CHANGE OF ACCOUNTING PERIOD

Form **990-EZ**

Department of the Treasury
Internal Revenue Service

Short Form
Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than $500,000 and total assets less than $1,250,000 at the end of the year may use this form

▶ *The organization may have to use a copy of this return to satisfy state reporting requirements*

OMB No 1545-1150

2009

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning MAR 1, 2009 and ending JUN 30, 2009

B Check if applicable: [ ] Address change [X] Name change [ ] Initial return [ ] Terminated [ ] Amended return [ ] Application pending

Please use IRS label or print or type. See Specific Instructions

C Name of organization
JEFFERSON COUNTY HEALTH CENTER
FOUNDATION, INC.

Number and street (or P.O. box, if mail is not delivered to street address) | Room/suite
2000 SOUTH MAIN STREET

City or town, state or country, and ZIP + 4
FAIRFIELD, IA 52556

D Employer identification number
42-1469958

E Telephone number
641-472-4111

F Group Exemption Number ▶

• **Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).**

G Accounting method: [X] Cash [ ] Accrual Other (specify) ▶

I Website: ▶ N/A

H Check ▶ [ ] if the organization is **not** required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

J Tax-exempt status (check only one) — [X] 501(c) (3) ◀ (insert no.) [ ] 4947(a)(1) or [ ] 527

K Check ▶ [ ] if the organization is not a section 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than $25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if $500,000 or more, file Form 990 instead of Form 990-EZ ▶ $ 37,861.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

Revenue	1	Contributions, gifts, grants, and similar amounts received			1	35,051.
	2	Program service revenue including government fees and contracts			2	
	3	Membership dues and assessments			3	
	4	Investment income			4	2,810.
	5a	Gross amount from sale of assets other than inventory	5a			
	b	Less: cost or other basis and sales expenses	5b			
	c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)			5c	
	6	Special events and activities (complete applicable parts of Schedule G). If any amount is from **gaming**, check here ▶ [ ]				
	a	Gross revenue (not including $ ______ of contributions reported on line 1)	6a			
	b	Less: direct expenses other than fundraising expenses	6b			
	c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)			6c	
	7a	Gross sales of inventory, less returns and allowances	7a			
	b	Less: cost of goods sold	7b			
	c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)			7c	
	8	Other revenue (describe ▶)			8	
	9	**Total revenue** Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 ▶			9	37,861.
Expenses	10	Grants and similar amounts paid (attach schedule)			10	
	11	Benefits paid to or for members			11	
	12	Salaries, other compensation, and employee benefits			12	
	13	Professional fees and other payments to independent contractors			13	
	14	Occupancy, rent, utilities, and maintenance			14	
	15	Printing, publications, postage, and shipping			15	
	16	Other expenses (describe ▶ SEE STATEMENT 1)			16	40,068.
	17	**Total expenses.** Add lines 10 through 16 ▶			17	40,068.
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)			18	-2,207.
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)			19	263,529.
	20	Other changes in net assets or fund balances (attach explanation)			20	
	21	Net assets or fund balances at end of year. Combine lines 18 through 20 ▶			21	261,322.

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Part II Balance Sheets. If Total assets on line 25, column (B) are $1,250,000 or more, file Form 990 instead of Form 990-EZ.

	(See the instructions for Part II.)	(A) Beginning of year		(B) End of year
22	Cash, savings, and investments	263,529.	22	261,322.
23	Land and buildings		23	
24	Other assets (describe ▶)		24	
25	**Total assets**	263,529.	25	261,322.
26	**Total liabilities** (describe ▶)	0.	26	0.
27	**Net assets or fund balances** (line 27 of column (B) **must** agree with line 21)	263,529.	27	261,322.

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02-08-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.** Form **990-EZ** (2009)

SCANNED JUL 15 2010

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13210514 758194 16-4825 2009.03051 JEFFERSON COUNTY HEALTH CEN 16-48251

Part III **Statement of Program Service Accomplishments** (See the instructions for Part III.)

What is the organization's primary exempt purpose? SEE STATEMENT 3

Describe what was achieved in carrying out the organization's exempt purposes In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

Expenses (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others)

28	TO RAISE FUNDS TO SUPPORT JEFFERSON COUNTY HOSPITAL		
	(Grants $) If this amount includes foreign grants, check here ▶ ☐	28a	40,068.
29			
	(Grants $) If this amount includes foreign grants, check here ▶ ☐	29a	
30			
	(Grants $) If this amount includes foreign grants, check here ▶ ☐	30a	
31	Other program services (attach schedule)		
	(Grants $) If this amount includes foreign grants, check here ▶ ☐	31a	
32	Total program service expenses (add lines 28a through 31a) ▶	32	40,068.

