently restricted net assets		<b>29</b>	
	<b>30 Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.</b> Capital stock or trust principal, or current funds . . . . .		<b>30</b>	
	<b>31</b> Paid-in or capital surplus, or land, building or equipment fund . . . . .		<b>31</b>	
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds		<b>32</b>	
	<b>33 Total net assets or fund balances . . . . .</b>	946,172	<b>33</b>	1,029,024
	<b>34 Total liabilities and net assets/fund balances . . . . .</b>	1,541,626	<b>34</b>	1,606,146

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response or note to any line in this Part XI

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12) . . . . .	<b>1</b>	961,128
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25) . . . . .	<b>2</b>	876,495
<b>3</b>	Revenue less expenses Subtract line 2 from line 1 . . . . .	<b>3</b>	84,633
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) . . . . .	<b>4</b>	946,172
<b>5</b>	Net unrealized gains (losses) on investments . . . . .	<b>5</b>	
<b>6</b>	Donated services and use of facilities . . . . .	<b>6</b>	
<b>7</b>	Investment expenses . . . . .	<b>7</b>	
<b>8</b>	Prior period adjustments . . . . .	<b>8</b>	-1,780
<b>9</b>	Other changes in net assets or fund balances (explain in Schedule O) . . . . .	<b>9</b>	0
<b>10</b>	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	<b>10</b>	1,029,024

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
<b>1</b> Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
<b>2a</b> Were the organization's financial statements compiled or reviewed by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	<b>2a</b>		No
<b>b</b> Were the organization's financial statements audited by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input checked="" type="checkbox"/> Both consolidated and separate basis	<b>2b</b>	Yes	
<b>c</b> If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	<b>2c</b>	Yes	
<b>3a</b> As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	<b>3a</b>	Yes	
<b>b</b> If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	<b>3b</b>	Yes	

## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 23-1674396

**Name:** PHOEBE APARTMENTS INC

Form 990 (2017)

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### Form 990, Part III, Line 4a:

PHOEBE APARTMENTS IS A SENIOR CITIZENS' HOUSING PROJECT WITH 131 APARTMENTS CONSISTING OF 64 EFFICIENCIES AND 67 ONE BEDROOM UNITS DURING THE YEAR ENDED JUNE 30, 2018, PHOEBE APARTMENTS HOUSED 160 RESIDENTS WITH 47,184 INDEPENDENT LIVING CENSUS DAYS PHOEBE APARTMENTS OPERATED AT 98.68% OCCUPANCY

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**SCHEDULE D**  
(Form 990)  
  
Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**  
**► Complete if the organization answered "Yes," on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.**  
**Information about Schedule D (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

OMB No 1545-0047  
**2017**  
**Open to Public Inspection**

**Name of the organization**  
PHOEBE APARTMENTS INC

**Employer identification number**  
23-1674396

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.**  
Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
<b>1</b> Total number at end of year		
<b>2</b> Aggregate value of contributions to (during year)		
<b>3</b> Aggregate value of grants from (during year)		
<b>4</b> Aggregate value at end of year		
<b>5</b> Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>6</b> Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input type="checkbox"/> Yes <input type="checkbox"/> No	

**Part II Conservation Easements.** Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

**1** Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e g , recreation or education)       Preservation of an historically important land area

Protection of natural habitat       Preservation of a certified historic structure

Preservation of open space

**2** Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year	
<b>a</b> Total number of conservation easements	<b>2a</b>	
<b>b</b> Total acreage restricted by conservation easements	<b>2b</b>	
<b>c</b> Number of conservation easements on a certified historic structure included in (a)	<b>2c</b>	
<b>d</b> Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	<b>2d</b>	

**3** Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► \_\_\_\_\_

**4** Number of states where property subject to conservation easement is located ► \_\_\_\_\_

**5** Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  Yes  No

**6** Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \_\_\_\_\_

**7** Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \$ \_\_\_\_\_

**8** Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  Yes  No

**9** In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**  
Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

**1a** If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

**b** If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

**(i)** Revenue included on Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

**(ii)** Assets included in Form 990, Part X ► \$ \_\_\_\_\_

**2** If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

**a** Revenue included on Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

**b** Assets included in Form 990, Part X ► \$ \_\_\_\_\_

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** *(continued)*

- 3** Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a**  Public exhibition
  - b**  Scholarly research
  - c**  Preservation for future generations
  - d**  Loan or exchange programs
  - e**  Other
- 4** Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5** During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No
- b** If "Yes," explain the arrangement in Part XIII and complete the following table
- |  | Amount |
|--|--------|
| <b>c</b> Beginning balance             |        |
| <b>d</b> Additions during the year     |        |
| <b>e</b> Distributions during the year |        |
| <b>f</b> Ending balance                |        |
- 2a** Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?  Yes  No
- b** If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII . . . . .

**Part V Endowment Funds.** Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
<b>1a</b> Beginning of year balance . . . . .					
<b>b</b> Contributions . . . . .					
<b>c</b> Net investment earnings, gains, and losses					
<b>d</b> Grants or scholarships . . . . .					
<b>e</b> Other expenditures for facilities and programs . . . . .					
<b>f</b> Administrative expenses . . . . .					
<b>g</b> End of year balance . . . . .					

- 2** Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a** Board designated or quasi-endowment ▶
  - b** Permanent endowment ▶
  - c** Temporarily restricted endowment ▶
- The percentages on lines 2a, 2b, and 2c should equal 100%
- 3a** Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- |  |            |           |
|--|------------|-----------|
| <b>(i)</b> unrelated organizations . . . . .   | <b>Yes</b> | <b>No</b> |
| <b>3a(i)</b>   |            |           |
| <b>(ii)</b> related organizations . . . . .  |            |           |
| <b>3a(ii)</b>  |            |           |
| <b>b</b> If "Yes" on 3a(ii), are the related organizations listed as required on Schedule R? . . . . . |            |           |
| <b>3b</b>  |            |           |
- 4** Describe in Part XIII the intended uses of the organization's endowment funds

**Part VI Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
<b>1a</b> Land . . . . .		131,000		131,000
<b>b</b> Buildings . . . . .		3,238,898	2,632,520	606,378
<b>c</b> Leasehold improvements				
<b>d</b> Equipment . . . . .		286,675	231,220	55,455
<b>e</b> Other . . . . .		7,365	7,116	249
<b>Total.</b> Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) . . . ▶				793,082

**Part VII Investments—Other Securities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives . . . . .		
(2) Closely-held equity interests . . . . .		
(3) Other _____		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 12.)		

