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Form 990

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except 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

2010

Open to Public Inspection

A For the 2010 calendar year, or tax year beginning 07-01-2010 and ending 06-30-2011

B Check if applicable

☐ Address change

☐ Name change

☐ Initial return

☐ Terminated

☐ Amended return

☐ Application pending

C Name of organization

St Mary's Regional Health Center

Doing Business As

Essentia Health St Mary's-

Number and street (or P O box if mail is not delivered to street address)

1027 Washington Ave

Room/suite

City or town, state or country, and ZIP + 4

Detroit Lakes, MN 56501

F Name and address of principal officer

Thomas Thompson

1027 Washington Ave

Detroit Lakes, MN 56501

H(a) Is this a group return for affiliates?

☐ Yes

☒ No

H(b) Are all affiliates included?

☐ Yes

☐ No

If "No," attach a list (see instructions)

H(c) Group exemption number

0928

I Tax-exempt status

☒ 501(c)(3)

☐ 501(c) ()

☐ (Insert no)

☐ 4947(a)(1) or

☐ 527

J Website:

www.essentiahealth.org

K Form of organization

☒ Corporation

☐ Trust

☐ Association

☐ Other

L Year of formation

1988

M State of legal domicile

MN

Part I Summary		
Activities & Governance	1 Briefly describe the organization's mission or most significant activities	
	We are called to serve our community by providing exceptional health care for life	
	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)	310
	4 Number of independent voting members of the governing body (Part VI, line 1b)	48
	5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5850
Revenue	6 Total number of volunteers (estimate if necessary)	6180
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a0
	7b Net unrelated business taxable income from Form 990-T, line 34	7b0
	8 Contributions and grants (Part VIII, line 1h)	Prior Year85,967Current Year446,984
	9 Program service revenue (Part VIII, line 2g)	65,184,96070,344,324
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	-678,667750,432
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	386,029397,644
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	64,978,28971,939,384
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	00
	14 Benefits paid to or for members (Part IX, column (A), line 4)	00
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	37,006,95339,874,661
	16a Professional fundraising fees (Part IX, column (A), line 11e)	00
	16b Total fundraising expenses (Part IX, column (D), line 25) <input type="checkbox"/> 0	
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f)	27,677,92529,777,281
	18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	64,684,87869,651,942
	19 Revenue less expenses Subtract line 18 from line 12	293,4112,287,442
Net Assets or Fund Balances		Beginning of Current YearEnd of Year
	20 Total assets (Part X, line 16)	98,017,38598,908,227
	21 Total liabilities (Part X, line 26)	69,103,79065,364,227
	22 Net assets or fund balances Subtract line 21 from line 20	28,913,59533,544,000

Part II Signature Block

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

Sign Here

Signature of officer

Ryan Hill CFO

Type or print name and title

2012-05-03

Date

Print/Type preparer's name

Firm's name

Firm's address

Preparer's signature

Date

Check if self-employed

PTIN

Firm's EIN

Phone no

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

☐ Yes

☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form 990 (2010)

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1

Briefly describe the organization's mission

WE ARE CALLED TO SERVE OUR COMMUNITY BY PROVIDING EXCEPTIONAL HEALTH CARE FOR LIFE

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 \$ 52,681,164 including grants of \$) (Revenue \$ 61,163,109)
See Schedule O

4b

(Code) (Expenses \$ 6,700,938 including grants of \$) (Revenue \$ 7,346,423)
See Schedule O

4c

(Code) (Expenses \$ 1,573,586 including grants of \$) (Revenue \$ 1,834,992)
See Schedule O

4d

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



















4e

Total program service expenses \$ 60,955,688

Form 990 (2010)

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)? <i>If "Yes," complete Schedule A.</i> 	1	Yes
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instruction)? 	2	Yes
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I.</i> 	3	No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II.</i> 	4	Yes
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III.</i>	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? <i>If "Yes," complete Schedule D, Part I.</i> 	6	No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II.</i> 	7	No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III.</i> 	8	No
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? <i>If "Yes," complete Schedule D, Part IV.</i> 	9	No
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V.</i> 	10	No
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i> 	11a	Yes
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i> 	11b	Yes
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i> 	11c	No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i> 	11d	No
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i> 	11e	Yes
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i> 	11f	Yes
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i> 	12a	No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i> 	12b	Yes
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i>	13	No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
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? <i>If "Yes," complete Schedule F, Parts I and IV.</i>	14b	No
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 U S ? <i>If "Yes," complete Schedule F, Parts II and IV.</i>	15	No
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 U S ? <i>If "Yes," complete Schedule F, Parts III and IV.</i>	16	No
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? <i>If "Yes," complete Schedule G, Part I (see instructions).</i>	17	No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II.</i>	18	No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III.</i>	19	No
20a	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H.</i> 	20a	Yes
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? Note. Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions).	20b	Yes

Part IV

Checklist of Required Schedules (continued)

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>	21		No
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>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 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>	23	Yes	
24a	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–24d and complete Schedule K. If "No," go to line 25</i>	24a	Yes	
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
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?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	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>	25a		No
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>	25b		No
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>	26		No
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>	27		No
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>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b	Yes	
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29		No
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>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
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>	32		No
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>	33		No
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>	34	Yes	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)?	35	Yes	
a	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
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>	36		No
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>	37		No
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	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance				
Check if Schedule O contains a response to any question in this Part V <input type="checkbox"/>				
			Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a	19	
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0	
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes	
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	850	
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	Yes	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).				
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		No
b	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		No
b	If "Yes," enter the name of the foreign country: See instructions for 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		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	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		No
b	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).				
a	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		No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		No
d	If "Yes," indicate the number of Forms 8282 filed during the year.	7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	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.				
a	Did the organization make any taxable distributions under section 4966?	9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter				
a	Initiation fees and capital contributions included on Part VIII, line 12.	10a		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b		
11 Section 501(c)(12) organizations. Enter				
a	Gross income from members or shareholders.	11a		
b	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?				
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.				
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b		
c	Enter the amount of reserves on hand.	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?				
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14a		No
14b				