Part IV **List of Officers, Directors, Trustees, and Key Employees.** List each one even if not compensated (See the instructions for Part IV)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
MAE HERMAN, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	MEMBER 0.50	0.	0.	0.
AMY WEBBER, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	MEMBER 0.50	0.	0.	0.
LARRY PETTIT, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	VICE-PRESIDENT 0.50	0.	0.	0.
GINNY HUGHES, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	DIRECTOR 0.50	0.	0.	0.
LAUREL WOODY, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	DIRECTOR 0.50	0.	0.	0.
GRACE BOGAARDS, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	DIRECTOR 0.50	0.	0.	0.
ADRIAN DICKEY, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	SEC/TREASURER 0.50	0.	0.	0.
BARB MC MAHON, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	MEMBER 0.50	0.	0.	0.
DEB CARDIN, 2000 SOUTH MAIN STREET, FAIRFIELD, IA 52556	MEMBER 0.50	0.	0.	0.

Part V Other Information (Note the statement requirements in the instructions for Part V)

			Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	33		X
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes	34	X	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.			
a	Did the organization have unrelated business gross income of $1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?	35a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	35b	N/A	
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Sch. N	36		X
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a 0.			
b	Did the organization file Form 1120-POL for this year?	37b		X
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?	38a		X
b	If "Yes," complete Schedule L, Part II and enter the total amount involved 38b N/A			
39	Section 501(c)(7) organizations. Enter:			
a	Initiation fees and capital contributions included on line 9 39a N/A			
b	Gross receipts, included on line 9, for public use of club facilities 39b N/A			
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0. ; section 4912 ▶ 0. ; section 4955 ▶ 0.			
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it 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? If "Yes," complete Schedule L, Part I	40b		X
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0.			
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ 0.			
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	40e		X

41 List the states with which a copy of this return is filed. ▶ NONE

42a The organization's books are in care of ▶ GINNY HUGHES Telephone no. ▶ 641-472-4111

Located at ▶ 2000 SOUTH MAIN STREET, FAIRFIELD, IA ZIP + 4 ▶ 52556

			Yes	No
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	42b		X
	If "Yes," enter the name of the foreign country: ▶			
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts.			
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.?	42c		X
	If "Yes," enter the name of the foreign country: ▶			

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43 N/A

			Yes	No
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ	44		X
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ	45		X

Part VI **Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

			Yes	No
46	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	46		X
47	Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II	47		X
48	Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	48		X
49a	Did the organization make any transfers to an exempt non-charitable related organization?	49a		X
b	If "Yes," was the related organization a section 527 organization?	49b		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than $100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than $100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NONE				

f Total number of other employees paid over $100,000 ▶

51 Complete this table for the organization's five highest compensated independent contractors who each received more than $100,000 of compensation from the organization. If there is none, enter "None."

NONE

(a) Name and address of each independent contractor paid more than $100,000	(b) Type of service	(c) Compensation

d Total number of other independent contractors each receiving over $100,000 ▶

Sign Here

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

▶ V L Hughes — Signature of officer — Date 5-17-10

▶ VIRGINIA Hughes, Foundation Hospital Liason — Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ James J Hungtn, CPA	Date 5/14/2010	Check if self-employed ▶ ☐	Preparer's identifying number (See instr)
Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ DENMAN & COMPANY, LLP 1601 22ND STREET, SUITE 400 WEST DES MOINES, IA 50266-1453		EIN ▶	Phone no. ▶ (515)225-8400

May the IRS discuss this return with the preparer shown above? See instructions ▶ [X] Yes [ ] No

Form 990-EZ (2009)

932174 02-08-10

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization: JEFFERSON COUNTY HEALTH CENTER FOUNDATION, INC.

Employer identification number: 42-1469958

Part I | Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: ______

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)

9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)		
(ii) A family member of a person described in (i) above?	11g(ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)		

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document? Yes	No	(v) Did you notify the organization in col. (i) of your support? Yes	No	(vi) Is the organization in col. (i) organized in the U.S.? Yes	No	(vii) Amount of support
Total									

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.**

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	18,405.	17,664.	15,775.	39,848.	35,001.	126,693.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	18,405.	17,664.	15,775.	39,848.	35,001.	126,693.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						38,991.
6 **Public support.** Subtract line 5 from line 4						87,702.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	18,405.	17,664.	15,775.	39,848.	35,001.	126,693.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	6,109.	10,145.	14,601.	27,030.	2,807.	60,692.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	2,797.	1,100.		2,428.		6,325.
11 **Total support.** Add lines 7 through 10						193,710.

