Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning 10/01, 2008, and ending 09/30, 2009

G Check all that apply [ ] Initial return [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: PRESBYTERIAN HEALTH FOUNDATION

A Employer identification number: 73-0709836

Number and street (or P O box number if mail is not delivered to street address) | Room/suite: 655 RESEARCH PARKWAY, SUITE 500

B Telephone number (see page 10 of the instructions): (405) 319-8150

City or town, state, and ZIP code: OKLAHOMA CITY, OK 73104-3603

C If exemption application is pending check here ▶ [ ]

D 1 Foreign organizations check here ▶ [ ]

2 Foreign organizations meeting the 85% test check here and attach computation ▶ [ ]

H Check type of organization [X] Section 501(c)(3) exempt private foundation

[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A) check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 200,192,344.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) ________ (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ▶ [ ]

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	22,446.	STMT 1		
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,653,027.	2,312,685.		
	4 Dividends and interest from securities	732,028.	1,220,011.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-5,604,760.			
	b Gross sales price for all assets on line 6a 90,940,032.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	10,116,560.	10,587,646.	10,261,826.	STMT 2
	12 **Total.** Add lines 1 through 11	6,919,301.	14,120,342.	10,261,826.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	624,300.	472,430.		151,870.
	14 Other employee salaries and wages	181,900.	18,190.		163,710.
	15 Pension plans, employee benefits	173,473.	105,568.		67,905.
	16a Legal fees (attach schedule) STMT 3	57,795.	NONE	NONE	53,539.
	b Accounting fees (attach schedule) STMT 4	73,162.	7,316.	NONE	65,846.
	c Other professional fees (attach schedule) STMT 5	617,691.	617,691.	260,094.	NONE
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) *	873,829.	793,636.	769,331.	24,791.
	19 Depreciation (attach schedule) and depletion	3,295,869.	NONE		
	20 Occupancy	63,419.	274,187.		259,576.
	21 Travel, conferences, and meetings	7,308.	731.		6,577.
	22 Printing and publications	81,578.	8,158.		73,420.
	23 Other expenses (attach schedule) STMT 7	10,019,105.	9,526,442.	9,232,401.	1,474,986.
	24 Total operating and administrative expenses. Add lines 13 through 23	16,069,429.	11,824,349.	10,261,826.	2,342,220.
	25 Contributions, gifts, grants paid STMT 22	333,439.			2,549,539.
	26 Total expenses and disbursements Add lines 24 and 25	16,402,868.	11,824,349.	10,261,826.	4,891,759.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-9,483,567.			
	b Net investment income (if negative, enter -0-)		2,295,993.		
	c Adjusted net income (if negative, enter -0-)			-0-	

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. **STMT 6

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	760,373.	543,615.	543,615.
	3 Accounts receivable ▶ 3,398,349.			
	Less allowance for doubtful accounts ▶ 911,866.	NONE	2,486,483.	2,486,483.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* 22,400,000.	STMT 8
	Less allowance for doubtful accounts ▶	22,400,000.	22,400,000.	22,400,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	NONE	188,712.	188,712.
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 8a	102,172,870.	89,068,125.	89,068,125.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ 4,794,609. Less accumulated depreciation (attach schedule) ▶	4,064,930.	4,794,609.	4,794,609.
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ STMT 9)	70,488,835.	80,710,800.	80,710,800.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	199,887,008.	200,192,344.	200,192,344.
Liabilities	17 Accounts payable and accrued expenses	NONE	4,073,308.	
	18 Grants payable	NONE	2,958,301.	
	19 Deferred revenue	NONE	683,386.	
	20 Loans from officers directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)	53,958,333.	53,156,975.	STMT 11
	22 Other liabilities (describe ▶ STMT 12)	901,484.	9,690,737.	
	23 Total liabilities (add lines 17 through 22)	54,859,817.	70,562,707.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	145,027,191.	129,629,637.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus or land, bldg , and equipment fund			
	29 Retained earnings accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	145,027,191.	129,629,637.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	199,887,008.	200,192,344.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	145,027,191.
2	Enter amount from Part I, line 27a	2	-9,483,567.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	1,773,798.
4	Add lines 1, 2, and 3	4	137,317,422.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	7,687,785.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	129,629,637.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo day yr)
1a				
b	SEE STATEMENT 24			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-5,604,760.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	20,502,133.	160,131,874.	0.128033
2006	22,596,411.	146,355,945.	0.154394
2005	16,760,577.	148,359,108.	0.112973
2004	9,203,687.	139,676,977.	0.065893
2003	7,039,376.	128,087,148.	0.054958

2	**Total** of line 1, column (d)	2	0.516251
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.103250
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	112,669,171.
5	Multiply line 4 by line 3	5	11,633,092.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	22,960.
7	Add lines 5 and 6	7	11,656,052.
8	Enter qualifying distributions from Part XII, line 4	8	8,964,967.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter ________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	45,920.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	45,920.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	45,920.
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a: 166,027.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	166,027.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	120,107.
11	Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶ 120,107. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ NONE (2) On foundation managers ▶ $ NONE			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ NONE			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* SEE STMT. 25	3	X	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OKLAHOMA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions) . . . STMT 15	11	X	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.PHFOKC.COM

14 The books are in care of ▶ PRESBYTERIAN HEALTH FOUNDATION Telephone no ▶ (405) 319-8150

Located at ▶ 655 RESEARCH PARKWAY, STE. 500; OKLAHOMA CITY, OK ZIP + 4 ▶ 73104-3603

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . N/A . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ 15

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes	[X] No
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	[ ] Yes	[X] No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes	[X] No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	[ ] Yes	[X] No
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	[ ] Yes	[X] No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	[ ] Yes	[ ] No
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes	[X] No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	X (No)
	If you answered "Yes" to 6b, also file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes	[X] No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(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 and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		624,300.	59,896.	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 19		148,150.	22,222.	NONE

Total number of other employees paid over $50,000 ▶ NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 20		601,764.

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 THE FOUNDATION BEGAN BUILDING A RESEARCH PARK IN 2005. THE COSTS OF THE PROJECT ALLOCABLE TO THE YEAR ENDING SEPTEMBER 30, 2009 FOR BUILDING #7 ARE:	3,958,770.
2 THE FOUNDATION BEGAN BUILDING A RESEARCH PARK IN 2002. THE COSTS OF THE PROJECT ALLOCABLE TO THE YEAR ENDING SEPTEMBER 30, 2009 FOR BUILDING #3 ARE:	46,674.
All other program-related investments See page 24 of the instructions	
3 SEE STMT. 21	67,764.
Total. Add lines 1 through 3 ▶	4,073,208.

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.).

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	80,342,263.
b	Average of monthly cash balances	1b	1,218,782.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	32,823,900.
d	**Total** (add lines 1a, b, and c)	1d	114,384,945.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	114,384,945.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,715,774.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	112,669,171.
6	**Minimum investment return.** Enter 5% of line 5	6	5,633,459.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	5,633,459.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	45,920.		
b	Income tax for 2008. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	45,920.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	5,587,539.
4	Recoveries of amounts treated as qualifying distributions			4	1,137,403.
5	Add lines 3 and 4			5	6,724,942.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	6,724,942.

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	4,891,759.
b	Program-related investments - total from Part IX-B	1b	4,073,208.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	8,964,967.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	8,964,967.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7					6,724,942.
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only					
b Total for prior years 20____,20____,20____					
3 Excess distributions carryover, if any, to 2008					
a From 2003	777,395.				
b From 2004	2,417,539.				
c From 2005	9,517,400.				
d From 2006	15,603,116.				
e From 2007	12,749,827.				
f Total of lines 3a through e		41,065,277.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 8,964,967.					
a Applied to 2007, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)					
d Applied to 2008 distributable amount					6,724,942.
e Remaining amount distributed out of corpus		2,240,025.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		43,305,302.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions					
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions					
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)		777,395.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a		42,527,907.			
10 Analysis of line 9					
a Excess from 2004	2,417,539.				
b Excess from 2005	9,517,400.				
c Excess from 2006	15,603,116.				
d Excess from 2007	12,749,827.				
e Excess from 2008	2,240,025.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 27 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name address and telephone number of the person to whom applications should be addressed
SEE ATTACHED STATEMENT 23

b The form in which applications should be submitted and information and materials they should include.

SEE ATTACHED STATEMENT 23

c Any submission deadlines

SEE ATTACHED STATEMENT 23

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 22				2,549,539.
Total . . . . ▶ **3a**				2,549,539.
b *Approved for future payment*				
SEE STATEMENT 22				2,958,301.
Total . . . . ▶ **3b**				2,958,301.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,653,027.	
4 Dividends and interest from securities			14	732,028.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-5,604,760.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PROGRAM RELATED					10,116,560.
c INVESTMENT INC.					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-3,219,705.	10,116,560.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 6,896,855.

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
11B	RENTAL INCOME FROM PROGRAM RELATED INVESTMENT IN RESEARCH
	PARK.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Michael D Anderson | 7.19.10 | President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: Debra C. Cook	Date 7-14-10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code: KPMG LLP, 210 PARK AVE., SUITE 2850, OKLAHOMA CITY, OK 73102		EIN ▶ 13-5565207	Phone no 405-239-6411

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, and 990-PF.**

OMB No 1545-0047

2008

Name of the organization

PRESBYTERIAN HEALTH FOUNDATION

Employer identification number

73-0709836

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule. (Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions)

General Rule

☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year) . . . . ▶ $ ____________

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization PRESBYTERIAN HEALTH FOUNDATION

Employer identification number 73-0709836

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	W.C. PAYNE FOUNDATION 1601 WESTMINSTER OKLAHOMA CITY, OK 73112	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
W.C. PAYNE FOUNDATION 1601 WESTMINSTER OKLAHOMA CITY, OK 73112	03/06/2009	10,000.
VARIOUS CONTRIB. < $5,000	VARIOUS	12,446.
TOTAL CONTRIBUTION AMOUNTS		22,446.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
PROGRAM RELATED INVESTMENT INCOME FROM BUILDINGS, ETC.	10,116,560.	10,413,077.	10,261,826.
OTHER GAIN FROM PARTNERSHIP	NONE	174,569.	
TOTALS	10,116,560.	10,587,646.	10,261,826.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		57,795.	NONE		53,539.
	TOTALS	57,795.	NONE	NONE	53,539.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	73,162.	7,316.		65,846.
TOTALS	73,162.	7,316.	NONE	65,846.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	310,240.	310,240.		NONE
MANAGEMENT FEES	260,094.	260,094.	260,094.	NONE
ARCHITECTURAL FEES	47,357.	47,357.		NONE
TOTALS	617,691.	617,691.	260,094.	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FICA	38,137.	23,209.		14,928.
EXCISE TAX	55,402.	NONE		NONE
REAL ESTATE TAXES	780,290.	770,427.	769,331.	9,863.
TOTALS	873,829.	793,636.	769,331.	24,791.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
VEHICLE MAINTENANCE	7,241.	724.	NONE	6,517.
MAINTENANCE & REPAIR	788,053.	742,845.	737,822.	40,345.
SUPPLIES	11,130.	1,113.	NONE	6,600.
BOOKS	522.	52.	NONE	470.
TELEPHONE	23,849.	2,385.	NONE	9,184.
DUES & SUBSCRIPTIONS	20,248.	2,025.	NONE	18,223.
POSTAGE & FREIGHT	4,327.	433.	NONE	3,888.
MEETINGS & DEVELOPMENT	67,531.	6,753.	NONE	60,071.
CONTRACT LABOR	12,905.	1,291.	NONE	11,614.
INSURANCE	223,664.	22,366.	NONE	201,298.
LANDSCAPE MAINTENANCE	61,043.	6,104.	NONE	54,939.
MISCELLANEOUS EXPENSE	15,329.	1,533.	NONE	5,696.
AMORTIZATION EXPENSE	-18,141.	NONE	NONE	NONE
INVESTMENT EXP. IN PARTNERSHIP	NONE	244,239.	NONE	NONE
CLEANING EXPENSE	417,081.	417,081.	417,081.	NONE
UTILITIES	2,472,167.	2,472,167.	2,472,167.	NONE
GROUNDS & ROADS	158,260.	158,260.	158,260.	NONE
PARKING	122,949.	122,949.	122,949.	NONE
COMMISSIONS	189,298.	189,298.	189,298.	NONE
ADMINISTRATIVE FEES	90,104.	90,104.	90,104.	NONE
BUILDING INSURANCE	-27,436.	-27,436.	-27,436.	NONE
INTEREST EXPENSE FROM PROMISSORY NOTE	4,459,408.	4,459,408.	4,459,408.	NONE
BAD DEBT EXPENSE	911,866.	911,866.	911,866.	NONE
CONSTRUCTION EXPENSE	6,407.	6,407.	6,407.	NONE
OTHER EXPENSES	1,300.	1,300.	1,300.	NONE
SECTION 481 ADJUSTMENT	NONE	969,808.	969,808.	NONE
RENTAL EXPENSES IN EXCESS OF NET RENTAL INCOME	NONE	-1,276,633.	-1,276,633.	1,056,141.
TOTALS	10,019,105.	9,526,442.	9,232,401.	1,474,986.