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.
Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management			Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a10		
b	Enter the number of voting members included in line 1a, above, who are independent	1b8		
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	Yes	
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		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	Yes	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5		No
6	Does the organization have members or stockholders?	6	Yes	
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	Yes	
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
a	The governing body?	8a	Yes	
b	Each committee with authority to act on behalf of the governing body?	8b	Yes	
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	9		No

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		No
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		
11a	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes	
b	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	Yes	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
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	Yes	
13	Does the organization have a written whistleblower policy?	13	Yes	
14	Does the organization have a written document retention and destruction policy?	14	Yes	
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	Yes	
b	Other officers or key employees of the organization	15b	Yes	
	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		No
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▶MN
18	Section 6104 requires an organization to make its Form 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. <input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> 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. See Additional Data Table.
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶ RYAN HILL 1027 WASHINGTON AVE Detroit Lakes, MN 56501 (218) 847-0852

Part VII

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

Check if Schedule O contains a response to any question in this Part VII

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

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, 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 neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(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			
(1) Cyndi Anderson Board Vice Chair	5 0	X		X				0	0	0
(2) Bruce Hein Board Treasurer	5 0	X		X				0	0	0
(3) Rhoda Hooper Board Director	5 0	X						0	0	0
(4) Laurie Lewandowski Board Secretary	5 0	X		X				0	900	0
(5) Daniel McGinty Board Director	60 0	X						0	499,207	131,505
(6) Sister Pauline Micke Board Director	5 0	X						0	0	0
(7) Paul Nistler Board Chair	5 0	X		X				0	0	0
(8) Lois Solheim Board Director	5 0	X						0	0	0
(9) Sister Luella Wegscheid Board DIRECTOR	5 0	X						0	0	0
(10) George Portilla MD Board Director	40 0	X						0	473,443	38,729
(11) Robert Koshnick MD Board Director	40 0	X						0	218,345	30,380
(12) JIM ANDERSON BOARD CHAIR	5 0	X		X				0	3,000	0
(13) Iaverne moltzan board director	1 0	X						0	0	0
(14) Abigail Ring MD Chief Medical Officer	60 0			X				0	303,369	37,380
(15) Thomas Thompson CHIEF EXECUTIVE OFFICER	60 0			X				0	413,626	99,111
(16) Ryan Hill Chief Financial Officer	60 0			X				163,270	34,362	27,743

Part VII

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(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			
(17) RICHARD MARTIN MD CHIEF OF STAFF	40 0				X			253,755	0	32,486
(18) Jean Evans Senior Administrator	40 0					X		150,825	0	8,945
(19) Mark Lindquist MD Physician	40 0					X		197,534	0	25,617
(20) Carl Kaster MD Physician	40 0					X		240,681	0	15,508
(21) Wendy Stephens MD Physician	40 0					X		128,699	0	22,961
(22) TIMOTHY WALKER PHARMACY MANAGER	40 0					X		136,090	0	17,207
(23) James Chnstensen MD Senior Administrative Leader	40 0						X	362,471	0	38,729
(24) Bradley Refsland MD Senior Administrative Leader	40 0						X	0	182,877	26,603
(25) Chrsty Brinkmann Nursing Home Administrator	40 0						X	117,110	0	13,693
1b Sub-Total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)								1,750,435	2,129,129	566,597

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▶11

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3 Yes	
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? <i>If "Yes," complete Schedule J for such individual</i>	4 Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1

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

(A) Name and business address	(B) Description of services	(C) Compensation
OLAF ANDERSON GENERAL PO BOX 2766 FARGO, ND 581082766	Construction	3,097,559
KRAUS-ANDERSON CONSRUCTION CO 206 BELTRAMI AVENUE BEMIDJI, MN 56601	CONSTRUCTION	2,342,105
HAMMEL GREEN ABRAHAMSON INC 701 WASHINGTON AVE N MINNEAPOLIS, MN 554011180	Construction	962,358
SISU MEDICAL SYSTEMS 5 WEST FIRST STREET SUITE 200 DULUTH, MN 55802	SOFTWARE SUPPORT	698,561
GRANT'S MECHANICAL INC PO Box 7128 FARGO, ND 581067128	CONSTRUCTION	519,647
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 ▶16		

Part VIII

Statement of Revenue

			(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				
	d	Related organizations	1d	297,154			
	e	Government grants (contributions)	1e	14,107			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	135,723			
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		446,984			
	Program Service Revenue	2a	Business Code				
		HOSPITAL/CLINIC SERVICES		621110	61,162,909	61,162,909	
b		NURSING CENTER SERVICES		623000	7,346,423	7,346,423	
c		ASSISTED & INDEPENDENT LIVING SERVICES		623000	1,834,992	1,834,992	
d							
e							
f		All other program service revenue					
g		Total. Add lines 2a-2f		70,344,324			
Other Revenue		3	Investment income (including dividends, interest and other similar amounts)			413,263	
	4	Income from investment of tax-exempt bond proceeds . . .			0		
	5	Royalties			0		
	6a	Gross Rents	(i) Real	(ii) Personal			
	b	Less rental expenses	200				
	c	Rental income or (loss)					
	d	Net rental income or (loss)	200		200		
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
	b	Less cost or other basis and sales expenses		11,000			
	c	Gain or (loss)	-925,814	599,645			
	d	Net gain or (loss)	925,814	-588,645	337,169		337,169
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
	b	Less direct expenses	b				
	c	Net income or (loss) from fundraising events . . .			0		
	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	CAFETERIA & VENDING SALES	722210	141,125			141,125	
b	LIFELINE EMERGENCY ALARMS	621610	79,401			79,401	
c	INFORMATION SYSTEMS REBATE	900099	33,071			33,071	
d	All other revenue		143,847			143,847	
e	Total. Add lines 11a-11d		397,444				
12	Total revenue. See Instructions		71,939,384	70,344,524	0	1,147,876	