12 Gross receipts from related activities, etc (see instructions) | 12 | 31,505.

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) | 14 | 45.27 %

15 Public support percentage from 2008 Schedule A, Part II, line 14 | 15 | 34.19 %

16a **33 1/3% support test - 2009.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☒

b **33 1/3% support test - 2008.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2009.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support** (Add lines 9, 10c, 11, and 12.)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2008** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

FORM 990-EZ | OTHER EXPENSES | STATEMENT 1

DESCRIPTION	AMOUNT
CONTRIBUTIONS	35,991.
OTHER PROGRAMS	4,077.
TOTAL TO FORM 990-EZ, LINE 16	40,068.

FORM 990-EZ | INFORMATION REGARDING TRANSFERS ASSOCIATED WITH PERSONAL BENEFIT CONTRACTS | STATEMENT 2

A) DID THE ORGANIZATION, DURING THE YEAR, RECEIVE ANY FUNDS, DIRECTLY OR INDIRECTLY, TO PAY PREMIUMS ON A PERSONAL BENEFIT CONTRACT? . . . . [ ] YES [X] NO

B) DID THE ORGANIZATION, DURING THE YEAR, PAY PREMIUMS, DIRECTLY OR INDIRECTLY, ON A PERSONAL BENEFIT CONTRACT? . . [ ] YES [X] NO

990-EZ PG 2 STATEMENT 3

TO RECEIVE CONTRIBUTIONS AND GIFTS AND TO DISBURSE FUNDS TO ASSIST IN SUPPORTING JEFFERSON COUNTY HOSPITAL, JEFFERSON COUNTY, IOWA

BYLAWS OF

JEFFERSON COUNTY HEALTH CENTER FOUNDATION, INC.
(Amended July 21, 2009)

ARTICLE I

Name

The name of the Corporation shall be **Jefferson County Health Center Foundation, Inc.** and it is sometimes referred to in these Bylaws as the Corporation. (revised July 21, 2009)

ARTICLE II

Purposes

1. The purposes for which the Corporation is formed are those set forth in Article III of the Articles of Incorporation, as from time to time amended, which presently are:

A. To solicit, receive, and administer contributions, gifts, grants, devises and bequests and to disburse funds for the general welfare, maintenance and improvement of Jefferson County Health Center and the health services rendered thereby; and

B. To assist, encourage, promote and advance the wellness, care, treatment and rehabilitation of sick, afflicted and injured in the Jefferson County Health Center and the area served by the Jefferson County Health Center.

C. To aid and assist the Jefferson County Health Center for any useful, necessary or appropriate, and lawful purpose or purposes not for pecuniary profit.

D. To make distributions that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or corresponding provisions of any future United States Internal Revenue Law.)

2. The Corporation shall have unlimited power to engage in and to do any lawful act concerning any and all lawful purposes for which corporations may be organized under the provisions of the Iowa Nonprofit Corporation Act, Chapter 504A Code of Iowa, as amended.

3. This Corporation is organized and shall be operated exclusively and irrevocably for educational, charitable, and scientific purposes.

ARTICLE III

Members

The members of this non-profit corporation shall be those persons serving on the Board of Directors.

ARTICLE IV

Board of Directors

1. General Powers. The affairs of the corporation shall be managed by its Board of Directors.

2. Number, Tenure, and Qualifications. The Board of Directors shall consist of nine (9) members.

Each Director shall hold office for a term of three (3) years. Each Director shall be eligible to serve up to nine (9) years continuous service at which time the Director shall not be eligible for re-election. However, after remaining off of the Board of Directors for one year, a Director who had previously completed nine years continuous service, would regain their eligibility to serve three consecutive three year terms. Any time spent as a Director in filling an unexpired term of the Director he or she replaced shall not count against the nine years continuous service limitation. The initial Board of Directors shall be elected for staggered terms to provide continuity in the management of the affairs of the Foundation.

The composition of the Board of Directors shall be as follows: two directors shall be members of the Board of Trustees of the Jefferson County Health Center, two directors shall be physicians from the present ACTIVE MEDICAL STAFF of the Jefferson County Health Center, CEO of the Jefferson County Health Center (who shall be exempt from the nine years continuous service for Board members as set forth above), and four citizens of Jefferson County, Iowa, who are not members of the Board of Trustees or Active Medical Staff of the Jefferson County Health Center (either past or present).

The nominating committee shall present a list of nominees to the Board at its annual meeting. The nominees who receive the highest number of votes shall be elected. Each Director shall have one vote for each directorship that is to be elected. Each Director whose term is expiring shall be allowed to vote in the election of Directors.

3. Regular Meetings. Regular meetings of the Board of Directors shall be held as established by the Board at its annual meeting at the Jefferson County Health Center in Fairfield, Iowa.

4. **Annual and Special Meetings**. The annual meeting of the Board of Directors shall be held in May with the first annual meeting being held in May, 1998. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors.

The agenda of the annual meeting shall, at a minimum include: election of directors, election of officers, establishment of regular meeting times, and treasurer's report.