Presbyterian Health Foundation
EIN: 73-0709836
September 30, 2009

FORM 990-PF, PART II, LINE 7, NOTES AND LOANS RECEIVABLE

Borrower	Original Amount	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security from Borrower	Purpose of Loan
Oklahoma City Renewal Authority A-2	$6,500,000	$6,500,000	8/31/2007	7/1/2022	Monthly *	Variable	None	Research Park Construction
Oklahoma City Renewal Authority A-3	$10,600,000	$10,600,000	8/31/2007	7/1/2022	Monthly *	Variable	None	Purchase of Research Park Garage
Oklahoma City Renewal Authority B-2	$5,300,000	$5,300,000	8/31/2007	7/1/2022	Monthly *	Variable	None	Purchase of Research Park Garage
TOTAL	$22,400,000	$22,400,000						

*Interest only through 07/01/2010
**Refinanced 8/31/07

Presbyterian Health Foundation
EIN· 73-0709836
September 30, 2009

FORM 990-PF, PART II, LINE 10b INVESTMENTS - CORPORATE STOCK

Name of Stock	End of Year Market Value
Intersouth Partners III	49,000
Insmed Pharmaceuticals, Inc	7,000
Intersouth Partners IV	158,000
Inoveon Corp	1
Intergenetics	1
Oklahoma Life Sciences Fund	1,137,000
Cutanix Corporation	2
Cytovance	1
Selexys	250,000
Oklahoma Life Science Fund II	1,330,000
Riley Genomics, Inc	31,000
Biolytx Pharm Corp	8,000
Sub-Total	2,970,006
Total Assets & Cash from JP Morgan Statement See attached statement for detail	86,339,912
Less Cash Equivalents from JP Morgan Statement	(239,640)
Less Income Accrual from JP Morgan Statement	(2,154)
Total Investments for Part II, Line 10b	89,068,125

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
CASH EQUIVALENTS						
JPMORGAN LIQUID ASSETS MONEY MKT FD INVESTOR CLASS(HLPXX) CUSIP # 4812C0654 A,B,C,D,E,G	239,639 66	239,639 66	239,639.66 100.000	0 00	0 00	0.00
TOTAL CASH EQUIVALENTS		239,639 66	239,639 66	0.00	0.00	0.00
FIXED INCOME						
COMMON TRUST FUNDS/MUTUAL FUNDS						
PIMCO FDS TOTAL RETURN INSTITUTIONAL CL CUSIP # 693390700 B	1,746,472.85	18,195,129.61	19,071,483.51 10.920	1,058,362 55	5 55	0.00
TOTAL COMMON TRUST FUNDS/MUTUAL FUNDS		18,195,129.61	19,071,483.51	1,058,362 55	5.55	0.00
TOTAL FIXED INCOME		18,195,129.61	19,071,483.51	1,058,362 55	5.55	0 00
EQUITIES						
COMMON STOCKS						
ACTIVISION BLIZZARD INC CUSIP # 00507V109 E	18,125.00	219,088.94	224,568.75 12.390	0.00	0.00	0.00

40000

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
AES CORP CUSIP # 00130H105 E	10,785 00	117,051 16	159,833 70 14 820	0 00	0 00	0.00
ALCOA INC CUSIP # 013817101 E	9,750.00	138,707.52	127,920.00 13 120	1,170 00	0 92	0 00
ANADARKO PETE CORP CUSIP # 032511107 E	3,890 00	145,521 82	244,019 70 62.730	1,400 40	0.57	0.00
APPLE INC CUSIP # 037833100 E	1,975.00	186,140.45	366,066.25 185 350	0.00	0.00	0.00
BANK OF AMERICA CORP CUSIP # 060505104 E	30,164 00	797,848 76	510,374.88 16 920	1,206.56	0 24	0 00
BEST BUY INC CUSIP # 086516101 E	5,075 00	239,312.79	190,414.00 37.520	2,842.00	1.49	0.00
BOEING CO CUSIP # 097023105 E	3,120 00	157,741 84	168,948.00 54.150	5,241.60	3 10	0.00
BOSTON SCIENTIFIC CORP CUSIP # 101137107 E	18,846.00	388,015.56	199,579.14 10.590	0 00	0 00	0 00
CA INC CUSIP # 12673P105 E	7,130.00	160,307 26	156,788.70 21.990	1,140.80	0 73	0.00

J.P.Morgan

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
CELGENE CORP CUSIP # 151020104 E	4,090 00	198,475.32	228,631.00 55 900	0 00	0.00	0 00
CHEVRON CORP CUSIP # 166764100 E	1,950 00	155,032 81	137,338 50 70.430	5,304.00	3 86	0.00
CME GROUP INC CUSIP # 12572Q105 E	548 00	186,209.10	168,888.12 308.190	2,520.80	1.49	0 00
CORNING INC CUSIP # 219350105 E	10,255 00	166,743 37	157,004.05 15.310	2,051.00	1 31	0.00
CSX CORP CUSIP # 126408103 E	3,330.00	158,284.73	139,393.80 41.860	2,930.40	2.10	0.00
CVS CAREMARK CORP CUSIP # 126650100 E	7,695 00	234,969 04	275,019.30 35.740	2,346.97	0.85	0.00
DEAN FOODS CO NEW CUSIP # 242370104 E	9,630.00	182,569.41	171,317.70 17.790	0.00	0.00	0.00
EXPRESS SCRIPTS INC CUSIP # 302182100 E	3,106 00	224,656.33	240,963 48 77.580	0.00	0.00	0.00
FEDEX CORP CUSIP # 31428X106 E	3,315 00	162,153.10	249,354 30 75.220	1,458.60	0 59	364.65

INVESTMENT PORTFOLIO DETAIL REPORT
AS OF SEPTEMBER 30, 2009

ACCOUNT NO 7000180600 PRESBY HEALTH FDN-CAPITAL RES

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
FLUOR CORP CUSIP # 343412102 E	0 00	0.00	0 00 50.850	0 00	0 00	361 25
FREEPORT-MCMORAN COPPER & GOLD CUSIP # 35671D857 E	2,865.00	107,125.09	196,567.65 68 610	0.00	0.00	0.00
GILEAD SCIENCES INC CUSIP # 375558103 E	4,705.00	187,198 08	218,782.50 46 500	0 00	0.00	0.00
GOLDMAN SACHS GROUP INC CUSIP # 38141G104 E	1,806.00	196,882.32	332,936.10 184.350	2,528.40	0.76	0.00
GOOGLE INC CL A CUSIP # 38259P508 E	492 00	196,336.61	243,958.20 495.850	0.00	0 00	0.00
HEWLETT PACKARD CO CUSIP # 428236103 E	4,925.00	223,711 05	232,509.25 47.210	1,576.00	0 68	394.00
HUMANA INC CUSIP # 444859102 E	10,435.00	528,121.18	389,225.50 37.300	0.00	0.00	0.00
INTEL CORP CUSIP # 458140100 E	10,420.00	266,789.24	203,919.40 19.570	5,835.20	2.86	0.00
INTERNATIONAL BUSINESS MACHS CORP CUSIP # 459200101 E	1,920.00	184,078.94	229,651.20 119.610	4,224 00	1.84	0.00

J.P.Morgan

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
LAM RESH CORP CUSIP # 512807108 E	5,055 00	125,427 81	172,678 80 34.160	0 00	0 00	0 00
LIBERTY MEDIA CORP NEW ENTERTAINMENT SER A CUSIP # 53071M500 E	9,220.00	203,532 05	286.834.20 31.110	0 00	0 00	0 00
MARATHON OIL CORP CUSIP # 565849106 E	5.780.00	163,450.04	184,382.00 31.900	5,548.80	3.01	0.00
MASTERCARD INC CL A CUSIP # 57636Q104 E	1,497.00	397,795 64	302,618 55 202.150	898 20	0.30	0.00
MCDONALDS CORP CUSIP # 580135101 E	2,430.00	141,855.48	138,680.10 57.070	5,346 00	3.86	0.00
MCKESSON CORP CUSIP # 58155Q103 E	4,255.00	247,860 63	253,385.25 59.550	2,042.40	0.81	510.60
MEMC ELECTR MATLS INC CUSIP # 552715104 E	10,740.00	303,346.28	178,606.20 16.630	0.00	0.00	0.00
METLIFE INC CUSIP # 59156R108 E	4,415.00	255,456.66	168,079.05 38.070	3,267 10	1.94	0.00
MONSANTO CO NEW CUSIP # 61166W101 E	1,790 00	150,712 45	138,546.00 77.400	1,897 40	1 37	0.00

INVESTMENT PORTFOLIO DETAIL REPORT
AS OF SEPTEMBER 30, 2009

ACCOUNT NO. 7000180600

PRESBY HEALTH FDN-CAPITAL RES

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
NORTHERN TR CORP CUSIP # 665859104 E	1,870 00	111,492.68	108,759.20 58.160	2,094 40	1 93	523.60
ORACLE CORP CUSIP # 68389X105 E	9,430.00	193,234 79	196,521 20 20.840	1,886 00	0.96	0.00
QUALCOMM INC CUSIP # 747525103 E	5,400.00	254,668.28	242,892 00 44.980	3,672.00	1 51	0.00
TD AMERITRADE HLDG CORP CUSIP # 87236Y108 E	8,120 00	142,076 21	159,395.60 19.630	0 00	0.00	0.00
TJX COS INC NEW CUSIP # 872540109 E	5,295.00	154,730 51	196,709.25 37.150	2,541.60	1 29	0.00
URBAN OUTFITTERS INC COM CUSIP # 917047102 E	6,655.00	187,556.84	200,781.35 30.170	0 00	0.00	0.00
WELLPOINT INC CUSIP # 94973V107 E	1,980.00	106,129 05	93,772.80 47.360	0.00	0.00	0.00
WELLS FARGO & CO NEW CUSIP # 949746101 E	7,795.00	157,360.77	219,663.10 28.180	1,559.00	0 71	0.00
TOTAL COMMON STOCKS		9,405,757.99	9,406,277.82	74,529 63	0 79	2,154 10

FOREIGN

Statement 8a
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J.P.Morgan

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
AMERICA MOVIL S A DE C V SPONSORED ADR REPSTG SER L SHS CUSIP # 02364W105 E	4,480.00	175,304.09	196,358 40 43.830	2.033 92	1.04	0.00
EUROPACIFIC GROWTH FD SHS CL F-2 CUSIP # 29875E100 A	593,319.12	16,522,558.12	22,385,930.36 37.730	486,521.68	2 17	0.00
MARVELL TECHNOLOGY GROUP LTD ORD CUSIP # G5876H105 E	12.830 00	165,048.50	207,717.70 16.190	0 00	0.00	0.00
MCDERMOTT INTL INC CUSIP # 580037109 E	9.205.00	335,783.12	232,610.35 25.270	0 00	0.00	0.00
NORTEL NETWORKS CORP NEW CUSIP # 656568508 B	1,204.00	9,993.20	104.75 0.087	0.00	0.00	0.00
RESEARCH IN MOTION LTD CUSIP # 760975102 E	1,420.00	121,933.02	96,034 60 67.630	0 00	0.00	0.00
SANOFI AVENTIS SPONSORED ADR CUSIP # 80105N105 E	2.935.00	96,285.56	108,448.25 36.950	3,278.39	3.02	0.00
TEVA PHARMACEUTICAL INDS LTD ADR CUSIP # 881624209 E	5.060 00	215,273.31	255,833.60 50.560	2,277 00	0 89	0.00
TOTAL FOREIGN		17,642,178.92	23,483,038 01	494,110.99	2 11	0.00

INVESTMENT PORTFOLIO DETAIL REPORT
AS OF SEPTEMBER 30, 2009

ACCOUNT NO. 7000180600 PRESBY HEALTH FDN-CAPITAL RES

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
TOTAL EQUITIES		27,047,936.91	32,889,315.83	568,640.63	1.73	2,154.10
OUTSIDE COMMON TRUST FUNDS						
BHM&S LARGE CAP VALUE FD CUSIP # 055990352 C	927,911 89	10,301,284 49	10,705,262.91 11.537	0.00	0.00	0 00
FRIESS SMALL CAP TR CUSIP # 358990059 G	4,054 33	6,544,574.74	6,267,550.03 1,545.890	0.00	0.00	0 00
TOTAL OUTSIDE COMMON TRUST FUNDS		16,845,859.23	16,972,812.94	0.00	0.00	0.00
OTHER						
STOCKSPLUS LTD PARTNERSHIP CL B CUSIP # 861990109 D	27,876.90	15,956,809 36	17,164,506.10 615.725	0.00	0.00	0 00
TOTAL OTHER		15,956,809.36	17,164,506.10	0.00	0.00	0.00
TOTAL ASSETS AND CASH		78,285,374.77	86,337,758 04	1,627,003.17	1.89	2,154.10
ENDING INCOME ACCRUAL			2,154.10			
ENDING MARKET VALUE OF ACCOUNT			86,339,912 14			

Statement 8a

J.P.Morgan

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
RESEARCH PARK PROJ. #1:		
LAND	266,959.	266,959.
BUILDING	11,218,224.	11,218,224.
RESEARCH PARK PROJ. #2:		
LAND	202,461.	202,461.
BUILDING	11,584,218.	11,584,218.
RESEARCH PARK PROJ. #3:		
LAND	267,290.	267,290.
BUILDING	20,466,266.	20,466,266.
RESEARCH PARK PROJ. #4:		
LAND	224,871.	224,871.
BUILDING	19,287,544.	19,287,544.
RESEARCH PARK PROJ. #5:		
LAND	134,534.	134,534.
BUILDING	4,586,693.	4,586,693.
RESEARCH PARK PROJ #6:		
BUILDING	3,791,440.	3,791,440.
RESEARCH PARK PROJ. #7		
LAND	220,000.	220,000.
BUILDING	21,536,480.	21,536,480.
RESEARCH PARK EXT. SIGNS	157,059.	157,059.
PHF REDEVELOPMENT, LLC:		
LAND	2,637,018.	2,637,018.
RESEARCH PARK PROJ. GARAGE 2	817,220.	817,220.
LESS: TOTAL ACCUM. DEPREC.	-28,372,358.	-28,372,358.
INTANGIBLE ASSET	438,877.	438,877.
LESS: ACCUMULATED AMORTIZATION	-970,931.	-970,931.
DUE FROM OCRA	3,062,365.	3,062,365.
CAPITALIZED ARCHECTECTURE -	1,612,501.	1,612,501.