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 U S See Part IV, line 21	0			
2	Grants and other assistance to individuals in the U S See Part IV, line 22	0			
3	Grants and other assistance to governments, organizations, and individuals outside the U S 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	230,087		230,087	
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	32,187,601	29,425,050	2,762,551	
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	993,890	885,537	108,353	
9	Other employee benefits	3,313,234	3,027,693	285,541	
10	Payroll taxes	3,149,849	2,837,980	311,869	
a	Fees for services (non-employees) Management	0			
b	Legal	16,024		16,024	
c	Accounting	27,313		27,313	
d	Lobbying	595		595	
e	Professional fundraising services See Part IV, line 17	0			
f	Investment management fees	104,388		104,388	
g	Other	6,058,143	3,428,043	2,630,100	
12	Advertising and promotion	231,459	230,498	961	
13	Office expenses	9,334,769	8,912,274	422,495	
14	Information technology	799,566	22,886	776,680	
15	Royalties	0			
16	Occupancy	1,354,924	785,856	569,068	
17	Travel	154,288	80,390	73,898	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	80,953	71,679	9,274	
20	Interest	1,556,290	1,556,290		
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	3,331,424	3,331,424		
23	Insurance	1,009,829	1,009,829		
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	PROVISION FOR UNCOLLECTIBLE AC	3,047,336	3,047,336		
b	REPAIRS & MAINTENANCE	760,518	739,040	21,478	
c	MINNESOTA CARE TAX	711,517	711,517		
d	MEDICAL CARE SURCHARGE	607,817	607,817		
e	ALL OTHER EXPENSES	590,128	244,549	345,579	
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	69,651,942	60,955,688	8,696,254	0
26	Joint costs. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720) 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)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing			5,313,335	1	1,790,903
	2	Savings and temporary cash investments			2,332,860	2	9,397
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net			10,323,046	4	8,761,771
	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)), persons described in section 4958(c)(3)(B), and contributing employers, and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Schedule L				6	
	7	Notes and loans receivable, net			16,839	7	0
	8	Inventories for sale or use			1,566,140	8	1,585,788
	9	Prepaid expenses and deferred charges			129,753	9	198,942
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.	10a	85,922,867			
	b	Less: accumulated depreciation	10b	29,089,647	46,950,219	10c	56,833,220
	11	Investments—publicly traded securities			10,576,953	11	4,833,789
	12	Investments—other securities. See Part IV, line 11			16,839,262	12	19,689,000
	13	Investments—program-related. See Part IV, line 11			3,094,391	13	4,234,506
	14	Intangible assets				14	
	15	Other assets. See Part IV, line 11			874,587	15	970,911
16	Total assets. Add lines 1 through 15 (must equal line 34)			98,017,385	16	98,908,227	
Liabilities	17	Accounts payable and accrued expenses			4,646,899	17	5,519,224
	18	Grants payable				18	
	19	Deferred revenue				19	
	20	Tax-exempt bond liabilities			45,730,928	20	56,069,451
	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			14,253,648	23	0
	24	Unsecured notes and loans payable to unrelated third parties			0	24	0
	25	Other liabilities. Complete Part X of Schedule D			4,472,315	25	3,775,552
	26	Total liabilities. Add lines 17 through 25			69,103,790	26	65,364,227
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			28,913,595	27	33,544,000
	28	Temporarily restricted net assets			0	28	
	29	Permanently restricted net assets				29	
	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			28,913,595	33	33,544,000
34	Total liabilities and net assets/fund balances			98,017,385	34	98,908,227	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	71,939,384
2	Total expenses (must equal Part IX, column (A), line 25)	2	69,651,942
3	Revenue less expenses Subtract line 2 from line 1	3	2,287,442
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	28,913,595
5	Other changes in net assets or fund balances (explain in Schedule O)	5	2,342,963
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	33,544,000

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		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?		No
b	Were the organization's financial statements audited by an independent accountant?	Yes	
c	If "Yes," to 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	Yes	
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 separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated 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?		No
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		

SCHEDULE A
(Form 990 or 990EZ)

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

2010

Open to Public Inspection

Name of the organization
St Mary's Regional Health Center

Employer identification number
41-1620386

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 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)		
11g(ii)		
11g(iii)		

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

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 or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(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) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(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 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
14 Public Support Percentage for 2010 (line 6 column (f) divided by line 11 column (f))	14	
15 Public Support Percentage for 2009 Schedule A, Part II, line 14	15	
16a 33 1/3% support test—2010. 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—2009. If the organization did not check the 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—2010. 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—2009. 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 or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11 and 12.)						
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
15 Public Support Percentage for 2010 (line 8 column (f) divided by line 13 column (f))	15	
16 Public support percentage from 2009 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2010 (line 10c column (f) divided by line 13 column (f))	17	
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2010. 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—2009. 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. Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ **Complete if the organization is described below.**
▶ **Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.**

OMB No 1545-0047

2010

Open to Public Inspection

If the organization answered “Yes,” to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered “Yes,” to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered “Yes,” to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35a (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization St Mary's Regional Health Center	Employer identification number 41-1620386
--	--

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1	Provide a description of the organization’s direct and indirect political campaign activities in Part IV	
2	Political expenditures	▶ \$ _____
3	Volunteer hours	_____

Part I-B Complete if the organization is exempt under section 501(c)(3).