5. **Vacancies**. Any vacancy occurring in the Board of Directors shall be filled by the affirmative vote of a majority of the remaining Directors entitled to vote even though that may be less than a quorum of the Board of Directors. A Director so elected shall serve the unexpired term of his or her predecessor in office or a full term of such new Directorship, as the case may be.

6. **Quorum**. Four Directors currently serving shall constitute a quorum for the transaction of business at any meeting of the Board.

7. **Notice**. Notice of any special meeting of the Board of Directors shall be given at least two days in advance of the meeting by written notice delivered personally or facsimile transmission to each Director or seven days in advance of the meeting if sent by mail to such Director's address as shown by the records of the corporation. If mailed, such Notice shall be deemed to be delivered when deposited in the United States Mail so addressed, with postage prepaid thereon. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the Notice or Waiver of Notice of such meeting.

8. **Compensation**. Directors as such shall not receive any stated salaries for their services. However, nothing herein shall be construed to preclude any Director from being reimbursed for any expenses incurred in serving the corporation.

9. **Informal Action Taken by Directors**. Any action required to be taken at a meeting of the Directors or any action which may be taken at a meeting of the Directors, may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all Directors entitled to vote thereon.

10. **Meetings by Conference Telephone**. Members of the Board of Directors may participate in a meeting of the Board by the conference telephone or similar communications equipment. All persons participating in the meeting shall be able to hear each other, and participation in a meeting pursuant to this provision shall constitute presence in person at the meeting. Records of the meeting shall be kept as required by these Bylaws.

11. **Presumption of Assent**. A Director of the corporation who is present at a meeting of the Board of Directors at which action on any corporation matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file their written dissent to such action with the person acting as

the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the corporation within three (3) business days after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

12. Nominating Committee. The nominating committee for Board of Director candidates shall consist of three Board members, one of which shall be a member of Board of Trustees of the Jefferson County Health Center, one of which shall be a member of the Active Medical Staff of the Jefferson County Health Center (either past or present), and one of which shall be a citizen of Jefferson County, Iowa, who is neither a member of the Board of Trustees nor Active Medical Staff of the Jefferson County Health Center (either past or present).

13. Removal of Director. Any Director may be removed from office prior to the expiration of his term whether with or without cause, upon a two-thirds vote of the entire Board of Directors.

ARTICLE V

Officers and Duties

1. Number. The officers of the Corporation shall be a President, a Vice-President, a Secretary/Treasurer and such other officers as may be appointed in accordance with the provisions Number 3 of this Article. Two or more officers, except those of President and Vice-President, may be filled by the same person. In its discretion, the Board of Directors, by a vote of a majority thereof, may leave unfilled for any such period as it may fix, any office except those of President, Treasurer and Secretary.

2. Election, term of Office and Qualification. The officers of the Corporation shall be chosen annually by the Board of Directors at its annual meeting. Each such officer shall hold office until the next succeeding annual meeting of the Board of Directors and until his successor shall have been duly chosen and shall qualify or until his death or until he shall resign. All officers must be Directors of the Corporation.

3. Subordinate Officers and Agents. The Board of Directors may appoint such other officers or agents as it may deem necessary or advisable, from time to time, to hold office for such period and have such authority to perform such duties as the Board of Directors, from time to time, may determine. The Board of Directors may delegate to any officer or agent the power to appoint any such subordinate officers or agents and to prescribe their respective terms of office, compensation, authorities and duties.

4. Removal. The officers specifically designated in Number 1 of this Article may be removed, either for or without cause, at any special meeting of the Board of Directors, by the vote of a majority of the whole Board of Directors. The officers and agents appointed in accordance with the provisions of Number 3 of this Article may be removed, either for or without cause at any meeting of the Board of Directors, by a vote of a majority of the Directors, or by any superior officer or agent whom such power of removal shall have been conferred by the Board of Directors.

5. **Resignations**. Any officer may resign at any time by giving written notice of such resignation to the Board of Directors, the President or to the Vice-President. Any such resignation shall take effect upon receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

6. **Vacancies**. A vacancy in any office by reason of death, resignation, removal, disqualification or any other cause shall be filled by the Board of Directors.

7. **President**. The President shall preside at all meetings of the Board of Directors. In general, he shall also perform all duties incident to the office of President. The President shall be the chief executive officer of the Corporation and, subject to the control of the Board of Directors, he shall have general and complete management and supervision of the operations of the Corporation, to retain and discharge all employees, and generally to manage and supervise the operations of the Corporation, including the investment of the corporate funds and properties. In general, he shall perform all duties incident to the office of President and see that all orders and resolutions of the Board of Directors are carried into effect. From time to time, he shall report to the Board of Directors all matters within his knowledge which the interests of the Corporation may require to be brought to their notice. He shall have authority to sign, execute and acknowledge all contracts, checks, deeds, mortgages, bonds, leases or other obligations on behalf of the corporation as he may deem necessary or proper to be executed in the course of the Corporation's regular business, or which shall be authorized by the Board of Directors. He may sign, in the name of the Corporation, reports and all other documents or instruments which are necessary or proper to be executed in the course of the Corporation's business. He shall perform such other duties as are given to him by these Bylaws or as may be assigned to him, from time to time, by the Board of Directors.