**Part VIII Investments—Program Related.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 13.)		

**Part IX Other Assets.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 15.)	

**Part X Other Liabilities.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
DUE TO AFFILIATE	12,828
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 25.)	12,828

**2.** Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII



**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<b>1</b>	Total revenue, gains, and other support per audited financial statements . . . . .		<b>1</b>	961,128
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
<b>a</b>	Net unrealized gains (losses) on investments . . . . .	<b>2a</b>		
<b>b</b>	Donated services and use of facilities . . . . .	<b>2b</b>		
<b>c</b>	Recoveries of prior year grants . . . . .	<b>2c</b>		
<b>d</b>	Other (Describe in Part XIII ) . . . . .	<b>2d</b>		
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .		<b>2e</b>	0
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .		<b>3</b>	961,128
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>		
<b>b</b>	Other (Describe in Part XIII ) . . . . .	<b>4b</b>		
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .		<b>4c</b>	0
<b>5</b>	Total revenue Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12 ) . . . . .		<b>5</b>	961,128

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.**

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<b>1</b>	Total expenses and losses per audited financial statements . . . . .		<b>1</b>	876,496
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25			
<b>a</b>	Donated services and use of facilities . . . . .	<b>2a</b>		
<b>b</b>	Prior year adjustments . . . . .	<b>2b</b>		
<b>c</b>	Other losses . . . . .	<b>2c</b>		
<b>d</b>	Other (Describe in Part XIII ) . . . . .	<b>2d</b>		
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .		<b>2e</b>	0
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .		<b>3</b>	876,496
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>		
<b>b</b>	Other (Describe in Part XIII ) . . . . .	<b>4b</b>		
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .		<b>4c</b>	0
<b>5</b>	Total expenses Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18 ) . . . . .		<b>5</b>	876,496

**Part XIII Supplemental Information**

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

Return Reference	Explanation
See Additional Data Table	

**Part XIII** Supplemental Information *(continued)*

Return Reference	Explanation

## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 23-1674396

**Name:** PHOEBE APARTMENTS INC

## Supplemental Information

Return Reference	Explanation
PART IV, LINE 2B	THE ORGANIZATION HOLD TENANT DEPOSITS UNTIL SUCH TIME AS THE TENANT MAY MOVE OUT

## Supplemental Information

Return Reference	Explanation
PART X, LINE 2	THE ORGANIZATION ACCOUNTS FOR UNCERTAINTY IN INCOME TAXES USING A RECOGNITION THRESHOLD OF MORE-LIKELY-THAN-NOT TO BE SUSTAINED UPON EXAMINATION BY THE APPROPRIATE TAXING AUTHORITY MEASUREMENT OF THE TAX UNCERTAINTY OCCURS IF THE RECOGNITION THRESHOLD IS MET MANAGEMENT DETERMINED THERE WERE NO TAX UNCERTAINTIES THAT MET THE RECOGNITION THRESHOLD IN 2018

**Schedule J**  
(Form 990)

**Compensation Information**

OMB No 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees  
 ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.  
 ▶ Attach to Form 990.  
 ▶ Information about Schedule J (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**2017**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

Name of the organization  
PHOEBE APARTMENTS INC

Employer identification number  
23-1674396

**Part I Questions Regarding Compensation**

	Yes	No								
<p><b>1a</b> Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.</p> <table border="0"> <tr> <td><input type="checkbox"/> First-class or charter travel</td> <td><input type="checkbox"/> Housing allowance or residence for personal use</td> </tr> <tr> <td><input type="checkbox"/> Travel for companions</td> <td><input type="checkbox"/> Payments for business use of personal residence</td> </tr> <tr> <td><input type="checkbox"/> Tax indemnification and gross-up payments</td> <td><input type="checkbox"/> Health or social club dues or initiation fees</td> </tr> <tr> <td><input type="checkbox"/> Discretionary spending account</td> <td><input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)</td> </tr> </table>	<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use	<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence	<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees	<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use									
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence									
<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees									
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)									
<p><b>b</b> If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.</p>	<b>1b</b>									
<p><b>2</b> Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?</p>	<b>2</b>									
<p><b>3</b> Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.</p> <table border="0"> <tr> <td><input type="checkbox"/> Compensation committee</td> <td><input type="checkbox"/> Written employment contract</td> </tr> <tr> <td><input type="checkbox"/> Independent compensation consultant</td> <td><input type="checkbox"/> Compensation survey or study</td> </tr> <tr> <td><input type="checkbox"/> Form 990 of other organizations</td> <td><input type="checkbox"/> Approval by the board or compensation committee</td> </tr> </table>	<input type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract	<input type="checkbox"/> Independent compensation consultant	<input type="checkbox"/> Compensation survey or study	<input type="checkbox"/> Form 990 of other organizations	<input type="checkbox"/> Approval by the board or compensation committee				
<input type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract									
<input type="checkbox"/> Independent compensation consultant	<input type="checkbox"/> Compensation survey or study									
<input type="checkbox"/> Form 990 of other organizations	<input type="checkbox"/> Approval by the board or compensation committee									
<p><b>4</b> During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:</p> <p><b>a</b> Receive a severance payment or change-of-control payment?</p> <p><b>b</b> Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p> <p><b>c</b> Participate in, or receive payment from, an equity-based compensation arrangement?</p> <p>If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.</p>	<b>4a</b>	No								
	<b>4b</b>	Yes								
	<b>4c</b>	No								
<p><b>Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.</b></p> <p><b>5</b> For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:</p> <p><b>a</b> The organization?</p> <p><b>b</b> Any related organization?</p> <p>If "Yes," on line 5a or 5b, describe in Part III.</p>	<b>5a</b>	No								
	<b>5b</b>	No								
<p><b>6</b> For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:</p> <p><b>a</b> The organization?</p> <p><b>b</b> Any related organization?</p> <p>If "Yes," on line 6a or 6b, describe in Part III.</p>	<b>6a</b>	No								
	<b>6b</b>	No								
<p><b>7</b> For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described in lines 5 and 6? If "Yes," describe in Part III.</p>	<b>7</b>	No								
<p><b>8</b> Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.</p>	<b>8</b>	No								
<p><b>9</b> If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>	<b>9</b>									



**Part III Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference	Explanation
PART I, LINE 3	ALL OFFICERS ARE COMPENSATED BY THE RELATED AFFILIATE, PHOEBE SERVICES (EIN 23-2586359). THESE METHODS INCLUDE THE USE OF A BOARD-LEVEL COMPENSATION COMMITTEE, COMPENSATION SURVEYS USING COMPARABLE DATA FROM OTHER ORGANIZATIONS, AND APPROVAL BY THE BOARD. A FULLER DESCRIPTION OF THE COMPENSATION DETERMINATION PROCESS CAN BE FOUND ON SCHEDULE O, WITHIN THE EXPLANATION FOR PART VI, LINES 15A AND 15B.
PART I, LINE 4B	SCOTT STEVENSON AND LISA FICHERA PARTICIPATE IN A NON-QUALIFIED RETIREMENT PLAN. PHOEBE MINISTRIES CONTRIBUTED \$18,000 TO EACH EXECUTIVE'S PLAN DURING THE YEAR.