1	Enter the amount of any excise tax incurred by the organization under section 4955	▶ \$ _____
2	Enter the amount of any excise tax incurred by organization managers under section 4955	▶ \$ _____
3	If the organization incurred a section 4955 tax, did it file Form 4720 for this year?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4a	Was a correction made?	<input type="checkbox"/> Yes <input type="checkbox"/> No
b	If "Yes," describe in Part IV	

Part I-C Complete if the organization is exempt under section 501(c) except section 501(c)(3).

1	Enter the amount directly expended by the filing organization for section 527 exempt function activities	▶ \$ _____
2	Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt funtion activities	▶ \$ _____
3	Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b	▶ \$ _____
4	Did the filing organization file Form 1120-POL for this year?	<input type="checkbox"/> Yes <input type="checkbox"/> No
5	Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization’s funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV	

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-

Part II-A

Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A

Check

☐

if the filing organization belongs to an affiliated group

B

Check

☐

if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing Organization's Totals	(b) Affiliated Group Totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)															
c Total lobbying expenditures (add lines 1a and 1b)															
d Other exempt purpose expenditures															
e Total exempt purpose expenditures (add lines 1c and 1d)															
f Lobbying nontaxable amount Enter the amount from the following table in both columns															
<table><tr><td>If the amount on line 1e, column (a) or (b) is:</td><td>The lobbying nontaxable amount is:</td></tr><tr><td>Not over \$500,000</td><td>20% of the amount on line 1e</td></tr><tr><td>Over \$500,000 but not over \$1,000,000</td><td>\$100,000 plus 15% of the excess over \$500,000</td></tr><tr><td>Over \$1,000,000 but not over \$1,500,000</td><td>\$175,000 plus 10% of the excess over \$1,000,000</td></tr><tr><td>Over \$1,500,000 but not over \$17,000,000</td><td>\$225,000 plus 5% of the excess over \$1,500,000</td></tr><tr><td>Over \$17,000,000</td><td>\$1,000,000</td></tr></table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
g Grassroots nontaxable amount (enter 25% of line 1f)															
h Subtract line 1g from line 1a If zero or less, enter -0-															
i Subtract line 1f from line 1c If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes	<input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) Total
2a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots non-taxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B

Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

		(a)		(b)
		Yes	No	Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
	a Volunteers?		No	
	b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		No	
	c Media advertisements?		No	
	d Mailings to members, legislators, or the public?		No	
	e Publications, or published or broadcast statements?		No	
	f Grants to other organizations for lobbying purposes?		No	
	g Direct contact with legislators, their staffs, government officials, or a legislative body?		No	
	h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		No	
	i Other activities? If "Yes," describe in Part IV	Yes		595
j Total lines 1c through 1i				595
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No	
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?		No	

Part III-A

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	1		
2	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2		
3	Did the organization agree to carryover lobbying and political expenditures from the prior year?	3		

Part III-B

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, lines 1 and 2 are answered "No" OR if Part III-A, line 3 is answered "Yes".

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) non-deductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV

Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, and Part II-B, line 1i. Also, complete this part for any additional information.

Identifier	Return Reference	Explanation
Schedule C, Part 11-B		ESSENTIA HEALTH ST MARY'S-DETROIT LAKES PAYS DUES TO CERTAIN ORGANIZATIONS RELATED TO THE INDUSTRY WHICH HAVE LOBBYING EXPENSES. THE AMOUNT LISTED IS THE PERCENTAGE OF THE DUES PAID THAT WERE USED FOR LOBBYING.

SCHEDULE D

(Form 990)

Department of the Treasury
Internal Revenue Service

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

2010

Open to Public Inspection

Name of the organization
St Mary's Regional Health Center

Employer identification number

41-1620386

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?	
	<div><input type="checkbox"/> Yes</div> <div><input type="checkbox"/> No</div>	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may 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	
	<div><input type="checkbox"/> Yes</div> <div><input type="checkbox"/> No</div>	

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)											
	<div><input type="checkbox"/> Preservation of land for public use (e g , recreation or pleasure)</div> <div><input type="checkbox"/> Protection of natural habitat</div> <div><input type="checkbox"/> Preservation of open space</div>	<div><input type="checkbox"/> Preservation of an historically importantly land area</div> <div><input type="checkbox"/> Preservation of a certified historic structure</div>										
2	Complete lines 2a–2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year											
		<table><tr><td></td><td>Held at the End of the Year</td></tr><tr><td>a</td><td>Total number of conservation easements</td></tr><tr><td>b</td><td>Total acreage restricted by conservation easements</td></tr><tr><td>c</td><td>Number of conservation easements on a certified historic structure included in (a)</td></tr><tr><td>d</td><td>Number of conservation easements included in (c) acquired after 8/17/06</td></tr></table>		Held at the End of the Year	a	Total number of conservation easements	b	Total acreage restricted by conservation easements	c	Number of conservation easements on a certified historic structure included in (a)	d	Number of conservation easements included in (c) acquired after 8/17/06
	Held at the End of the Year											
a	Total number of conservation easements											
b	Total acreage restricted by conservation easements											
c	Number of conservation easements on a certified historic structure included in (a)											
d	Number of conservation easements included in (c) acquired after 8/17/06											
3	Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable 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?											
	<div><input type="checkbox"/> Yes</div> <div><input type="checkbox"/> No</div>											
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)?											
	<div><input type="checkbox"/> Yes</div> <div><input type="checkbox"/> No</div>											
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 accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a

☐

Public exhibition

b

☐

Scholarly research

c

☐

Preservation for future generations

d

☐

Loan or exchange programs

e

☐

Other

4

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

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance

	Amount
1c	
1d	
1e	
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 the 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				
b	Contributions				
c	Investment earnings or losses				
d	Grants or scholarships				
e	Other expenditures for facilities and programs				
f	Administrative expenses				
g	End of year balance				

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶

b

Permanent endowment ▶

c

Term endowment ▶

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

b

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

	Yes	No
3a(i)		
3a(ii)		
3b		

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		4,373,915		4,373,915
b Buildings		52,851,413	18,523,684	34,327,729
c Leasehold improvements				
d Equipment		13,498,654	10,205,281	3,293,373
e Other		15,198,885	360,680	14,838,205
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) ▶				56,833,222

Part XI

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	
4	Net unrealized gains (losses) on investments	4	
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 - 8	9	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	

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	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
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 should equal Form 990, Part I, line 12)	5	

Part XIII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
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 should equal Form 990, Part I, line 18)	5	

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, 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.

