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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)

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

OMB No 1545-0047

2009

**Open to Public
Inspection**

A For the 2009 calendar year, or tax year beginning

07/01, 2009, and ending

06/30, 2010

| | | | | |
|---|---|--|---|--|
| B Check if applicable: <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 | C Name of organization NORMAN REGIONAL HEALTH FOUNDATION | | D Employer identification number 73-1203942 | |
| | Doing Business As | | E Telephone number (405) 307-1077 | |
| | Number and street (or P O box if mail is not delivered to street address) P O BOX 1665 | | Room/suite | |
| | City or town, state or country, and ZIP + 4 NORMAN, OK 73070 | | G Gross receipts \$ 1,786,716 | |
| F Name and address of principal officer KATHLEEN M DRUMMOND P O BOX 1665 NORMAN, OK 73070 | | | | |
| I Tax-exempt status <input checked="" type="checkbox"/> 501(c) (3) ◀ (Insert no) | | 4947(a)(1) or 527 | | |
| J Website: ▶ WWW.NORMANREGIONAL.COM | | | | |
| K Form of organization <input checked="" type="checkbox"/> Corporation | | <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶ | | |
| L Year of formation 1983 | | M State of legal domicile OK | | |
| H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| If "No," attach a list (see instructions) | | | | |
| H(c) Group exemption number ▶ | | | | |

Part I Summary

| Activities & Governance | | Revenue | | Expenses | | Net Assets or Fund Balances | |
|-------------------------|--|-------------|----|-------------------|--------------|-----------------------------|--|
| 1 | Briefly describe the organization's mission or most significant activities ASSISTANCE TO NORMAN REGIONAL HOSPITAL | | | | | | |
| 2 | Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets | | | | | | |
| 3 | Number of voting members of the governing body (Part VI, line 1a) | 3 | 28 | | | | |
| 4 | Number of independent voting members of the governing body (Part VI, line 1b) | 4 | 28 | | | | |
| 5 | Total number of employees (Part V, line 2a) | 5 | 0 | | | | |
| 6 | Total number of volunteers (estimate if necessary) | 6 | 30 | | | | |
| 7a | Total gross unrelated business revenue from Part VIII, column (C), line 12 | 7a | | | | | |
| b | Net unrelated business taxable income from Form 990-T, line 34 | 7b | | | | | |
| | | | | Prior Year | Current Year | | |
| 8 | Contributions and grants (Part VIII, line 1h) | 675,532. | | 746,744. | | | |
| 9 | Program service revenue (Part VIII, line 2g) | 0. | | 0. | | | |
| 10 | Investment income (Part VIII, column (A), lines 3, 4, and 7d) | -265,518. | | 116,349. | | | |
| 11 | Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) | -31,766. | | -4,201. | | | |
| 12 | Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) | 378,248. | | 858,892. | | | |
| 13 | Grants and similar amounts paid (Part IX, column (A), lines 1-3) | 1,340,587. | | 1,420,205. | | | |
| 14 | Benefits paid to or for members (Part IX, column (A), line 4) | 0. | | 0. | | | |
| 15 | Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) | 0. | | 0. | | | |
| 16a | Professional fundraising fees (Part IX, column (A), line 11e) | 0. | | 0. | | | |
| b | Total fundraising expenses, Part IX, column (D), line 25 | 10,624. | | | | | |
| 17 | Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f) | 159,637. | | 44,080. | | | |
| 18 | Total expenses - Add lines 13-17 (must equal Part IX, column (A), line 25) | 1,500,224. | | 1,464,285. | | | |
| 19 | Revenue less expenses - Subtract line 18 from line 12 | -1,121,976. | | -605,393. | | | |
| | | | | Beginning of Year | End of Year | | |
| 20 | Total assets (Part X, line 16) | 3,406,607. | | 2,912,315. | | | |
| 21 | Total liabilities (Part X, line 26) | 46,379. | | 36,850. | | | |
| 22 | Net assets or fund balances - Subtract line 21 from line 20 | 3,360,228. | | 2,875,465. | | | |

Part II Signature Block

| | | | | |
|--------------------------|---|--------------------|--------------------------|--|
| 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 | | | |
| | Signature of officer <u>Kathleen M Drummond</u> | | Date <u>11-15-2010</u> | |
| | Type or print name and title <u>KATHLEEN M Drummond, Vice President</u> | | | |
| Paid Preparer's Use Only | Preparer's signature | Date | Check if self-employed | Preparer's identifying number (see instructions) |
| | <u>C. Reese Cox, CPA</u> | <u>NOV 15 2010</u> | <input type="checkbox"/> | <u>P00162034</u> |
| | Firm's name (or yours if self-employed), address, and ZIP + 4 | EIN | Phone no | |
| | <u>GRAY, BLODGETT & COMPANY, PLLC</u> <u>629 24TH AVE SW NORMAN, OK 73069-3912</u> | <u>73-1352810</u> | <u>405-360-5533</u> | |

May the IRS discuss this return with the preparer shown above? (see instructions)

| | | | |
|---|-----|--|----|
| X | Yes | | No |
|---|-----|--|----|

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.*

Form 990 (2009)

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:
 ASSISTANCE TO NORMAN REGIONAL HOSPITAL

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

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

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

If "Yes," describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 1,420,205 including grants of \$ 1,420,205) (Revenue \$)
 ASSISTANCE TO NORMAN REGIONAL HOSPITAL IN THE AREAS OF
 COMMUNITY HEALTH CARE, HEALTH EDUCATION, AND PREVENTION.

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

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

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

4e Total program service expenses ► 1,420,205.

Part IV Checklist of Required Schedules

| | Yes | No |
|---|-----|----|
| 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A | 1 | X |
| 2 Is the organization required to complete Schedule B, Schedule of Contributors? | 2 | X |
| 3 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 | 3 | X |
| 4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II | 4 | X |
| 5 Sections 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III | 5 | |
| 6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I | 6 | X |
| 7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II | 7 | X |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III | 8 | X |
| 9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV | 9 | X |
| 10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V | 10 | X |
| 11 Is the organization's answer to any of the following questions "Yes"? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable | 11 | X |
| • Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI. | | |
| • Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII. | | |
| • Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII. | | |
| • Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX. | | |
| • Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X. | | |
| • Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If "Yes," complete Schedule D, Part X. | | |
| 12 Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII. | 12 | X |
| 12A Was the organization included in consolidated, independent audited financial statement for the tax year? | 12A | X |
| 13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E. | 13 | X |
| 14a Did the organization maintain an office, employees, or agents outside of the United States? | 14a | X |
| b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Part I | 14b | X |
| 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Part II. | 15 | X |
| 16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Part III | 16 | X |
| 17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I | 17 | X |
| 18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II | 18 | X |
| 19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III | 19 | X |
| 20 Did the organization operate one or more hospitals? If "Yes," complete Schedule H | 20 | X |

Part IV Checklist of Required Schedules (continued)

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

Form 990 (2009)

Part V Statements Regarding Other IRS Filings and Tax Compliance

| | | Yes | No |
|------------|--|-----|----|
| 1a | Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable. | 1a | 0 |
| 1b | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. | 1b | 0 |
| 1c | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? | 1c | |
| 2a | Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. | 2a | 0 |
| 2b | If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions) | 2b | |
| 3a | Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? | 3a | X |
| 3b | If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O | 3b | |
| 4a | 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)? | 4a | X |
| 4b | 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. | | |
| 5a | Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? | 5a | X |
| 5b | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? | 5b | X |
| 5c | If "Yes," to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction? | 5c | |
| 6a | Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible? | 6a | X |
| 6b | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? | 6b | |
| 7 | Organizations that may receive deductible contributions under section 170(c). | | |
| 7a | Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? | 7a | X |
| 7b | If "Yes," did the organization notify the donor of the value of the goods or services provided? | 7b | |
| 7c | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? | 7c | X |
| 7d | If "Yes," indicate the number of Forms 8282 filed during the year | 7d | |
| 7e | Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | 7e | X |
| 7f | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 7f | X |
| 7g | For all contributions of qualified intellectual property, did the organization file Form 8899 as required? | 7g | |
| 7h | For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required? | 7h | |
| 8 | Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? | 8 | |
| 9 | Sponsoring organizations maintaining donor advised funds. | | |
| 9a | Did the organization make any taxable distributions under section 4966? | 9a | |
| 9b | Did the organization make a distribution to a donor, donor advisor, or related person? | 9b | |
| 10 | Section 501(c)(7) organizations. Enter: | | |
| 10a | Initiation fees and capital contributions included on Part VIII, line 12 | 10a | |
| 10b | Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities | 10b | |
| 11 | Section 501(c)(12) organizations. Enter: | | |
| 11a | Gross income from members or shareholders | 11a | |
| 11b | Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them) | 11b | |
| 12a | Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? | 12a | |
| 12b | If "Yes," enter the amount of tax-exempt interest received or accrued during the year | 12b | |

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

Section A. Governing Body and Management

| | Yes | No |
|--|-----|----|
| 1a Enter the number of voting members of the governing body | 1a | 28 |
| b Enter the number of voting members that are independent | 1b | 28 |
| 2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? | 2 | X |
| 3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? | 3 | X |
| 4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed? | 4 | X |
| 5 Did the organization become aware during the year of a material diversion of the organization's assets? | 5 | X |
| 6 Does the organization have members or stockholders? | 6 | X |
| 7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body? | 7a | X |
| b Are any decisions of the governing body subject to approval by members, stockholders, or other persons? | 7b | X |
| 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: | | |
| a The governing body? | 8a | X |
| b Each committee with authority to act on behalf of the governing body? | 8b | X |
| 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O | 9a | X |

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

| | Yes | No |
|---|-----|----|
| 10a Does the organization have local chapters, branches, or affiliates? | 10a | X |
| b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization? | 10b | |
| 11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form? | 11 | X |
| 11A Describe in Schedule O the process, if any, used by the organization to review this Form 990 | | |
| 12a Does the organization have a written conflict of interest policy? If "No," go to line 13 | 12a | X |
| b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts? | 12b | X |
| c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done | 12c | X |
| 13 Does the organization have a written whistleblower policy? | 13 | X |
| 14 Does the organization have a written document retention and destruction policy? | 14 | X |
| 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? | | |
| a The organization's CEO, Executive Director, or top management official | 15a | |
| b Other officers or key employees of the organization | 15b | |
| If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions) | | |
| 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? | 16a | X |
| b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? | 16b | |