8. **Vice-President**. In the absence or disability of the President, or whenever requested by the President, the Vice-President may perform all the duties of the President, and, when so acting, shall have all powers and be subject to all restrictions upon the President. The Vice-President shall perform such other duties as are given to him by these Bylaws or as from time to time may be assigned to him by the Board of Directors or the President.

9. **Secretary**. The Secretary shall:

A. Record all the proceedings of the meetings of the Board of Directors in a book to be kept for that purpose;

B. Cause all notices to be duly given in accordance with the provisions of these Bylaws and as required by statute;

C. Be custodian of the records and of the seal of the Corporation, if there be one, and cause such seal to be affixed to all instruments, the execution of which on behalf of the Corporation, under its seal, shall have been duly authorized under these Bylaws;

D. See that the books, reports, statements and other documents and records required by statute are properly kept and filed;

E. Maintain a record of Directors and their term of office

F. In general, perform all duties incident to the office of Secretary and such other duties as are given to him by these Bylaws or as may be assigned to him, from time to time, by the Board of Directors or President.

10. Treasurer. The Treasurer shall:

A. Have charge of and supervision over and be responsible for the funds, securities, receipts and disbursements of the Corporation.

B. Cause the money and other valuable effects of the Corporation to be deposited in the name and to the credit of the Corporation in such banks or trust companies or with such bankers or other depositories as shall be selected in accordance with Number 5 of Article VI of these Bylaws or to be otherwise dealt with in such a manner as the Board of Directors may direct.

C. Cause the funds of the Corporation to be disbursed by checks or drafts upon the authorized depositories of the Corporation, and cause to be taken and preserved proper vouchers for all money disbursed.

D. Render to the President or the Board of Directors, whenever requested, a statement of the financial condition of the Corporation and of all his transactions as Treasurer, and render a full financial report at the annual meeting of the Board of Directors, if called upon to do so.

E. Cause to be kept, at such place as the Board of Directors may determine, correct books of account of all its business and transactions, such books to be available to any director upon application at such place during business hours.

F. Be empowered, from time to time, to require from all officers or agents of the Corporation, reports or statements giving such information as he may desire with respect to any and all financial transactions of the Corporation.

G. In general, perform all duties incident to the office of Treasurer and such other duties as are given to him by the Board of Directors or the President.

11. Fidelity Bonding. The Board of Directors may, from time to time, require that one or more officers or employees be bonded for the faithful discharge of duties.

ARTICLE VI

**Acceptance of Bequests, Devises, and Donations,
Execution of Instruments, Borrowing of Money
And Deposit of Corporate Funds**

1. **Acceptance of Bequests, Devises and Donations**. The President or Vice-President, or any designee, may accept any and all unconditional and unrestricted bequests, devises and donations of money and property made to the Corporation and, with the prior approval of the Board of Directors, may accept any other bequests, devises and donations.

Nothing herein shall restrict the right of the Board to refuse to accept or to reject any bequests, devises, or donations of money or property.

2. **Execution of Instrument**. All instruments of assignment, transfer, conveyance, release and contract requiring execution by the Corporation, shall be signed by any authorized officer or agent provided, however, that such person or persons may delegate, from time to time, by instruments in writing, all or any part of such authority to any other person or persons, if authorized to do so, by vote of the Board of Directors.

3. **Loans**. When so authorized by the Board of Directors, an authorized officer or agent of the Corporation, may effect loans and advances, at any time, for the Corporation, secured by mortgage or pledge of the corporation's property or otherwise, and may do every act and thing necessary or proper in connection therewith. Such authority may be general or confined to specific instances.

4. **Transfer of Real Estate**. Unless authorized by the Board of Directors, no right or interest of any kind or nature in and to any real estate or lease of real estate shall be either:

A. Sold, assigned, transferred, conveyed or otherwise disposed of or mortgaged or encumbered in any manner, or

B. Acquired, either by purchase, lease or otherwise, by the Corporation.

5. **Deposits**. All funds of the Corporation, not otherwise employed, shall be deposited from time to time to its credit in such banks, trust companies or other depositories as the Board of Directors may select, or as may be selected by any officer or officers, agent or agents, authorized so to do by the Board of Directors. Endorsements for deposit to the credit of the Corporation, in any of its duly authorized depositories, shall be made in such manner as the Board of Directors may from time to time determine.