Identifier	Return Reference	Explanation
Schedule D, Part X		ASC 740 footnote. Essentia Health has adopted Accounting Standards Codification 740, Income Taxes (formerly known as FASB Interpretation No. 48 (FIN 48), Accounting for Uncertainty in Income Tax - an interpretation of FASB Statement No. 109, Accounting for Income Taxes). The adoption of this interpretation had no material impact on the consolidated financial statements and therefore, Essentia Health's consolidated financial statements for fiscal year ended June 30, 2011 no longer includes an ASC 740 footnote.

SCHEDULE H
(Form 990)

Department of the Treasury
Internal Revenue Service

Hospitals

▶ **Complete if the organization answered "Yes" to Form 990, Part IV, question 20.**
▶ **Attach to Form 990.** ▶ **See separate instructions.**

OMB No 1545-0047

2010

Open to Public
Inspection

Name of the organization
St Mary's Regional Health Center

Employer identification number
41-1620386

Part I

Financial Assistance and Certain Other Community Benefits at Cost

		Yes	No
1a	Did the organization have a financial assistance policy during the tax year? If "No," skip to question 6a	Yes	
b	If "Yes," is it a written policy?	Yes	
2	If the organization has multiple hospitals, indicate which of the following best describes application of the financial assistance policy to its various hospital facilities during the tax year <input checked="" type="checkbox"/> Applied uniformly to all hospitals <input type="checkbox"/> Applied uniformly to most hospitals <input type="checkbox"/> Generally tailored to individual hospitals		
3	Answer the following based on the the financial assistance eligibility criteria that applied to the largest number of the organization's patients during the tax year a Does the organization use Federal Poverty Guidelines (FPG) to determine eligibility for providing <i>free</i> care to low income individuals? If "Yes," indicate which of the following is the FPG family income limit for eligibility for free care <input type="checkbox"/> 100% <input type="checkbox"/> 150% <input type="checkbox"/> 200% <input type="checkbox"/> Other _____ % b Does the organization use FPG to determine eligibility for providing <i>discounted</i> care to low income individuals? If "Yes," indicate which of the following is the family income limit for eligibility for discounted care <input type="checkbox"/> 200% <input type="checkbox"/> 250% <input type="checkbox"/> 300% <input type="checkbox"/> 350% <input type="checkbox"/> 400% <input type="checkbox"/> Other _____ % c If the organization does not use FPG to determine eligibility, describe in Part VI the income based criteria for determining eligibility for free or discounted care Include in the description whether the organization uses an asset test or other threshold, regardless of income, to determine eligibility for free or discounted care 4 Did the organization's financial assistance policy that applied to the largest number of its patients during the tax year provide for free or discounted care to the "medically indigent"?		
5a	Did the organization budget amounts for free or discounted care provided under its financial assistance policy during the tax year?	Yes	
b	If "Yes," did the organization's financial assistance expenses exceed the budgeted amount?	Yes	
c	If "Yes" to line 5b, as a result of budget considerations, was the organization unable to provide free or discounted care to a patient who was eligible for free or discounted care?		No
6a	Does the organization prepare a community benefit report during the tax year?	Yes	
6b	If "Yes," did the organization make it available to the public? Complete the following table using the worksheets provided in the Schedule H instructions Do not submit these worksheets with the Schedule H	Yes	

7

Financial Assistance and Certain Other Community Benefits at Cost

Financial Assistance and Means-Tested Government Programs	(a) Number of activities or programs (optional)	(b) Persons served (optional)	(c) Total community benefit expense	(d) Direct offsetting revenue	(e) Net community benefit expense	(f) Percent of total expense
a Financial Assistance at cost (from Worksheets 1 and 2)		289	441,295	115,826	325,469	0 490 %
b Unreimbursed Medicaid (from Worksheet 3, column a)		0	15,018,671	9,843,500	5,175,171	7 770 %
c Unreimbursed costs—other means-tested government programs (from Worksheet 3, column b)		0	0	0	0	0 %
d Total Financial Assistance and Means-Tested Government Programs		289	15,459,966	9,959,326	5,500,640	8 260 %
Other Benefits						
e Community health improvement services and community benefit operations (from Worksheet 4)	23	5,896	149,724	260	149,464	0 220 %
f Health professions education (from Worksheet 5)	2	1	6,416	0	6,416	0 010 %
g Subsidized health services (from Worksheet 6)	3	757	19,443	45	19,398	0 030 %
h Research (from Worksheet 7)			0	0	0	0 %
i Cash and in-kind contributions to community groups (from Worksheet 8)	3	50	19,616	0	19,616	0 030 %
j Total Other Benefits	31	6,704	195,199	305	194,894	0 290 %
k Total. Add lines 7d and 7j	31	6,993	15,655,165	9,959,631	5,695,534	8 550 %

Part II

Community Building Activities during the tax year, and describe in Part VI how its community building activities during the tax year, and describe in Part VI how its community building activities promoted the health of the communities it serves.