**Schedule L**  
(Form 990 or 990-EZ)

**Transactions with Interested Persons**

OMB No 1545-0047

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.**  
 ▶ **Attach to Form 990 or Form 990-EZ.**  
 ▶ **Information about Schedule L (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

**2017**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

Name of the organization  
PHOEBE APARTMENTS INC

Employer identification number  
23-1674396

**Part I Excess Benefit Transactions** (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only)  
 Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
				Yes	No

2 Enter the amount of tax incurred by organization managers or disqualified persons during the year under section 4958 . . . . . ▶ \$ \_\_\_\_\_

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization . . . . . ▶ \$ \_\_\_\_\_

**Part II Loans to and/or From Interested Persons.**  
 Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a, or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
Total						▶	\$					

**Part III Grants or Assistance Benefiting Interested Persons.**  
 Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance



**Part IV Business Transactions Involving Interested Persons.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) MITCH POSSINGER	BOARD MEMBER AND OFFICER OF CURA HOSPITALITY	0	PAYMENTS FOR FOOD SERVICES PROVIDED BY VENDOR THERE WERE NO TRANSACTIONS IN FISCAL YEAR 2018 INVOLVING PHOEBE APARTMENTS, HOWEVER, THERE WERE TRANSACTIONS WITH RELATED ENTITIES ALL TRANSACTIONS ARE AT ARM'S LENGTH		No

**Part V Supplemental Information**

Provide additional information for responses to questions on Schedule L (see instructions)

Return Reference	Explanation
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**SCHEDULE O**  
(Form 990 or 990-EZ)

**Supplemental Information to Form 990 or 990-EZ**

OMB No 1545-0047

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**2017**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

Name of the organization  
PHOEBE APARTMENTS INC

Employer identification number

23-1674396

**990 Schedule O, Supplemental Information**

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 6	PHOEBE-DEVITT HOMES IS THE SOLE MEMBER OF PHOEBE APARTMENTS

**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990, PART VI, SECTION A, LINE 7A	THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY A BOARD TOTALING NOT MORE THAN FIFTEEN, IN ADDITION TO THE PRESIDENT/CEO ELECTED TRUSTEES, NOT LESS THAN SEVEN, SHALL BE ELECTED BY THE BOARD ITSELF AND THREE OF WHOM SHALL BE ELECTED AS FOLLOWS ONE BY THE PENNSYLVANIA NORTHEAST CONFERENCE OF THE UNITED CHURCH OF CHRIST CONFERENCE OR MINISTER DELEGATE, ONE BY THE PENNSYLVANIA CENTRAL CONFERENCE OF THE UNITED CHURCH OF CHRIST CONFERENCE OR MINISTER DELEGATE, ONE BY THE PENNSYLVANIA SOUTHEAST CONFERENCE OF THE UNITED CHURCH OF CHRIST CONFERENCE OR MINISTER DELEGATE IF A CONFERENCE MINISTER CANNOT FULFILL THE ROLE AND RESPONSIBILITIES OF AN ACTIVE MEMBER OF THE GOVERNING BOARD, THE GOVERNING BOARD WILL CONSULT WITH THE CONFERENCE MINISTER AS TO AN APPROPRIATE REPRESENTATIVE OF THE CONFERENCE LEADERSHIP ALL NOMINEES FOR ELECTION SHALL BE SELECTED ON THE BASIS OF THEIR CONCERN AND INTEREST IN PHOEBE-DEVITT HOMES OR ITS SUBSIDIARY CORPORATIONS, WITH THE EXCEPTION OF THE PRESIDENT OF THE HOMES, SHALL BE ELIGIBLE FOR TRUSTEESHIP

## 990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11B	INITIAL REVIEW OF THE TAX RETURN IS DONE BY THE CONTROLLER OF PHOEBE MINISTRIES AFTER INITIAL APPROVAL, THE RETURN IS REVIEWED BY SENIOR MANAGEMENT FOLLOWING FINAL APPROVAL BY SENIOR MANAGEMENT, THE RETURN IS MADE AVAILABLE TO THE ENTIRE BOARD OF DIRECTORS FOR REVIEW ONCE THIS PROCESS IS COMPLETE, THE RETURN IS FILED

**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990, PART VI, SECTION B, LINE 12C	ANY NEW EMPLOYEE MEETING THE DEFINITION OF INTERESTED PERSON IS PROVIDED A LETTER REGARDING THEIR RESPONSIBILITY TO DISCLOSE ANY CONFLICTS OF INTEREST WHICH INCLUDE THE FULL POLICY AND THE CONFLICT OF INTEREST STATEMENT FOR SIGNATURE THE CONFLICT OF INTEREST STATEMENT IS RENEWED AT THE BEGINNING OF EACH FISCAL YEAR THE COMPLIANCE OFFICER REVIEWS ALL ACKNOWLEDGEMENT STATEMENTS FOR ANY CONFLICTS OF INTEREST ACKNOWLEDGEMENT STATEMENTS INCLUDE LANGUAGE REGARDING FAMILY AND BUSINESS RELATIONSHIPS AS SOURCES OF POSSIBLE INTERESTED PERSONS IF A CONFLICT IS DETERMINED TO EXIST, IT WILL BE REVIEWED BY THE GOVERNING BOARD TO DETERMINE WHETHER THE CONFLICT IS ACCEPTABLE IF A BOARD MEMBER HAS A CONFLICT, HE OR SHE WOULD ABSTAIN FROM ANY VOTES THAT WERE IN THE AREA OF THE CONFLICT ALL DOCUMENTS ARE MAINTAINED IN THE OFFICE OF THE COMPLIANCE OFFICER