PRESBYTERIAN HEALTH FOUNDATION 73-0709836

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GARAGE 2		
CAPITALIZED GARAGE	8,502,870.	8,502,870.
LESS: ACCUMULATED AMORTIZATION	-962,955.	-962,955.
INTEREST & DIVIDENDS RECEIVABL	2,154.	2,154.
TOTALS	80,710,800.	80,710,800.

PRESBYTERIAN HEALTH FOUNDATION 73-0709836

FORM 990PF, PART II - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: JPMORGAN CHASE BANK (Formerly Bank One)
ORIGINAL AMOUNT: 10,500,000.

BEGINNING BALANCE DUE	52,583,333.
ENDING BALANCE DUE	45,483,333.

LENDER: REI NEW MARKETS INVESTMENT, LLC
ORIGINAL AMOUNT: 2,000,000.

BEGINNING BALANCE DUE	1,375,000.
ENDING BALANCE DUE	916,667.

LENDER: REI NEW MARKETS INVESTMENT, LLC
ORIGINAL AMOUNT: 7,000,000.

BEGINNING BALANCE DUE .... (Under Cash Accounting Method)	NONE
ENDING BALANCE DUE .... (Under Accrual Accounting Method)	6,756,975.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE	53,958,333.
TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE	53,156,975.

In 2006, the Foundation restructured its debt with JP Morgan Chase. The restructuring involved $25 million of term debt with a maturity date of no greater than 15 years from funding on March 3, 2006. The term debt had a fixed rate interest option and an interest rate swap option, which was exercised by the Foundation. The exercise of the swap resulted in an effective interest rate of approximately 6.2% for the years ended September 30, 2009 and 2008, respectively. At September 30, 2009 and 2008, the Foundation had an unpaid balance of approximately $21,583,000 and $22,583,000, respectively.

In addition to the term debt the Foundation continued the use of the line of credit (LOC) with JP Morgan Chase that was reduced from $30 million to $25 million in May 2009. The LOC bears interest at a variable rate with interest due quarterly. The effective rates at September 30, 2009 and 2008 were 2.81% and 2.99%, respectively. The principal balance is due on the last day of May 2010. Both loans are cross collateralized with the Research Park Building. The LOC and term debt both include financial covenants of a liquidity ratio of 100% of the bank's loan commitments and a debt service ratio of 1.10 to 1.00. At September 30, 2009, the Foundation was in compliance with all covenants. As of September 30, 2009 and 2008, approximately $23.9 million and $30 million, respectively, were outstanding on the Foundation's LOC.

During 2004, a third party entered into an agreement with REI New Markets Investment LLC (REI) to obtain two loans for which the Foundation acted as a guarantor. The first loan, for $7 million, was made for the purpose of prepaying the third party's rent and their commitment to pay for the Foundation's portion of their costs associated with the construction of Building VI of the Research Park. The second loan, for $2 million, was made for the purpose of purchasing equipment that will become a part of Building VI. The Foundation became liable for both of these loans on September 1, 2005 due to the third party's default.

The first note was initiated on June 30, 2004 and matures on June 30, 2020. Interest-only payments were due monthly from August 2004 to July 2006. Minimum payments are due monthly based on the following schedule: $40,000 monthly from August 2006 through July 2009, $45,000 monthly from August 2009 through July 2015; $47,500 monthly from August 2015 through July 2017; $50,000 monthly from August 2017 through the maturity date; and a final payment of unpaid principal plus accrued interest at maturity. The note bears an interest rate of prime less 0.5%. The prime rate at September 30, 2009 and 2008 was 3.25% and 5.00%, respectively. As of September 30, 2009 and 2008, $6,757,000 and $7,000,000, respectively, was outstanding related to the note.

The second note was initiated on June 30, 2004 and matures on June 30, 2011. Interest-only payments were due monthly until August 2007. From July 2007 through the maturity date, monthly interest payments plus principal payments of $41,666.67 are due with a final payment of any unpaid principal and accrued interest at maturity. The note bears an interest rate of prime less 0 5%. The prime rate at September 30, 2009 and 2008 was 3.25% and 5.00%, respectively. As of September 30, 2009 and 2008, $917,000 and $1,375,000, respectively, was outstanding related to the note.

PRESBYTERIAN HEALTH FOUNDATION 73-0709836

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		ENDING BOOK VALUE
OCRA INTEREST RESERVE		300,000.
DEFERRED GAIN		887,867.
CAPITAL LEASE OBLIGATION		8,502,870.
	TOTALS	9,690,737.

STATEMENT 12

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED GAIN ON SECURITIES		1,773,798.
	TOTAL	1,773,798.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
SECTION 481 ADJUSTMENT	969,808.
ADJUSTMENT FOR ACCOUNTING METHOD CHANGE	6,717,977.
TOTAL	7,687,785.

FORM 990PF, PART VII-A, LINE 11A-TRANSFERS FROM CONT. ENT. STATEMENT

CONTROLLED ENTITY'S NAME:	CV SUBSIDIARY, LLC
CONTROLLED ENTITY'S ADDRESS:	655 RESEARCH PARKWAY
CITY, STATE & ZIP:	OKLAHOMA CITY, OK 73102
EIN:	26-0061221
TRANSFER AMOUNT:	511,458.

EXPLANATION OF TRANSFER FROM CONTROLLED ENTITY:

RENT FROM A CONTROLLED ENTITY THAT DOES NOT GENERATE NET UNRELATED INCOME WITHIN THE MEANING OF 512(b)(13)(A)(1)(1). THIS PAYMENT IS NOT A QUALIFIED SPECIFIED PAYMENT.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
STANTON L. YOUNG 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	CHAIRMAN EMERITUS 1.	NONE	NONE	NONE
MELISSA KIZER 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	ASEC/GRANT 40.	69,500.	10,425.	NONE
DR. MICHAEL D. ANDERSON 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	PRESIDENT 40.	190,450.	28,568.	NONE
WILLIAM F. BARNES, M.D. 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
WILLIAM M. BEARD 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUST/TREASURER 1.	NONE	NONE	NONE
CARL EDWARDS 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBERT S. ELLIS, M.D. 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
CHRISTY EVEREST 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
JERRY B. VANNATTA, M.D. 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
DAVID RAINBOLT 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
HARRY B. TATE, M.D. 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
DENNIS MCGRATH 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	VICE-PRESIDENT/TRUST 40.	364,350.	20,903.	NONE
CLYDE INGLE	TRUSTEE 1.	NONE	NONE	NONE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603				
MICHAEL JOSEPH 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
RAINEY WILLIAMS 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.	NONE	NONE	NONE
	GRAND TOTALS	624,300.	59,896.	NONE

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
J.R. CATON 655 RESEARCH PARKWAY,SUITE 500 OKLAHOMA CITY, OK 73104-3603	VP-RESEARCH PARK 40.	148,150.	22,222.	NONE
	TOTAL COMPENSATION	148,150.	22,222.	NONE

PRESBYTERIAN HEALTH FOUNDATION 73-0709836

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MILES ASSOCIATES 100 PARK AVE. OKLAHOMA CITY, OK 73102	ARCHITECTURAL SERV.	94,803.
JP MORGAN/CHASE 100 N. BROADWAY AVE. OKLAHOMA CITY, OK 73102	INV MGRS & CUSTODIAL	278,523.
PRICE EDWARDS 210 PARK AVE. OKLAHOMA CITY, OK 73102	PROPERTY MGMT.	114,219.
TMK/HOGAN 204 N. ROBINSON, STE. 600 OKLAHOMA CITY, OK 73102	REAL ESTATE MGMT.	114,219.
TOTAL COMPENSATION		601,764.

STATEMENT 20

Presbyterian Health Foundation
EIN: 73-0709836
September 30, 2009

FORM 990-PF, PART IX-B, LINE 3: OTHER PROGRAM-RELATED INVESTMENTS

The Foundation began building a research park in 1994. The costs of the project allocable to the year ending September 30, 2009 for Building #2 are:	42,019
The Foundation began building a research park in 1994. The costs of the project allocable to the year ending September 30, 2009 for Building #4 are:	19,821
The Foundation began building a research park in 1994. The costs of the project allocable to the year ending September 30, 2009 for Building #5 are:	5,924
Total of all other program-related investments	67,764

PRESBYTERIAN HEALTH FOUNDATION

PHF SCHEDULE OF APPROPRIATIONS AND PAYMENTS
FOR THE YEAR ENDING SEPTEMBER 30, 2009

GRANT # CONTACT ORGANIZATION NAME	PROJ. DESCRIPTION GRANT AMOUNT GRANT YEAR	BEGINNING BALANCE 10/1/2008	2008 ALLOCATED 08/09	2008 PAID 08/09	2008 BALANCE 9/30/2009
1385 JOSEPH FERRETTI OKLAHOMA UNIVERSITY HEALTH SCIENCES CENTER	GRANT REQUEST FOR SUPPORT OF THE MD/PHD PROGRAM 2,500,000 2000	$1,335,402	$0	$273,014	$1,062,388
1386 DONALD CAPRA, M D OKLAHOMA MEDICAL RESEARCH FOUNDATION	GRANT REQUEST FOR SUPPORT OF THE MD/PHD PROGRAM 2,500,000 2000	$1,335,403	$0	$273,014	$1,062,389
1441 JOSEPH FERRETTI OKLAHOMA UNIVERSITY HEALTH SCIENCES CENTER	GRANT REQUEST FOR SUPPORT OF THE SL.L YOUNG BIOMEDICAL RESEARCH CENTER 5,000,000 2002	$297,643	$0	$201,239	$96,404
1498 DONALD CAPRA, M.D OKLAHOMA MEDICAL RESEARCH FOUNDATION	GRANT REQUEST FOR SUPPORT OF CONSTRUCTION COST TO ADD LABORATORY SPACE TO ACREE/WOODWORTH AND MASSMAN BLDGS 2,000,000 2003	$598,587	$0	$598,587	$0
1519 JOSEPH FERRETTI OKLAHOMA UNIVERSITY HEALTH SCIENCES CENTER	GRANT REQUEST FOR SUPPORT OF THE PEER REVIEWED RES FOR SEED. BRIDGE, AND EQUIPMENT GRANTS FOR ONE YEAR 500,000 2005	$31,025 -$26,307 ADJ 05/09 $4,718	$0	$4,718	$0

PRESBYTERIAN HEALTH FOUNDATION

PHF SCHEDULE OF APPROPRIATIONS AND PAYMENTS
FOR THE YEAR ENDING SEPTEMBER 30, 2009

GRANT # CONTACT ORGANIZATION NAME	PROJ. DESCRIPTION GRANT AMOUNT GRANT YEAR	BEGINNING BALANCE 10/1/2008	2008 ALLOCATED 08/09	2008 PAID 08/09	2008 BALANCE 9/30/2009
1526 ROY WILLIAMS OKC ECONOMIC DEVELOPMENT FOUNDATION	GRANT REQUEST FOR SUPPORT OF THE BATELL REGIONAL BIOSCIENCE STRATEGY 100,000,000 2005	$600,000	$0	$200,000	$400,000
1527 PHF COMMUNITY HEALTH		$24,881	$0	$23,876	$1,005
1531 OKLAHOMA UNIVERSITY HEALTH SCIENCES CENTER	PAS REV RAIS 05/06	$57,655 -$6,317 ADJ 05/09 $51,338	$0	$51,338	$0
1534 PHF COMMUNITY HEALTH		$56,900 -$56,900 ADJ 05/09 $0	$0	$0	$0
1541 OKLAHOMA MEDICAL RESEARCH FOUNDATION	FACULTY EXPANSION	$283,617	$0	$164,343	$119,273
1542 PHF COMMUNITY HEALTH		$28,300 -$28,300 ADJ 05/09 $0	$0	$0	$0
1543 OHC CPE 1/1/08 - 12/31/08		$66,250	$0	$66,250	$0
1545 OUHSC/PEER REV. RES. 07/08		$500,000	$0	$350,009	$149,991

PRESBYTERIAN HEALTH FOUNDATION

PHF SCHEDULE OF APPROPRIATIONS AND PAYMENTS
FOR THE YEAR ENDING SEPTEMBER 30, 2009

GRANT # CONTACT ORGANIZATION NAME	PROJ DESCRIPTION GRANT AMOUNT GRANT YEAR	BEGINNING BALANCE 10/1/2008	2008 ALLOCATED 08/09	2008 PAID 08/09	2008 BALANCE 9/30/2009
24 SMALL GRANTS 08/09		$0	$95,000	$94,400	$600
1550 UNITED WAY - 2008		$0	$50,000	$50,000	$0
1551 OHC CPE - 2009		$0	$265,000	$198,750	$66,250
ENDING BALANCE 9/30/08	5,215,663	$5,097,839	$410,000	$2,549,538	$2,958,300
ADJ 05/09	-117,824				
	5,097,839				
ROUNDING		$0	$0	$1	$1
TOTAL GRANTS		$5,097,839	$410,000	$2,549,539	$2,958,301

ALL GRANTS WERE MADE TO IRC SECTION 501(c)(3) PUBLIC CHARITIES CLASSIFIED AS IRC SECTION 509(a)(1), (2) or (3) ORGANIZATIONS NO GRANTEE ORGANIZATIONS DESCRIBED IN IRC SECTION 509(a)(3) ARE ORGANIZATIONS DESCRIBED IN CLAUSE (i) OR (ii) OF SECTION 4942(g)(4)(A).

