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Short Form
Return of Organization Exempt From Income Tax

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

OMB No. 1545-1150

2009

Open to Public
Inspection► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form
► The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2009 calendar year, or tax year beginning		and ending	
B Check if applicable	C Name of organization		D Employer identification number
<input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions		31-1081020
The Knox Community Hospital Foundation		E Telephone number	740-393-9814
Number and street (or P.O. box, if mail is not delivered to street address)		Room/suite	
1330 Coshocton Road			
City or town, state or country, and ZIP + 4		F Group Exemption Number ►	
Mount Vernon, OH 43050			

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

G Accounting method: Cash Accrual
Other (specify) ►

I Website: ► knoxcommhosp.org/kc.nsf/View/Foundation

J Tax-exempt status (check only one) — 501(c)(3) (insert no.) 4947(a)(1) or 527 required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

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

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ► \$ 263,934.

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

Revenue	1 Contributions, gifts, grants, and similar amounts received	1	172,909.
	2 Program service revenue including government fees and contracts	2	
	3 Membership dues and assessments	3	
	4 Investment income	4	861.
	5a Gross amount from sale of assets other than inventory	5a	
	b Less: cost or other basis and sales expenses	5b	
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	5c	
	6 Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here ►		
	a Gross revenue (not including \$ _____ of contributions reported on line 1)	6a	90,164.
b Less: direct expenses other than fundraising expenses	6b	23,249.	
c Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	66,915.	
7a Gross sales of inventory, less returns and allowances	7a		
b Less: cost of goods sold	7b		
c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c		
8 Other revenue (describe ►)	8		
9 Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	9	240,685.	
Expenses	10 Grants and similar amounts paid (attach schedule)	Stmt 3	
	11 Benefits paid to or for members	10	118,770.
	12 Salaries, other compensation, and employee benefits	11	
	13 Professional fees and other payments to independent contractors	12	
	14 Occupancy, rent, utilities, and maintenance	13	350.
	15 Printing, publications, postage, and shipping	14	
	16 Other expenses (describe ►)	15	
	17 Total expenses. Add lines 10 through 16	16	367.
	18 Excess or (deficit) for the year (Subtract line 17 from line 9)	17	119,487.
	19 Net assets or fund balances at beginning of year (from line 27, column (A))	18	121,198.
	(must agree with end-of-year figure reported on prior year's return)	19	155,437.
	20 Other changes in net assets or fund balances (attach explanation)	20	3,333.
21 Net assets or fund balances at end of year. Combine lines 18 through 20	21	279,968.	
RECEIVED See Statement 1 NOV 08 2010 OCDEN, UT See Statement 2			

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

(See the instructions for Part II.)		(A) Beginning of year	(B) End of year
		22 Cash, savings, and investments	155,437.
23 Land and buildings		23	
24 Other assets (describe ►)		24	
25 Total assets	155,437.	25 280,198.	
26 Total liabilities (describe ► Accounts Payable)	0.	26 230.	
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	155,437.	27 279,968.	

Part III Statement of Program Service Accomplishments (See the instructions for Part III.)What is the organization's primary exempt purpose? See Statement 5

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

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

28 Contributions to Hospital for Digital Mammography Machine(Grants \$) If this amount includes foreign grants, check here ► 28a 60,000.**29 Contributions to Hospital for Medical Equipment from Restricted Funds**(Grants \$) If this amount includes foreign grants, check here ► 29a 18,436.**30 Contributions to Hospital for Medical Equipment**(Grants \$) If this amount includes foreign grants, check here ► 30a 40,334.**31 Other program services (attach schedule)**(Grants \$) If this amount includes foreign grants, check here ► 31a**32 Total program service expenses (add lines 28a through 31a)****Part IV List of Officers, Directors, Trustees, and Key Employees.** List each one even if not compensated (See the instructions for Part IV)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Tom Fosnaught, 1320 New Gambier Road, Mt Vernon, OH 43050	Board Member 1.00	0.	0.	0.
Lynn Clapper 329 North Ridge Dr, Howard, OH 43028	Board Member 1.00	0.	0.	0.
Jason Hall 113 Park Road, Mount Vernon, OH 43050	Board Member 1.00	0.	0.	0.
Doug Leonard 791 Crestrose Dr, Howard, OH 43028	Vice-Chair 1.00	0.	0.	0.
Phyllis Love 3000 Updike Rd, Centerburg, OH 43011	Board Member 1.00	0.	0.	0.
Jeff Boucher 17361 Gambier Rd, Mt Vernon, OH 43050	Treasurer 1.00	0.	0.	0.
Charles Brenneman, 1408 Greenbrier Dr, Mt Vernon, OH 43050	Board Chair 1.00	0.	0.	0.
Jim Giles 109 East High St, Mt Vernon, OH 43050	Secretary 1.00	0.	0.	0.
Brad Hunter 1201 Newark Rd, Mt Vernon, OH 43050	Board Member 1.00	0.	0.	0.
Judy Klavins 108 Plum St, Danville, OH 43014	Board Member 1.00	0.	0.	0.
Kristi Small 9459 Killduff Rd, Gambier, OH 43022	Board Member 1.00	0.	0.	0.
Ann Schnormeier 8701 Laymon Rd, Gambier, OH 43022	Board Member 1.00	0.	0.	0.
Andy Fox, 4 Delaware Dr, Fredericktown, OH 43019	Board Member 1.00	0.	0.	0.
Gene Jackson 174 Houck St W, Centerburg, OH 43011	Board Member 1.00	0.	0.	0.
Ian Watson PO Box 262, Mt Vernon, OH 43050	Board Member 1.00	0.	0.	0.