	(a) Number of activities or programs (optional)	(b) Persons served (optional)	(c) Total community building expense	(d) Direct offsetting revenue	(e) Net community building expense	(f) Percent of total expense
1Physical improvements and housing			0	0	0	0 %
2Economic development			0	0	0	0 %
3Community support	2	3	1,347	0	1,347	0 %
4Environmental improvements			0	0	0	0 %
5Leadership development and training for community members			0	0	0	0 %
6Coalition building			0	0	0	0 %
7Community health improvement advocacy	1		2,395	0	2,395	0 %
8Workforce development			0	0	0	0 %
9Other			0	0	0	0 %
10Total	3	3	3,742	0	3,742	0 %

Part III

Bad Debt, Medicare, & Collection Practices

Section A. Bad Debt Expense

			Yes	No
1	Did the organization report bad debt expense in accordance with Healthcare Financial Management Association Statement No. 15?	1	Yes	
2	Enter the amount of the organization's bad debt expense (at cost)	2	1,487,102	
3	Enter the estimated amount of the organization's bad debt expense (at cost) attributable to patients eligible under the organization's financial assistance policy	3	18,000	
4	Provide in Part VI the text of the footnote to the organization's financial statements that describes bad debt expense. In addition, describe the costing methodology used in determining the amounts reported on lines 2 and 3, and rationale for including a portion of bad debt amounts as community benefit			

Section B. Medicare

5	Enter total revenue received from Medicare (including DSH and IME)	5	12,417,026	
6	Enter Medicare allowable costs of care relating to payments on line 5	6	14,906,752	
7	Subtract line 6 from line 5. This is the surplus or (shortfall)	7	-2,489,726	
8	Describe in Part VI the extent to which any shortfall reported in line 7 should be treated as community benefit. Also describe in Part VI the costing methodology or source used to determine the amount reported on line 6. Check the box that describes the method used: <input type="checkbox"/> Cost accounting system <input type="checkbox"/> Cost to charge ratio <input checked="" type="checkbox"/> Other			

Section C. Collection Practices

9a	Does the organization have a written debt collection policy?	9a	Yes	
9b	If "Yes," does the organization's collection policy contain provisions on the collection practices to be followed for patients who are known to qualify for charity care or financial assistance? Describe in Part VI	9b	Yes	

Part IV

Management Companies and Joint Ventures

(a) Name of entity	(b) Description of primary activity of entity	(c) Organization's profit % or stock ownership %	(d) Officers, directors, trustees, or key employees' profit % or stock ownership%	(e) Physicians' profit % or stock ownership %
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				

Section A. Hospital Facilities

How many hospital facilities did the organization operate during the tax year? 1

Schedule H (Form 990) 2010

Section C. Other Facilities That Are Not Licensed, Registered, or Similarly Recognized as a Hospital Facility

(list in order of size, measured by total revenue per facility, from largest to smallest)

How many non-hospital facilities did the organization operate during the tax year? 9

Name and address		Type of Facility (Describe)
1	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
2	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
3	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
4	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
5	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
6	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
7	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
8	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
9	ESSENTIA HEALTH STMARY'S DETROIT LAKES CLINIC 125 FRAZEE STREET E DETROIT LAKES, MN 56501	CLINIC
10		

Part VI Supplemental Information

Complete this part to provide the following information

- 1 **Required descriptions.** Provide the description required for Part I, lines 3c, 6a, and 7, Part II, Part III, lines 4, 8, and 9b, and Part V, Section B, lines 1j, 3, 4, 5c, 6i, 7, 11h, 13g, 15e, 16e, 17e, 18d, 19d, 20, and 21
- 2 **Needs assessment.** Describe how the organization assesses the health care needs of the communities it serves, in addition to any needs assessments reported in Part V, Section B
- 3 **Patient education of eligibility for assistance.** Describe how the organization informs and educates patients and persons who may be billed for patient care about their eligibility for assistance under federal, state, or local government programs or under the organization's financial assistance policy
- 4 **Community information.** Describe the community the organization serves, taking into account the geographic area and demographic constituents it serves
- 5 **Promotion of community health.** Provide any other information important to describing how the organization's hospital facilities or other health care facilities further its exempt purpose by promoting the health of the community (e g, open medical staff, community board, use of surplus funds, etc)
- 6 **Affiliated health care system.** If the organization is part of an affiliated health care system, describe the respective roles of the organization and its affiliates in promoting the health of the communities served
- 7 **State filing of community benefit report.** If applicable, identify all states with which the organization, or a related organization, files a community benefit report