**990 Schedule O, Supplemental Information**

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 15	EACH YEAR A COMPENSATION SURVEY REVIEW IS COMPLETED FOR OFFICERS AND KEY EMPLOYEES INFORMATION IS COMPILED AND COMPARED WITH CURRENT INTERNAL AND EXTERNAL DATA FOR BENCHMARKING BASED ON THIS ANALYSIS, THE OVERALL COMPENSATION ADJUSTMENTS AND PLAN CRITERIA ARE PRESENTED TO THE COMPENSATION COMMITTEE FOR REVIEW THE YEARLY PLAN FOR OVERALL ADJUSTMENTS IS VOTED ON BY THE COMPENSATION COMMITTEE AND PRESENTED TO THE GOVERNING BOARD FOR APPROVAL THE COMPENSATION COMMITTEE OF THE GOVERNING BOARD IS RESPONSIBLE FOR SETTING THE COMPENSATION AND BENEFITS FOR THE PRESIDENT/CEO ALL COMPENSATION DECISIONS MADE BY THE COMMITTEE ARE DETERMINED IN KEEPING WITHIN FAIR MARKET VALUE RANGE FOR THE INDUSTRY THE COMPENSATION COMMITTEE DISCUSSIONS ARE RECORDED IN THEIR RESPECTIVE MINUTES A GENERAL SUMMARY IS PROVIDED BY THE CHAIR OF THE COMPENSATION COMMITTEE TO THE GOVERNING BOARD MEMBERS THROUGH DISCUSSION IN EXECUTIVE SESSION

**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990, PART VI, SECTION C, LINE 19	THE FINANCIAL STATEMENTS ARE AVAILABLE THROUGH THE ORGANIZATION'S WEB SITE AND THE 990 IS POSTED TO THE WEB SITE GUIDESTAR.ORG OTHER DOCUMENTS ARE MADE AVAILABLE UPON REQUEST

**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990, PAGE 7, PART VII, COLUMN B	THE OFFICERS OF PHOEBE MINISTRIES DEVOTE THEIR TIME TO EACH ORGANIZATION IN THE GROUP (SEE SCHEDULE R) HOWEVER, THE TIME NEEDED FOR EACH ORGANIZATION VARIES WIDELY FROM WEEK TO WEEK, MONTH TO MONTH, ETC , AND CONSEQUENTLY, IT WOULD BE EXTREMELY DIFFICULT TO PROVIDE AN ACCURATE ANALYSIS OF THE APPROXIMATE TIME DEVOTED TO EACH ENTITY PHOEBE MINISTRIES PREFERS NOT TO PROVIDE INFORMATION THAT IT CANNOT SUBSTANTIATE AND THEREFORE WILL LIST 40 HOURS PER WEEK FOR EACH OF ITS OFFICERS AS AN ALTERNATIVE TO REPORTING HOURS WORKED FOR RELATED ORGANIZATIONS



**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990, PART IX, LINE 11G	OTHER PROFESSIONAL FEES PROGRAM SERVICE EXPENSES 121,262 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 121,262 REPAIR AND MAINTENANCE SERVICES PROGRAM SERVICE EXPENSES 23,907 MANAGEMENT AND GENERAL EXPENSES 18,966 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 42,873

## 990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990	<p>ORGANIZATIONAL OVERVIEW PHOEBE-DEVITT HOMES (D/B/A PHOEBE MINISTRIES) IS A PENNSYLVANIA NOT-FOR-PROFIT, MULTI-FACILITY CORPORATION SPECIALIZING IN HEALTHCARE, HOUSING AND SUPPORT SERVICES FOR OLDER ADULTS. FOUNDED IN 1903 AS A SINGLE ALLENTOWN NURSING HOME, PHOEBE NOW SERVES THOUSANDS OF SENIORS EACH YEAR IN SEVEN PENNSYLVANIA COUNTIES: BERKS, BUCKS, LANCASTER, LEHIGH, MONTGOMERY, NORTHAMPTON, AND UNION. PHOEBE FEATURES FOUR CONTINUING CARE RETIREMENT COMMUNITIES, EIGHT AFFORDABLE HOUSING FACILITIES, HOME AND COMMUNITY-BASED SERVICES AND PHARMACIES. PHOEBE'S COMPREHENSIVE SERVICES INCLUDE SKILLED NURSING CARE, PERSONAL CARE, INDEPENDENT LIVING, IN-HOME CARE COORDINATION, SHORT-TERM AND OUTPATIENT REHABILITATION, MENTAL HEALTH SERVICES, AWARD-WINNING MEMORY SUPPORT AND DEMENTIA SERVICES, AND PHARMACY SERVICES. FOR MORE THAN A CENTURY, PHOEBE'S TRADITION OF EXCELLENCE AND PASSION FOR CARING HAVE MADE US THE LEADER IN CARE FOR SENIOR ADULTS AND THEIR FAMILY MEMBERS. PHOEBE'S CHARITABLE CARE BENEFIT: PHOEBE'S CHARITABLE CARE TOTALLED MORE THAN \$125 MILLION FISCAL YEAR 2017-2018. IN FISCAL YEAR 2017, PHOEBE ALLENTOWN LAUNCHED A REPOSITIONING PROJECT WHICH REDUCED THE NUMBER OF SKILLED NURSING BEDS TO 270. THIS WAS DONE TO IMPROVE PHOEBE'S CARE MODEL AND PROTECT THE LONG TERM SUSTAINABILITY OF SKILLED NURSING, ONE OF PHOEBE'S MOST WELL-KNOWN SERVICES. PHOEBE ALSO LAUNCHED A NEW CUSTOMER-DRIVEN CULTURE MODEL AIMED AT PUTTING RESIDENT SERVICES IN THE NEIGHBORHOODS IN WHICH THEY RESIDE. SOME OF THE POSITIVE CHANGES OUR RESIDENTS AND FAMILIES HAVE SEEN ARE AN INCREASE IN DIRECT CARE STAFFING PER RESIDENT, ELIMINATION OF OUR OLDER THREE- AND FOUR-BED ROOMS, AND THE DECENTRALIZATION OF DINING SERVICES, WHICH HAS RESULTED IN A VERY SIGNIFICANT REDUCTION IN THE USE OF NUTRITIONAL SUPPLEMENTS. PHOEBE REMAINS FULLY COMMITTED TO OUR RESIDENTS AND EMPLOYS COMPREHENSIVE CHARITABLE CARE TO ALLOW RESIDENTS TO RECEIVE UNCOMPROMISED CARE EVEN WHEN THEY EXHAUST THEIR FUNDS. AS PEOPLE LIVE LONGER AND HEALTH CARE COSTS INCREASE, CHARITABLE CARE IS A GROWING NEED. OUR COMMITMENT TO PROVIDING THIS CARE IS A DEMONSTRATION OF PHOEBE'S ENDURING LEGACY OF CARE AND COMPASSION. THOSE SERVED BY CHARITABLE CARE ARE ABLE TO RECEIVE PHOEBE'S QUALITY CARE AND PROGRAMMING, ENSURING THAT EACH AND EVERY RESIDENT, NO MATTER THEIR AGE OR ABILITY, CAN EXPERIENCE INNOVATIVE SERVICES THAT PROMOTE FULLNESS OF LIFE. THE ANNUAL GOLF TOURNAMENT IS PHOEBE'S BIGGEST FUNDRAISING EVENT OF THE YEAR. THE GOLF TOURNAMENT TYPICALLY NETS MORE THAN \$100,000 FOR CHARITABLE CARE AT PHOEBE. LAST YEAR, 248 GOLFERS ATTENDED THE EVENT AND SUPPORTED PHOEBE'S MISSION TO PROVIDE COMPASSIONATE CARE TO RESIDENTS, REGARDLESS OF THEIR ABILITY TO PAY. PHOEBE'S WORKFORCE BENEFIT: PHOEBE CONTINUES TO ATTRACT SKILLED AND DEDICATED EMPLOYEES. WE OFFER COMPETITIVE SALARIES AND BENEFITS, AS WELL AS OPPORTUNITIES FOR ONGOING GROWTH AND EDUCATION WITHIN THE HEALTH CARE PROFESSION. LAST YEAR, PHOEBE MINISTRIES CONTINUED AS A LE</p>