Presbyterian Health Foundation

Grant Application

Submit application to:
Michael D. Anderson, Ph.D., President
Presbyterian Health Foundation
655 Research Parkway, Suite 500
Oklahoma City, OK 73104
Telephone (405) 319-8150
Fax (405) 319-8168

All attachments should carry the item number from the Grant Application on the upper right hand corner. If all application information is not submitted, your request cannot be considered. If you have any questions about the application, call the Foundation office for clarification.

Name of Applicant or Institution ______________________________

Name of Contact Person and Title ______________________________
Address ______________________________
City, State, Zip ______________________________
Telephone# ______________ **Fax#** ______________

Name of Project ______________________________
Amount of Grant Request ______________________________
Summary of Project (in one sentence): ______________________________
____
____

Contact person who will administer the proposed (if different from the person listed above)
Name and Title ______________________________
Address ______________________________
City, State, Zip ______________________________
Telephone# ______________ **Fax#** ______________

Part I. Information about the applicant:

1. Is the applicant organized as a non-profit organization under Oklahoma laws governing charitable organizations? ( ) Yes ( ) No

2. Has the applicant received a ruling or determination letter from the Internal Revenue Service about any of the following?
   a) Exempt status ( ) Yes ( ) No
   b) Private foundation status ( ) Yes ( ) No

   If the answer is no, please explain:

   ATTACH A PHOTOCOPY OF EACH LETTER

3. a) Does the applicant have an annual audit performed by an independent auditing firm? ( ) Yes ( ) No If the answer is yes, please attach a copy of the most recent report.
   b) Attach a copy of the applicant's proposed budget for the year in which the grant funds are to be used.
   c) If this grant will be a substantial and material part of the total budget, attach a copy of the latest information return (Form 990 or 990-PF) filed by the applicant with the Internal Revenue Service.
   d) Attach a list identifying the source of all contributions of $5,000 or more for the past year. This information will be held in confidence.
   e) Attach an income and expenditure statement for each of the past two years. Income may be stated as a total figure after supplying information for item c above. Expenditure information should be by individual accounts.
   f) Date applicant organization was founded ______________________
   g) Describe the applicant's purpose and activities in general:

4. Is the applicant controlled by, related to, connected with or sponsored by another organization? ( ) Yes ( ) No
   If the answer is yes, identify the organization (including its purpose and activities) and explain the relationship

5. a) Attach a list showing the name, address and title of each of the applicant's officers.
   b) Attach a list showing the name and address of each member of the applicant's governing board.

6. Has the applicant (or any organization listed in question 4) ever applied for or received a grant from
the Presbyterian Health Foundation? ( ) Yes ( ) No
If yes, give details:

Part II. Use of the proposed grant:

7 a) Name of the project for which the grant is requested
  b) Total cost of the project:
  c) Amount requested from the Presbyterian Health Foundation:
  d) Total amount of contributions (in hand or pledged) by applicant's governing board for this project:
  e) Identify the source of all contributions of $5,000 or more for this project. Please note whether these contributions are in hand or pledged. This information will be held in confidence.

  f) Expected sources of remaining funding for this project, whether in-house or from organizations to which you have submitted a request for all or part of the funds needed, including the results of your requests, if available:

  g) Date this project was started·
  h) Will this grant be used for operating funds? ( ) Yes ( ) No
  If so, will the project become self-supporting in the future? ( ) Yes ( ) No
  If the answer is yes, please attach an explanation.
  I) Would this grant be used for a capital fund? ( ) Yes ( ) No
  If so, when is the estimated time of completion?
  j) List federal, state and community agencies that regularly support your organization and/or this project:
  k) Explain in detail how the amount requested will be used:

From my own knowledge, I state that the information given in Parts I and II are correct The applicant organization has authorized me to make this application.

_______________________ _______________________
Name *Date*

____
Title or Office

The information in Parts I and II is used by the Presbyterian Health Foundation to meet the requirements of section 4945(h) of the Internal Revenue Code.

Grant application information will not be returned unless specifically requested.

Grant Agreement

As a private foundation, the Presbyterian Health Foundation must ascertain that your organization is exempt from income tax under the Internal Revenue Code Section 501(c)(3) and classified as a publicly supported organization.

According to the information that was furnished to us with the proposal, your organization is qualified. Please inform us only if there has been a change in your tax status since that time.

Secondly, we must be assured that our grant will be expended for a charitable or educational purpose. We must ask that you use our funds exclusively to carry out the project described in the application. Also, we ask you not to use any of your funds to influence legislation, to influence the outcome of any election or to carry on any voter registration drive.

Lastly, we must ask that any funds not expended for the purposes for which the grant is being made be returned to us.

Please signify your agreement with these conditions by signing and returning this document with your application.

______________________________ ____________________

Recipient Name & Title *Date*

____

Presbyterian Health Foundation

Presbyterian Health Foundation
EIN: 73-0709836
September 30, 2009

FORM 990-PF, PART IV: GAIN/LOSS DETAIL

DESCRIPTION	PROCEEDS	BASIS	GAIN/LOSS
Publicly Traded Securities	90,940,032	(96,544,792)	(5,604,760)

AMENDED AND RESTATED BYLAWS OF PRESBYTERIAN HEALTH FOUNDATION

April 2, 2009

ARTICLE I NAME AND PURPOSES

1.1 Name. The name of this corporation is "Presbyterian Health Foundation."

1.2 Purposes. The Foundation is organized and operated exclusively for charitable, scientific and educational purposes. The activities of the Foundation may include: (a) providing resources for, encouraging the development of, and supporting medical education and medical, biomedical, and biomedical technical research programs; (b) supporting the highest standards of excellence in the sciences related to medical arts and human healing; (c) supporting and facilitating the recruitment of research scientists to Oklahoma and, in particular, to the Oklahoma Health Center; and (d) supporting bioscience technology transfer. Subject to the foregoing, the Foundation shall have and may exercise all of the powers of not-for-profit corporations under Oklahoma law.

1.3 Charitable Activities. In fulfilling its objectives and purposes, the Foundation shall be subject to the following limitations:

(a) The Foundation shall not carry on any activity that is not permitted to be carried on by a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") that is exempt from federal income taxation (all references in this Certificate of Incorporation to the Code include references to any corresponding provisions of any subsequent tax law).

(b) At no time, either on or before dissolution, shall any part of the funds or assets of the Foundation inure to the benefit of any private individual or be used for the purpose of carrying on propaganda or otherwise attempting to influence legislation, except as permitted by the Code. The Foundation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

(c) If the Foundation is found to be a private foundation as defined in Section 509 of the Code, the Foundation shall conduct its business and distribute its income as necessary for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(d) If the Foundation is found to be a private foundation as defined in Section 509 of the Code, the Foundation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, shall not retain any excess business holdings, as defined in Section 4943(c) of the Code, shall not make any investments in such a manner as to subject the Foundation to tax under Section 4944 of the Code, and shall not make any taxable expenditures, as defined in Section 4945(d) of the Code.

(e) No member (other than a qualified not-for-profit organization described in Section 501(c)(3) of the Code), trustee or officer of the Foundation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Foundation.

ARTICLE II
OFFICES

2.1 Principal Office. The principal office of the Foundation shall be located in Oklahoma City. The Board of Directors may establish such offices as the business of the Foundation requires.

2.2 Registered Office. The Foundation shall have and continuously maintain a registered office in Oklahoma and a registered agent whose office is the same as the registered office.

ARTICLE III
BOARD OF TRUSTEES

3.1 Powers. The Board of Trustees shall manage and direct the business and affairs of the Foundation. The Board of Trustees shall have all powers and authority provided in the Certificate of Incorporation and permitted by law. The members of the Board of Trustees shall serve as the members of the Foundation.

3.2 Number. The number of trustees that will constitute the entire Board of Trustees shall be not less than nine nor more than 21, as determined by the Board of Trustees. No reduction in the number of trustees shall have the effect of removing any trustee from office before the expiration of his or her term.

3.3 Election; Terms. The trustees of the Foundation shall elect the individuals to serve as trustees of the Foundation at the annual meeting of the Board of Trustees. Each trustee shall serve for terms of three years each and until his or her successor is elected and has qualified or until the trustee's earlier death, resignation or removal. The Board of Trustees shall be divided into three classes, as nearly equal in number as possible, with the term of one class of the Board of Trustees expiring each year. When the number of trustees is changed by the Board of Trustees, any newly created positions or any decrease in the number of trustees shall be apportioned among the classes as to make all classes as nearly equal in number as possible.

3.4 Vacancies. If a vacancy results from the resignation, removal or other inability or incapacity of a trustee, the remaining trustees may fill the vacancy. A trustee so chosen shall be elected to serve for the remainder of term of the trustee whose position had become vacant.

3.5 Removal; Resignation. The Board of Trustees may remove a trustee with or without cause by a 2/3 vote of the trustees. A trustee may resign by submitting a notice of resignation in writing to the Chairman of the Board or the Executive Committee. The resignation is effective upon receipt, unless otherwise stated in the notice.

3.6 Advisory Trustees. The Board of Trustees may appoint one or more additional persons to serve as advisory trustees of the Board of Trustees. Advisory trustees shall not vote, serve as officers, or be counted in determining whether a quorum is present, and shall only attend meetings of the Board of Trustees upon invitation from the Chairman of the Board. Advisory trustees shall otherwise be entitled to all of the rights and privileges of trustees.

3.7 Regular Meetings. The Board of Trustees shall hold an annual meeting for the purpose of electing officers and trustees and transacting any other business that may properly come before the meeting. The Board of Trustees may hold additional regular meetings without call or notice at such place and time as the Board of Trustees may determine by resolution of the Board of Trustees, but in the absence of a resolution, shall be held upon call by the Chairman of the Board or a majority of the trustees.

3.8 Special Meetings. The Chairman of the Board or 1/3 of the trustees then in office may call special meetings. Notice of a special meeting shall be given to each trustee at least 7 days before the meeting. The notice shall set forth the time and place of the meeting but need not, unless otherwise required by law, state the purposes of the meeting. A majority of the trustees present at any meeting may adjourn the meeting without notice, other than announcement at the meeting.

3.9 Place of Meetings. Board of Trustee meetings may be held at such places as the Chairman of the Board or the Board of Trustees may determine or as may be specified in the call of any meetings.

3.10 Quorum and Voting. A majority of the total number of trustees, excluding any vacancies, present in person, shall constitute a quorum for the transaction of business at any meeting of the Board of Trustees. Trustees may not vote by proxy. Except as otherwise specified in these Bylaws, the act of a majority of the trustees present in person at a meeting at which a quorum is present shall be the act of the Board of Trustees.

3 11 Presence at Meeting. Members of the Board of Trustees or of any Board committee may participate in a meeting of the Board of Trustees or committee by means of conference telephone or similar communications equipment, provided that all persons participating in the meeting can hear each other. Such participation shall be considered to be presence in person at the meeting.

3.12 Action Without Meeting. Any action required or permitted to be taken at any meeting of the Board of Trustees or of any Board committee may be taken without a meeting if all members of the Board of Trustees or such committee, as the case may be, consent to the action in writing, and the written consent is filed with the minutes of the proceedings of the Board of Trustees or committee.

3.13 Compensation. The Foundation shall not pay any compensation to the trustees for their services as trustees. Upon resolution of the Board of Trustees, the Foundation may reimburse the trustees for the actual and reasonable expenses incurred in attending any meeting of the Board of Trustees or of any committee.

ARTICLE IV
OFFICERS AND EMPLOYEES

4.1 Election. At each annual meeting the Board of Trustees, the Board of Trustees shall elect such officers of the Foundation as may be necessary to enable the Foundation to sign instruments that comply with the Oklahoma General Corporation Act. Officers may include a Chairman of the Board, one or more Vice Chairmen, a President, one or more Vice Presidents, a Secretary, an Assistant Secretary, and a Treasurer.

4.2 Terms, Removal and Vacancies. The officers shall hold office for a term of one year and until their successors are duly elected and qualified and shall serve at the pleasure of the Board of Trustees. The Board of Trustees may remove any officer at any time whenever in its judgment removal would serve the best interests of the Foundation and may fill a vacancy in any office.

4.3 Compensation. The Board of Trustees shall determine the compensation, if any, of the officers of the Foundation.

4.4 Chairman of the Board. The Chairman of the Board shall preside at all meetings of the Board of Trustees and shall be an ex-officio, voting member of all committees of the Board of Trustees. The Chairman shall have such other powers and perform such duties as the Board of Trustees may authorize.

4.5 Vice Chairman. A Vice Chairman shall perform such duties as the Board of Trustees or the Chairman of the Board may assign. In the absence or inability to act of the Chairman of the Board, the Vice Chairman (or if there is more than one Vice Chairman, in the order designated by the Board of Trustees and, absent such designation, in the order of their first election to that office) shall perform the duties and discharge the responsibilities of the Chairman of the Board.