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

33 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity
 33 X

34 Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes
 34 X

35 If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.
 a Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?
 35a X

b If "Yes," has it filed a tax return on Form 990-T for this year?
 35b N/A

36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Sch. N
 36 X

37a Enter amount of political expenditures, direct or indirect, as described in the instructions. ► 37a 0.

b Did the organization file Form 1120-POL for this year?
 37b X

38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?
 b If "Yes," complete Schedule L, Part II and enter the total amount involved
 38a N/A

39 Section 501(c)(7) organizations. Enter:
 a Initiation fees and capital contributions included on line 9
 39a N/A

b Gross receipts, included on line 9, for public use of club facilities
 39b N/A

40a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under:
 section 4911 ► 0. ; section 4912 ► 0. ; section 4955 ► 0.

b Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I
 40b X

c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958
 40c 0.

d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization
 40d 0.

e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T
 40e X

41 List the states with which a copy of this return is filed. ► OH

42a The organization's books are in care of ► Knox Community Hospital Telephone no. ► 740-393-9814
 Located at ► 1330 Coshcocton Road, Mount Vernon, OH ZIP + 4 ► 43050b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?
 If "Yes," enter the name of the foreign country: ► _____

See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.

c At any time during the calendar year, did the organization maintain an office outside of the U.S.?
 If "Yes," enter the name of the foreign country: ► _____43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year ► 43 N/A44 Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ
 44 X45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ
 45 X

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

46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II

48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

49a Did the organization make any transfers to an exempt non-charitable related organization?

b If "Yes," was the related organization a section 527 organization?

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

	Yes	No
46		X
47		X
48		X
49a		X
49b		

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

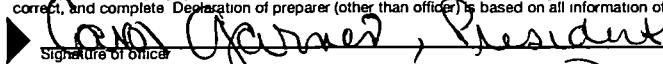
f Total number of other employees paid over \$100,000 ► _____

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

NONE

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

d Total number of other independent contractors each receiving over \$100,000 ► _____

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge		
	 Carol Garner, President	Date	17/17/2010
	Signature of officer		
	Type or print name and title		
Paid Preparer's Use Only	Preparer's signature ►  Sally A. Nelson	Date	06/16/10
	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (See Instr.)	
	Firm's name (or yours if self-employed, address, and ZIP + 4) ► Nelson & Nelson CPAs Inc 1684 Venture Drive, Suite B Mount Vernon, OH 43050		
	EIN ► <input type="checkbox"/> Phone no. ► <input type="checkbox"/> 740-397-0779		

May the IRS discuss this return with the preparer shown above? See instructions

► Yes No

Form 990-EZ (2009)

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")		22,575.	78,504.	299,174.	172,909.	573,162.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3		22,575.	78,504.	299,174.	172,909.	573,162.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						184,586.
6 Public support. Subtract line 5 from line 4						388,576.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4		22,575.	78,504.	299,174.	172,909.	573,162.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	70.	81.	252.	874.	861.	2,138.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	10,683.	19,984.	48,967.	49,057.	66,915.	195,606.
11 Total support. Add lines 7 through 10						770,906.
12 Gross receipts from related activities, etc (see instructions)					12	

13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3)

organization, check this box and stop here

►

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	50.41	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15		%
16a 33 1/3% support test - 2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			► <input checked="" type="checkbox"/>
b 33 1/3% support test - 2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			► <input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			► <input type="checkbox"/>
b 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			► <input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions			► <input type="checkbox"/>

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

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

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

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

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

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000

Revenue	(a) Event #1 Golf Outing	(b) Event #2 Special Events	(c) Other events None	(d) Total events (add col. (a) through col. (c))
		(event type)	(event type)	
			(total number)	
1 Gross receipts	23,919.	66,245.		90,164.
2 Less: Charitable contributions				
3 Gross income (line 1 minus line 2)	23,919.	66,245.		90,164.
4 Cash prizes				
5 Noncash prizes				
6 Rent/facility costs				
7 Food and beverages				
8 Entertainment				
9 Other direct expenses	10,630.	12,619.		23,249.
10 Direct expense summary. Add lines 4 through 9 in column (d)				► (23,249)
11 Net income summary. Combine line 3, column (d), and line 10				► 66,915.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

Revenue		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
1 Gross revenue					
2 Cash prizes					
3 Noncash prizes					
4 Rent/facility costs					
5 Other direct expenses					
6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No		
7 Direct expense summary. Add lines 2 through 5 in column (d)					► ()
8 Net gaming income summary. Combine line 1, column (d), and line 7					►

9 Enter the state(s) in which the organization operates gaming activities: _____

a Is the organization licensed to operate gaming activities in each of these states?

b If "No," explain:

Yes	No
9a	

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

b If "Yes," explain:

10a

11 Does the organization operate gaming activities with nonmembers?

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

11
12

13 Indicate the percentage of gaming activity operated in:

- a The organization's facility
- b An outside facility

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ► _____

Address ► _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?