Identifier	ReturnReference	Explanation
SCHEDULE H, PART VI, LINE 1		<p>Provide the description required for Part I, lines 3c, 6a, 7g, 7, column (f), 7, Part II, Part III, lines 4, 8, 9b, Part V, lines 1j, 3, 4, 5c, 6i, 7, 11h, 13g, 15e, 16e, 18c, 18d, 19d, 20, 21</p> <p>Part I, Line 3c The organization uses federal poverty guidelines</p> <p>Essentia Health St Mary's Detroit Lakes uses an income and asset test in conjunction with one another to determine a patient's eligibility under the financial assistance policy For every \$ 2,000 a household is over the federal poverty guidelines, the patient receives a point Then, for every \$2,500 of assets the patient has (excluding equity in their home), the patient receives a point The two point totals are summed and there is a sliding scale which determines the patient's discount A sum of 0 points results in free care Discounted care ends when a patient exceeds 21 points</p> <p>Part I, line 6a Essentia Health St Mary's Detroit Lake's community benefit information is consolidated into the Essentia Health community benefit information which is included in the Essentia Health annual report The annual report is made available to the public via the website at www.essentiahealth.org</p> <p>Essentia Health, headquartered in Duluth, Minn, is an integrated health system serving patients in Minnesota, Wisconsin, North Dakota and Idaho and is Essentia Health St Mary's Detroit Lake's parent corporation</p> <p>Part 1, line 7g Essentia Health St Mary's Detroit Lakes had subsidized health service costs attributable to a physician clinic amounting to \$19,398 These costs included space and staffing for a physician caring for patients with mental health problems</p> <p>Part I, line 7, column (f) Bad debt expense that was subtracted from total expense to obtain the % of community benefit to total expense amounted to \$3,047,336</p> <p>Part I, line 7 The cost to charge ratio derived from Worksheet 2, Ratio of Patient Care Cost-to-Charges was used to calculate the costs for the following community benefits Charity Care and Unreimbursed Medicaid Actual costs were used for the remainder of the community benefits reported</p> <p>Part II - Describe how the organization's community building activities, as reported in Part II, promote the health of the communities the organization serves</p> <p>Essentia Health St Mary's Detroit Lakes (EHSDL) Lactation Program - The Lactation Program includes education for MDs and nurses from both medical systems in our community, inpatient and outpatient lactation support, development of policies and protocols that support early initiation of breastfeeding, development of lactation friendly spaces throughout the EHSDL facilities to serve patients, employees, and community visitors We are offering prenatal lactation classes to the public An employee of Essentia Health St Mary's Detroit Lakes is on the board of directors for the Minnesota Home Care Association This organization represents the interests of home care agencies in the legislative arena, provides education to home care agencies so that they can uphold the highest standards of care, and spreads the word about home care to the public Their goal is to ensure that every Minnesotan in need of care who wants to stay at home has access to quality care-at home</p> <p>Part III, line 4 The costing methodology used to report bad debt expense at cost was the cost to charge ratio from Worksheet 2, Ratio of Patient Care Cost-to-Charges The rationale for using the Cost-to-Charge ratio is that it is the most efficient way to calculate bad debt at cost We believe this method materially represents the cost of bad debt</p> <p>Part III, line 4 Discounts and charity care are accounted for as reductions to revenue, where bad debts are accounted for as operating expenses Bad debt expense on patient accounts would be identified as any balance on the account, less any previous payments and discounts, that has aged and is absent of any payments If, during the collection process, it becomes known that the patient qualifies for charity care, the amounts included within bad debt expense would be reclassified to charity care (reduction of revenue)</p> <p>Part III, Line 4 In order to estimate the amount of charity care that could potentially be included in bad debt expense, the ratio of charity care to gross patient revenue was multiplied by the bad debt at cost to arrive at the estimated amount of \$18,000</p> <p>Part III, Line 4 Essentia Health St Mary's Detroit Lakes is a part of a larger organization, Essentia Health Essentia Health and its member organizations incorporate the full value of the cost of bad debt as a community benefit The rationale for the organization's opinion is similar to the rationale used by the American Hospital Association There are extensive administrative challenges of verifying income and assets to determine charity care eligibility There is also evidence that low-income patients account for the majority of bad debt expenses</p> <p>Part III, line 4 The provision for uncollectible accounts is based upon management's ongoing</p>

Identifier	ReturnReference	Explanation
SCHEDULE H, PART VI, LINE 1		<p>assessment of historical and expected net collections considering historical business and economic conditions, trends in health care coverage, and other collection indicators The results of this assessment are used to make modifications to the provision for uncollectible accounts, if necessary</p> <p>Essentia follows established guidelines for placing certain past-due patient balances with collection agencies, subject to certain restrictions on collection efforts as determined by Essentia Effective July 1, 2011, Essentia will adopt new accounting guidance regarding the presentation and disclosure of patient service revenue, the provision for bad debts, and the allowance for doubtful accounts The guidance requires healthcare entities to change the presentation of their statement of operations by reclassifying the provision for bad debts associated with patient service revenue from an operating expense to a deduction from patient service revenue (net of contractual allowances and discounts) Additionally, enhanced disclosures will be required surrounding the entity's policies for recognizing revenue and assessing bad debts Essentia is evaluating new guidance and will make any additional required disclosures Part III, line 8 The costing methodology used in determining the Medicare Allowable Cost reported in the organization's Medicare Cost Report is to take total Medicare costs from the general ledger system and then follow the instructions provided by Centers for Medicare Services (CMS) to back off all costs not allowable From the Medicare allowable costs, any costs attributable to subsidized health services and costs attributable to GME were subtracted, if applicable Part III, line 8 Essentia Health St Mary's Detroit Lakes is a part of a larger organization, Essentia Health Essentia Health and its member organizations incorporate the full value of the Medicare shortfall as a community benefit The rationale for the organization's opinion is similar to the rationale used by the American Hospital Association Providing care for the elderly and serving Medicare patients is an essential part of the community benefit standard Medicare, like Medicaid, does not pay the full cost of care and it is likely to get worse Many Medicare beneficiaries are poor and are eligible for Medicaid in addition to Medicare Medicare underpayment must be shouldered by the hospital in order to continue treating the community's elderly and poor These underpayments represent a real cost of serving the community Part III, line 8 Each Essentia Health hospital is required to file a Medicare cost report 5 months after the close of their fiscal year The cost report provides Medicare with information that is used to determine utilization and spending trends but also is used to set future payment rates for most Medicare services If the interim payments paid to a hospital are higher or lower than the filed cost report allowable reimbursement there will be a settlement for that fiscal year This can be due to changes in utilization or cost of providing services for Critical Access Hospitals (CAH) or differences between interim and final payment factors for Disproportionate Share, Bad Debts, or Indirect Medical Education for non-CAH hospitals An estimate for these settlements is recorded at the close of the fiscal year If the estimate varies from the final settlement received 6-7 months after the fiscal year ends then these amounts are recorded as prior year Medicare revenue Part III, line 9b At any stage of the patient experience, including collections, a determination may be made that the patient qualifies for Financial Assistance All collection efforts must be suspended while a patient's Financial Assistance application is being considered and until the patient is notified regarding the determination of eligibility Once eligibility (or lack of eligibility) is determined, amounts still owed by patients will be collected in the same manner as all other</p>