4.6 President. The President shall be subject to the direction of the Board of Trustees and shall perform such duties as may be assigned by the Board of Trustees. The President shall (a) have the overall supervision of the business of the Foundation and shall direct the affairs of the Foundation, subject to any directions which may be given by the Board of Trustees; (b) have authority to designate the duties and responsibilities to specified officers, so long as such designations are not inconsistent with these Bylaws or any action of the Board of Trustees; (c) assure that the Foundation conforms with the requirements of authorized regulatory authorities; (d) carry out all policies and procedures established by the Board of Trustees; and (e) in general, have all other powers and perform all other duties incident to the position of chief executive officer of a corporation and such other authority and duties as may be prescribed by the Board of Trustees. The responsibilities of the President shall include acting as a representative of the Foundation to the public as well as to governmental and voluntary organizations. The President shall have power to execute deeds, mortgages, leases and contracts or other instruments of the Foundation, except where the signing and execution shall be expressly delegated by the Board of Trustees to some other officer or agent of the Foundation. The President shall be an ex officio, voting member of all committees of the Board of Trustees unless otherwise appointed to such committee

4.7 Vice Presidents. The Board of Trustees may elect one or more vice presidents. Vice Presidents shall perform such duties as the Board of Trustees or the President may assign. In the absence or inability to act of the President, the Vice President (or if there is more than one Vice President, in the order designated by the Board of Trustees and absent such designation, in the order of their first election to that office) shall perform the duties and discharge the responsibilities of the President.

4.8 Secretary and Assistant Secretary. The Secretary shall keep corporate records and shall give notice of, attend, and record minutes of meetings of the Board of Trustees. The Secretary shall generally perform all duties incident to the office of secretary and such other duties as the Board of Trustees or the President may assign. The Secretary may delegate any such duties to the Assistant Secretary.

4.9 Treasurer. The Treasurer shall be responsible for reporting to the Board of Trustees on the financial affairs of the Foundation. The Treasurer shall also perform such duties as the Board of Trustees may assign.

ARTICLE V
COMMITTEES

5.1 Appointment of Committee Members. Subject to the requirement of this Article and approval of the Board of Trustees, the Chairman of the Board shall appoint members and chairs of all committees. Each committee may consist of one or more of the trustees of the Foundation and have such name or names as may be determined by the Board of Trustees. The Chairman of the Board may designate one or more trustees as alternate members of any committee to replace any absent or disqualified member at any meeting of the committee. Any committee comprised solely of trustees, to the extent provided by the Board of Trustees, shall have and may exercise the authority of the Board of Trustees in the management of the business and affairs of the Foundation and may generally perform duties and exercise authority as may be directed or delegated by the Board of Trustees. Each committee shall regularly report to the Board of Trustees as and when required. The Chairman of the Board may appoint persons who are not trustees to serve as members of a committee, as long as the powers and authority of the Board of Trustees have not been delegated to that committee.

5.2 Executive Committee. The Executive Committee shall consist of the officers of the Foundation who are trustees plus two additional trustees appointed by the Chairman of the Board and approved by the Board of Trustees. The Executive Committee may meet at stated times or on notice to all of its members. During intervals between meetings of the Board of Trustees, the Executive Committee shall generally perform such duties and exercise such powers as may be directed or delegated by the Board of Trustees. The Board of Trustees may delegate to the Executive Committee authority to exercise all of the powers of the Board of Trustees. The Executive Committee shall report on its actions at the next meeting of the Board of Trustees.

5.3 Other Committees. The Board of Trustees may establish other committees as they deem necessary, consistent with the provisions of these Bylaws. A committee shall limit its activities to the accomplishment of the task for which it is appointed, and the committee shall not have authority to act except as specifically conferred by the Board of Trustees. Upon completion of the task for which appointed, the committee shall stand discharged.

5.4 Ex-Officio Members. The President may appoint one or more additional persons as ex-officio, non-voting members of any committees. Ex-Officio, non-voting members of committees shall be entitled to all of the rights and privileges of regular committee members, but shall not vote or be counted in determining existence of a quorum.

5.5 Term. Each member of a committee shall continue as a committee member until the next annual meeting and until a successor is appointed, unless the committee to which the committee member belongs is discontinued earlier by the Board of Trustees or unless the member dies, resigns or is removed as a committee member.

5.6 Committee Meetings. The Chairman of each committee shall determine the date, time and place of committee meetings. The Chairman of the committee shall arrange for written notice of the date, time and place of the meeting to be given to members of the committee at least 3 days prior to the meeting. Business to be transacted at any regular meeting of the committees shall not be limited to the matters set forth in the notice of meeting.

5.7 Quorum and Voting. A majority of the committee members present in person shall constitute a quorum for the transaction of business at any meeting of the committee. Committee members may not vote by proxy. The act of a majority of the members of the committee present in person at a meeting at which a quorum is present shall be the act of the committee.

5.8 Vacancies. The Chairman of the Board may appoint persons to fill vacancies on committees resulting from the resignation, removal, or other inability or incapacity of a committee member. A committee member so appointed shall serve for the remainder of the unexpired term.

ARTICLE VI
INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS

6.1 Actions Other Than in the Right of the Foundation. The Foundation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (other than an action by or in the right of the Foundation) by reason of the fact that he is or was a trustee, officer, employee or agent of the Foundation or is or was serving at the request of the Foundation as a director, trustee, manager, member, officer, employee or agent of another corporation, limited liability company, partnership, joint venture or other enterprise against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Foundation, and with respect to any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful. The termination of any 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 the person did not act in good faith and in a manner which he reasonably believed to be in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Foundation and with respect to any criminal action or proceeding had reasonable cause to believe that his conduct was unlawful.

6.2 Actions by or in the Right of the Foundation. The Foundation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Foundation to procure a judgment in its favor by reason of the fact that he is or was a trustee, officer, employee or agent of the Foundation or is or was serving at the request of the Foundation as a director, trustee, manager, member, officer, employee or agent of another corporation, limited liability company, partnership, joint venture, trust or other enterprise against expenses (including attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Foundation; except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable to the Foundation unless and only to the extent that the court in which such action or suit was brought shall determine, upon application, that despite the adjudication of liability, but in the view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.

6.3 Advancement of Expenses. Expenses incurred in defending a civil or criminal action, suit or proceeding, in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the trustee, officer, employee or agent to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the Foundation as authorized herein.

6.4 Insurance. The Foundation may purchase (upon resolution duly adopted by the Board of Trustees) and maintain insurance on behalf of any person who is or was a trustee, , employee or agent of the Foundation, or is or was serving at the request of the Foundation as a director, trustee, manager, member, officer, employee or agent of another corporation, limited liability company, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Foundation would have the power to indemnify him against such liability.

6.5 Indemnification Required. To the extent that a trustee, officer, employee or agent of the Foundation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to herein or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith.

6.6 Entitlement. Every such person shall be entitled, without demand by him upon the Foundation or any action by the Foundation, to enforce his right to such indemnity in an action at law against the Foundation. The right of indemnification and advancement of expenses provided in this Article shall not be deemed exclusive of any rights to which any such person may now or later be otherwise entitled and specifically, without limiting the generality of the foregoing, shall not be deemed exclusive of any rights pursuant to statute or otherwise, of any such person in any action, suit or proceeding to have assessed or allowed in his favor against the Foundation or otherwise, his costs and expenses incurred or in connection therewith or any part thereof.

ARTICLE VII
INTERESTED PARTIES

7.1 Definitions.

(a) Interested Person. Any trustee or officer who has a material direct or indirect financial interest, as defined in this Article, is an interested person.

(b) Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment or family: (i) a material ownership or investment interest in any entity with which the Foundation has a transaction or arrangement; or (ii) a material compensation arrangement with the Foundation or with any entity or individual with which the Foundation has a transaction or arrangement. A person shall not be deemed to have a "financial interest" due to an employment arrangement with, or serving as a trustee, member or officer of, another nonprofit organization that is exempt from federal income taxation under the Internal Revenue Code.

7.2 Disclosure. An Interested Person shall disclose to the Board of Trustees the existence and nature of his financial interest in any proposed transaction or arrangement involving the Foundation.

7.3 Procedures for Addressing Conflicts of Interest. The Chairman of the Board or committee considering a transaction or arrangement involving an Interested Person shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. The Board of Trustees or committee shall determine whether the Foundation may, without undue burden, delay or expense, obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Board of Trustees or committee shall determine, by a majority vote of the disinterested trustees, whether the transaction or arrangement is in the best interest of the Foundation and whether the transaction is fair to the Foundation.

7.4 Violations. If the Board of Trustees or committee has reasonable cause to believe that an Interested Person has failed to disclose a conflict of interest as required in this Article, the Board of Trustees or committee shall inform the Interested Person of the basis for such belief and afford the Interested Person an opportunity to explain the alleged failure to disclose. If, after hearing the response of the Interested Person and making such further investigation as may be warranted in the circumstances, the Board of Trustees or committee determines that the Interested Person has in fact failed to disclose a conflict of interest as required in this Article, the Board of Trustees or committee shall take appropriate disciplinary and corrective action.

7.5 Record of Proceedings. The minutes of the Board of Trustees or committee shall contain: (a) the names of the persons who disclosed or otherwise were found to have a financial interest in connection with a conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the decision as to whether a conflict of interest in fact existed, and (b) the names of the persons who were present for discussions and votes relating to the transaction or arrangement, and a record of any votes taken in connection therewith.

7.6 Compensation. A trustee or committee member who receives compensation, directly or indirectly, from the Foundation shall not vote on matters pertaining to his compensation.

7.7 Validation of Contracts. No contract or transaction between the Foundation and one or more of its trustees or officers, or other organization in which one or more of its trustees or officers are directors, trustees, officers, shareholders, or members or have a financial interest shall be void or voidable solely for this reason or solely because the trustee or officer is present at or participates in the meeting of the Board of Trustees which authorizes the contract or transaction or solely because his or their votes are counted for such purposes if:

(a) The material facts as to his interest and as to the contract or transaction are disclosed or are known to the Board of Trustees and the Board of Trustees in good faith authorizes the contract or transaction by a vote sufficient for such purpose without counting the vote of the interested trustee(s); or

(b) The contract or transaction is fair as to the Foundation as of the time it is authorized, approved or ratified by the Board of Trustees.

7.8 Quorum. Interested Directors may be counted in determining the presence of a quorum at a meeting at which the Board of Trustees authorizes the contract or transaction.

ARTICLE VIII
GENERAL PROVISIONS

8.1 Notices. Unless otherwise provided by these Bylaws, notice may be given in writing and delivered personally, sent by United States mail postage paid, by facsimile or by electronic mail, and addressed to the individual to whom notice is being given at such address as appears on the records of the Foundation.

8.2 Waiver of Notice. A person entitled to notice under these Bylaws may waive the notice requirement by executing a written waiver, or in the case of notice of a meeting, by attending the meeting in question.

8.3 Policy Against Discrimination. The Foundation shall not exclude from participation, deny benefits or services, or discriminate against any individual, on the basis of race, color, national origin, religion, sex or physical disability or impairment, under any program or activity it sponsors or conducts.

8.4 No Implied Rights. Nothing contained in these Bylaws is intended to confer any rights or benefits upon any individual or to confer any private right, remedy or right of action upon any person. These Bylaws are intended for internal corporate use only and solely for the governance of the internal affairs of the Foundation. No person may personally enforce any provision of these Bylaws, except as specifically provided.

8.5 Immunities. To the fullest extent permitted by law, no trustee shall be liable for damages to the Foundation for breach of fiduciary duty as a trustee.

ARTICLE IX
AMENDMENTS

These Bylaws may be amended, repealed, restated, or new bylaws may be adopted in the manner provided in the Certificate of Incorporation, as it may be amended from time to time.

OFFICE OF THE SECRETARY OF STATE

STATE OF OKLAHOMA

RESTATED
CERTIFICATE OF INCORPORATION

WHEREAS, the Restated Certificate of Incorporation of

PRESBYTERIAN HEALTH FOUNDATION

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.

GREAT SEAL OF THE STATE OF OKLAHOMA 1907

Filed in the city of Oklahoma City this 2nd day of April, 2009.

Secretary of State

FILED - Oklahoma Secretary of State #2100261740 04/02/2009 16:14

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF PRESBYTERIAN HEALTH FOUNDATION

Michael D. Anderson, President of Presbyterian Health Foundation, an Oklahoma not-for-profit corporation (the "Foundation"), certifies as follows:

A. The name of the Foundation is:

PRESBYTERIAN HEALTH FOUNDATION

B. The Foundation was incorporated as "The Wesley Hospital Foundation," and the original Articles of Incorporation of the Foundation were filed with the Oklahoma Secretary of State on December 18, 1958.

C. This Amended and Restated Certificate of Incorporation was duly adopted and approved by the trustees of the Foundation in accordance with the provisions of Sections 1077 and 1080 of the Oklahoma General Corporation Act.

The Certificate of Incorporation of the Foundation is amended and restated in its entirety as follows:

1. The name of the corporation is:

PRESBYTERIAN HEALTH FOUNDATION

2. The address, including the street, number, city and county, of the Foundation's registered office in this state is 10th Floor, Two Leadership Square, 211 North Robinson, Oklahoma City, Oklahoma County, Oklahoma 73102. The name of the Foundation's registered agent at this address is McAfee & Taft A Professional Corporation.

3. Subject to the limitations set forth in this Certificate of Incorporation, the nature of the business or purposes to be conducted or promoted by the Foundation are to engage in any charitable, scientific, research and educational purposes, subject to the limitations applicable to not-for-profit corporations set forth in the Oklahoma General Corporation Act. The activities of the Foundation may include: (a) providing resources for, encouraging the development of, and supporting medical education and medical, biomedical, and biomedical technical research programs; (b) supporting the highest standards of excellence in the sciences related to medical arts and human healing; (c) supporting and facilitating the recruitment of research scientists to Oklahoma and, in particular, to the Oklahoma Health Center; and (d) supporting bioscience technology transfer. Subject to the foregoing, the Foundation shall have and may exercise all of the powers of not-for-profit corporations under Oklahoma law.