15a

b If "Yes," enter the amount of gaming revenue received by the organization ► \$ _____ and the amount of gaming revenue retained by the third party ► \$ _____.

c If "Yes," enter name and address of the third party:

Name ► _____

Address ► _____

16 Gaming manager information:

Name ► _____

Gaming manager compensation ► \$ _____

Description of services provided ► _____
_____ Director/officer Employee Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?

17a

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$ _____

The Knox Community Hospital Foundation

31-1081020

Form 990-EZ	Other Expenses	Statement	1
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Description	Amount
Other Expenses	267.
990 Ohio Filing Fees	100.
Total to Form 990-EZ, line 16	367.

Form 990-EZ	Other Changes in Net Assets or Fund Balances	Statement	2
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Description	Amount
Net Unrealized Gains on Investments	3,333.
Total to Form 990-EZ, line 20	3,333.

Form 990-EZ

Cash Grants and Allocations

Statement 3

Class of Activity/Grantee's Name and Address	Grantee's Relationship	Amount
Knox Community Hospital 1330 Coshocton Road Mount Vernon, OH 43050	None	60,000.
Knox Community Hospital 1330 Coshocton Road Mount Vernon, OH 43050	None	58,770.
Total Included on Form 990-EZ, Line 10		118,770.

A) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? [] Yes [X] No

B) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . [] Yes [X] No

The Knox Community Hospital Foundation

31-1081020

990-EZ Pg 2

Statement 5

Charitable Fundraiser for Knox Community Hospital

14570616 787684 4495

17 Statement(s) 5
2009.03060 The Knox Community Hospital 4495_1

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

BY-LAWS OF

THE FOUNDATION FOR KNOX COMMUNITY HOSPITAL

Amended 06/2010

PREAMBLE

The Foundation is committed to raising and managing funds to support the worthy needs of Knox Community Hospital as determined by the Directors of The Foundation for Knox Community Hospital.

ARTICLE I -- MEMBERS

Section 1 – Members: The Corporation shall consist of two classes of membership: Voting Members and non-voting members.

There shall be no more than 45 Voting Members of The Foundation and no limit on non-voting members of The Foundation. Voting Members shall be appointed by majority vote of the Board of Directors of The Foundation. In appointing Voting Members, the Board of Directors shall:

1. Give due regard to the recommendations of The Foundation's Nominating Committee and the Nominating Committee shall seek to identify prospective Voting Members who have the talent and desire to help The Foundation achieve its goals as set forth in its Mission Statement.
2. Shall endeavor to maintain a geographic, ethnic and social diversity of its members so that all people of Knox County are duly represented. The Board shall give due regard to any recommendations for Voting Members made by Mayor or City Council of the municipal corporations of Knox County, Ohio; the Trustees of various townships located in Knox County; and the Board of Directors of the Apple Valley Property Owners Association Board. The Board shall attempt but is not required to have representatives from each of the county's municipal corporations and townships on The Foundation.
3. Give due regard to The Knox Community Hospital Medical Staff's nomination for a physician representative as a Voting Member to The Foundation.

Any individual 18 years old or older interested in the advancement of Knox Community Hospital shall upon request be designated a non-voting member of The Foundation for Knox Community Hospital by making a monetary contribution or voluntary service to The Foundation or Knox Community Hospital.

Voting Members of The Foundation shall be appointed from the following entities:

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

48
49 Each Township located in Knox County Ohio (22), the City of Mount
50 Vernon, the Villages of Centerburg, Fredericktown, Danville, Gambier,
51 Martinsburg, and Gann, The Apple Valley Property Owners Association, and the
52 Knox Community Hospital Medical Staff shall be entitled to appoint a voting
53 member to The Foundation for Knox Community Hospital. The Foundation for
54 Knox Community Hospital Board may appoint at large voting members up to the
55 limit of 45 total voting members.
56

57 **Section 2 – Term:** Each voting member shall be appointed for a two (2) year term
58 from his or her appointing entity.
59

60 **Section 3 – Term period:** A term begins January 1 for a two-year period.
61

62 **Section 4 – Meetings:** The voting members shall meet no less than quarterly. At
63 each quarterly meeting, the membership shall be addressed by a member of the
64 Knox Community Hospital Administration concerning issues related to Knox
65 Community Hospital and the community. Each meeting shall include a time
66 period where issues of community importance can be discussed. Special
67 meetings may be called by at least three members requesting a meeting of the
68 Chairperson. Non- voting members may attend the quarterly meetings.
69