## 990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990	<p>ADER IN PROVIDING JOBS TO PEOPLE IN OUR COMMUNITIES AND EMPLOYING NEARLY 1,200 INDIVIDUALS HUMAN RESOURCES STAFF ATTEND AND RECRUIT FROM JOB FAIRS AND ADVERTISE OPEN POSITIONS AT LEHIGH VALLEY COLLEGES AND OTHER UNIVERSITIES IN THE NORTHEAST VOLUNTEERISM AT PHOEBE PH OEBE'S VOLUNTEERS RANGE IN AGE FROM JUST 14 YEARS OLD TO 102 YEARS OLD AND ARE TRAINED BY PHOEBE STAFF FOR THE VARIOUS ACTIVITIES FOR WHICH THEY VOLUNTEER BECAUSE OF OUR WELL-TRAI NED STAFF AND DEDICATED VOLUNTEERS, PHOEBE IS ABLE TO DELIVER THE BEST SERVICES TO SENIORS PHOEBE PARTNERS WITH INDIVIDUALS, LOCAL CORPORATIONS, AND ORGANIZATIONS TO ASSIST THOSE WHO LIVE IN PHOEBE COMMUNITIES PHOEBE WORKS WITH MORE THAN 614 VOLUNTEERS WHO HELP WITH A CTIVITIES RANGING FROM OFFICE WORK TO CHAPLAIN DUTIES COMMUNITY EDUCATION FOUNDED IN 200 1, THE PHOEBE INSTITUTE ON AGING'S MISSION IS TO PROVIDE FORUMS FOR DISCUSSION AND LEARNIN G, INCLUDING EDUCATIONAL PROGRAMS, COOPERATIVE VENTURES, AND OUTREACH ACTIVITIES THAT PROM OTE IMPROVED QUALITY OF CARE FOR THE AGING AND THEIR FAMILIES IN THE REGIONS PHOEBE SERVES IT IS GUIDED BY A COMMUNITY ADVISORY BOARD THAT INCLUDES REPRESENTATIVES OF GOVERNMENTAL AGENCIES, HOSPITAL AND MEDICAL PERSONNEL, HUMAN SERVICES PROVIDERS, AREA AGENCIES ON AGIN G, AND FACULTY FROM COLLEGES AND UNIVERSITIES IN 2018, THE PHOEBE INSTITUTE ON AGING (PIA ) HOSTED A SERIES OF COMMUNITY CONVERSATIONS ON DEMENTIA TO ADDRESS THE GROWING POPULATION OF PEOPLE EXHIBITING SIGNS OF ALZHEIMER'S DISEASE AND RELATED DEMENTIAS, BOTH NATIONALLY AND IN THE LEHIGH VALLEY THE GOAL IN INITIATING THESE CONVERSATIONS IS TO MAKE THE LEHIGH VALLEY A BETTER PLACE TO LIVE FOR THOSE WITH DEMENTIA AND THEIR FAMILIES WE ARE INVITING STAKEHOLDERS FROM ALL AREAS OF THE LOCAL COMMUNITY TO CONVENE IN ORDER TO ACCOMPLISH THIS TASK COLLECTIVELY THE FALL PIA CONFERENCE, HELD IN OCTOBER 2018 AT DESALES UNIVERSITY WI TH AN ATTENDANCE OF NEARLY 280 INDIVIDUALS, WAS TITLED "UNDERSTANDING ADDICTION AND OLDER ADULTS," A TIMELY AND CRITICAL TOPIC IN SENIOR CARE THE KEYNOTE SPEAKER WAS JOSEPH M GAR BELY, D O , FASAM, VICE PRESIDENT OF MEDICAL SERVICES AND MEDICAL DIRECTOR OF CARON TREATM ENT CENTERS TERESA OSBORNE, MHSA, SECRETARY OF THE PENNSYLVANIA DEPARTMENT OF AGING, WAS A SPECIAL GUEST HER TALK CENTERED ON PENNSYLVANIA'S OPIOID CRISIS TASK FORCE THE CONFERE NCE FOCUSED THE NEUROBIOLOGY OF ADDICTION, HEREDITARY FACTORS, AND EFFECTIVE TREATMENT STR ATEGIES THE SPRING PIA CONFERENCE, "BUILDING A CUSTOMER DRIVEN CULTURE," WAS PRESENTED IN APRIL 2018 THE KEYNOTE SPEAKER WAS ANNA ORTIGARA, RN, MS, FAAN, ORGANIZATIONAL CHANGE CO NSULTANT, PHI CONSULTING SERVICES HER PRESENTATION AND WORKSHOP PROVIDED A HIGHLY EXPERIE NTIAL GLIMPSE INTO THE FOUR CORE ELEMENTS OF "PERSON-DIRECTED LIVING" TO EFFECTIVELY SHIFT POWER AND FOCUS TO THE ELDER AND THE ELDER'S CLOSEST CARE PARTNERS PHOEBE'S SECOND LARGE ST FUNDRAISING EVENT IS THE PHOEBE INSTITUTE ON AGING ANNUAL BENEFIT THIS ANNUAL EVENT IS SUPPORTED BY CORPORATE AND IN</p>