ARTICLE VII

Distributions and Disbursements

1. **Distributions**. The Board of Directors shall from time to time, but not less frequently than annually, determine all distributions to be made from net income and principal of each fund of the Corporation in accordance with the provisions of the fund and/or the donor's directions for any of the purposes specified in Article III of the Articles of Incorporation.

2. **Disbursements**. The Board of Directors shall determine all disbursements to be made for administrative expenses incurred by the Board of Directors and direct the Treasurer as to the payment thereof and the funds to be charged.

3. **Authorization**. The majority vote of all of the members of the Board of Directors shall be required in order to authorize the distribution or disbursement of funds of the Corporation, unless otherwise expressly provided by direction of the donor as a condition of the gift.

4. **Checks, Drafts, etc.** All checks, drafts and other evidences of indebtedness of the Corporation whatsoever shall be signed by the President or the Treasurer as such officer or officers, or such agent or agents, of the Corporation and in such manner as the Board of Directors, from time to time may determine. All funds transfers or investments shall be signed by both the President or Vice-President and the Treasurer.

ARTICLE VIII

Miscellaneous Provisions

1. **Corporate Seal**. The Corporation shall have no corporate seal.

2. **Fiscal Year**. The fiscal year of the Corporation shall end at the close of business on the last day of June of each year. (revised July 21, 2009)

3. **Voting of Stocks Owned by the Corporation**. In the absence of a resolution of the Board of Directors to the contrary, the President of the Corporation or the President and Vice-President acting within their scope of authority, as provided in Article V of these Bylaws, are authorized and empowered, on behalf of the Corporation, to attend, vote and grant discretionary proxies to be used at any meeting of shareholders or stockholders of any corporation in which this Corporation holds or owns shares of stock and in that connection, on behalf of this Corporation, to execute a waiver of notice of any such meeting. The Board of Directors shall have authority to designate any officer or person as a proxy or attorney-in-fact to vote shares of stock in any other corporation in which this Corporation may own or hold shares of stock.

4. **Nonliability**. A director, officer, employee, member or other volunteer of the Corporation is not liable on the Corporation's debts or obligations and a director, officer, employee, member or other volunteer is not personally liable in that capacity, for a claim based upon an act or

omission of the person performed in the discharge of the person's duties, except for a breach of the duty of loyalty to the Corporation, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit.

If this limitation of liability is too broad, then the above provisions shall be enforced to the fullest extent as provided by law.

If Iowa law is hereafter changed to permit further elimination or limitation of the liability of directors, officers, employees, members or other volunteers for monetary damages to the Corporation, then the liability of such director, officer, employee, member or other volunteer of this Corporation shall be eliminated or limited to the full extent then permitted. The directors, officers, employees, members or other volunteers of this Corporation have agreed to serve in their respective capacities in reliance upon the provisions of this Article.

5. **Prohibited Transactions**. No part of the net earnings of this Corporation shall inure to the benefit of any individual and no part of the activities of this Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation.

Upon the dissolution or termination of this Corporation, whether voluntary or involuntary, all property of the Corporation shall be distributed exclusively for charitable, scientific, literary, and educational purposes, only to organizations which have been granted exemption from Federal Income Tax under the provisions of Sections 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the appropriate provision of the Internal Revenue Code then in effect, or to a local, state or Federal Government for exclusively public purposes, and cannot be distributed to any individual member, officer or director of the Corporation, or to any other person or persons whomever, except those who come within the purposes of the Corporation as above set forth; provided, however, that the Corporation shall have the right to pay and discharge such reasonable costs, expenses and liabilities as may be incurred in furthering such purposes.

No loans shall be made by the Corporation to its directors or officers. Any director or officer who assents to or participates in making any such loan shall be liable to the Corporation for the amount of such loan until the repayment thereof.

This Corporation shall not engage in a prohibited transaction, as defined in the Internal Revenue Code of the United States, or any amendment thereto.

This Corporation shall not:

A. Lend any part of its income or corpus, without the receipt of adequate security and a reasonable interest, to;

B. Pay any compensation, in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered, to;

C. Make any part of its services available on a preferential basis, to;

D. Make any substantial purchase of securities or any other property, for less than an adequate consideration in money or money's worth, to; or

E. Engage in any other transaction which results in a substantial diversion of its income or corpus, to any person who has made a substantial contribution to this Corporation.

7. Informal Action by Members or Directors. Any action required or permitted by law or the Articles of Incorporation or these Bylaws to be taken at a meeting of the Board of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the director

8. Construction. The masculine gender, where appearing in these Bylaws, shall be deemed to include the feminine gender, unless the context clearly indicates to the contrary.

ARTICLE IX

Standing and Special Committees

1. The Board of Directors may create such standing committees as it may deem necessary to promote the purposes and carry on the work of the Corporation. The term of each committee chairman shall be one year and until the election and qualification of his successor.