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **OK**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **NORMAN REG HEALTH FOUNDATION 901 N PORTER AVE NORMAN, OK 73071**
405-307-1077

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

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

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

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

☒ Check this box if the organization did not compensate any current officer, director, or trustee.

| (A) Name and Title | (B) Average hours per week | (C) Position (check all that apply) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|-----------------------------------|-------------------------------|--|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| CHRIS GRAVES PAST CHAIR | 2.00 | X | | X | | | | 0. | 0. | 0. |
| SUSAN GLADHILL CHAIR | 2.00 | X | | X | | | | 0. | 0. | 0. |
| JOHN WHITE DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| JIM WADE DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| SCOTT BAUMAN DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| MAUREEN BYNUM DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| PAM CLINTON DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| SHERRI DURICA DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| BEVERLY HARKNESS DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| JAMES HARP DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| CHARLES HOLLINGSWORTH DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| JUDY JIMERSON DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| DIANNE KITTINGER DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| RANDY LAFFOON DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| LORI LINDSEY DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| PAT MARTIN DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |

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

| (A) Name and title | (B) Average hours per week | (C) Position (check all that apply) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|--------------------------------------|-------------------------------|--|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| SHERRELL NEW DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| ANN NUTTLE DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| ANDY PADEN CHAIR-ELECT | 2.00 | X | | X | | | | 0. | 0. | 0. |
| MARGARET PAPE DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| RAINEY POWELL SECRETARY/TREASURER | 2.00 | X | | X | | | | 0. | 0. | 0. |
| JUDY SIMPKINS DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| JEFFREY WALTNER DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| LYNN WEBER DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| PAUL WILSON DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| JUSTIN COVEY DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| RUSS MCREYNOLDS DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| LISA TOAL PORTER DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| MARILYN GEIGER EXECUTIVE DIRECTOR | 40.00 | | | X | | | | 0. | 55,078. | 0. |
| 1b Total | | | | | | | | 0. | 55,078. | 0. |

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

3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

| | Yes | No |
|----------|-----|----|
| 3 | | X |
| 4 | | X |
| 5 | | X |

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization.

| (A) Name and business address | (B) Description of services | (C) Compensation |
|----------------------------------|--------------------------------|---------------------|
| | | |
| | | |
| | | |
| | | |

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

Part VIII Statement of Revenue

73-1203942

| | | | | (A) Total revenue | (B) Related or exempt function revenue | (C) Unrelated business revenue | (D) Revenue excluded from tax under sections 512, 513, or 514 |
|---|--|--|----------------------|----------------------|--|---|---|
| Contributions, gifts, grants and other similar amounts | 1a | Federated campaigns | 1a | | | | |
| | b | Membership dues | 1b | | | | |
| | c | Fundraising events | 1c | 110,584. | | | |
| | d | Related organizations | 1d | | | | |
| | e | Government grants (contributions) | 1e | | | | |
| | f | All other contributions, gifts, grants, and similar amounts not included above | 1f | 636,160 | | | |
| | g | Noncash contributions included in lines 1a-1f \$ | | | | | |
| | h | Total. Add lines 1a-1f | | 746,744. | | | |
| Program Service Revenue | | | | Business Code | | | |
| | 2a | | | | | | |
| | b | | | | | | |
| | c | | | | | | |
| | d | | | | | | |
| | e | | | | | | |
| | f | All other program service revenue | | | | | |
| | g | Total. Add lines 2a-2f | | 0 | | | |
| Other Revenue | 3 | Investment income (including dividends, interest, and other similar amounts). ATTACHMENT 3 | | 63,885 | | | 63,885 |
| | 4 | Income from investment of tax-exempt bond proceeds | | 0 | | | |
| | 5 | Royalties | | 0 | | | |
| | | (i) Real | (ii) Personal | | | | |
| | 6a | Gross Rents | | | | | |
| | b | Less rental expenses | | | | | |
| | c | Rental income or (loss) | | | | | |
| | d | Net rental income or (loss) | | 0 | | | |
| | 7a | Gross amount from sales of assets other than inventory 909,303. | | | | | |
| | b | Less cost or other basis and sales expenses 856,839 | | | | | |
| | c | Gain or (loss) 52,464 | | | | | |
| | d | Net gain or (loss) | | 52,464 | | | |
| | 8a | Gross income from fundraising events (not including \$ 110,584 of contributions reported on line 1c) See Part IV, line 18 a | | 31,831 | | | |
| | b | Less direct expenses b | | 70,985 | | | |
| | c | Net income or (loss) from fundraising events ATTCH. 5. | | -39,154 | | | |
| | 9a | Gross income from gaming activities See Part IV, line 19 a | | | | | |
| | b | Less direct expenses b | | | | | |
| | c | Net income or (loss) from gaming activities | | 0 | | | |
| | 10a | Gross sales of inventory, less returns and allowances a | | | | | |
| | b | Less cost of goods sold b | | | | | |
| c | Net income or (loss) from sales of inventory | | 0 | | | | |
| Miscellaneous Revenue | | | Business Code | | | | |
| 11a | MISCELLANEOUS REVENUE | | 34,953 | 34,953 | | | |
| b | | | | | | | |
| c | | | | | | | |
| d | All other revenue | | | | | | |
| e | Total. Add lines 11a-11d | | 34,953 | | | | |
| 12 | Total Revenue. See instructions | | 858,892. | 34,953 | | 63,885 | |

Part IX Statement of Functional Expenses**Section 501(c)(3) and 501(c)(4) organizations must complete all columns.****All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII. | (A) Total expenses | (B) Program service expenses | (C) Management and general expenses | (D) Fundraising expenses |
|---|-------------------------------|---|--|-------------------------------------|
| 1 Grants and other assistance to governments and organizations in the US See Part IV, line 21 . . . | 1,394,455. | 1,394,455. | | |
| 2 Grants and other assistance to individuals in the US See Part IV, line 22 | 25,750. | 25,750. | | |
| 3 Grants and other assistance to governments, organizations, and individuals outside the US See Part IV, lines 15 and 16 | 0. | | | |
| 4 Benefits paid to or for members | 0. | | | |
| 5 Compensation of current officers, directors, trustees, and key employees | 0. | | | |
| 6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . | 0. | | | |
| 7 Other salaries and wages | 0. | | | |
| 8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . . | 0. | | | |
| 9 Other employee benefits | 0. | | | |
| 10 Payroll taxes | 0. | | | |
| 11 Fees for services (non-employees) | 0. | | | |
| a Management | 0. | | | |
| b Legal | 4,862. | | 4,862. | |
| c Accounting | 13,550. | | 13,550. | |
| d Lobbying | 0. | | | |
| e Professional fundraising services See Part IV, line 17 | 0. | | | |
| f Investment management fees | 7,638. | | 7,638. | |
| g Other | 0. | | | |
| 12 Advertising and promotion | 11,026. | | 402. | 10,624. |
| 13 Office expenses | 8,072. | | 8,072. | |
| 14 Information technology | 6,337. | | 6,337. | |
| 15 Royalties | 0. | | | |
| 16 Occupancy | 0. | | | |
| 17 Travel | 0. | | | |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials | 0. | | | |
| 19 Conferences, conventions, and meetings | 197. | | 197. | |
| 20 Interest | 0. | | | |
| 21 Payments to affiliates | 0. | | | |
| 22 Depreciation, depletion, and amortization . . . | 2,326. | | 2,326. | |
| 23 Insurance | 0. | | | |
| 24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below) | | | | |
| a UNCOLLECTIBLE PLEDGES | -14,000. | | -14,000. | |
| b MEMBERSHIP DUES | 1,362. | | 1,362. | |
| c EDUCATOR EXPENSE | 2,656. | | 2,656. | |
| d MISCELLANEOUS EXPENSE | 54. | | 54. | |
| e _____ | | | | |
| f All other expenses _____ | | | | |
| 25 Total functional expenses. Add lines 1 through 24f | 1,464,285. | 1,420,205. | 33,456. | 10,624. |
| 26 Joint Costs. Check here <input type="checkbox"/> If following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation | | | | |

Part X Balance Sheet

| | | (A) Beginning of year | | (B) End of year |
|---|---|--------------------------|------------|--------------------|
| Assets | 1 Cash - non-interest-bearing | 514,215. | 1 | 178,693. |
| | 2 Savings and temporary cash investments | 85,972. | 2 | 86,660. |
| | 3 Pledges and grants receivable, net | 1,039,486. | 3 | 670,576. |
| | 4 Accounts receivable, net | | 4 | |
| | 5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L | | 5 | |
| | 6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L | | 6 | |
| | 7 Notes and loans receivable, net | | 7 | |
| | 8 Inventories for sale or use | | 8 | |
| | 9 Prepaid expenses and deferred charges | 2,423. | 9 | 2,423. |
| | 10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D | 10a | | |
| | b Less accumulated depreciation | 10b | 10c | |
| | 11 Investments - publicly traded securities | 1,764,461. | 11 | 1,965,523. |
| | 12 Investments - other securities. See Part IV, line 11 | | 12 | |
| | 13 Investments - program-related. See Part IV, line 11 | | 13 | |
| | 14 Intangible assets | | 14 | |
| | 15 Other assets. See Part IV, line 11 | 50. | 15 | 8,440. |
| 16 Total assets. Add lines 1 through 15 (must equal line 34) | 3,406,607. | 16 | 2,912,315. | |
| Liabilities | 17 Accounts payable and accrued expenses | 46,379. | 17 | 36,850. |
| | 18 Grants payable | | 18 | |
| | 19 Deferred revenue | | 19 | |
| | 20 Tax-exempt bond liabilities | | 20 | |
| | 21 Escrow or custodial account liability. Complete Part IV of Schedule D | | 21 | |
| | 22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L | | 22 | |
| | 23 Secured mortgages and notes payable to unrelated third parties | | 23 | |
| | 24 Unsecured notes and loans payable to unrelated third parties | | 24 | |
| | 25 Other liabilities. Complete Part X of Schedule D | | 25 | |
| | 26 Total liabilities. Add lines 17 through 25 | 46,379. | 26 | 36,850. |
| Net Assets or Fund Balances | Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34. | | | |
| | 27 Unrestricted net assets | 1,712,801. | 27 | 2,434,819. |
| | 28 Temporarily restricted net assets | 1,628,337. | 28 | 420,981. |
| | 29 Permanently restricted net assets | 19,090. | 29 | 19,665. |
| | Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34. | | | |
| | 30 Capital stock or trust principal, or current funds | | 30 | |
| | 31 Paid-in or capital surplus, or land, building, or equipment fund | | 31 | |
| | 32 Retained earnings, endowment, accumulated income, or other funds | | 32 | |
| | 33 Total net assets or fund balances | 3,360,228. | 33 | 2,875,465. |
| | 34 Total liabilities and net assets/fund balances | 3,406,607. | 34 | 2,912,315. |