**990 Schedule O, Supplemental Information**

Return Reference	Explanation
FORM 990	<p>DIVIDUAL SPONSORSHIPS WITH THE PROCEEDS FROM THE BENEFIT HELPING TO UNDERWRITE NURSING AND THERAPIST SCHOLARSHIPS, EMPLOYEE WORKSHOPS, AND COMMUNITY CONFERENCES (AS LISTED ABOVE) ON TOPICS OF CONCERN TO OLDER ADULTS AND THEIR CAREGIVERS APPROXIMATELY 200 PEOPLE ATTENDED THE EVENT IN MARCH 2018 AS PART OF PHOEBE'S MISSION TO ENHANCE THE LIVES OF OUR ELDERS, THEIR FAMILIES, AND THE BROADER COMMUNITY, PHOEBE OFFERS FREE OR AT LOW-COST PROGRAMS TO THE PUBLIC THAT AUGMENT AND SUPPORT BOTH OUR SERVICES AND THE ROLE THAT THE COMMUNITY CAN HELP PLAY IN CARING FOR THE AGING PROGRAMS LIKE THE ANNUAL UPPER BUCKS FORUM ON AGING AND PHOEBE BERKS COMMUNITY DAY ARE MADE POSSIBLE BY THE GENEROUS SUPPORT OF DONORS, VOLUNTEERS, AND UNDERWRITERS PASTORAL CARE PHOEBE MINISTRIES' PASTORAL CARE PROGRAM PLAYS A MAJOR ROLE IN OUR BENEFIT TO THE COMMUNITY THIS PAST YEAR, 14 STUDENTS PARTICIPATED IN THE CLINICAL PASTORAL EDUCATION (CPE) PROGRAM PHOEBE IS COMMITTED TO PROVIDING PASTORAL CARE TO OUR RESIDENTS ALL OF PHOEBE CHAPLAINS ARE TRAINED IN PHOEBE'S SPIRIT ALIVE PROGRAM AND HELP THE COORDINATOR OF THE PROGRAM MAINTAIN SPIRIT ALIVE ON ALL OF OUR CAMPUSES SPIRIT ALIVE IS A MULTI-SENSORY MONTESSORI METHOD OF LEADING WORSHIP FOR THOSE WITH MID- TO LATE- STAGE DEMENTIA PHOEBE EMPLOYS A DIRECTOR OF PASTORAL CARE WHO IS A CERTIFIED ACPE SUPERVISOR PHOEBE'S CPE PROGRAM HAS TRAINED OVER 200 STUDENTS IN PASTORAL MINISTRY TO DATE, \$122,000 HAS BEEN RAISED FOR THE ENDOWMENT FOR CLINICAL PASTORAL EDUCATION THE FIRST PHASE OF THE CAMPAIGN WAS TO RAISE \$100,000 FOR PASTORAL STUDENT SCHOLARSHIP TO ATTEND PHOEBE'S CPE TRAINING THE SECOND PHASE SEEKS TO RAISE AN ADDITIONAL \$100,000 FOR PROGRAM ENHANCEMENT THE LAST PHASE IS TO RAISE ANOTHER \$100,000 TO EXPAND THE PROGRAM TO INCLUDE CLINICAL PASTORAL EDUCATION TRAINING ALTOGETHER THE GOAL IS TO RAISE A TOTAL OF \$300,000 TO SUPPORT PHOEBE'S COMMITMENT TO THEOLOGICAL TRAINING FOR CLERGY AND LAYPEOPLE THAT TAKES PLACE IN AN ACADEMIC SETTING ALONG WITH REAL LIFE EXPERIENCE PRACTICING MINISTRY TO PHOEBE RESIDENTS IN ADDITION, THE DIRECTOR COORDINATES OUTREACH TO THE CHURCHES AND CONFERENCES, AS WELL AS REPRESENTS PHOEBE TO THE UCC COUNCIL FOR HEALTH AND HUMAN SERVICES MINISTRIES</p>