70 **Section 5 – Notice:** Notice of the annual and special meetings shall be sent by
71 regular mail to voting members from the secretary of the board at least seven days
72 in advance of a called meeting.
73

74 **Section 6 – Location:** The voting members may meet where ever they so desire.
75 The voting members may vote by telephone or electronically.
76

77 **Section 7 – Quorum:** A quorum shall be a majority of those voting members, but
78 not less than fifteen (15).
79

80 **Section 8 – Resignation and Vacancies:** Any Voting Member of The Foundation
81 may resign at anytime by giving written notice to the President or the Secretary of
82 The Foundation. Such resignation shall take effect at the time specified in the
83 written notice. Vacancies shall be filled by vote of the Executive Committee of
84 the Board of Directors to fulfill the un-expired term.
85
86

87 ARTICLE II -- DIRECTORS and OFFICERS 88

89 **Section 1 – General Powers:** The powers of The Foundation shall be exercised,
90 its business and affairs conducted, and its property controlled by the board of
91 directors, except as otherwise provided by Ohio law, the Articles of Incorporation,
92 By-laws, and other documents of governance of this corporation.
93

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

94 **Section 2 – Number of Directors:** The number of Directors shall be no more than
95 fifteen (15) and no less than nine (9), and must be a voting member of The
96 Foundation. The Director of Development of Knox Community Hospital, The
97 Chief Executive Officer of Knox Community Hospital, and the Chairman of the
98 Board of Directors of Knox Community Hospital may be non-voting ex-officio
99 members of the Board of Directors

100
101 **Section 3 – Terms:** Each Director shall serve a term of two years.

102
103 **Section 4 – Election of Directors:** Directors shall be elected for a period of two
104 (2) consecutive years commencing at the January meeting following election at an
105 annual meeting, or commencing at the next scheduled meeting of the board if the
106 elected director is completing the un-expired term of a resigned or deceased
107 director.

108
109 **Section 5 – Officers of the board of directors and executive committee:**

110 Officers of the board of directors shall be the chairman, vice chairman, secretary,
111 and treasurer, who shall comprise the executive committee of the board of
112 directors. Any power or authority herein, or by law, conferred upon the board of
113 directors may, in the intervals between meetings of the board of directors, be
114 exercised by the executive committee.

115
116 **Section 6 – Chair:** The chair shall preside at all meetings of the board of directors
117 and entire voting membership and shall be a member of all committees.

118
119 **Section 7 – Vice Chair:** The vice chair shall act as chairperson in the absence of
120 such chair and when so acting as chair shall perform all duties and shall have all
121 powers of the chair.

122
123 **Section 8 – Secretary:** The secretary shall keep the minutes of all meetings of the
124 members and all meetings of the board of directors and its committees. The
125 secretary shall see that all notices are duly given in accordance with the provisions
126 of this Code of Regulations and as required by Ohio law and, upon request of the
127 board of directors, shall prepare agendas for all meetings. The secretary shall be
128 the custodian of the corporate records and shall see that the books, records,
129 membership records, statements, certificates, and all other documents and records
130 required by law are properly kept and filed. In addition to the foregoing, but not
131 limitation thereof, the secretary shall perform such other duties as from time to
132 time may be assigned by the president or the board of directors.

133
134 **Section 9 – Treasurer:** The treasurer shall be responsible for maintaining the
135 accounts of all monies for The Foundation and at least once a year reporting those
136 expenditures and receipts to the membership at the annual meeting. The treasurer
137 shall also perform such duties as from time to time may be assigned by the board
138 of directors or the President.

139

140 **Section 10 – President:** The President shall be the Director of Development of
141 Knox Community Hospital. The Director of Development will be employed by
142 Knox Community Hospital and report directly to the CEO of Knox Community
143 Hospital. The President shall be an *ex-officio* member of all committees with
144 voting power. The President shall, in general, supervise and control all of the
145 business and affairs of The Foundation. The President, together with any other
146 designated officer or officers, shall have the authority to execute and deliver any
147 and all instruments of writing authorized by the board of directors.

148
149 **Section 11 – Removals of directors and officers:** Any director or officer may be
150 removed, with stated cause, at any time by a vote of a majority of members
151 directors present and voting at any duly constituted meeting of directors called for
152 the purpose of considering and acting upon such removal.

155 ARTICLE III - - ELECTION OF BOARD OF DIRECTORS

156 **Section 1 – Nomination and election of Directors:** Annually, fifty (50) percent
157 of the directors shall be elected at an annual meeting in October of the Voting
158 Members.

159
160 **Section 2 – Nomination and election of Foundation Directors and Knox**
161 **Community Hospital Directors:** Prior to the annual meeting, the Nominating
162 Committee shall present a slate of candidates to replace members of the Board of
163 Directors whose terms are expiring. The Nominating Committee shall also
164 designate, for each Foundation officer to be elected, at least one (1) nominee who
165 will have completed at least one year of service on The Foundation board of
166 directors before taking office. Additionally, the Nominating Committee shall
167 designate for each Knox Community Hospital Director to be elected that they will
168 have completed at least two (2) years of service on The Foundation Board of
169 Directors before taking office, and whose nomination is in accordance with rules
170 governing the election of Knox Community Hospital Directors as those rules now
171 exist, or may be amended from time to time.