2. The chairman of each standing committee shall present a plan of work to the Board of Directors for approval. No committee plan of work shall be undertaken without the consent of the Board of Directors.

3. The power to form special committees and appoint their members rests with the Corporation.

4. The President shall be a member ex-officio of all committees except the nominating committee.

ARTICLE X

Duality of Interest

Any director, officer, or employee having an existing or potential interest in a contract or other transaction presented to the Board of Directors or a committee thereof for deliberation, authorization, approval, or ratification, or any such person who reasonably believes such an interest exists in another such person, shall make a prompt, full, and frank disclosure of the interest to the Board or committee prior to its acting on such contract or transaction. The interested party is required to disclose the nature and extent of his/her interest about the contract or transaction which might reasonably be construed to be adverse to the Corporation's interest.

The body to which such disclosure is made shall determine, by majority vote, whether the disclosure shows that the non-voting and non-participation provisions below must be observed. If so, such person shall not vote on, or use his/her personal influence on, not participate (other than to present factual information or to respond to questions) in the discussion or deliberations with respect to, such contract or transactions.

Such person may be counted in determining the existence of a quorum at any meeting where the contract or transaction is under discussion or is being voted upon. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation, and whether a quorum was present.

For the purposes of this Article, a person shall be deemed to have an "interest" in a contract or other transaction if he/she is the party (or one of the parties) contracting or dealing with the corporation, or if he/she is a director or officer of, or has a significant financial or influential interest in, the entity contracting or dealing with the Corporation, or if he/she is otherwise reasonably likely to gain a significant financial or other personal benefit if the contract or transaction is approved. However, there shall be deemed to be no conflict of interest if any directors or officers by virtue of serving also as an officer or director of any entity being subsidiary or affiliate of this Corporation.

ARTICLE XI

Amendments to Bylaws

All Bylaws of the Corporation shall be subject to amendment, alteration or repeal and the new Bylaws or amendments, alterations or repeals may be made by the affirmative vote of at least a majority of the whole Board of Directors given at any meeting, the notice or waiver of notice of which shall have summarized or set forth in full the proposed amendment said notice to be at least seven (7) days in advance of the meeting.

ARTICLE XII

Indemnification of Directors, Officers, and Committee Members

1. The Corporation shall indemnify and advance expenses to any person who was or is a party to or is threatened to be made a party to any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative (including a grand jury proceeding) by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or of any subsidiary of the Corporation, or is or was serving as a member of a committee of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, committee member, agent, partner or trustee (or in a similar capacity) of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, whether nonprofit or for profit, against reasonable expenses (including attorneys fees) and judgments, fines, penalties and amounts reasonably paid in settlement actually incurred by such person in connection with such claim, action, suit or proceeding or any appeal thereof to the maximum extent it is empowered to indemnify and advance expenses by the Iowa Nonprofit Corporation Act as the same exists or may hereafter be amended or changed (but in the case of any such amendment or change, only to the extent that such amendment or change empowers the Corporation to provide broader indemnification than such law empowered the Corporation to provide prior to such amendment or change), any successor or substitute law or other applicable law, if such person acted in good faith and in a manner such person reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceedings, had no reasonable cause to believe the conduct was unlawful; provided, however, entitlement to such indemnification shall be conditional upon the Corporation being afforded the opportunity to participate directly on behalf of such person in such claim, action, suit or proceeding or any settlement discussion relating thereto.

2. The right to indemnification conferred in this Article shall include the right to payment or reimbursement by the Corporation of expenses incurred in connection with any such claim, action, suit or proceeding in advance of its final disposition. Provided, however, that the payment or reimbursement of such expenses incurred by a person who has a right of indemnification pursuant to proceeding shall be made only upon delivery to the Corporation of a written undertaking by or on behalf of such person to repay all amounts so advanced if it shall ultimately be determined that he or she is not entitled to be indemnified under this Article or, otherwise, along with a written affirmation by such person of his or her good faith belief that he or she has met the applicable standard of conduct necessary to require indemnification by the Corporation pursuant to this Article or otherwise.

3. The Corporation shall indemnify any person who was or is a witness in or is threatened to be made a witness in any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative (including a grand jury proceeding), by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or of any subsidiary of the Corporation, or is or was serving as a member of a committee of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employer, committee member, agent, partner or trustee (or in a similar capacity) of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, whether nonprofit or for profit, to the same extent that such person would be entitled to indemnification under this Article if such person were, or where threatened to be made, a party to such claim, action, suit or proceedings, against reasonable expenses (including attorneys fees) actually and reasonably incurred by such person in connection with such claim, action, suit or proceeding or appeal thereof.