## 990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990	<p>DONOR SUPPORT OF OUR MISSION THE OFFICE OF INSTITUTIONAL ADVANCEMENT WAS RENAMED THE OFFICE OF PHILANTHROPY AT THE END OF FISCAL YEAR 2017-2018 THE OFFICE OF PHILANTHROPY IS PROFOUNDLY GRATEFUL FOR GENEROUS CONTRIBUTIONS FROM FOUNDATIONS, INDIVIDUALS, CORPORATE PARTNERS, CHURCHES, AND ORGANIZATIONS AS A RESULT OF GENEROUS CHARITABLE GIVING, PHOEBE IS ABLE TO CONTINUE OUR MISSION TO ENHANCE THE LIVES OF OUR SENIORS, THEIR FAMILIES AND THE COMMUNITIES WE SERVE THE LIST BELOW OUTLINES NOTEWORTHY SUPPORT FROM OUR DONORS PHOEBE ALLENTOWN -PHOEBE ALLENTOWN RECEIVED A \$10,000 GRANT FROM THE DONALD L AND DOROTHY B STABLER FOUNDATION TO RENOVATE THE ADL (ACTIVITIES OF DAILY LIVING) SUITE THE SUITE ALLOWS RESIDENTS AND FAMILIES TO TRAIN FOR DISCHARGE BY PRACTICING THEIR ACTIVITIES OF DAILY LIVING INDEPENDENTLY OR WITH ASSISTANCE BASED ON THEIR SPECIFIC CHALLENGES -PHOEBE RECEIVED TWO \$35,000 GRANTS FROM THE CENTURY FUND ONE GRANT WAS FOR CHARITABLE CARE FOR RESIDENTS OF PHOEBE ALLENTOWN AND THE DAVID A MILLER PERSONAL CARE FACILITY THE SECOND GRANT WAS TO ESTABLISH THE REV DR GRANT HARRITY SCHOLARSHIP FOR AN EMPLOYEE OF PHOEBE ALLENTOWN WHO IS ENROLLED IN A CAREER ENHANCEMENT PROGRAM AND PROVIDING DIRECT CARE FOR RESIDENTS PHOEBE BERKS -SEVERAL PHOEBE BERKS RESIDENTS MADE LEADERSHIP GIFTS TO SUPPORT RENOVATIONS TO THE BERKS WEST SIDE LOBBY INCLUDING INSTALLATION OF A COFFEE BAR AND NEW FURNISHINGS IN ADDITION, A RESIDENT MADE A GIFT TO PURCHASE A PIANO FOR PHOEBE BERKS, AND ANOTHER PURCHASED SEVERAL CHRISTMAS TREES FOR A HOLIDAY CELEBRATION PHOEBE RICHLAND -PHOEBE RICHLAND'S 13TH UPPER BUCKS FORUM ON AGING WAS HELD AT BENNER MEMORIAL HALL IN MAY THE EVENT ATTRACTED SPONSORS HIPPS AND MORE THAN 25 VENDORS THE EVENT FORMAT CHANGED FROM FEATURING SPEAKERS TO HAVING AN INTERACTIVE WELLNESS FAIR PHOEBE WYNCOTE -GENEROUS GIFTS WERE MADE TO RENOVATE THE ORG AN USED FOR CHAPEL SERVICES AND TO UPGRADE WYNCOTE'S TECHNOLOGY AND SOUND SYSTEM THE TECHNOLOGICAL UPGRADES ALLOW PHOEBE RESIDENTS WHO ARE IMMOBILE TO LISTEN TO FAITH SERVICES IN THEIR ROOMS THE UPGRADES ALSO ALLOW RESIDENTS WHO ARE MOBILE TO PARTICIPATE IN EXERCISE CLASSES OR WATCH TELEVISION AND MOVIES WITH IMPROVED SOUND AND VISUALS IN ADDITION, UNRESTRICTED GIFTS REMAIN THE BACKBONE OF SUPPORTING PHOEBE'S MISSION AND PLAY A PART IN MANY PROJECTS COMPLETED AT PHOEBE THROUGHOUT EACH FISCAL YEAR UNRESTRICTED GIVING PROVIDES PHOEBE WITH THE OPPORTUNITY TO USE THE MONEY WHERE IT IS NEEDED MOST AND WHERE IT WILL HAVE THE GREATEST IMPACT AN UNRESTRICTED GIFT MAY BE USED TO SUPPORT CHARITABLE CARE OR COMMUNITY LIFE PROGRAMMING, EQUIPMENT REPAIRS, PASTORAL CARE PROGRAMMING OR EVEN COMMUNITY ENHANCEMENTS PHOEBE ALSO ACCEPTS RESTRICTED GIFTS THAT ARE DEEMED REASONABLE BY THE OFFICE OF PHILANTHROPY DONORS ARE ENCOURAGED TO FIRST DISCUSS THEIR IDEAS FOR RESTRICTED GIFTS WITH THE PHILANTHROPY OFFICE TO ASSURE THE APPROPRIATE USE OF THEIR CHARITABLE GIFT AND OFFICIAL ACCEPTANCE MANY OF OUR DONORS</p>

**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990	<p>CHOOSE TO REMEMBER PHOEBE MINISTRIES IN THEIR ESTATE PLANS THEIR THOUGHTFULLY ARRANGED DEFERRED GIFTS HAVE A SIGNIFICANT IMPACT ON PHOEBE'S MISSION AND MINISTRY FINALLY, PHOEBE IS ALSO BLESSED BY DONORS WHO HAVE ESTABLISHED PERMANENT ENDOWMENTS THAT ARE PRUDENTLY INVESTED AND PROVIDE INCOME IN PERPETUITY DONORS ALSO PROVIDE SUPPORT TO PHOEBE THROUGH TRUSTS OF VARIOUS TYPES, WHILE OTHERS CHOOSE TO UTILIZE CHARITABLE GIFT ANNUITIES (A SIMPLE CONTRACT WITH PHOEBE MINISTRIES) AS A MEANS OF MAKING A SIGNIFICANT GIFT TO PHOEBE WHILE RETAINING A LIFE INCOME STREAM DONORS MAY CONTACT THE OFFICE OF PHILANTHROPY AT 610-794-5132 OR PHILANTHROPY@PHOEBE.ORG TO EXPLORE GIFT PLANNING OPTIONS PHOEBE ENCOURAGES DONORS TO CONSULT THEIR PROFESSIONAL ADVISORS WHEN CONSIDERING SIGNIFICANT CHARITABLE GIFTS THE PHILANTHROPY STAFF FREQUENTLY WORKS WITH DONOR ADVISORS TO ACCOMPLISH THE DONORS' GOALS AND DESIRED OUTCOMES PHOEBE HIGHLIGHTS FROM FISCAL YEAR 2017-2018 LEADERSHIP RECOGNITION -PHOEBE'S ABIDERS PROGRAM, A VERY SPECIAL MINISTRY IN WHICH VOLUNTEERS PERFORM A MINISTRY OF COMFORT FOR RESIDENTS IN THE FINAL HOURS OF LIFE, WAS RECOGNIZED BY LEHIGH VALLEY BUSINESS IN JUNE AS 2018 HEALTHCARE HEROES MANY ABIDERS ARE PART OF PHOEBE'S INDEPENDENT LIVING COMMUNITIES -HARRIET "MIDGE" COKER, VOLUNTEER AT PHOEBE ALLENTOWN HEALTH CARE CENTER RECEIVED A DISTINGUISHED SERVICE AWARD FROM LEADINGAGE PA, A STATE ASSOCIATION OF NONPROFIT SENIOR SERVICES COKER IS THE RECIPIENT OF THE LEADINGAGE PA 2018 VOLUNTEER OF THE YEAR AWARD SHE WAS CHOSEN FOR HER 30 YEARS OF EXCEPTIONAL SERVICE TO PHOEBE -PHOEBE BERKS RESIDENT VERONICA "RONNIE" BACKENSTOE RECEIVED AN HONORARY DEGREE FROM CEDAR CREST COLLEGE BACKENSTOE, 97, HAS BEEN A GIRL SCOUT FOR 87 YEARS AND BECAME A TROOP LEADER IN 1940 SHE ENROLLED IN CEDAR CREST COLLEGE AS A 35-YEAR-OLD, BUT HAD TO LEAVE COLLEGE WHEN SHE WAS TRANSFERRED BY THE GIRL SCOUTS TO BERKS COUNTY</p>