Form 990 (2009)

Part XI Financial Statements and Reporting

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

Form **990** (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No 1545-0047

2009

**Open to Public
Inspection**

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Employer identification number

73-1203942

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? ☐

(ii) A family member of a person described in (i) above? ☐

(iii) A 35% controlled entity of a person described in (i) or (ii) above? ☐

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

| | Yes | No |
|-----------------|--------------------------|--------------------------|
| 11g(i) | <input type="checkbox"/> | <input type="checkbox"/> |
| 11g(ii) | <input type="checkbox"/> | <input type="checkbox"/> |
| 11g(iii) | <input type="checkbox"/> | <input type="checkbox"/> |

[illegible]

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

Schedule A (Form 990 or 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") | | | | | | |
| 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 | | | | | | |
| 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). | | | | | | |
| 6 Public support. Subtract line 5 from line 4 | | | | | | |

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 | | | | | | |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | | | | | | |
| 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) | | | | | | |
| 11 Total support. Add lines 7 through 10 | | | | | | |

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** %

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 ☐

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

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

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

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

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ► | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|---|-----------|-----------|----------|----------|----------|------------|
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants") | 1,848,965 | 1,626,113 | 303,351 | 675,532 | 746,744 | 5,200,705. |
| 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 | 1,848,965 | 1,626,113 | 303,351 | 675,532 | 746,744 | 5,200,705. |
| 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) | | | | | | 5,200,705 |

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. | 1,848,965 | 1,626,113 | 303,351 | 675,532 | 746,744 | 5,200,705. |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | 61,997 | 61,872 | 211,369 | 103,931 | 63,885 | 503,054. |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 | | | | | | |
| c Add lines 10a and 10b | 61,997 | 61,872 | 211,369 | 103,931 | 63,885 | 503,054 |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on | 69,006 | 50,080 | 92,517 | 0 | 0 | 211,603 |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV) <u>ATCH 1</u> | 0 | 0 | 0 | 16,607 | 34,953 | 51,560 |
| 13 Total support. (Add lines 9, 10c, 11, and 12) | 1,979,968 | 1,738,065 | 607,237 | 796,070 | 845,582 | 5,966,922 |
| 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. <input type="checkbox"/> | | | | | | |

Section C. Computation of Public Support Percentage

| | | |
|---|-----------|--------|
| 15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)). | 15 | 87.16% |
| 16 Public support percentage from 2008 Schedule A, Part III, line 15. | 16 | 90.71% |

Section D. Computation of Investment Income Percentage

| | | |
|---|-----------|-------|
| 17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f)) | 17 | 8.43% |
| 18 Investment income percentage from 2008 Schedule A, Part III, line 17 | 18 | 8.98% |

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 IV **Supplemental Information.** Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. See instructionsATTACHMENT 1

SCHEDULE A, PART III - OTHER INCOME

| DESCRIPTION | 2005 | 2006 | 2007 | 2008 | 2009 | TOTAL |
|----------------------|----------|----------|----------|---------------|---------------|---------------|
| MISCELLANEOUS INCOME | 0 | 0 | 0 | 16,607 | 34,953 | 51,560 |
| TOTAL | <u>0</u> | <u>0</u> | <u>0</u> | <u>16,607</u> | <u>34,953</u> | <u>51,560</u> |

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Supplemental Financial Statements

► **Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11, or 12.**

► **Attach to Form 990. ► See separate instructions.**

OMB No 1545-0047

2009

**Open to Public
Inspection**

Employer identification number

73-1203942

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

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

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

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

| | |
|---|--|
| <input type="checkbox"/> Preservation of land for public use (e g , recreation or pleasure) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat | <input type="checkbox"/> Preservation of a certified historic structure |
| <input type="checkbox"/> Preservation of open space | |

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

| | Held at the End of the Year |
|--|-----------------------------|
| a Total number of conservation easements | 2a |
| b Total acreage restricted by conservation easements | 2b |
| c Number of conservation easements on a certified historic structure included in (a) | 2c |
| d Number of conservation easements included in (c) acquired after 8/17/06 | 2d |

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

4 Number of states where property subject to conservation easement is located ► _____

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

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ _____

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

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

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

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

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

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ _____

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

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

a Revenues included in Form 990, Part VIII, line 1 ► \$ _____

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

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

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a ☐ Public exhibition d ☐ Loan or exchange programs
 b ☐ Scholarly research e ☐ Other _____
 c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

| | Amount |
|---|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV.

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

| | (a) Current Year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance | 3,139,253 | 4,027,414 | | | |
| b Contributions | 88,912 | 306,588 | | | |
| c Net investment earnings, gains, and losses | | | | | |
| d Grants or scholarships | 1,292,353 | 1,194,749 | | | |
| e Other expenditures for facilities and programs | | | | | |
| f Administrative expenses | | | | | |
| g End of year balance | 1,935,812 | 3,139,253 | | | |

2 Provide the estimated percentage of the year end balance held as

- a Board designated or quasi-endowment ▶ 77.2371 %
 b Permanent endowment ▶ 1.0159 %
 c Term endowment ▶ 21.7470 %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i) unrelated organizations
 (ii) related organizations

| | Yes | No |
|--------|-----|----|
| 3a(i) | | X |
| 3a(ii) | | X |
| 3b | | |

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10.


| Description of investment | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|------------------------------------|--------------------------------------|---------------------------------|------------------------------|----------------|
| 1a Land | | | | |
| b Buildings | | | | |
| c Leasehold improvements | | | | |
| d Equipment | | | | |
| e Other | | | | |

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶

Part VII Investments - Other Securities. See Form 990, Part X, line 12.


| (a) Description of security or category (including name of security) | (b) Book value | (c) Method of valuation Cost or end-of-year market value |
|--|----------------|---|
| Financial derivatives | | |
| Closely-held equity interests | | |
| Other _____ | | |
| _____ | | |
| _____ | | |
| _____ | | |
| _____ | | |
| _____ | | |
| _____ | | |
| _____ | | |
| Total. (Column (b) must equal Form 990, Part X, col (B) line 12) ► | | |

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

| (a) Description of investment type | (b) Book value | (c) Method of valuation Cost or end-of-year market value |
|--|----------------|---|
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| Total. (Column (b) must equal Form 990, Part X, col (B) line 13)  | | |

Part IX **Other Assets.** See Form 990, Part X, line 15.[illegible]

Part X **Other Liabilities.** See Form 990, Part X, line 25.

| 1. (a) Description of liability | (b) Amount |
|--|------------|
| Federal income taxes | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| Total. (Column (b) must equal Form 990, Part X, col (B) line 25)  | |

2. FIN 48 Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

| | | | |
|----|--|----|------------|
| 1 | Total revenue (Form 990, Part VIII, column (A), line 12) | 1 | 858,892. |
| 2 | Total expenses (Form 990, Part IX, column (A), line 25) | 2 | 1,464,285. |
| 3 | Excess or (deficit) for the year. Subtract line 2 from line 1 | 3 | -605,393. |
| 4 | Net unrealized gains (losses) on investments | 4 | 120,630. |
| 5 | Donated services and use of facilities | 5 | |
| 6 | Investment expenses | 6 | |
| 7 | Prior period adjustments | 7 | |
| 8 | Other (Describe in Part XIV) | 8 | |
| 9 | Total adjustments (net). Add lines 4 through 8 | 9 | 120,630. |
| 10 | Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9 | 10 | -484,763. |

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

| | | | |
|---|---|----|------------|
| 1 | Total revenue, gains, and other support per audited financial statements | 1 | 1,173,572. |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12: | | |
| a | Net unrealized gains on investments | 2a | 120,630. |
| b | Donated services and use of facilities | 2b | 123,065. |
| c | Recoveries of prior year grants | 2c | |
| d | Other (Describe in Part XIV.) | 2d | 70,985. |
| e | Add lines 2a through 2d | 2e | 314,680. |
| 3 | Subtract line 2e from line 1 | 3 | 858,892. |
| 4 | Amounts included on Form 990, Part VIII, line 12, but not on line 1: | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | |
| b | Other (Describe in Part XIV.) | 4b | |
| c | Add lines 4a and 4b | 4c | |
| 5 | Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.) | 5 | 858,892. |

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

| | | | |
|---|--|----|------------|
| 1 | Total expenses and losses per audited financial statements | 1 | 1,658,335. |
| 2 | Amounts included on line 1 but not on Form 990, Part IX, line 25: | | |
| a | Donated services and use of facilities | 2a | 123,065. |
| b | Prior year adjustments | 2b | |
| c | Other losses | 2c | |
| d | Other (Describe in Part XIV) | 2d | 70,985. |
| e | Add lines 2a through 2d | 2e | 194,050. |
| 3 | Subtract line 2e from line 1 | 3 | 1,464,285. |
| 4 | Amounts included on Form 990, Part IX, line 25, but not on line 1: | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | |
| b | Other (Describe in Part XIV) | 4b | |
| c | Add lines 4a and 4b | 4c | |
| 5 | Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.) | 5 | 1,464,285. |

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2; Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

Part XIV Supplemental Information (continued)

OTHER REVENUE ADJUSTMENTS

SCH D - PART XII - LINE 4B

SPECIAL EVENTS DIRECT EXPENSE \$70,985

OTHER EXPENSE ADJUSTMENTS

SCH D - PART XIII - LINE 2D

SPECIAL EVENTS DIRECT EXPENSE \$70,985

FIN 48 DISCLOSURE

PART X - LINE 2

THERE WAS NO INTEREST OR PENALTIES TO THE IRS INCLUDED IN THESE FINANCIAL STATEMENTS. THE 2007, 2008 AND 2009 TAX YEARS REMAIN OPEN AND ARE SUBJECT TO EXAMINATION BY THE IRS AND THE STATE OF OKLAHOMA.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Supplemental Information Regarding
Fundraising or Gaming Activities**

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

**Open To Public
Inspection**

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Employer identification number

73-1203942

Part I **Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.
Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- | | |
|--|---|
| a <input type="checkbox"/> Mail solicitations | e <input type="checkbox"/> Solicitation of non-government grants |
| b <input type="checkbox"/> Internet and email solicitations | f <input type="checkbox"/> Solicitation of government grants |
| c <input type="checkbox"/> Phone solicitations | g <input type="checkbox"/> Special fundraising events |
| d <input type="checkbox"/> In-person solicitations | |

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ Yes ☐ No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization

| (i) Name of individual or entity (fundraiser) | (ii) Activity | (iii) Did fundraiser have custody or control of contributions? | | (iv) Gross receipts from activity | (v) Amount paid to (or retained by) fundraiser listed in col (i) | (vi) Amount paid to (or retained by) organization |
|---|---------------|--|----|-----------------------------------|--|---|
| | | Yes | No | | | |
| | | | | | | |
| | | | | | | |
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| | | | | | | |
| | | | | | | |
| | | | | | | |
| Total | | | | | | |

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing.