172
173 Voting shall follow by secret ballot with candidates receiving the highest number
174 of votes assuming office the following January 1, (or on a date determined by the
175 rules governing election of Knox Community Hospital Directors).

176
177 **Section 3 – Resignation and Vacancies:** Any director or officer of The
178 Foundation may resign at any time by giving written notice to the President or
179 Secretary of The Foundation. Such resignation shall take effect at the time
180 specified in the written notice. Vacancies shall be filled by vote of the Executive
181 Committee of the board of directors to fulfill the term of vacant office.

182
183 **Section 4 – Implementation:** Public notice requirements, as well as minimum
184 service requirements for Foundation officer candidates and for Knox Community
185 Hospital board of director candidates shall also be modified, as required, to allow
186 for timely elections.

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

187

188

189

ARTICLE IV -- COMMITTEES

190

191 **Committees:** There shall be three standing committees:

192

193 The three standing committees shall be the Nominating Committee, the
194 Development Committee, and the Distribution Committee. Each of these
195 Committees shall have no less than five (5) members.

196

197 The board of directors of The Foundation may create standing committees
198 and ad-hoc committees as necessary.

199

200 Members of any committee may include individuals who are not members
201 of the board of directors or voting members of The Foundation. Chairman of all
202 standing committees must be a member of the board of directors.

203

204 The Board of Directors shall create the policy and procedures for each
205 committee.

206

ARTICLE V -- MEETINGS OF THE DIRECTORS

207

208 **Section 1 – Meetings:** Meetings of The Foundation for Knox Community
209 Hospital Board of Directors shall be held at least four times per year, including the
210 annual meeting in October.

211

212 **Section 2 – Place of meetings:** All meetings of the board of trustees shall be open
213 to the public.

214

215 **Section 3 – Quorum:** At all meetings of the board of directors, seven currently
216 serving board members shall constitute a quorum for the transaction of business
217 which may properly be brought before such a meeting.

218

219 **Section 4 – Voting:** Each director shall be entitled to one (1) vote per person on
220 each matter properly submitted to the members for their vote, consent, waiver,
221 release or other action. There shall be no voting by absentee ballot. Voting may be
222 done by telephone or electronically.

223

224

225

ARTICLE VI -- INDEMNIFICATION OF TRUSTEES, OFFICERS AND EMPLOYEES, CONFLICT OF INTEREST POLICY, CODE OF REGULATIONS

226

227 **Section 1 – Indemnification:** A corporation may indemnify or agree to indemnify
228 any director or officer or any former director or officer of The Foundation (and
229 their heirs, executors and administrators), against expenses (including attorney's
230 fees), judgments, decrees, fines, penalties, or amounts paid in settlement by said

231

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made on June, 2010.

234 person in connection with the defense of any pending or threatened action, suit, or
235 proceeding, criminal or civil, to which said person is or may be made a party by
236 reason of being or having been such director or officer, provided it is determined
237 in the matter hereinafter set forth: (a) that, in any action or suit brought by or in the
238 right of The Foundation, such a director or officer was not, and has not been
239 adjudicated to have been, negligent or guilty of misconduct in the performance of
240 his duty to The Foundation; (b) that said person acted in good faith in what he
241 reasonably believed to be in or not opposed to the best interest of The Foundation;
242 (c) that, in any matter the subject of a criminal action, suit or proceedings, said
243 person had no reasonable cause to believe his conduct was unlawful; and (d) in the
244 case of settlement, that the amount paid in the settlement was or is reasonable.
245 Such determinations shall be made either (i) by the board of directors of The
246 Foundation acting at a meeting at which a quorum consisting of the directors who
247 are not parties to or threatened with any such action, suit or proceeding is present,
248 (ii) by the board of directors of Knox Community Hospital, or (iii) if a majority of
249 disinterested directors so directs, in a written opinion by independent legal counsel
250 other than an attorney, or a firm having associated with it an attorney, who has
251 been retained by or who has performed services for The Foundation or any other
252 person to be indemnified within the past five (5) years. The indemnification
253 provided by this section shall not be deemed to be exclusive of any other rights to
254 which those seeking indemnification may be entitled to under applicable law.
255

256 **Section 2 – Employees:** The Foundation, in its absolute discretion, may
257 indemnify any person who is or was an employee of The Foundation to the same
258 extent and in the same situations and subject to the same determinations as are
259 herein above set forth with respect to a director or officer.
260