**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990	EXPANDED FACILITIES AND SERVICES -IN FEBRUARY 2018, PHOEBE ENTERED INTO AN AGREEMENT TO PURCHASE THE FORMER RODALE PUBLISHING CAMPUS IN EMMAUS, PA PHOEBE PLANS TO OPEN AN INDEPENDENT LIVING CAMPUS WITH A FOCUS ON HEALTH AND WELLNESS -PHOEBE PHARMACY CONTINUES TO EXPAND, ADDING A THIRD SITE IN COLMAR, PA , MONTGOMERY COUNTY CURRENTLY, PHOEBE PHARMACY SERVES 4,500 CUSTOMERS IN LONG TERM CARE AND BEHAVIORAL HEALTH FACILITIES ACROSS ELEVEN COUNTIES IN PENNSYLVANIA -PATHSTONES BY PHOEBE, THE ORGANIZATION'S CONTINUING CARE AT HOME PROGRAM, CONTINUED TO GROW, REACHING NEARLY 60 MEMBERS

**SCHEDULE R  
(Form 990)**

**Related Organizations and Unrelated Partnerships**

OMB No 1545-0047

**2017**

**Open to Public  
Inspection**

- ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
- ▶ Attach to Form 990.
- ▶ Information about Schedule R (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Department of the Treasury  
Internal Revenue Service

Name of the organization  
PHOEBE APARTMENTS INC

**Employer identification number**

23-1674396

**Part I Identification of Disregarded Entities** Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

**Part II Identification of Related Tax-Exempt Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

See Additional Data Table

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No



**Part III Identification of Related Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
<b>(1)</b> PHOEBE RECIPROCAL RISK RETENTION GROUP 177 MEETING ST STE 470 CHARLESTON, SC 29401 20-0972649	INSURANCE RELATED	SC	N/A	C					No

**Part V Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

	Yes	No
<b>1</b> During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
<b>a</b> Receipt of <b>(i)</b> interest, <b>(ii)</b> annuities, <b>(iii)</b> royalties, or <b>(iv)</b> rent from a controlled entity . . . . .	<b>1a</b>	No
<b>b</b> Gift, grant, or capital contribution to related organization(s) . . . . .	<b>1b</b>	No
<b>c</b> Gift, grant, or capital contribution from related organization(s) . . . . .	<b>1c</b>	No
<b>d</b> Loans or loan guarantees to or for related organization(s) . . . . .	<b>1d</b>	No
<b>e</b> Loans or loan guarantees by related organization(s) . . . . .	<b>1e</b>	Yes
<b>f</b> Dividends from related organization(s) . . . . .	<b>1f</b>	No
<b>g</b> Sale of assets to related organization(s) . . . . .	<b>1g</b>	No
<b>h</b> Purchase of assets from related organization(s) . . . . .	<b>1h</b>	No
<b>i</b> Exchange of assets with related organization(s) . . . . .	<b>1i</b>	No
<b>j</b> Lease of facilities, equipment, or other assets to related organization(s) . . . . .	<b>1j</b>	No
<b>k</b> Lease of facilities, equipment, or other assets from related organization(s) . . . . .	<b>1k</b>	Yes
<b>l</b> Performance of services or membership or fundraising solicitations for related organization(s) . . . . .	<b>1l</b>	No
<b>m</b> Performance of services or membership or fundraising solicitations by related organization(s) . . . . .	<b>1m</b>	Yes
<b>n</b> Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) . . . . .	<b>1n</b>	Yes
<b>o</b> Sharing of paid employees with related organization(s) . . . . .	<b>1o</b>	Yes
<b>p</b> Reimbursement paid to related organization(s) for expenses . . . . .	<b>1p</b>	Yes
<b>q</b> Reimbursement paid by related organization(s) for expenses . . . . .	<b>1q</b>	Yes
<b>r</b> Other transfer of cash or property to related organization(s) . . . . .	<b>1r</b>	Yes
<b>s</b> Other transfer of cash or property from related organization(s) . . . . .	<b>1s</b>	Yes

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved



**Part VII**    **Supplemental Information**

Provide additional information for responses to questions on Schedule R (see instructions)

# Additional Data

**Software ID:**  
**Software Version:**  
**EIN:** 23-1674396  
**Name:** PHOEBE APARTMENTS INC

## Form 990, Schedule R, Part II - Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c) (3))	(f) Direct controlling entity	(g) Section 512 (b)(13) controlled entity?	
						Yes	No
ONE HEIDELBERG DRIVE WERNERSVILLE, PA 19565 23-2560952	CONTINUING CARE RETIREMENT COMMUNITY	PA	501(C)(3)	LINE 10	PHOEBE-DEVITT HOMES		No
1925 TURNER ST ALLENTOWN, PA 18104 23-2302675	CONTINUING CARE RETIREMENT COMMUNITY	PA	501(C)(3)	LINE 10	PHOEBE-DEVITT HOMES		No
1925 TURNER ST ALLENTOWN, PA 18104 23-1396838	ADMINISTRATIVE/FUNDRAISING	PA	501(C)(3)	LINE 7	N/A		No
1925 TURNER ST ALLENTOWN, PA 18104 23-2821149	ADMINISTRATIVE	PA	501(C)(3)	LINE 10	PHOEBE-DEVITT HOMES		No
108 S MAIN ST RICHLANDTOWN, PA 18955 23-3045622	CONTINUING CARE RETIREMENT COMMUNITY	PA	501(C)(3)	LINE 10	PHOEBE-DEVITT HOMES		No
1925 TURNER ST ALLENTOWN, PA 18104 23-2586359	ADMINISTRATIVE & PHARMACY	PA	501(C)(3)	LINE 10	PHOEBE-DEVITT HOMES		No
208 FERNBROOK AVE WYNCOTE, PA 19095 23-1352525	CONTINUING CARE RETIREMENT COMMUNITY	PA	501(C)(3)	LINE 10	PHOEBE-DEVITT HOMES		No
1925 TURNER ST ALLENTOWN, PA 18104 45-5005460	THERAPY & REHABILITATION SERVICES	PA	501(C)(3)	LINE 10	PHOEBE-DEVITT HOMES		No