4. In fulfilling its objectives and purposes, the Foundation shall be subject to the following limitations:

(a) The Foundation shall not carry on any activity that is not permitted to be carried on by a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") that is exempt from federal income taxation (all references in this Certificate of Incorporation to the Code include references to any corresponding provisions of any subsequent tax law).

(b) At no time, either on or before dissolution, shall any part of the funds or assets of the Foundation inure to the benefit of any private individual or be used for the purpose of carrying on propaganda or otherwise attempting to influence legislation, except as permitted by the Code. The Foundation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

(c) If the Foundation is found to be a private foundation as defined in Section 509 of the Code, the Foundation shall conduct its business and distribute its income as necessary for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(d) If the Foundation is found to be a private foundation as defined in Section 509 of the Code, the Foundation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, shall not retain any excess business holdings, as defined in Section 4943(c) of the Code, shall not make any investments in such a manner as to subject the Foundation to tax under Section 4944 of the Code, and shall not make any taxable expenditures, as defined in Section 4945(d) of the Code.

(e) No member (other than a qualified not-for-profit organization described in Section 501(c)(3) of the Code and otherwise qualifying under Section 7 of this Certificate), trustee or officer of the Foundation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Foundation.

5. The Foundation is formed as a not-for-profit corporation and shall not issue capital stock. The Board of Trustees shall select the members, if any, of the Foundation.

6. The Foundation does not afford pecuniary gain, incidentally or otherwise, to its members.

7. The business of the Foundation shall be managed by a Board of Trustees, which shall consist of not less than nine nor more than 21 trustees. The actual number of trustees shall be determined as set forth in the Bylaws. The trustees of the Foundation shall elect the individuals to serve as trustees of the Foundation at the annual meeting of the Board of Trustees.

The Board of Trustees shall be divided into three classes, as nearly as equal in number as possible, with the term of one class of the Board of Trustees expiring each year. When the number of trustees is changed, any newly created positions or any decrease in the number of trustees shall be apportioned among the classes as to make all classes as nearly equal in number as possible. Subject to the foregoing, at the annual meeting of the Board of Trustees, the successors to the class of trustees whose term is to expire shall be elected to hold office until his or her successor has been duly elected and has qualified.

8. Upon dissolution, the Board of Trustees shall, after paying or making provision for the payment of all liabilities of the Foundation, dispose of all of the assets by transferring and conveying the assets to one or more charitable, scientific or educational organizations as described in section 501(c)(3) of the Code which is exempt from federal income taxation under the Code, as determined by a 2/3 vote of the Board of Trustees.

9. The Board of Trustees shall have the power to adopt, amend or repeal the Bylaws of the Foundation.

10. To the fullest extent permitted by law, no trustee shall be liable for damages to the Foundation for breach of fiduciary duty as a trustee.

11. This Certificate of Incorporation may be amended by a vote of a majority of the members of the Board of Trustees. In no event shall the purposes of the Foundation be changed from charitable, scientific and educational purposes, nor shall any change be made to permit the earnings of the Foundation to inure to the benefit of any individual, organization or group in a manner prohibited by the Code.

This Amended and Restated Certificate of Incorporation was adopted in the manner prescribed in the Oklahoma General Corporation Act and in the manner provided by the Certificate of Incorporation and the Bylaws of the Foundation.

March 30, 2009.

Michael D. Anderson

Michael D. Anderson, President

ATTEST:

Melissa Kizer

Melissa Kizer, Assistant Secretary

Form **3115** (Rev December 2009) Department of the Treasury Internal Revenue Service

Application for Change in Accounting Method

OMB No 1545-0152

Name of filer (name of parent corporation if a consolidated group) (see instructions) PRESBYTERIAN HEALTH FOUNDATION	Identification number (see instructions) 73-0709836
	Principal business activity code number (see instructions)
Number, street, and room or suite no If a P O box, see the instructions 655 RESEARCH PARKWAY, SUITE 500	Tax year of change begins (MM/DD/YYYY) 10/01/2008 Tax year of change ends (MM/DD/YYYY) 09/30/2009
City or town, state, and ZIP code OKLAHOMA CITY, OK 73104	Name of contact person (see instructions) IRWIN LEIB
Name of applicant(s) (if different than filer) and identification number(s) (see instructions)	Contact person's telephone number (202) 533-4120

If the applicant is a member of a consolidated group, check this box ▶ [ ]

If **Form 2848**, Power of Attorney and Declaration of Representative, is attached (see instructions for when Form 2848 is required), check this box ▶ [X]

Check the box to indicate the type of applicant.

- [ ] Individual
- [ ] Corporation
- [ ] Controlled foreign corporation (Sec 957)
- [ ] 10/50 corporation (Sec 904(d)(2)(E))
- [ ] Qualified personal service corporation (Sec. 448(d)(2))
- [X] Exempt organization Enter Code section ▶ 501(C)(3)
- [ ] Cooperative (Sec 1381)
- [ ] Partnership
- [ ] S Corporation
- [ ] Insurance Co. (Sec. 816(a))
- [ ] Insurance Co. (Sec 831)
- [ ] Other (specify) ▶

Check the appropriate box to indicate the type of accounting method change being requested. (see instructions)

- [ ] Depreciation or Amortization
- [ ] Financial Products and/or Financial Activities of Financial Institutions
- [X] Other (specify) ▶ CASH TO ACCRUAL

Caution: *To be eligible for approval of the requested change in method of accounting, the taxpayer must provide all information that is relevant to the taxpayer or to the taxpayer's requested change in method of accounting. This includes all information requested on this Form 3115 (including its instructions), as well as any other information that is not specifically requested*

The taxpayer must attach all applicable supplemental statements requested throughout this form.

Part I Information For Automatic Change Request

		Yes	No
1	Enter the applicable designated automatic accounting method change number for the requested automatic change Enter only one designated automatic accounting method change number, except as provided for in guidance published by the IRS. If the requested change has no designated automatic accounting method change number, check "Other," and provide both a description of the change and citation of the IRS guidance providing the automatic change. See instructions ▶ (a) Change No 122 (b) Other [ ] Description ▶		
2	Do any of the scope limitations described in section 4.02 of Rev Proc 2008-52 cause automatic consent to be unavailable for the applicant's requested change? If "Yes," attach an explanation		X

Note: *Complete Part II below and then Part IV, and also Schedules A through E of this form (if applicable).*

Part II Information For All Requests

		Yes	No
3	Did or will the applicant cease to engage in the trade or business to which the requested change relates, or terminate its existence, in the tax year of change (see instructions)? If "Yes," the applicant is not eligible to make the change under automatic change request procedures.		X
4a	Does the applicant (or any present or former consolidated group in which the applicant was a member during the applicable tax year(s)) have any Federal income tax return(s) under examination (see instructions)? If "No," go to line 5.		X
b	Is the method of accounting the applicant is requesting to change an issue (with respect to either the applicant or any present or former consolidated group in which the applicant was a member during the applicable tax year(s)) either (i) under consideration or (ii) placed in suspense (see instructions)?		X

Signature *(see instructions)*

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

Filer

Michael D Anderson 7.12.10
Signature and date

Michael D. Anderson, President
Name and title (print or type)

Preparer (other than filer/applicant)

Debra Cook 7-14-10
Signature of individual preparing the application and date

DEBRA COOK
Name of individual preparing the application (print or type)

KPMG LLP
Name of firm preparing the application

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions.
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Part II Information For All Requests (continued)

		Yes	No
4 c	Is the method of accounting the applicant is requesting to change an issue pending (with respect to either the applicant or any present or former consolidated group in which the applicant was a member during the applicable tax year(s)) for any tax year under examination (see instructions)?		X
d	Is the request to change the method of accounting being filed under the procedures requiring that the operating division director consent to the filing of the request (see instructions)? If "Yes," attach the consent statement from the director.		X
e	Is the request to change the method of accounting being filed under the 90-day or 120-day window period? If "Yes," check the box for the applicable window period and attach the required statement (see instructions). ☐ 90 day ☐ 120 day Date examination ended ▶		X
f	If you answered "Yes" to line 4a, enter the name and telephone number of the examining agent and the tax year(s) under examination N/A Name ▶ Telephone number ▶ Tax year(s) ▶		
g	Has a copy of this Form 3115 been provided to the examining agent identified on line 4f? N/A		
5 a	Does the applicant (or any present or former consolidated group in which the applicant was a member during the applicable tax year(s)) have any Federal income tax return(s) before Appeals and/or a Federal court? If "Yes," enter the name of the (check the box) ☐ Appeals officer and/or ☐ counsel for the government, telephone number, and the tax year(s) before Appeals and/or a Federal court. Name ▶ Telephone number ▶ Tax year(s) ▶		X
b	Has a copy of this Form 3115 been provided to the Appeals officer and/or counsel for the government identified on line 5a? N/A		
c	Is the method of accounting the applicant is requesting to change an issue under consideration by Appeals and/or a Federal court (for either the applicant or any present or former consolidated group in which the applicant was a member for the tax year(s) the applicant was a member) (see instructions)? If "Yes," attach an explanation.		X
6	If the applicant answered "Yes" to line 4a and/or 5a with respect to any present or former consolidated group, attach a statement that provides each parent corporation's **(a)** name, **(b)** identification number, **(c)** address, and **(d)** tax year(s) during which the applicant was a member that is under examination, before an Appeals office, and/or before a Federal court. N/A		
7	If, for federal income tax purposes, the applicant is either an entity (including a limited liability company) treated as a partnership or an S corporation, is it requesting a change from a method of accounting that is an issue under consideration in an examination, before Appeals, or before a Federal court, with respect to a Federal income tax return of a partner, member, or shareholder of that entity? If "Yes," the applicant is **not** eligible to make the change. N/A		X
8a	Does the applicable revenue procedure (advance consent or automatic consent) state that the applicant does not receive audit protection for the requested change (see instructions)?		X
b	If "Yes," attach an explanation.		
9 a	Has the applicant, its predecessor, or a related party requested or made (under either an automatic change procedure or a procedure requiring advance consent) a change in method of accounting within the past 5 years (including the year of the requested change)?		X
b	If "Yes," for each trade or business, attach a description of each requested change in method of accounting (including the tax year of change) and state whether the applicant received consent.		
c	If any application was withdrawn, not perfected, or denied, or if a Consent Agreement granting a change was not signed and returned to the IRS, or the change was not made or not made in the requested year of change, attach an explanation.		
10a	Does the applicant, its predecessor, or a related party currently have pending any request (including any concurrently filed request) for a private letter ruling, change in method of accounting, or technical advice?		X
b	If "Yes," for each request attach a statement providing the name(s) of the taxpayer, identification number(s), the type of request (private letter ruling, change in method of accounting, or technical advice), and the specific issue(s) in the request(s)		
11	Is the applicant requesting to change its **overall** method of accounting? If "Yes," check the appropriate boxes below to indicate the applicant's present and proposed methods of accounting. Also, complete Schedule A on page 4 of this form	X	

Present method: ☒ Cash ☐ Accrual ☐ Hybrid (attach description)
Proposed method: ☐ Cash ☒ Accrual ☐ Hybrid (attach description)

Part II Information For All Requests (continued)

		Yes	No
12	If the applicant is either (i) **not** changing its overall method of accounting, or (ii) is changing its overall method of accounting and also changing to a special method of accounting for one or more items, attach a detailed and complete description for each of the following: N/A a The item(s) being changed. b The applicant's present method for the item(s) being changed. c The applicant's proposed method for the item(s) being changed. d The applicant's present overall method of accounting (cash, accrual, or hybrid)		
13	Attach a detailed and complete description of the applicant's trade(s) or business(es), and the principal business activity code for each. If the applicant has more than one trade or business as defined in Regulations section 1.446-1(d), describe whether each trade or business is accounted for separately; the goods and services provided by each trade or business and any other types of activities engaged in that generate gross income, the overall method of accounting for each trade or business; and which trade or business is requesting to change its accounting method as part of this application or a separate application. STATEMENT 1		
14	Will the proposed method of accounting be used for the applicant's books and records and financial statements? For insurance companies, see the instructions . . . . If "No," attach an explanation.	X	
15a	Has the applicant engaged, or will it engage, in a transaction to which section 381(a) applies (e.g., a reorganization, merger, or liquidation) during the proposed tax year of change determined without regard to any potential closing of the year under section 381(b)(1)?		X
b	If "Yes," for the items of income and expense that are the subject of this application, attach a statement identifying the methods of accounting used by the parties to the section 381(a) transaction immediately before the date of distribution or transfer and the method(s) that would be required by section 381(c)(4) or (c)(5) absent consent to the change(s) requested in this application. N/A		
16	Does the applicant request a conference with the IRS National Office if the IRS proposes an adverse response?	X	
17	If the applicant is changing to either the overall cash method, an overall accrual method, or is changing its method of accounting for any property subject to section 263A, any long-term contract subject to section 460, or inventories subject to section 474, enter the applicant's gross receipts for the 3 tax years preceding the tax year of change STATEMENT 1		

1st preceding year ended mo 9 yr 08	2nd preceding year ended mo 9 yr 07	3rd preceding year ended mo 9 yr 06
$ 22,266,549.00	$ 25,195,366.00	$ 16,803,967.00

Part III Information For Advance Consent Request

		Yes	No
18	Is the applicant's requested change described in any revenue procedure, revenue ruling, notice, regulation, or other published guidance as an automatic change request? . . . . If "Yes," attach an explanation describing why the applicant is submitting its request under advance consent request procedures		
19	Attach a full explanation of the legal basis supporting the proposed method for the item being changed Include a detailed and complete description of the facts that explains how the law specifically applies to the applicant's situation and that demonstrates that the applicant is authorized to use the proposed method. Include all authority (statutes, regulations, published rulings, court cases, etc) supporting the proposed method Also, include either a discussion of the contrary authorities or a statement that no contrary authority exists		
20	Attach a copy of all documents related to the proposed change (see instructions).		
21	Attach a statement of the applicant's reasons for the proposed change		
22	If the applicant is a member of a consolidated group for the year of change, do all other members of the consolidated group use the proposed method of accounting for the item being changed? . . . . If "No," attach an explanation		
23a	Enter the amount of **user fee** attached to this application (see instructions) ▶ $ ______		
b	If the applicant qualifies for a reduced user fee, attach the required information or certification (see instructions)		

Part IV Section 481(a) Adjustment

		Yes	No
24	Does the applicable revenue procedure, revenue ruling, notice, regulation, or other published guidance require the applicant to implement the requested change in method of accounting on a cut-off basis rather than a section 481(a) adjustment? . . . . If "Yes," do not complete lines 25, 26, and 27 below.		X
25	Enter the section 481(a) adjustment Indicate whether the adjustment is an increase (+) or a decrease (-) in income. ▶ $ -969,808.00 Attach a summary of the computation and an explanation of the methodology used to determine the section 481(a) adjustment If it is based on more than one component, show the computation for each component If more than one applicant is applying for the method change on the same application, attach a list of the name, identification number, principal business activity code (see instructions), and the amount of the section 481(a) adjustment attributable to each applicant. STATEMENTS 1 AND 3		

Part IV	**Section 481(a) Adjustment** (continued)	Yes	No
26	If the section 481(a) adjustment is an increase to income of less than $25,000, does the applicant elect to take the entire amount of the adjustment into account in the year of change? N/A		
27	Is any part of the section 481(a) adjustment attributable to transactions between members of an affiliated group, a consolidated group, a controlled group, or other related parties? If "Yes," attach an explanation		X

Schedule A - Change in Overall Method of Accounting (If Schedule A applies, Part I below must be completed.)