261 **Section 3 – Insurance:** The indemnity provided for in this Article and any action
262 taken under this Article shall not be deemed to be exclusive of any other rights to
263 which any person may be entitled under the Articles, the Code of Regulations, any
264 agreement, any insurance purchased by The Foundation or otherwise. The
265 Foundation may purchase and maintain insurance on behalf of any person who is
266 or was a director, officer, or employee of The Foundation against liability asserted
267 against such person in any such capacity or arising out of such person's status as
268 whether or not The Foundation would have the power to indemnify such person
269 against such liability under the provisions of this Article.
270

271 **Section 4 – Conflict of Interest:** The board of directors shall establish and
272 maintain in its Code of Regulations a conflict of interest policy, which is, and
273 remains, compliant with all applicable local, state and federal statutes. Acceptance
274 of said policy shall be required of all voting board members.
275

276 ARTICLE VII -- AMENDMENTS 277

278 These by-laws may be amended by a vote of a majority of the quorum of the
279 voting members of The Foundation for Knox Community Hospital and voting at

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws
made on June, 2010.

280 any duly constituted meeting of the members called for the purpose of considering
281 and acting upon such amendment.

282
283

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1 Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws
2 made on June, 2010.

3 **BY-LAWS OF**

4 **THE FOUNDATION FOR KNOX COMMUNITY HOSPITAL**

5 *Amended 06/2010*

6 **PREAMBLE**

7 The Foundation is committed to raising and managing funds to support the worthy
8 needs of Knox Community Hospital as determined by the Directors of The
9 Foundation for Knox Community Hospital.

10 **ARTICLE I -- MEMBERS**

11 **Section 1 – Members:** The Corporation shall consist of two classes of
12 membership: Voting Members and non-voting members.

13 There shall be no more than 45 Voting Members of The Foundation and no
14 limit on non-voting members of The Foundation. Voting Members shall be
15 appointed by majority vote of the Board of Directors of The Foundation. In
16 appointing Voting Members, the Board of Directors shall:

17 1. Give due regard to the recommendations of The Foundation's Nominating
18 Committee and the Nominating Committee shall seek to identify
19 prospective Voting Members who have the talent and desire to help The
20 Foundation achieve its goals as set forth in its Mission Statement.

21 2. Shall endeavor to maintain a geographic, ethnic and social diversity of its
22 members so that all people of Knox County are duly represented. The
23 Board shall give due regard to any recommendations for Voting Members
24 made by Mayor or City Council of the municipal corporations of Knox
25 County, Ohio; the Trustees of various townships located in Knox County;
26 and the Board of Directors of the Apple Valley Property Owners
27 Association Board. The Board shall attempt but is not required to have
28 representatives from each of the county's municipal corporations and
29 townships on The Foundation.

30 3. Give due regard to The Knox Community Hospital Medical Staff's
31 nomination for a physician representative as a Voting Member to The
32 Foundation.

33 Any individual 18 years old or older interested in the advancement of Knox
34 Community Hospital shall upon request be designated a non-voting member of
35 The Foundation for Knox Community Hospital by making a monetary contribution
36 or voluntary service to The Foundation or Knox Community Hospital.

37 Voting Members of The Foundation shall be appointed from the following entities:

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

Each Township located in Knox County Ohio (22), the City of Mount Vernon, the Villages of Centerburg, Fredericktown, Danville, Gambier, Martinsburg, and Gann, The Apple Valley Property Owners Association, and the Knox Community Hospital Medical Staff shall be entitled to appoint a voting member to The Foundation for Knox Community Hospital. The Foundation for Knox Community Hospital Board may appoint at large voting members up to the limit of 45 total voting members.

Section 2 – Term: Each voting member shall be appointed for a two (2) year term from his or her appointing entity.

Section 3 – Term period: A term begins January 1 for a two-year period.

Section 4 – Meetings: The voting members shall meet no less than quarterly. At each quarterly meeting, the membership shall be addressed by a member of the Knox Community Hospital Administration concerning issues related to Knox Community Hospital and the community. Each meeting shall include a time period where issues of community importance can be discussed. Special meetings may be called by at least three members requesting a meeting of the Chairperson. Non- voting members may attend the quarterly meetings.

Section 5 – Notice: Notice of the annual and special meetings shall be sent by regular mail to voting members from the secretary of the board at least seven days in advance of a called meeting.

Section 6 – Location: The voting members may meet where ever they so desire. The voting members may vote by telephone or electronically.

Section 7 – Quorum: A quorum shall be a majority of those voting members, but not less than fifteen (15).

Section 8 – Resignation and Vacancies: Any Voting Member of The Foundation may resign at anytime by giving written notice to the President or the Secretary of The Foundation. Such resignation shall take effect at the time specified in the written notice. Vacancies shall be filled by vote of the Executive Committee of the Board of Directors to fulfill the un-expired term.

ARTICLE II -- DIRECTORS and OFFICERS

Section 1 – General Powers: The powers of The Foundation shall be exercised, its business and affairs conducted, and its property controlled by the board of directors, except as otherwise provided by Ohio law, the Articles of Incorporation, By-laws, and other documents of governance of this corporation.