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.

| | (a) Event #1 | (b) Event #2 | (c) Other Events | (d) Total events (add col (a) through col (c)) |
|--|----------------------|---------------------------|---------------------|--|
| | GALA (event type) | DUCK RACE (event type) | 0 (total number) | |
| Revenue | | | | |
| 1 Gross receipts | 99,134. | 40,306. | | 139,440. |
| 2 Less: Charitable contributions | 88,334. | 22,250. | | 110,584. |
| 3 Gross income (line 1 minus line 2) | 10,800. | 18,056. | | 28,856. |
| Direct Expenses | | | | |
| 4 Cash prizes | | | | |
| 5 Noncash prizes | | 650. | | 650. |
| 6 Rent/facility costs | 5,000. | | | 5,000. |
| 7 Food and beverages | 18,830. | | | 18,830. |
| 8 Entertainment | 16,750. | | | 16,750. |
| 9 Other direct expenses | 23,662. | 4,865. | | 28,527. |
| 10 Direct expense summary. Add lines 4 through 9 in column (d) | | | | (69,757.) |
| 11 Net income summary. Combine line 3, column (d), and line 10 | | | | -40,901. |

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.

| | (a) Bingo | (b) Pull tabs/instant bingo/progressive bingo | (c) Other gaming | (d) Total gaming (add col (a) through col (c)) |
|---|---------------------------|--|---------------------------|---|
| | | | | |
| Revenue | | | | |
| 1 Gross revenue | | | | |
| Direct Expenses | | | | |
| 2 Cash prizes | | | | |
| 3 Noncash prizes | | | | |
| 4 Rent/facility costs | | | | |
| 5 Other direct expenses | | | | |
| 6 Volunteer labor | Yes _____ % No _____ % | Yes _____ % No _____ % | Yes _____ % 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 | | | | |

| | Yes | No |
|--|-----|----|
| 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? | 9a | |
| b If "No," explain _____ | | |
| 10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? | 10a | |
| b If "Yes," explain _____ | | |
| 11 Does the organization operate gaming activities with nonmembers? | 11 | |
| 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? | 12 | |

13 Indicate the percentage of gaming activity operated in.

- | | | | Yes | No |
|----------|---------------------------------------|--------------|-----|----|
| a | The organization's facility | 13a % | | |
| b | An outside facility | 13b % | | |

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 ► \$ _____

Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Department of the Treasury
Internal Revenue Service

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II **Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to**

Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed

[illegible]

- 2 Enter total number of section 501(c)(3) and government organizations
- 3 Enter total number of other organizations

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) 2009

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Use Part IV and Schedule I-1 (Form 990) if additional space is needed.

| (a) Type of grant or assistance | (b) Number of recipients | (c) Amount of cash grant | (d) Amount of non-cash assistance | (e) Method of valuation (book, FMV, appraisal, other) | (f) Description of non-cash assistance |
|---------------------------------|--------------------------|--------------------------|-----------------------------------|---|--|
| VARIOUS SCHOLARSHIPS | 17 | 25,750 | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

GRANT MONITORING

PART I - LINE 2

THE ORGANIZATION'S PRIMARY MISSION IS TO "ENHANCE EXCELLENT HEALTHCARE."

THIS MYSSION IS ACCOMPLISHED THROUGH THE FOUNDATION'S SUPPORT OF NORMAN

REGIONAL HOSPITAL AUTHORITY. CONSEQUENTLY, NORMAN REGIONAL HOSPITAL

AUTHORITY IS THE PRIMARY RECIPIENT OF THE FOUNDATION'S ASSISTANCE. THE

RELATIONSHIP BETWEEN THESE TWO ORGANIZATIONS IS SUCH THAT MONITORING OF

THE HOSPITAL'S USE OF FOUNDATION ASSISTANCE IS CONTINUAL.

THE FOUNDATION ON OCCASION PROVIDES ASSISTANCE TO OTHER EXEMPT

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. .
Use Part IV and Schedule I-1 (Form 990) if additional space is needed.

| (a) Type of grant or assistance | (b) Number of recipients | (c) Amount of cash grant | (d) Amount of non-cash assistance | (e) Method of valuation (book, FMV, appraisal, other) | (f) Description of non-cash assistance |
|---------------------------------|--------------------------|--------------------------|-----------------------------------|---|--|
| | | | | | |
| | | | | | |
| | | | | | |
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| | | | | | |
| | | | | | |

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

ORGANIZATIONS WHICH OFFER HEALTHCARE RELATED SERVICES; HOWEVER, THE

AMOUNTS OF SUCH ASSISTANCE IS MINIMAL.

**SCHEDULE O
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

**Open to Public
Inspection**

Employer identification number

73-1203942

ATTACHMENT 2

990 REVIEW PROCESS

FORM 990 PART VI - LINE 11A

THE ORGANIZATION'S EXECUTIVE DIRECTOR, WHO IS A CPA REVIEWS THE RETURN WHICH IS PREPARED BY AN INDEPENDENT ACCOUNTING FIRM. THE RETURN IS THEN PRESENTED TO THE ORGANIZATION'S EXECUTIVE COMMITTEE. ONCE THE EXECUTIVE COMMITTEE HAS REVIEWED THE FORM IT IS PRESENTED TO THE ENTIRE BOARD OF DIRECTORS.

CONFLICT OF INTEREST POLICY MONITORING

FORM 990 PART VI - LINE 12C

THE FOUNDATION HAS A WRITTEN CONFLICT OF INTEREST POLICY THAT IS PROVIDED TO ALL BOARD MEMBERS AND STAFF. COMPLIANCE WITH THE CONFLICT OF INTEREST POLICY IS MONITORED AND ENFORCED ON A TRANSACTION BY TRANSACTION BASIS.

DISCLOSURES

FORM 990 PART VI - LINE 19

THE FOUNDATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS ARE ALL AVAILABLE TO THE PUBLIC UPON REQUEST.

CHANGES TO ORGANIZATIONAL DOCUMENTS

PART VI - SECTION A - LINE 4

IN JULY, 2010, THE BOARD OF DIRECTORS OF NORMAN REGIONAL HEALTH FOUNDATION APPROVED AMENDED AND RESTATED BYLAWS. DUE TO THE EXTENSIVE CHANGES MADE IN THIS REVISION, A COPY OF THE AMENDED AND RESTATED BYLAWS

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Employer identification number

73-1203942

ATTACHMENT 2 (CONT'D)

IS ATTACHED.

ATTACHMENT 3FORM 990, PART VIII - INVESTMENT INCOME

| <u>DESCRIPTION</u> | (A) <u>TOTAL REVENUE</u> | (B) <u>RELATED OR EXEMPT REVENUE</u> | (C) <u>UNRELATED BUSINESS REV.</u> | (D) <u>EXCLUDED REVENUE</u> |
|----------------------|---------------------------------|---|---|------------------------------------|
| DIVIDENDS & INTEREST | 63,885 | | | 63,885 |
| TOTALS | <u>63,885</u> | | | <u>63,885</u> |

ATTACHMENT 5FORM 990, PART VIII - FUNDRAISING EVENTS

| <u>DESCRIPTION</u> | <u>GROSS INCOME</u> | <u>DIRECT EXPENSES</u> | <u>NET INCOME</u> |
|--------------------|-------------------------|----------------------------|-----------------------|
| GALA | 10,800. | 64,242. | -53,442. |
| DUCK RACE | 18,056. | 5,515. | 12,541. |
| FISHING TOURNAMENT | 2,975. | 1,228. | 1,747. |
| TOTALS | <u>31,831.</u> | <u>70,985.</u> | <u>-39,154.</u> |

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Employer identification number

73-1203942

ATTACHMENT 6FORM 990, PART X - PREPAID EXPENSES AND DEFERRED CHARGES

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> |
|--------------------|------------------------------|
| PREPAID EXPENSES | 2,423. |
| TOTALS | <u>2,423.</u> |

ATTACHMENT 7FORM 990, PART X - INVESTMENTS - PUBLICLY TRADED SECURITIES

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>COST OR FMV</u> |
|--------------------------------|------------------------------|------------------------|
| MUTUAL FUNDS-EQUITY SECURITIES | 651,882. | FMV |
| MUTUAL FUNDS-DEBT SECURITIES | 332,236. | FMV |
| STOCKS | 981,405. | FMV |
| TOTALS | <u>1,965,523.</u> | |

▲ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36 or 37.
 ▲ Attach to Form 990. ▲ See separate instructions.