4. Notwithstanding anything in this Article to the contrary, the Corporation shall be obligated to indemnify any such person in connection with a claim, action, suit or proceeding (or part thereof) initiated by such person only if the initiation of such claim, action, suit or proceeding (or part thereof) was authorized by the Board of Directors.

5. In the event that the applicable standards as set forth in subsection (1) of this Article are met as to some claims, actions, suits, proceedings, issues or matters but not as to others, a person who has a right of indemnification pursuant to this Article shall be indemnified against all expenses (including attorneys fees) actually and reasonably incurred by such person in connection with the claim, action, suit, proceeding, issues or matters as to which the applicable standards are met. Nothing contained in this subsection shall limit the obligation, duty or ability of the Corporation to indemnify such person as provided elsewhere in this Article.

6. The termination of any such claim, action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that a person who has a right of indemnification pursuant to this Article did not act in good faith in a manner which such person reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that such person's conduct was unlawful.

7. The right of indemnification conferred in this Article shall be deemed to be a contract between the Corporation and any such person who is now serving or who shall hereafter serve as a director, officer, employee or agent of the Corporation, or of any subsidiary of the Corporation, or is or was serving as a member of a committee of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, committee member, agent, partner or trustee (or in a similar capacity) of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, whether nonprofit or for profit, while this Article is in effect. Each person who is now serving or who shall hereafter serve as a director, officer, employee or agent of the Corporation, or of any subsidiary of the Corporation, or is or was serving as a member of a committee of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, committee member, agent, partner or trustee (or in a similar capacity) of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, whether nonprofit or for profit of the Corporation shall be deemed to be doing so in reliance upon the rights of indemnification provided for in this Article, and such rights of indemnification shall continue as to a person who has ceased to serve in such capacity and shall inure to the benefit of the heirs, executors, administrator and legal or personal representatives of such a person.

8. This Article shall be applicable to all claims, actions, suits or proceedings whether arising from acts or omissions occurring before or after the adoption hereof.

9. The right of indemnification and the payment of expenses incurred in defending a proceeding conferred in this Article shall be in addition to and shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, by law, agreement, vote of members or disinterested directors or otherwise.

10. Any amendment, repeal or modification of any provision of this Article or of the relevant provisions of the Iowa Nonprofit Corporation Act shall not adversely affect any right or protection of any person then existing with respect to any state of facts then or theretofore existing

or any claim, action, suit or proceeding then pending or thereafter brought or threatened based in whole or in part upon any such state of facts.

11. In the event any one or more of the provisions contained in this Article shall, for any reason, be held to be invalid, illegal or unenforceable, such invalidity, illegality, or unenforceability shall not affect any other provisions of this Article.

ARTICLE XIII

Insurance

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or of any subsidiary of the Corporation, or is or was serving as a member of a committee of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, committee member, agent, partner or trustee (or in a similar capacity) of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan against any liability asserted against such person and incurred by such person in any such capacity or a rising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of this Article.

Revisions made to show the change of name to the Jefferson County Health Center Foundation, Inc. and to show a change the name of the Jefferson County Hospital to Jefferson County Health Center, on July 21, 2009.

Adrian Dickey, President

Barbara McMahon, Secretary

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (*e-file*). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print	Name of Exempt Organization	Employer identification number
File by the due date for filing your return See instructions	JEFFERSON COUNTY HOSPITAL FOUNDATION, INC.	42 1469958
	Number, street, and room or suite no. If a P.O. box, see instructions 2000 SOUTH MAIN STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. FAIRFIELD, IA 52556	

Check type of return to be filed (file a separate application for each return):

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☒ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☐ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ GINNY HUGHES

Telephone No. ▶ (641) 472-4111 FAX No ▶ ( )

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15 , 20 10 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year 20 ____ or

▶ ☒ tax year beginning MARCH 1 , 20 09 , and ending JUNE 30 , 20 09 .

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☒ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ -0-

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization JEFFERSON COUNTY HOSPITAL FOUNDATION, INC.	Employer identification number 42-1469958
File by the extended due date for filing the return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 2000 SOUTH MAIN STREET	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. FAIRFIELD, IA 52556	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990 [X] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [ ] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ GINNY HUGHES 2000 SOUTH MAIN STREET - FAIRFIELD, IA 52556
  Telephone No. ▶ 641-472-4111 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until MAY 15, 2010.
5 For calendar year ______, or other tax year beginning MAR 1, 2009, and ending JUN 30, 2009
6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [X] Change in accounting period
7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION IN ORDER TO FILE A COMPLETE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ N/A

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ James J Hungtn Title ▶ CPA Date ▶ 2/11/2010

DENMAN & COMPANY, LLP 42-0794023
Certified Public Accountants
1601 - 22nd St. Suite 400
West Des Moines, Iowa 50266-1453

923832
05-26-09