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

94 **Section 2 – Number of Directors:** The number of Directors shall be no more than
95 fifteen (15) and no less than nine (9), and must be a voting member of The
96 Foundation. The Director of Development of Knox Community Hospital, The
97 Chief Executive Officer of Knox Community Hospital, and the Chairman of the
98 Board of Directors of Knox Community Hospital may be non-voting ex-officio
99 members of the Board of Directors

100 **Section 3 – Terms:** Each Director shall serve a term of two years.

103 **Section 4 – Election of Directors:** Directors shall be elected for a period of two
104 (2) consecutive years commencing at the January meeting following election at an
105 annual meeting, or commencing at the next scheduled meeting of the board if the
106 elected director is completing the un-expired term of a resigned or deceased
107 director.

109 **Section 5 – Officers of the board of directors and executive committee:**
110 Officers of the board of directors shall be the chairman, vice chairman, secretary,
111 and treasurer, who shall comprise the executive committee of the board of
112 directors. Any power or authority herein, or by law, conferred upon the board of
113 directors may, in the intervals between meetings of the board of directors, be
114 exercised by the executive committee.

116 **Section 6 – Chair:** The chair shall preside at all meetings of the board of directors
117 and entire voting membership and shall be a member of all committees.

119 **Section 7 – Vice Chair:** The vice chair shall act as chairperson in the absence of
120 such chair and when so acting as chair shall perform all duties and shall have all
121 powers of the chair.

123 **Section 8 – Secretary:** The secretary shall keep the minutes of all meetings of the
124 members and all meetings of the board of directors and its committees. The
125 secretary shall see that all notices are duly given in accordance with the provisions
126 of this Code of Regulations and as required by Ohio law and, upon request of the
127 board of directors, shall prepare agendas for all meetings. The secretary shall be
128 the custodian of the corporate records and shall see that the books, records,
129 membership records, statements, certificates, and all other documents and records
130 required by law are properly kept and filed. In addition to the foregoing, but not
131 limitation thereof, the secretary shall perform such other duties as from time to
132 time may be assigned by the president or the board of directors.

134 **Section 9 – Treasurer:** The treasurer shall be responsible for maintaining the
135 accounts of all monies for The Foundation and at least once a year reporting those
136 expenditures and receipts to the membership at the annual meeting. The treasurer
137 shall also perform such duties as from time to time may be assigned by the board
138 of directors or the President.

139

140 **Section 10 – President:** The President shall be the Director of Development of
141 Knox Community Hospital. The Director of Development will be employed by
142 Knox Community Hospital and report directly to the CEO of Knox Community
143 Hospital. The President shall be an *ex-officio* member of all committees with
144 voting power. The President shall, in general, supervise and control all of the
145 business and affairs of The Foundation. The President, together with any other
146 designated officer or officers, shall have the authority to execute and deliver any
147 and all instruments of writing authorized by the board of directors.

148
149 **Section 11 – Removals of directors and officers:** Any director or officer may be
150 removed, with stated cause, at any time by a vote of a majority of members
151 directors present and voting at any duly constituted meeting of directors called for
152 the purpose of considering and acting upon such removal.

153 154 ARTICLE III - - ELECTION OF BOARD OF DIRECTORS

155 **Section 1 – Nomination and election of Directors:** Annually, fifty (50) percent
156 of the directors shall be elected at an annual meeting in October of the Voting
157 Members.

159
160 **Section 2 – Nomination and election of Foundation Directors and Knox**
161 **Community Hospital Directors:** Prior to the annual meeting, the Nominating
162 Committee shall present a slate of candidates to replace members of the Board of
163 Directors whose terms are expiring. The Nominating Committee shall also
164 designate, for each Foundation officer to be elected, at least one (1) nominee who
165 will have completed at least one year of service on The Foundation board of
166 directors before taking office. Additionally, the Nominating Committee shall
167 designate for each Knox Community Hospital Director to be elected that they will
168 have completed at least two (2) years of service on The Foundation Board of
169 Directors before taking office, and whose nomination is in accordance with rules
170 governing the election of Knox Community Hospital Directors as those rules now
171 exist, or may be amended from time to time.

172
173 Voting shall follow by secret ballot with candidates receiving the highest number
174 of votes assuming office the following January 1, (or on a date determined by the
175 rules governing election of Knox Community Hospital Directors).

176
177 **Section 3 – Resignation and Vacancies:** Any director or officer of The
178 Foundation may resign at any time by giving written notice to the President or
179 Secretary of The Foundation. Such resignation shall take effect at the time
180 specified in the written notice. Vacancies shall be filled by vote of the Executive
181 Committee of the board of directors to fulfill the term of vacant office.

182
183 **Section 4 – Implementation:** Public notice requirements, as well as minimum
184 service requirements for Foundation officer candidates and for Knox Community
185 Hospital board of director candidates shall also be modified, as required, to allow
186 for timely elections.

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

187

188

189

ARTICLE IV -- COMMITTEES

190

191 **Committees:** There shall be three standing committees:

192

193 The three standing committees shall be the Nominating Committee, the
194 Development Committee, and the Distribution Committee. Each of these
195 Committees shall have no less than five (5) members.