Open to Public Inspection

Name of the organization

NORMAN REGIONAL HEALTH FOUNDATION

Employer Identification
73-1203942

Part I

[illegible]

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

[illegible]

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2009

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

| | Yes | No |
|---|-------------------------------------|-------------------------------------|
| a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity | | <input checked="" type="checkbox"/> |
| b Gift, grant, or capital contribution to other organization(s) | <input checked="" type="checkbox"/> | |
| c Gift, grant, or capital contribution from other organization(s) | | <input checked="" type="checkbox"/> |
| d Loans or loan guarantees to or for other organization(s) | | <input checked="" type="checkbox"/> |
| e Loans or loan guarantees by other organization(s) | | <input checked="" type="checkbox"/> |
| f Sale of assets to other organization(s) | | <input checked="" type="checkbox"/> |
| g Purchase of assets from other organization(s) | | <input checked="" type="checkbox"/> |
| h Exchange of assets | | <input checked="" type="checkbox"/> |
| i Lease of facilities, equipment, or other assets to other organization(s) | | <input checked="" type="checkbox"/> |
| j Lease of facilities, equipment, or other assets from other organization(s) | | <input checked="" type="checkbox"/> |
| k Performance of services or membership or fundraising solicitations for other organization(s) | | <input checked="" type="checkbox"/> |
| l Performance of services or membership or fundraising solicitations by other organization(s) | | <input checked="" type="checkbox"/> |
| m Sharing of facilities, equipment, mailing lists, or other assets | <input checked="" type="checkbox"/> | |
| n Sharing of paid employees | <input checked="" type="checkbox"/> | |
| o Reimbursement paid to other organization for expenses | | <input checked="" type="checkbox"/> |
| p Reimbursement paid by other organization for expenses | | <input checked="" type="checkbox"/> |
| q Other transfer of cash or property to other organization(s) | | <input checked="" type="checkbox"/> |
| r Other transfer of cash or property from other organization(s) | | <input checked="" type="checkbox"/> |

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

| | (a) Name of other organization | (b) Transaction type (a-r) | (c) Amount involved |
|------------|------------------------------------|----------------------------------|------------------------|
| (1) | NORMAN REGIONAL HOSPITAL AUTHORITY | B | 1,391,454. |
| (2) | NORMAN REGIONAL HOSPITAL AUTHORITY | M | 7,425. |
| (3) | NORMAN REGIONAL HOSPITAL AUTHORITY | N | 115,640. |
| (4) | | | |
| (5) | | | |
| (6) | | | |

Schedule R (Form 990) 2009

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust

NORMAN REGIONAL HEALTH FOUNDATION

Employer identification number

73-1203942

Note: Form 5227 filers need to complete **only** Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

| (a) Description of property (Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired (mo, day, yr) | (c) Date sold (mo, day, yr) | (d) Sales price | (e) Cost or other basis (see page 4 of the instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|--|------------------------------------|--------------------------------|-----------------|---|---|
| 1a | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b

1b

2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824

2

3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts

3

4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet

4

5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►

5

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

| (a) Description of property (Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired (mo, day, yr) | (c) Date sold (mo, day, yr) | (d) Sales price | (e) Cost or other basis (see page 4 of the instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|--|------------------------------------|--------------------------------|-----------------|---|---|
| 6a | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b

6b

52,464.

7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824

7

8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts

8

9 Capital gain distributions

9

10 Gain from Form 4797, Part I

10

11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet

11

12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►

12

52,464.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II**Caution:** Read the instructions *before* completing this part.

| | | (1) Beneficiaries' (see page 5) | (2) Estate's or trust's | (3) Total |
|-----------|--|------------------------------------|----------------------------|-----------|
| 13 | Net short-term gain or (loss) | 13 | | |
| 14 | Net long-term gain or (loss): | | | |
| a | Total for year | 14a | | 52,464. |
| b | Unrecaptured section 1250 gain (see line 18 of the wrksht) | 14b | | |
| c | 28% rate gain | 14c | | |
| 15 | Total net gain or (loss). Combine lines 13 and 14a | 15 | | 52,464. |

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

| | | | |
|-----------|--|-----------|-----|
| 16 | Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: | 16 | () |
| a | The loss on line 15, column (3) or b \$3,000 | | |

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

| | | | | |
|-----------|---|-----------|--|--|
| 17 | Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) | 17 | | |
| 18 | Enter the smaller of line 14a or 15 in column (2) but not less than zero | 18 | | |
| 19 | Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) | 19 | | |
| 20 | Add lines 18 and 19 | 20 | | |
| 21 | If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- | 21 | | |
| 22 | Subtract line 21 from line 20. If zero or less, enter -0- | 22 | | |
| 23 | Subtract line 22 from line 17. If zero or less, enter -0- | 23 | | |
| 24 | Enter the smaller of the amount on line 17 or \$2,300 | 24 | | |
| 25 | Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23. | 25 | | |
| 26 | Subtract line 25 from line 24. | 26 | | |
| 27 | Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 | 27 | | |
| 28 | Enter the amount from line 26 (If line 26 is blank, enter -0-) | 28 | | |
| 29 | Subtract line 28 from line 27 | 29 | | |
| 30 | Multiply line 29 by 15% (.15) | 30 | | |
| 31 | Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | 31 | | |
| 32 | Add lines 30 and 31 | 32 | | |
| 33 | Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | 33 | | |
| 34 | Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) | 34 | | |

Employer Identification number

73-1203942

[illegible]

| | |
|--|---------|
| 6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b | 52,464. |
|--|---------|

Amended and Restated BYLAWS OF NORMAN REGIONAL HEALTH FOUNDATION

I Definitions

Unless the context clearly requires otherwise, in these Bylaws:

- 1.1 "Corporation" means Norman Regional Health Foundation
- 1.2 "Board" means the Board of Directors of the Corporation.
- 1.3 "Director" means a member of the Board of Directors of the Corporation.
- 1.4 "Bylaws" means these Bylaws as adopted by the Board and includes all amendments thereto subsequently adopted by the Board.
- 1.5 "Certificate of Incorporation" means the Certificate of Incorporation of the Corporation as filed with the Secretary of State of the State of Oklahoma and includes all amendments thereto subsequently filed.
- 1.6 "Officer" means the title of an office and refers to the person or persons who at any given time perform the duties of that particular office for the Corporation.
- 1.7 "Advisory Council" means a group volunteers with knowledge specific to the needs of the Corporation who provide advice and/or support to the Board but are not members of the Board.
- 1.8 "Honorary Board" means a group of volunteers who are recognized by the Board for outstanding service to the Corporation but are not members of the Board.
- 1.9 "Authority" means the Board of Directors of the Norman Regional Hospital Authority.
- 1.10 "Auxiliary" means the Board of Directors of the Norman Regional Auxiliary.
- 1.11 "Electronic transmission" means any form of communication during a meeting where all individuals can hear and respond during such meeting and in which the records from that meeting can be retained, retrieved and reviewed.

II Name and Purpose

- 2.1 The name of the Corporation is: Norman Regional Health Foundation
- 2.2 The purpose of the Corporation is to receive and administer gifts for the benefit of the Norman Regional Hospital Authority d/b/a Norman Regional Health System and for other health care related purposes.
- 2.3 The Corporation will operate exclusively for charitable, educational, religious and scientific purposes, under Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future federal tax code.
- 2.4 The Corporation may do all things and perform all acts permitted a not for profit corporation under the laws of Oklahoma in furtherance of the above purpose within the requirements set forth under Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future federal tax code.

III Location

- 3.1 **Principal Office.** The Corporation may locate its principal office anywhere in Cleveland County, Oklahoma. The Board has full powers and authority to change said principal office within Cleveland County, notifying the Internal Revenue Service of such change.
- 3.2 **Registered Office.** The registered office of the Corporation will be maintained in the state of Oklahoma and may be, but need not be, identical with the principal office of the Corporation. The Board may change the address of the registered office notifying the Oklahoma Secretary of State of such change.
- 3.3 **Other Offices.** The Corporation may have offices at such other places as the Board may designate or as the business of the Corporation may require.

IV Board of Directors

- 4.1 **Duties.** All Corporate powers necessary and incidental to taking action and conducting business of the Corporation shall be exercised by or under the authority of the Board. The Board shall have full responsibility for the financial affairs and for the ethical and professional standards of the Corporation.

Duties of the Board include, but are not limited to, the following: approve an annual budget; ensure that the Corporation effectively achieves its purpose and regularly reviews and refines the Corporation's mission; determine and plan, with the aid of the employees of the Authority, the Corporation's services offered to the Authority; represent the Corporation to a variety of public forums and enhance the Corporation's public perception; ensure effective strategic and long term planning;

ensure sufficient resources to accomplish the mission of the Corporation; ensure resources are utilized effectively; support and provide for performance evaluations of the Executive Director; ensure effective organizational control and management; strengthen the governance of the Corporation and assess the Board's own operation; sit on a minimum of one committee and, request each Director make a personal financial contribution to the Corporation.

4.2 Number. The Board will consist of not less than eleven (11) and not more than thirty (30) Directors. Up to twenty-eight (28) Directors shall be elected pursuant to Section 4.6 of Article IV. One (1) Director shall be elected by the Board of the Authority and one (1) Director shall be elected by the Board of the Auxiliary.

The Directors elected by the Authority and the Auxiliary shall be counted when determining the number of Directors pursuant to this Section 4.2 of Article IV.

4.3 Qualifications. Any individual over the age of twenty-one may serve as a Director of the Corporation. However, preference shall be given to individuals who live or work within the service area of the Norman Regional Health System. All other individuals considered for membership on the Board shall require specific reasons for recommendation from the Board Governance Committee. All individuals who serve as Directors of the Corporation are subject to the conditions of these Bylaws.

4.4 Term of Office. The term of office of each Director shall be two (2) years with the terms being staggered to allow for two classes of approximately equal size. Upon resignation, removal or vacancy of a Director, the respective successor shall serve the remainder of the term.

4.5 Term Limitations. Any Director may serve three (3) consecutive terms whereby a partial term shall not be considered as a term. Any individual who has served three (3) consecutive terms, resigned or has been removed may be eligible for re-election as a Director after a period of two years.

Term limitations shall not apply to (a) the service of Officers set forth in Section 6.1 of Article VI; (b) the service of a Director elected by the Authority; (c) the service of a Director elected by the Auxiliary; or (d) the service of Directors prior to the adoption of these Bylaws.

4.6 Nomination and Election. Directors and Officers shall be elected at the annual meeting of the Board by a majority of the Directors. The Directors elected by the Authority and Auxiliary are not subject to the nomination and election requirements set forth in this Section 4.6 of Article IV.