Part I Change in Overall Method (see instructions)

1 Enter the following amounts as of the close of the tax year preceding the year of change. If none, state "None." Also, attach a statement providing a breakdown of the amounts entered on lines 1a through 1g.

STATEMENTS 2 AND 3

		Amount
a	Income accrued but not received (such as accounts receivable)	$+ 1,853,776.00
b	Income received or reported before it was earned (such as advanced payments). Attach a description of the income and the legal basis for the proposed method. STATEMENT 2	-966,166.00
c	Expenses accrued but not paid (such as accounts payable)	-1,856,776.00
d	Prepaid expenses previously deducted	NONE
e	Supplies on hand previously deducted and/or not previously reported	NONE
f	Inventory on hand previously deducted and/or not previously reported. Complete Schedule D, Part II	NONE
g	Other amounts (specify). Attach a description of the item and the legal basis for its inclusion in the calculation of the section 481(a) adjustment. ▶	NONE
h	**Net section 481(a) adjustment** (Combine lines 1a-1g.) Indicate whether the adjustment is an increase (+) or decrease (-) in income. Also enter the net amount of this section 481(a) adjustment amount on Part IV, line 25	$ -969,808.00

2 Is the applicant also requesting the recurring item exception under section 461(h)(3)? ☐ Yes ☒ No

3 Attach copies of the profit and loss statement (Schedule F (Form 1040) for farmers) and the balance sheet, if applicable, as of the close of the tax year preceding the year of change. Also attach a statement specifying the accounting method used when preparing the balance sheet. If books of account are not kept, attach a copy of the business schedules submitted with the Federal income tax return or other return (e.g., tax-exempt organization returns) for that period. If the amounts in Part I, lines 1a through 1g, do not agree with those shown on both the profit and loss statement and the balance sheet, attach a statement explaining the differences. STATEMENTS 2, 5 AND 6

Part II Change to the Cash Method For Advance Consent Request (see instructions)

Applicants requesting a change to the cash method must attach the following information:

1 A description of inventory items (items whose production, purchase, or sale is an income-producing factor) and materials and supplies used in carrying out the business.

2 An explanation as to whether the applicant is required to use the accrual method under any section of the Code or regulations.

N/A

Schedule B - Change to the Deferral Method for Advance Payments (see instructions)

1 If the applicant is requesting to change to the Deferral Method for advance payments described in section 5.02 of Rev. Proc. 2004-34, 2004-1 C.B. 991, attach the following information:

a A statement explaining how the advance payments meet the definition in section 4.01 of Rev. Proc. 2004-34.

b If the applicant is filing under the automatic change procedures of Rev. Proc. 2008-52, the information required by section 8.02(3)(a)-(c) of Rev. Proc. 2004-34.

c If the applicant is filing under the advance consent provisions of Rev. Proc. 97-27, the information required by section 8.03(2)(a)-(f) of Rev. Proc. 2004-34.

2 If the applicant is requesting to change to the deferral method for advance payments described in Regulations section 1.451-5(b)(1)(ii), attach the following.

a A statement explaining how the advance payments meet the definition in Regulations section 1.451-5(a)(1).

b A statement explaining what portions of the advance payments, if any, are attributable to services, whether such services are integral to the provisions of goods or items, and whether any portions of the advance payments that are attributable to non-integral services are less than five percent of the total contract prices. See Regulations sections 1.451-5(a)(2)(i) and (3).

c A statement explaining that the advance payments will be included in income no later than when included in gross receipts for purposes of the applicant's financial reports. See Regulations section 1.451-5(b)(1)(ii).

d A statement explaining whether the inventoriable goods exception of Regulations section 1.451-5(c) applies and if so, when substantial advance payments will be received under the contracts, and how the exception will limit the deferral of income.

Schedule C - Changes Within the LIFO Inventory Method (see instructions)

Part I General LIFO Information N/A

Complete this section if the requested change involves changes within the LIFO inventory method Also, attach a copy of all **Forms 970**, Application To Use LIFO Inventory Method, filed to adopt or expand the use of the LIFO method.

1 Attach a description of the applicant's present and proposed LIFO methods and submethods for each of the following items:

a Valuing inventory (e.g , unit method or dollar-value method)

b Pooling (e g , by line or type or class of goods, natural business unit, multiple pools, raw material content, simplified dollar-value method, inventory price index computation (IPIC) pools, vehicle-pool method, etc)

c Pricing dollar-value pools (e g , double-extension, index, link-chain, link-chain index, IPIC method, etc.)

d Determining the current-year cost of goods in the ending inventory (i.e., most recent acquisitions, earliest acquisitions during the current year, average cost of current-year acquisitions, or other permitted method).

2 If any present method or submethod used by the applicant is not the same as indicated on Form(s) 970 filed to adopt or expand the use of the method, attach an explanation

3 If the proposed change is not requested for all the LIFO inventory, attach a statement specifying the inventory to which the change is and is not applicable

4 If the proposed change is not requested for all of the LIFO pools, attach a statement specifying the LIFO pool(s) to which the change is applicable

5 Attach a statement addressing whether the applicant values any of its LIFO inventory on a method other than cost. For example, if the applicant values some of its LIFO inventory at retail and the remainder at cost, identify which inventory items are valued under each method.

6 If changing to the IPIC method, attach a completed Form 970

Part II Change in Pooling Inventories N/A

1 If the applicant is proposing to change its pooling method or the number of pools, attach a description of the contents of, and state the base year for, each dollar-value pool the applicant presently uses and proposes to use.

2 If the applicant is proposing to use natural business unit (NBU) pools or requesting to change the number of NBU pools, attach the following information (to the extent not already provided) in sufficient detail to show that each proposed NBU was determined under Regulations section 1 472-8(b)(1) and (2):

a A description of the types of products produced by the applicant If possible, attach a brochure.

b A description of the types of processes and raw materials used to produce the products in each proposed pool.

c If all of the products to be included in the proposed NBU pool(s) are not produced at one facility, state the reasons for the separate facilities, the location of each facility, and a description of the products each facility produces

d A description of the natural business divisions adopted by the taxpayer. State whether separate cost centers are maintained and if separate profit and loss statements are prepared

e A statement addressing whether the applicant has inventories of items purchased and held for resale that are not further processed by the applicant, including whether such items, if any, will be included in any proposed NBU pool

f A statement addressing whether all items including raw materials, goods-in-process, and finished goods entering into the entire inventory investment for each proposed NBU pool are presently valued under the LIFO method Describe any items that are not presently valued under the LIFO method that are to be included in each proposed pool.

g A statement addressing whether, within the proposed NBU pool(s), there are items both sold to unrelated parties and transferred to a different unit of the applicant to be used as a component part of another product prior to final processing.

3 If the applicant is engaged in manufacturing and is proposing to use the multiple pooling method or raw material content pools, attach information to show that each proposed pool will consist of a group of items that are substantially similar See Regulations section 1 472-8(b)(3)

4 If the applicant is engaged in the wholesaling or retailing of goods and is requesting to change the number of pools used, attach information to show that each of the proposed pools is based on customary business classifications of the applicant's trade or business See Regulations section 1.472-8(c)

Schedule D - Change in the Treatment of Long-Term Contracts Under Section 460, Inventories, or Other Section 263A Assets (see instructions) N/A

Part I Change in Reporting Income From Long-Term Contracts (Also complete Part III on pages 7 and 8.)

1 To the extent not already provided, attach a description of the applicant's present and proposed methods for reporting income and expenses from long-term contracts Also, attach a representative actual contract (without any deletion) for the requested change If the applicant is a construction contractor, attach a detailed description of its construction activities.

2 a Are the applicant's contracts long-term contracts as defined in section 460(f)(1) (see instructions)? ☐ Yes ☐ No

b If "Yes," do all the contracts qualify for the exception under section 460(e) (see instructions)? ☐ Yes ☐ No
If line 2b is "No," attach an explanation.

c If line 2b is "Yes," is the applicant requesting to use the percentage-of-completion method using cost-to-cost under Regulations section 1 460-4(b)? ☐ Yes ☐ No

d If line 2c is "No," is the applicant requesting to use the exempt-contract percentage-of-completion method under Regulations section 1.460-4(c)(2)? ☐ Yes ☐ No
If line 2d is "Yes," attach an explanation of what cost comparison the applicant will use to determine a contract's completion factor
If line 2d is "No," attach an explanation of what method the applicant is using and the authority for its use

3 a Does the applicant have long-term manufacturing contracts as defined in section 460(f)(2)? ☐ Yes ☐ No

b If "Yes," attach an explanation of the applicant's present and proposed method(s) of accounting for long-term manufacturing contracts

c Attach a description of the applicant's manufacturing activities, including any required installation of manufactured goods.

4 To determine a contract's completion factor using the percentage-of-completion method.

a Will the applicant use the cost-to-cost method in Regulations section 1.460-4(b)? ☐ Yes ☐ No

b If line 4a is "No," is the applicant electing the simplified cost-to-cost method (see section 460(b)(3) and Regulations section 1.460-5(c))? ☐ Yes ☐ No

5 Attach a statement indicating whether any of the applicant's contracts are either cost-plus long-term contracts or Federal long-term contracts

Part II Change in Valuing Inventories Including Cost Allocation Changes (Also complete Part III on pages 7 and 8) N/A

1 Attach a description of the inventory goods being changed.

2 Attach a description of the inventory goods (if any) NOT being changed

3 a Is the applicant subject to section 263A? If "No," go to line 4a ☐ Yes ☐ No

b Is the applicant's present inventory valuation method in compliance with section 263A (see instructions)? If "No," attach a detailed explanation ☐ Yes ☐ No

4 a Check the appropriate boxes below	Inventory Being Changed		Inventory Not Being Changed
	Present method	Proposed method	Present method
Identification methods:			
Specific identification			
FIFO			
LIFO			
Other (attach explanation)			
Valuation methods.			
Cost			
Cost or market, whichever is lower			
Retail cost			
Retail, lower of cost or market			
Other (attach explanation)			
b Enter the value at the end of the tax year preceding the year of change			

5 If the applicant is changing from the LIFO inventory method to a non-LIFO method, attach the following information (see instructions)

a Copies of Form(s) 970 filed to adopt or expand the use of the method.

b **Only for applicants requesting advance consent.** A statement describing whether the applicant is changing to the method required by Regulations section 1 472-6(a) or (b), or whether the applicant is proposing a different method

c **Only for applicants requesting an automatic change.** The statement required by section 22.01(5) of the Appendix of Rev Proc 2008-52 (or its successor)

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Part III **Method of Cost Allocation** (Complete this part if the requested change involves either property subject to section 263A or long-term contracts as described in section 460 (see instructions)). N/A

Section A - Allocation and Capitalization Methods

Attach a description (including sample computations) of the present and proposed method(s) the applicant uses to capitalize direct and indirect costs properly allocable to real or tangible personal property produced and property acquired for resale, or to allocate and, where appropriate, capitalize direct and indirect costs properly allocable to long-term contracts. Include a description of the method(s) used for allocating indirect costs to intermediate cost objectives such as departments or activities prior to the allocation of such costs to long-term contracts, real or tangible personal property produced, and property acquired for resale The description must include the following

1 The method of allocating direct and indirect costs (i e , specific identification, burden rate, standard cost, or other reasonable allocation method)

2 The method of allocating mixed service costs (i.e , direct reallocation, step-allocation, simplified service cost using the labor-based allocation ratio, simplified service cost using the production cost allocation ratio, or other reasonable allocation method)

3 The method of capitalizing additional section 263A costs (i e , simplified production with or without the historic absorption ratio election, simplified resale with or without the historic absorption ratio election including permissible variations, the U S ratio, or other reasonable allocation method)

Section B - Direct and Indirect Costs Required To Be Allocated

Check the appropriate boxes showing the costs that are or will be fully included, to the extent required, in the cost of real or tangible personal property produced or property acquired for resale under section 263A or allocated to long-term contracts under section 460 Mark "N/A" in a box if those costs are not incurred by the applicant. If a box is not checked, it is assumed that those costs are not fully included to the extent required Attach an explanation for boxes that are not checked

		Present method	Proposed method
1	Direct material		
2	Direct labor		
3	Indirect labor		
4	Officers' compensation (not including selling activities)		
5	Pension and other related costs		
6	Employee benefits		
7	Indirect materials and supplies		
8	Purchasing costs		
9	Handling, processing, assembly, and repackaging costs		
10	Offsite storage and warehousing costs		
11	Depreciation, amortization, and cost recovery allowance for equipment and facilities placed in service and not temporarily idle		
12	Depletion		
13	Rent		
14	Taxes other than state, local, and foreign income taxes		
15	Insurance		
16	Utilities		
17	Maintenance and repairs that relate to a production, resale, or long-term contract activity		
18	Engineering and design costs (not including section 174 research and experimental expenses)		
19	Rework labor, scrap, and spoilage		
20	Tools and equipment		
21	Quality control and inspection		
22	Bidding expenses incurred in the solicitation of contracts awarded to the applicant		
23	Licensing and franchise costs		
24	Capitalizable service costs (including mixed service costs)		
25	Administrative costs (not including any costs of selling or any return on capital)		
26	Research and experimental expenses attributable to long-term contracts		
27	Interest		
28	Other costs (Attach a list of these costs)		

Part III Method of Cost Allocation (see instructions) (continued)

N/A

Section C - Other Costs Not Required To Be Allocated (Complete Section C only if the applicant is requesting to change its method for these costs.)