196

197 The board of directors of The Foundation may create standing committees
198 and ad-hoc committees as necessary.

199

200 Members of any committee may include individuals who are not members
201 of the board of directors or voting members of The Foundation. Chairman of all
202 standing committees must be a member of the board of directors.

203

204 The Board of Directors shall create the policy and procedures for each
205 committee.

206

ARTICLE V -- MEETINGS OF THE DIRECTORS

207

208

209 **Section 1 -- Meetings:** Meetings of The Foundation for Knox Community
210 Hospital Board of Directors shall be held at least four times per year, including the
211 annual meeting in October.

212

213 **Section 2 -- Place of meetings:** All meetings of the board of trustees shall be open
214 to the public.

215

216 **Section 3 -- Quorum:** At all meetings of the board of directors, seven currently
217 serving board members shall constitute a quorum for the transaction of business
218 which may properly be brought before such a meeting.

219

220 **Section 4 -- Voting:** Each director shall be entitled to one (1) vote per person on
221 each matter properly submitted to the members for their vote, consent, waiver,
222 release or other action. There shall be no voting by absentee ballot. Voting may be
223 done by telephone or electronically.

224

225

ARTICLE VI -- INDEMNIFICATION OF TRUSTEES, OFFICERS AND EMPLOYEES, CONFLICT OF INTEREST POLICY, CODE OF REGULATIONS

226

227

228

229

230 **Section 1 -- Indemnification:** A corporation may indemnify or agree to indemnify
231 any director or officer or any former director or officer of The Foundation (and
232 their heirs, executors and administrators), against expenses (including attorney's
233 fees), judgments, decrees, fines, penalties, or amounts paid in settlement by said

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws made on June, 2010.

person in connection with the defense of any pending or threatened action, suit, or proceeding, criminal or civil, to which said person is or may be made a party by reason of being or having been such director or officer, provided it is determined in the matter hereinafter set forth: (a) that, in any action or suit brought by or in the right of The Foundation, such a director or officer was not, and has not been adjudicated to have been, negligent or guilty of misconduct in the performance of his duty to The Foundation; (b) that said person acted in good faith in what he reasonably believed to be in or not opposed to the best interest of The Foundation; (c) that, in any matter the subject of a criminal action, suit or proceedings, said person had no reasonable cause to believe his conduct was unlawful; and (d) in the case of settlement, that the amount paid in the settlement was or is reasonable. Such determinations shall be made either (i) by the board of directors of The Foundation acting at a meeting at which a quorum consisting of the directors who are not parties to or threatened with any such action, suit or proceeding is present, (ii) by the board of directors of Knox Community Hospital, or (iii) if a majority of disinterested directors so directs, in a written opinion by independent legal counsel other than an attorney, or a firm having associated with it an attorney, who has been retained by or who has performed services for The Foundation or any other person to be indemnified within the past five (5) years. The indemnification provided by this section shall not be deemed to be exclusive of any other rights to which those seeking indemnification may be entitled to under applicable law.

Section 2 – Employees: The Foundation, in its absolute discretion, may indemnify any person who is or was an employee of The Foundation to the same extent and in the same situations and subject to the same determinations as are herein above set forth with respect to a director or officer.

Section 3 – Insurance: The indemnity provided for in this Article and any action taken under this Article shall not be deemed to be exclusive of any other rights to which any person may be entitled under the Articles, the Code of Regulations, any agreement, any insurance purchased by The Foundation or otherwise. The Foundation may purchase and maintain insurance on behalf of any person who is or was a director, officer, or employee of The Foundation against liability asserted against such person in any such capacity or arising out of such person's status as whether or not The Foundation would have the power to indemnify such person against such liability under the provisions of this Article.

Section 4 – Conflict of Interest: The board of directors shall establish and maintain in its Code of Regulations a conflict of interest policy, which is, and remains, compliant with all applicable local, state and federal statutes. Acceptance of said policy shall be required of all voting board members.

ARTICLE VII -- AMENDMENTS

These by-laws may be amended by a vote of a majority of the quorum of the voting members of The Foundation for Knox Community Hospital and voting at

Conformed copy of the changes to The Knox Community Hospital Foundation By-Laws
made on June, 2010.

280 any duly constituted meeting of the members called for the purpose of considering
281 and acting upon such amendment.

282

283

#

Form **8868**

(Rev. April 2009)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).
Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization The Knox Community Hospital Foundation	Employer identification number 31 1081020
	Number, street, and room or suite no. If a P O. box, see instructions. 1330 Coshocton Road	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Mount Vernon, OH 43050	

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

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input checked="" type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► **Knox Community Hospital 1330 Coshocton Road - Mt Vernon, OH 43050**

Telephone No. ► (740) 393-9814 FAX No. ► ()

- If the organization does not have an office or place of business in the United States, check this box ►

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension will cover.

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

- calendar year 20 09 or
- tax year beginning _____, 20 _____, and ending _____, 20 _____.

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

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

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