The Board Governance Committee shall prepare a slate of candidates for elections and shall present such slate to the Board not less than ten (10) days prior to the holding of the annual meeting. Independent nominations may be made with the prior consent of the nominee. Prior to placing such independent nominee on the slate of candidates, the Board Governance Committee shall proceed in accordance with Section 7.3 of Article VII.

If the slate of candidates is not approved at the annual meeting, the majority of the Board may call for a vote on each slated candidate. Each slated candidate

receiving a majority of the votes cast shall become a Director. Additional elections may occur at any regular or specially called meeting of the Directors to fill vacancies due to resignation, removal, newly created directorships and/or positions not filled during the annual meeting.

4.7 Removal or Resignation. Any Director who misses three (3) consecutive meetings or half of the regularly scheduled meetings shall be deemed to have resigned as a member of the Board and cease to be a member thereof on the date of the third absence. At a meeting following the resignation, at the Director's request the Director may be reinstated by a majority vote of the Directors. In addition, a majority vote of the total number of Directors may remove any Director at any time with or without cause at any annual, regular or specially called meeting.

Any Director may resign at any time by giving written or verifiable electronic notice to the Chairman or to the Secretary. Any resignation shall take effect upon receipt or at the time specified in the notice. Any Director may verbally resign during an annual, regular or special meeting and such verbal resignation must be approved by a vote of the Board. No Director may resign if the Corporation would then be left without a duly elected Director in charge of its affairs, except upon notice to the Oklahoma Secretary of State, Office of the Attorney General or other appropriate agency of the state of Oklahoma and upon notice to the Internal Revenue Service.

Removal or resignation of any Director elected by the Authority or Auxiliary shall be replaced by the respective Authority or Auxiliary. The Authority or Auxiliary may elect not to replace a Director who has been removed or has resigned pursuant to this Section 4.7 of Article IV.

4.8 Vacancies or Newly Created Directorships. The Board Governance Committee shall present to the Board candidates for vacancies due to resignation, removal, newly created Directorships or other reasons resulting in a vacancy at any annual, regular or specially called meeting of the Board of Directors. If, due to such vacancies, the number of Directors is less than eleven (11) as stated in Section 4.2 of Article IV, a majority vote of the total number of remaining Directors may elect Directors to fill such vacancies. Those elected by the Board shall assume their positions for the duration of the unexpired term for which they were elected to ensure the two classes of the Board remain approximately equal in size.

4.9 Compensation. Directors shall serve without compensation. Directors shall not receive reimbursement for travel expenses within the state of Oklahoma. Directors may be reimbursed for out-of-pocket expenses related to the work of the Corporation provided that such reimbursement is consistent with the policies and procedures of the Corporation.

4.10 Honorary Board Members. The Board may honor individuals for exceptional service to the Corporation by naming such individuals as Honorary Members. Honorary Members shall not be entitled to any voting rights or other privileges provided for in these Bylaws. Upon request by the Board, the Board Governance Committee shall make recommendations to the Board to approve the appointment or

removal of an Honorary Member. A majority vote of a quorum of the Board Directors may remove any Honorary Member at any time with or without cause at any annual, regular or specially called meeting.

Any Honorary Member elected to the Board as provided for in Section 4.2 and elected pursuant to Section 4.6 of Article IV shall be subject to the term limitations and meeting requirements as set forth in Sections 4.5 and 4.7 of Article IV.

4.11 Advisory Council. The Board may request certain individuals, with a special interest in the Corporation and with knowledge specific to the needs of the Corporation, volunteer their time and expertise to act in an advisory capacity to the Board. Advisory Council Members shall not be entitled to any voting rights or other privileges provided for in these Bylaws. Upon request by the Board, the Board Governance Committee shall make recommendations to the Board to approve the appointment or removal of an Advisory Council Member. A majority vote of a quorum of the Board Directors may remove any Advisory Council Member at any time with or without cause at any annual, regular or specially called meeting.

Any Advisory Council Member elected to the Board as provided for in Section 4.2 and elected pursuant to Section 4.6 of Article IV shall be subject to the term limitations as set forth in Section 4.5 of Article IV.

V Meetings of the Board

5.1 Annual, Regular and Special Meetings. The annual meeting of the Board will take place in the fourth quarter of each fiscal year. The election of new Directors and Officers shall take place at the annual meeting. In addition to the annual meeting, the Board shall have a minimum of three (3) regular meetings each fiscal year.

Special meetings may be called by the Chairman, upon the written request of three Directors, or upon the written request of the Executive Director. No business shall be considered at any special meeting other than the purpose(s) mentioned in the notice given to each Director.

All meetings shall be held at a place designated by the Chair. In the absence of such designation, meetings shall be held at the principle office. In the absence of a quorum, a majority of the Directors present at any meeting may adjourn the meeting to another place, date or time. Notice of any meeting adjourned and rescheduled in this manner shall be given as in Section 5.4 of Article V. The annual meeting must be rescheduled within thirty (30) days if such meeting is adjourned and rescheduled in this manner.

5.2 Quorum. A quorum shall consist of a majority of the total number of Directors as described in Section 4.2 of Article IV.

5.3 Voting. Each Director shall have one vote. Routine business and elections shall be determined by a majority vote of a quorum of the Directors. Except when the law or these Bylaws require otherwise, a majority vote of a quorum of the Directors shall determine all other matters. Proxies may not be used.

The Directors may vote by voice vote on all matters either in person or via electronic transmission. The Corporation shall implement reasonable measures to verify that each person deemed present and permitted to vote at the meeting by means of electronic transmission is a Director. However, upon demand by a Director entitled to vote, the Directors shall vote by ballot. In such event, each ballot shall state the name of the Director and such other information as the Corporation may require under the procedure established for the meeting. Directors present via electronic transmission may send their ballot to the Executive Director, or designee, provided that the electronic transmission shall set forth or be submitted with information from which it can be determined that the electronic transmission was authorized by a voting Director. If proper authorization can not be determined the Director must mail or fax a signed ballot to the Executive Director, or designee.

When a vote of the Board is required between meetings, the Chairman or any three Officers may call for an electronic vote by ballot via email or fax. For electronic voting to represent an action of the Board, the following conditions must be met: a) a majority of the total number of directors must vote thereby ensuring a quorum of the Board has voted; b) an electronic vote, to be counted, must be received within the voting period established in the notice accompanying the ballot which shall not be less than twenty-four (24) hours and not more than three (3) days; c) receipt of a ballot shall be acknowledged and dated by the Executive Director, or designee; d) all electronic votes shall be made public to the Board; and, e) all ballots and the notice accompanying such ballots shall be recorded with the minutes of the Board.

The Corporation shall implement reasonable measures to verify that each ballot cast was from a Director with voting rights. Electronic voting by ballot may not be used to adopt, amend, restate or repeal these Bylaws or Certificate of Incorporation or to any authority where action of the Board of Directors is required by law. In addition, electronic voting shall not be used to amend the budget, or create or amend the financial policies of the organization...

5.4 Notice. Any annual or regular meeting of the Board will require no notice if the time, date and location of such meeting were previously determined by the Board and distributed to the Directors. Directors not in attendance at the meeting setting forth the dates shall be given the dates, time and location of such meetings within ten (10) business days following the meeting. For any annual or regular meeting where the date, time and location was not previously determined, notice shall be sent to the Directors not less than ten (10) days but not more than thirty (30) days prior to the holding of the meeting. For any special meeting, notice shall be sent to the Directors not less than twenty-four (24) hours but not more than thirty (30) days, prior to the holding of the meeting. Directors shall, in writing, provide an electronic address if they wish to receive notice via electronic transmission and any notice of meetings sent to them at such address shall be valid notices thereof. If a Director does not receive notice of a meeting, but attends the meeting, he/she shall be deemed to have waived notice of the meeting.

5.5 Action Without Meeting. Any action taken or approved at any meeting of the Board, however called and noticed or wherever held, shall be valid if a quorum was

present at such meeting and if either before or after the meeting, a majority of the total number of Directors sign a written waiver of notice or a written consent to holding such meeting. All such waivers or consents shall be filed with the corporate records or made a part of the minutes of the meeting.

5.6 Procedures. Meeting and committees shall use a modified version of parliamentary procedure to foster open discussion. Upon a vote of the Board, conflicts in procedures shall be resolved in accordance with the current edition of Robert's Rules of Order as a procedural guide unless determined otherwise in the Bylaws, written policy or state law.

VI Officers of the Board

6.1 Officers. The Officers of the Corporation shall be a Chairman, Chairman-Elect, Immediate Past Chairman, Treasurer, and Secretary. The office of Chairman and Secretary may not be held by the same Director.

The Corporation may also have, at the discretion of the Board, such other Officers as may be appointed in accordance with the provisions of Sections 6.3 or 6.5 of Article VI.

6.2 Election. The Officers of the Corporation shall be elected by the Board at the annual meeting in accordance with Section 4.6 of Article IV and, each shall hold his/her office until he/she resigns, is removed by the Board, is unable to serve, or his/her successor is elected. This Section 6.2 does not apply to Officers appointed in accordance with Sections 6.3 or 6.5 of Article VI.

6.3 Appointment of Officers. The Board may appoint, or may empower the Chairman to appoint, such other Officers as the business of the Corporation may require, each of whom shall hold office, have authority and perform duties until the next annual meeting or as the Board may determine.

6.4 Removal and Resignation. Any officer may be removed, either with or without cause, by a vote of a majority of the total number of Directors, at any annual, regular or special meeting.

Any officer may resign at any time by giving notice to the Chairman or Secretary. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified in the notice; and, unless otherwise specified in the notice, the acceptance by the Board of such resignation shall not be necessary to make it effective. Any officer may verbally resign during an annual, regular or special meeting and such verbal resignation must be approved by a vote of the Board.

6.5 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled by appointment as set forth in Section 6.3 of Article VI until such time as the Board shall elect an officer to fill the

vacancy. Vacancies occurring in offices appointed at the discretion of the Board may or may not be filled as the Board shall determine.

6.6 Delegation of Duties. In case of the absence or disability of any officer, the Board may delegate the powers or duties of such officer to any other officer or to any other Director until the next annual meeting.