		Present method	Proposed method
1	Marketing, selling, advertising, and distribution expenses		
2	Research and experimental expenses not included in Section B, line 26		
3	Bidding expenses not included in Section B, line 22		
4	General and administrative costs not included in Section B		
5	Income taxes		
6	Cost of strikes		
7	Warranty and product liability costs		
8	Section 179 costs		
9	On-site storage		
10	Depreciation, amortization, and cost recovery allowance not included in Section B, line 11		
11	Other costs (Attach a list of these costs.)		

Schedule E - Change in Depreciation or Amortization (see instructions)

N/A

Applicants requesting approval to change their method of accounting for depreciation or amortization complete this section. Applicants *must* provide this information for each item or class of property for which a change is requested

Note. *See the **List of Automatic Accounting Method Changes** in the instructions for information regarding automatic changes under sections 56, 167, 168, 197, 1400I, 1400L, or former section 168. **Do not** file Form 3115 with respect to certain late elections and election revocations (see instructions)*

1 Is depreciation for the property determined under Regulations section 1.167(a)-11 (CLADR)? ☐ Yes ☐ No
If "Yes," the only changes permitted are under Regulations section 1 167(a)-11(c)(1)(iii).

2 Is any of the depreciation or amortization required to be capitalized under any Code section (e.g., section 263A)? ☐ Yes ☐ No
If "Yes," enter the applicable section ▶ ____________

3 Has a depreciation, amortization, or expense election been made for the property (e.g , the election under sections 168(f)(1), 179, or 179C)? ☐ Yes ☐ No
If "Yes," state the election made ▶ ____________

4a To the extent not already provided, attach a statement describing the property being changed Include in the description the type of property, the year the property was placed in service, and the property's use in the applicant's trade or business or income-producing activity

b If the property is residential rental property, did the applicant live in the property before renting it? ☐ Yes ☐ No

c Is the property public utility property? ☐ Yes ☐ No

5 To the extent not already provided in the applicant's description of its present method, attach a statement explaining how the property is treated under the applicant's present method (eg, depreciable property, inventory property, supplies under Regulations section 1.162-3, nondepreciable section 263(a) property, property deductible as a current expense, etc).

6 If the property is not currently treated as depreciable or amortizable property, attach a statement of the facts supporting the proposed change to depreciate or amortize the property

7 If the property is currently treated and/or will be treated as depreciable or amortizable property, provide the following information for both the present (if applicable) and proposed methods

a The Code section under which the property is or will be depreciated or amortized (e.g , section 168(g))

b The applicable asset class from Rev Proc 87-56, 1987-2 CB 674, for each asset depreciated under section 168 (MACRS) or under section 1400L, the applicable asset class from Rev. Proc. 83-35, 1983-1 C.B 745, for each asset depreciated under former section 168 (ACRS), an explanation why no asset class is identified for each asset for which an asset class has not been identified by the applicant

c The facts to support the asset class for the proposed method

d The depreciation or amortization method of the property, including the applicable Code section (e.g., 200% declining balance method under section 168(b)(1))

e The useful life, recovery period, or amortization period of the property.

f The applicable convention of the property

g A statement of whether or not the additional first-year special depreciation allowance (for example, as provided by section 168(k), 168(l), 168(m), 168(n), 1400L(b), or 1400N(d)) was or will be claimed for the property. If not, also provide an explanation as to why no special depreciation allowance was or will be claimed.

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Presbyterian Health Foundation
EIN 73-0709836
FY 09/30/2009

FORM 3115, PAGE 2 DETAIL

PART II, LINE 13 DESCRIPTION OF BUSINESS:

Presbyterian Health Foundation (Foundation) is a nonprofit corporation that is exempt from federal income taxation under Section 501(a) as an organization described in Section 501(c)(3) of the Internal Revenue Code (IRC). The Foundation is further classified as a private foundation under IRC Section 509(a). The Foundation provides financial grants to organizations and promotes the development of medical education, research, pastoral care, and other medical and health-related programs conducted principally in Oklahoma. The Foundation has developed the Presbyterian Health Foundation Research Park (Research Park) to support medical technology which includes seven buildings containing office, research, laboratory and related-use space and a parking facility. Foundation developed the Research Park to support medical technology development. It believes the Research Park is an extension of its mission to support medical research and education in Oklahoma.

PART II, LINE 17 GROSS RECEIPTS FROM PRECEDING TAX YEARS:

The Foundation is a private foundation as described under IRC Section 509(a). As such, it is not subject to federal income tax unless it engages in unrelated business income as described in IRC Section 511(a)(2). The Foundation has not engaged in activities that generated unrelated business income. Under IRC Section 4940, however, the Foundation is subject to an excise tax on its Net investment Income (NII). As it is the NII that is subjected to the excise tax, the gross receipt amounts shown on line 17 represent the gross receipts related to the NII of the Foundation. See Statement 5 for an example of gross receipts for the fiscal year ending September 30, 2008.

PART IV, LINE 25, SUMMARY OF SECTION 481(A) COMPUTATION:

The Foundation is a private foundation and, therefore, is subject to an excise tax on its Net Investment Income (NII) under IRC Section 4940. The Section 481 adjustment shown on line 25 represents the cash to accrual adjustment required to convert the Foundation's NII to the accrual method of accounting. The Section 481 adjustment was calculated as indicated on the attached Statement 3. Only those balance sheet accounts which affect the NII were evaluated for the Section 481 calculation. Note that the Foundation has no unrelated business income; therefore, no Section 481 adjustment is needed related to income tax.

Presbyterian Health Foundation
EIN 73-0709836
FY 09/30/2009

FORM 3115, PAGE 4 DETAIL

SCHEDULE A, CHANGE IN OVERALL METHOD:

The Foundation utilized the cash method for its books and records for the fiscal year ending September 30, 2008. A copy of the 2007 Form 990-PF page 1 and page 2 are attached as Statements 5 and 6. These statements show the income statement and balance sheet using the cash method for the fiscal year ending September 30, 2008. In order to calculate the Section 481 adjustment, an accrual basis balance sheet was utilized. This detailed accrual basis balance sheet was obtained from the Foundation's audit and is shown in Statement 3. A copy of the balance sheet from the audit report is also provided as support for the Section 481 calculation and is labeled Statement 4.

SCHEDULE A, CHANGE IN OVERALL METHOD PART I, LINE 1b:

The instructions to the Form 990-PF indicate the form should be completed, including the calculation of the Net Investment Income (NII), using the accounting method the foundation regularly uses to keep its books and records. In addition, IRC Section 446 states taxable income is calculated using the accounting method regularly used to keep the books and records but only if the method clearly reflects income. Regulations 1.446-1(a)(2) provides if an accounting method reflects the application of generally accepted accounting principles (GAAP) in a particular activity, it will ordinarily be regarded as clearly reflecting income if all items of gross income and expense are treated consistently from year to year.

The amount shown in Schedule A, Part I, Line 1b represents the GAAP prepaid rent reflected on the audited financials for the Foundation as of Sept 30 2008. Under the cash method of accounting, the Foundation included the $966,166 as revenue in its NII. As the NII represents an excise tax and not an income tax, the treatment of the prepaid rent will follow GAAP after the accounting method change is completed. As such, the amount previously recorded as revenue, $966,166, will be reversed as shown in Schedule A.

SCHEDULE A, CHANGE IN OVERALL METHOD PART I, LINE 3:

The cash accounting method was used to prepare the balance sheet provided in Statement 6.

Presbyterian Health Foundation
Form 3115. Part IV. Line 25
Calculation of Section 481 adjustment
Fiscal Year - 9/30/2009

EIN 73-0709836

End of Year Balance Sheet Detail from Audit	Audited Account Balances (09/30/2008)	Section 481 Adjustment	Notes for Section 481 adjustment
Cash & Cash Equivalent	391,767	0	
Cash	381,954	0	
Accounts Receivable	1,121,302	1,121,302	Relates to Rental income, includible in NII
Dividend Recievable	23,048	23,048	Relates to Dividend income, includible in NII
Externl Interest Receivable	882	882	Relates to Interest Income, Includible in NII
Prepaid Excise taxes	110,004	0	
Accum Depreciation- Building	(25,526,924)	0	
Note Receivable -OCRA (A-2)	6,500,000	0	
Note Receivable -OCRA (A-3)	10,600,000	0	
Note Receivable -OCRA (B-2)	5,300,000	0	
Due From OCRA-Cyto Refi Exp	3,049,190	0	
Other Assets - Deferred losses	449,452	0	
Other Assets - Commissions	707,902	707,902	Relates to Commisions expensed under cash method, includible in NII
PHF Redevelopment LLC	3,201,546	0	
2010 LLC	4,105,096	0	
Building 1 & land	11,485,183	0	
Building 2 & land	12,859,807	0	
Building 3 & land	20,686,882	0	
Building 4 & land	19,492,594	0	
Building 5 & land	4,715,303	0	
Building 6 & land	3,791,440	0	
Building 7 & land	18,930,957	0	
Research Park Park G-2	361,118	0	
Research Park Ext Signs	157,059	0	
Marketable Securities	2,596,006	0	
Managed Funds	103,831,538	0	
Capital assets Garages 1 and 2	8,502,870	0	
Captial asset depreciation	(659,457)		
	217,166,522	1,853,134	
Accounts Payable - trade	(1,856,776)	(1,856,776)	Relates to rent and interest expense, includible in NII
Accounts Payable- capitalized assets	(1,146,275)	0	
Def Inc- Genzyme	(966,166)	(966,166)	Relates to prepaid rent included as revenue under the cash method, includible in NII
Def Gain- Garage Sales/Leaseback	(923,740)	0	
Captial Lease Obligation	(8,502,870)	0	
Grants Payable	(5,172,953)	0	
Note Payable- Chase	(30,000,000)	0	
Note Payable-REI Byuilding	(7,000,000)	0	
Note Payable - REI Equipment	(1,375,000)	0	
Note Payable - Chase Term	(22,583,333)	0	
OCRA Interest Reserve	(300,000)	0	
Unappropriated Fund Balance	(137,339,409)	0	
	(217,166,522)	(2,822,942)	
	Section 481 adjustment	(969,808)	

Accounts for which a Section 481 adjustment is not shown above do not have a Net Investment Income (NII) effect and, therefore, an adjustment was not calculated

STATEMENT 3

EIN 73-0709836

PRESBYTERIAN HEALTH FOUNDATION
AND CONTROLLED ENTITIES

Consolidated Statements of Financial Position

September 30, 2009 and 2008

Assets		2009	2008
Internally managed assets:			
Cash and cash equivalents	$	303,975	381,954
Rental and other income receivable, net		5,548,848	4,170,492
Prepaid excise taxes		110,004	110,004
Notes receivable		22,400,000	22,400,000
Venture capital and other investments, at fair value		7,075,102	6,701,102
Other assets, net		1,159,155	1,157,354
Land		3,953,133	3,828,148
Capital asset, net		7,539,915	7,843,413
Buildings and improvements, net		65,762,299	66,326,817
Total internally managed assets		113,852,431	112,919,284
Externally managed assets:			
Cash and cash equivalents		239,640	391,767
Interest and dividends receivable		2,154	23,930
Investments, at fair value		86,098,119	103,831,538
Total externally managed assets		86,339,913	104,247,235
Total assets	$	200,192,344	217,166,519
Liabilities and Net Assets			
Accounts payable	$	4,073,308	3,003,051
Notes payable		53,156,975	60,958,333
Grants payable		2,958,301	5,172,953
Deferred revenue		683,386	966,166
OCRA Interest Reserve		300,000	300,000
Capital lease obligation		8,502,870	8,502,870
Deferred gain		887,867	923,740
Total liabilities		70,562,707	79,827,113
Net assets:			
Unrestricted		129,629,637	137,339,406
Temporarily restricted		—	—
Total net assets		129,629,637	137,339,406
Total liabilities and net assets	$	200,192,344	217,166,519

See accompanying notes to consolidated financial statements.

Statement 4