6.7 Term of Office. An officer shall serve for a two (2) year term. Officers may hold the same office for no more than two (2) consecutive terms. Upon resignation, removal or vacancy of an officer, the respective successor shall serve the remainder of the term whereby a partial term shall not be considered as a term when determining term limitations.

6.8 Chairman. The Chairman shall be the principal officer, subject to the control of the Board, and shall have general supervision and direction of the business and Officers of the Corporation. He/she shall preside at all meetings of the Board and meetings of the Executive Committee, if any, and shall sign the minutes of the meetings over which he/she presided.

At the annual meeting of the Board, he/she shall submit a complete report of the operations of the Corporation's affairs and shall report to the Board all such matters coming to his/her attention and relating to the interest of the Board.

The Chairman shall have such other powers and perform such other duties as may be prescribed by the Board or the Bylaws.

6.9 Chairman-Elect. In the absence or disability of the Chairman, the Chairman-Elect shall perform all the duties of the Chairman and, when so acting, shall have all the powers of, and be subject to all the restrictions upon the Chairman. He/she shall study the needs of the organization in preparation for service as Chairman and shall be slated for the office of Chairman at the next election of Officers. The Chairman-Elect shall have such other powers and perform such other duties as may be prescribed by the Board or the Bylaws.

6.10 Immediate Past Chairman. The Immediate Past Chairman shall serve as an advisor to the Chairman and shall assume the duties of the Chairman in the absence of the Chairman and Chairman-Elect.

6.11 Secretary. The Secretary, or designee, shall give notice of all meetings of the Board and Executive Committee as required by the Bylaws or by law. He/she, or such designee, shall keep a book of minutes of all meetings of the Board and the Executive Committee with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at the meetings, verification of those present via electronic transmission, the number present or represented at meetings, and the proceedings thereof. He/she, or the individual taking the minutes, shall sign the minutes of the meetings and ensure such minutes are available for approval at the following meeting of the Board or Executive Committee.

The Secretary, or designee, shall exhibit at all reasonable times, upon the request of a Director, the Bylaws, Board book, and the minutes of the proceedings of the Board and/or Executive Committee. In addition, he/she shall keep, or cause to be kept, at the principal office all documents required for public inspection by the Internal Revenue Service.

The Secretary shall have such other powers and duties as may be prescribed by the Board or the Bylaws and such office may be combined with that of the Treasurer.

6.12 Treasurer. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Corporation. He/she shall ensure the books of account are open to inspection by any Director at all reasonable times; ensure a financial statement is provided to the Board at the annual meeting; and, shall provide a report of the Corporation's financial affairs at meetings of the Board and Executive Committee when requested by a Director. In addition, the Treasurer shall ensure the appropriate financial committee oversees the implementation of the financial policies and procedures.

The Treasurer shall have such other powers and duties as may be prescribed by the Board or the Bylaws and such office may be combined with that of the Secretary.

6.13 Executive Director. The Executive Director shall be an employee of the Authority. The Corporation shall pay the Authority for all time allocated to the Corporation by the Executive Director. At the discretion of the Board, the Executive Director may serve as an ex-officio member of the Board but shall not be entitled to voting rights or other privileges provided to Directors or Officers in these Bylaws.

The duties of the Executive Director shall be set forth in his/her job description as determined by the Authority. Performance evaluations of the Executive Director shall be done by the Chairman or as determined by the Board and may be provided to the Authority at the discretion of the Board.

VII Committees of the Board

7.1 Committees. In addition to the standing committees provided for in Article VII, the Board shall have the power to create, revoke or modify any committee deemed necessary. The Chairman shall have the power to appoint a Chairperson of any committee or to delegate such appointive powers to any other appropriate Director. Each committee must include a minimum of two (2) members with a minimum of one (1) member being a member of the Board. The remainder of the committee members need not be members of the Board.

Each committee shall keep regular minutes of its proceedings and report the same to the Board as the Board may require. Meetings and actions of committees shall be governed by, noticed, and taken in accordance with the provision of these Bylaws concerning meetings of the Board, with such changes in the context of such

bylaw provisions as are necessary to substitute the committee and its members for the Board, except that the time for regular and special meetings of committees may be fixed by resolution of the Board or by the committee. The Board may adopt additional rules and regulations pertaining to the conduct of meetings with committees to the extent that such rules and regulations are not inconsistent with the provisions of these Bylaws.

7.2 Audit Committee. The Audit Committee shall be a standing committee of the organization. The Chairperson of the Audit Committee shall be a Director and shall be appointed by the Chairman or as determined by the Board. The Audit Committee shall include a minimum of two (2) members with a minimum of one (1) member being a member of the Board. The Treasurer or any member of the Finance Committee shall not be members of the Audit Committee.

The Audit Committee shall meet a minimum of two times per fiscal year. The Committee is responsible for selecting and contracting with an auditor; overseeing the audit; acting as a liaison between the auditor and the Board; and, performing an annual assessment of the financial policies and procedures.

7.3 Board Governance Committee. The Board Governance Committee shall be a standing committee of the organization. A Director, as determined by the Chairman or as determined by the Board, shall be Chairperson of the Board Governance Committee which shall include a minimum of three (3) members with a minimum of two (2) members being members of the Board.

The Committee is responsible for determining the processes for recruitment, dismissal and exit of Directors. The Committee shall develop and provide orientation and training for all Directors. Any potential new member of the board must be researched by a member of the Committee prior to placement on a slate of candidates and submission to the Board for approval. A slate must be provided to the Board not less than ten (10) days prior to the annual meeting or other meeting where an election is to take place. In addition the Committee is responsible for reviewing and recommending changes to the Board concerning amendments to the Certificate of Incorporation and/or these Bylaws.

7.4 Finance Committee. The Finance Committee shall be a standing committee of the organization. The Chairperson of the Finance Committee shall be the Treasurer or other Board member as determined by the Board. The Committee shall include a minimum of three (3) members with a minimum of two (2) members being members of the Board.

The Committee is responsible for overseeing the financial condition of the Corporation; reviewing and recommending changes to the Board concerning amendments to the financial policies and procedures; reviewing the audit draft; reviewing Form 990 prior to its presentation to the Board of Directors; preparing the annual budget with the aid of the employees of the Authority; reviewing arrangements with third parties in accordance with Section 10.7 of Article X; and, shall also have such other duties as determined by the Board.

VIII Executive Committee

8.1 **Election.** The Board may create an Executive Committee comprised of the Chairman, Chairman-Elect, Immediate Past Chairman, Treasurer, Secretary and other persons deemed necessary by the Board.

8.2 **Duties.** The Executive Committee shall provide guidance to the Executive Director in the management of the Corporation in the interval between meetings of the Board, subject to the control and direction of the Board. The Board may, by a sixty percent (60%) majority of a quorum of Directors, vote to empower the Executive Committee to exercise the powers of the Board of Directors. However, the Board may limit such authority by vote of a majority of the total number of Directors at any time. Authority of the Executive Committee shall not extend to the power to adopt, amend or repeal these Bylaws or Certificate of Incorporation or to any authority where action of the Board of Directors is required by law. In addition, the Executive Committee shall not have the power to create or amend the budget or create or amend the financial policies of the organization. The Executive Committee shall meet as determined by the Board of Directors or as requested by the Executive Director.

The Executive Committee shall report any and all action taken by the committee to the Board at the Board's next scheduled meeting. The Executive Committee shall keep regular minutes of its proceedings and file such minutes with the corporate records.

8.3 **Notice.** The Executive Committee is subject to the notice requirements set forth in Section 5.4 of Article V.

8.4 **Quorum.** A majority of the members of the Executive Committee shall constitute a quorum.

8.5 **Voting.** Each member present shall have one (1) vote with the exception of the Executive Director who shall act as a non-voting, ex officio member of the Committee. Proxies may not be used.

8.6 **Removal.** A majority vote of the Directors may remove any member of the Executive Committee with or without cause at any annual, regular or specially called meeting. A majority vote of the total number of Directors may dissolve the Executive Committee at any time with or without cause at any annual, regular or specially called meeting.

8.7 **Vacancies.** Vacancies shall be filled by the newly elected officer or by an officer appointed in accordance with Section 6.5 of Article VI.

IX Indemnification and Insurance

9.1 **Indemnification.** The Directors shall not be personally liable for the debts, liabilities or other obligations of the Corporation. The Directors and Officers of the Corporation shall be indemnified by the Corporation to the fullest extent permissible under the laws of the state of incorporation.

The Corporation may 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 Corporation) by reason of the fact that he/she is or was a Director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise or as a member of any committee or similar body, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action and proceeding, had no reasonable cause to believe 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 create, of itself, a presumption that the person did not act in good faith and in a manner which he/she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, that he/she had reasonable cause to believe that his conduct was lawful, except that the Corporation shall make no indemnification in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable to the Corporation 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 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.

The Corporation shall indemnify a Director, officer, employee or agent upon a determination that the Director, officer, employee or agent has met the applicable standard of conduct. One of the following shall make the determination: the Board, by a majority vote of a quorum of the Directors not a party to the action, suit or proceeding; or, absent a quorum, at the direction of legal counsel, or other written opinion; or, upon an order of a court having competent jurisdiction.

Notwithstanding the other provisions of Section 9.1 of Article IX, to the extent that a Director, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in these bylaws, or in defense of any claim, issue or matter therein, the Corporation shall indemnify him against expenses (including attorney's fees) which he/she actually and reasonably incurred in the connection therewith.

The Corporation may pay expenses incurred in defending an action or proceeding in advance of the final disposition of such action or proceeding upon delivery to the Board of an undertaking of the indemnity to repay such amount, if the

Corporation ultimately determines that it should indemnify him pursuant to the provision of this Section 9.1 of Article IX.

9.2 Insurance. Upon resolution passed by the Board, the Corporation may purchase and maintain insurance and/or indemnity bonds on behalf of any person who is or was a Director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another Corporation or enterprise or as a member of any committee or similar body, against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the Corporation would have the power to indemnify him/her against such liability under the provision of these bylaws, Certificate of Incorporation or provisions of law.

The Board shall determine if and when other insurance, including but not limited to property, casualty and general liability, is needed and acquire such insurance if so deemed.

X Conflict of Interest

10.1 Purpose. The purpose of the conflict of interest policy is to protect the tax-exempt status of this Corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Officer or Director of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interests applicable to nonprofit and charitable organizations.

10.2 Definitions. Interested Person: any Director, Officer, or member of a committee with board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person. If a person is an interested person with respect to any entity in which the Corporation is a part or has a close connection with, he/she is an interested person.

Financial Interest: A person has a financial interest if the person has, directly or indirectly, through business, investment or family: (a) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement, (b) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement or, (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors which are not insubstantial. A financial interest is not necessarily a conflict of interest. Under this article, a person who has a financial interest may have a conflict of interest if the board or applicable committee determines that a conflict of interest exists.

10.3 Procedures. Duty to Disclose: In connection with any actual or possible

conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Directors and members of committees with board delegated powers considering the proposed transaction or arrangement.

Determining Whether a Conflict of Interest Exists: After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board of Directors or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Procedures for Addressing the Conflict of Interest: (a) An interested person may make a presentation at the Board of Directors or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest. (b) The Chairman of the Board of Directors or Chairperson of the committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. (c) After exercising due diligence, the Board of Directors or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. (d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors or committee shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

Violations of the Conflicts of Interest Policy: (a) If the Board of Directors or committee has reasonable cause to believe a Director or member has failed to disclose actual or possible conflicts of interest, it shall inform the Director or member of the basis for such belief and afford the Director or member an opportunity to explain the alleged failure to disclose. (b) If, after hearing the Director's or member's response and after making further investigation as warranted by the circumstances, the Board of Directors or committee determines the Director or member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

10.4 Records of Proceedings. The minutes of the Board of Directors and all committees with board delegated powers shall contain: (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Directors' or committee's decision as to whether a conflict of interest in fact existed. (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

10.5 Compensation. (a) A voting member of the Board of Directors who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation. (b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation. (c) No voting member of the Board of Directors or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

10.6 Annual Statements. Each Director, Officer and member of a committee with board delegated powers shall annually sign a statement which affirms such person: (a) Has received a copy of the conflicts of interest policy, (b) Has read and understands the policy, (c) Has agreed to comply with the policy, and (d) Understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

10.7 Periodic Reviews. To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects: (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining and (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

10.8 Use of Outside Advisors. When conducting the periodic reviews as provided for in this Article X, the Corporation may, but need not, use outside advisors. If outside advisors are used, their use shall not relieve the Board of Directors of its responsibility for ensuring periodic reviews are conducted.

XI Miscellaneous

11.1 Directors as Members. The Directors as established in Section 4.2 of Article IV shall be considered the members of the Corporation. Honorary Board Members and Advisory Council Members shall not be considered members of the Corporation and are not entitled to voting rights or other benefits established by these Bylaws. The Board may establish a fundraising plan which allows for dues paying members but such dues paying members shall not be considered members of the Corporation or receive any voting rights or other benefits established by the Bylaws.

11.2 Fiscal Year. The fiscal year of the Corporation shall begin of the first day of July and end on the last day of June.

11.3 Dissolution. In the event of the dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future federal tax code. Upon inaction of the Board to adequately dispose of the assets upon dissolution, such assets shall be disposed of by a Court of Competent Jurisdiction in Cleveland County. Dissolution of the Corporation requires a two-thirds (2/3) vote of the total number of elected and serving Directors.

11.4 Private Inurement. The Corporation is not formed for pecuniary or financial gain. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its Directors or Officers or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation. The Corporation shall have no capital stock and shall not be authorized to issue capital stock.

11.5 Private Foundation Status. In any taxable year in which the Corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the Corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4921(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

11.6 Construction and Terms. If there is any conflict between the provisions of these Bylaws and the Certificate of Incorporation of the Corporation, the provision of the Certificate of Incorporation shall govern. Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding. All references in these Bylaws to a Section or Sections of the Internal Revenue Code shall be to such Sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code. These Bylaws replace all prior Bylaws. Therefore, if there is any conflict between the provisions of these Bylaws and any prior adopted Bylaws these Bylaws shall govern. If there is any conflict between the provisions of these Bylaws and any internal policies and procedures, the provisions of these Bylaws shall govern. However, internal policies and procedures approved by the Board of Directors may allow for

additional or more stringent requirements to be placed on the Directors, Officers, Executive Director and/or committee members.

11.7 Amendments. These Bylaws may be amended, restated or repealed by the affirmative vote of sixty percent (60%) of a quorum of Directors at any annual, regular or special meeting of the Directors with notice of a change in the Bylaws contained in the notice of the meeting.

THESE AMENDED AND RESTATED BYLAWS OF NORMAN REGIONAL HEALTH FOUNDATION WERE ADOPTED by the Directors of the Corporation effective as of the _____ day of _____, 2010.

Susan Gladhill, Chairman

Andy Paden, Chairman-Elect

H. Rainey Powell, Secretary/Treasurer

**I AFFIRM THAT I HAVE READ AND VOTED IN FAVOR OF THESE
AMENDED AND RESTATED BYLAWS OF NORMAN REGIONAL HEALTH
FOUNDATION dated the _____ day of _____, 2010.**

NAME, Director

Power of Attorney and Declaration of Representative

► Type or print. ► See the separate instructions.

OMB No 1545-0150

For IRS Use Only

Received by

Name

Telephone

Function

Date

Part 1 Power of Attorney

Caution: Form 2848 will not be honored for any purpose other than representation before the IRS

1 Taxpayer information. Taxpayer(s) must sign and date this form on page 2, line 9

Taxpayer name(s) and address

NORMAN REGIONAL HOSPITAL FOUNDATION
P O BOX 1665
NORMAN, OK 73070

Social security number(s)

Employer identification
number

73-1203942

Plan number (if applicable)

Daytime telephone number

hereby appoint(s) the following representative(s) as attorney(s)-in-fact

2 Representative(s) must sign and date this form on page 2, Part II

Name and address

JANICE L. GRAY
629 24TH AVE SW
NORMAN, OK 73069

CAF No 7805-07644R

Telephone No 405-360-5533

Fax No 405-364-3771

Check if new Address ☐ Telephone No ☐ FAX No ☐

Name and address

C. JANESE COX
629 24TH AVE SW
NORMAN, OK 73069

CAF No 4005-77079R

Telephone No 405-360-5533

Fax No 405-364-3771

Check if new Address ☐ Telephone No ☐ FAX No ☐

Name and address

RALPH E. BLODGETT (TED)
629 24TH AVE SW
NORMAN, OK 73069

CAF No 7806-00365R

Telephone No 405-360-5533

Fax No 405-364-3771

Check if new Address ☐ Telephone No ☐ FAX No ☐

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters

3 Tax matters

| Type of Tax (Income, Employment, Excise, etc.) or Civil Penalty (see the instructions for line 3) | Tax Form Number (1040, 941, 720, etc.) | Year(s) or Period(s) (see the instructions for line 3) |
|--|---|---|
| INCOME | 990 | 2009 |
| | | |
| | | |

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box See the instructions for Line 4. Specific uses not recorded on CAF ☐

5 Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative or add additional representatives, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information.

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See **Unenrolled Return Preparer** on page 1 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 103(d) of Treasury Department Circular No. 230 (Circular 230). An enrolled retirement plan administrator may only represent taxpayers to the extent provided in section 103(e) of Circular 230. See the line 5 instructions for restrictions on tax matters partners. In most cases, the student practitioner's (levels k and l) authority is limited (for example, they may only practice under the supervision of another practitioner).

List any specific additions or deletions to the acts otherwise authorized in this power of attorney _____

6 Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH**, refund checks, initial here _____ and list the name of that representative below

Name of representative to receive refund check(s) ►

For Privacy Act and Paperwork Reduction Notice, see page 4 of the instructions.

Form **2848** (Rev 6-2008)

7 Notices and communications. Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2

- a** If you also want the second representative listed to receive a copy of notices and communications, check this box ☐
- b** If you do not want any notices or communications sent to your representative(s), check this box ☐

8 Retention/revocation of prior power(s) of attorney. The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here ☐

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

9 Signature of taxpayer(s). If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

► **IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.**

✓ Kathleen M Drummond ✓ 11-15-2010 ✓ Vice President
 Signature Date Title (if applicable)

✓ Kathleen M Drummond ☐ ☐ ☐ ☐ ☐
 Print Name PIN Number Print name of taxpayer from line 1 if other than individual

 Signature Date Title (if applicable)

 Print Name PIN Number

Part II Declaration of Representative

Caution: Students with a special order to represent taxpayers in qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program (levels k and l), see the instructions for Part II

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Circular 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
 - a Attorney - a member in good standing of the bar of the highest court of the jurisdiction shown below
 - b Certified Public Accountant - duly qualified to practice as a certified public accountant in the jurisdiction shown below
 - c Enrolled Agent - enrolled as an agent under the requirements of Circular 230.
 - d Officer - a bona fide officer of the taxpayer's organization.
 - e Full-Time Employee - a full-time employee of the taxpayer.
 - f Family Member - a member of the taxpayer's immediate family (for example, spouse, parent, child, brother, or sister).
 - g Enrolled Actuary - enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Internal Revenue Service is limited by section 10 3(d) of Circular 230).
 - h Unenrolled Return Preparer - the authority to practice before the Internal Revenue Service is limited by Circular 230, section 10 7(c)(1)(viii). You must have prepared the return in question and the return must be under examination by the IRS. See **Unenrolled Return Preparer** on page 1 of the instructions
 - k Student Attorney - student who receives permission to practice before the IRS by virtue of their status as a law student under section 10 7(d) of Circular 230
 - l Student CPA - student who receives permission to practice before the IRS by virtue of their status as a CPA student under section 10 7(d) of Circular 230
 - r Enrolled Retirement Plan Agent - enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10 3(e))

► **IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED.** See the Part II instructions.

| Designation - Insert above letter (a-r) | Jurisdiction (state) or identification | Signature | Date |
|---|--|-----------------------|------|
| B | OKLA. #5706 | <u>Janice L Gray</u> | |
| B | OKLA. #15176-R | <u>C. J. J. J. J.</u> | |
| B | OKLA. #11964 | <u>R. J. J. J.</u> | |