Identifier	ReturnReference	Explanation
Part VI, line 2		Needs assessment Describe how the organization assesses the health care needs of the communities it serves, in addition to any needs assessments reported in Part V, Section B Essentia Health St Mary's Detroit Lakes assesses community needs through a variety of methods One is the United Way's community needs survey We have leaders within our organization who sit on the United Way's board of directors and who have input as to the composition of the survey As an organization and as the community's largest employer, we promote the survey with our employees and encourage their participation We also receive the final results of the survey and use that information in our planning process There is a lot of cross pollination regarding our relationship with the United Way We also hold focus groups with community members to assess the care they (or a family member) received while in our facility From the comments received, we develop action plans to address their concerns We have a very active community relations committee whose purpose is to develop educational programs for our community members On average, we host over 12 programs each year We routinely survey those in attendance to learn what other health care issues they are interested in learning about From those comments, we plan our following year of educational opportunities

Identifier	ReturnReference	Explanation
Part VI, line 3		Describe how the organization informs and educates patients and persons who may be billed for patient care about their eligibility for assistance under federal, state, or local government programs or under the organization's Financial Assistance policy. Essentia Health St Mary's Detroit Lakes has Financial Counselors who are available to patients with questions regarding payment of their medical bills. All staff have been trained to refer patients to the Financial Counselors and we have literature throughout the hospital and medical office buildings in regards to our Community Benefit Programs. Financial Counselors educate patients on different options of government programs, charity care, as well as referrals to public health for additional services that St Mary's Regional Health Center may not be able to provide.

Identifier	ReturnReference	Explanation
Part VI, line 4		<p>Community information Describe the community the organization serves, taking into account the geographic area and demographic constituents it serves Essentia Health St Mary's Detroit Lakes is located in Detroit Lakes, MN Essentia Health St Mary's Detroit Lakes is a part of the larger Essentia Health system, which is defined in Part VI, line 6 Essentia Health St Mary's Detroit Lakes operates 1 hospital, 4 clinics, 2 senior living buildings, 2 home health facilities and a nursing home that serves the communities of Detroit Lakes, Lake Park, Mahnomen, Frazee and Park Rapids The overall community is classified as Rural Essentia Health St Mary's Detroit Lakes and its related facilities cover a service region of approximately 34,000 people The service region age distribution is 24 2% under the age of 18, 57 9% between the ages of 18 and 65, and 17 9% over the age of 65 The racial makeup of the service region is 85 3% Caucasian, 0 6% Black or African American, 10 0% American Indian or Alaskan Native, 0 4% Asian, 3 2% two or more races, and 0 5% other The gender split ratio is 50 0% women and 50 0% men The average income for the service area is approximately \$54,000 Approximately 7 0% of the population falls below the federal poverty guidelines</p> <p>Essentia Health St Mary's Detroit Lakes, along with Essentia Health is committed to serve patients regardless of their ability to pay 13 6% net revenue dollars were from self pay patients In addition, approximately 17 3% of their net revenue dollars were Medicaid recipients As mentioned above, Essentia Health St Mary's Detroit Lakes is part of a larger system, Essentia Health Essentia Health staffs hospitals and clinics in federally-recognized underserved areas and supports the health of its communities through an active outreach program that brings specialists like oncologists, cardiologists, neurologists and others into its smaller communities This eliminates barriers to care for many patients, particularly those who are elderly, living on low incomes, or are faced with other challenges that make it difficult to travel long distances for care There are no other hospitals outside of the Essentia Health umbrella that service the community</p>

Identifier	ReturnReference	Explanation
Part VI, line 5		<p>Provide any other information important to describing how the organization's hospitals or other health care facilities further its exempt purpose by promoting the health of the community</p> <p>Essentia Health St Mary's Detroit Lakes' board of directors is composed of volunteer representatives from the community it serves. Essentia Health St Mary's Detroit Lakes has an open Medical Staff, so any qualified physician of the community is allowed to apply. All applicants that apply must meet the credentialing standards and be approved by our governing board in order to come and provide services in our system. We participate in an annual Blood screening drive at the facility, and also take that service out to certain large businesses in town. We provide for numerous community education events through our speaker's bureau on various health topics. We reinvest in the organization by acquiring the latest state of the art equipment and by investing in programs that are needed in our community including same-day walk-in clinic, Hospitalist program, chemotherapy, a new Urology service, mental health services, and a pain clinic service. Essentia Health St Mary's Detroit Lakes' community health improvement services provide support and education in the community. Some examples are Breastfeeding support group facilitation/planning, childbirth education classes, health fair, infant massage, nursing student clinicals and student interns. In addition, we support a community kid's summer bike ride. We partner with our local community center and encourage exercise thru biking by inviting kids to bike a designated path/distance. Our funding of this keeps the cost minimal for those participating. We also partner with the local community center to provide a diabetes camp for teens. The camp not only provides fun and education for teens, it also educates parents on their child's diabetes. This past year, we participated in a Women's Expo where we offered a bone scan for free to participants. If the results warranted, attendees were encouraged to follow up with their primary care provider for further testing.</p> <p>Essentia Health St Mary's Detroit Lakes is a part of a larger system Essentia Health. As a non-profit organization, Essentia Health is focused on reinvesting surplus revenues into programs and technology that improve patient care. One of the most significant investments has been in the area of electronic health records, which are being rolled out across the health system's network of hospitals and clinics. The majority of Essentia hospitals and clinics were linked via one central EHR by the end of 2011. We also continue to replace and upgrade technology, ranging from CT scanners to robotic surgery devices that ensure patients in our predominantly rural communities have access to these needed services in their home communities. We are also investing in the development of medical homes, which are designed to improve health outcomes for patients, particularly those with chronic diseases. Much of this work is currently not reimbursed by state or federal programs, so Essentia Health assumes responsibility for medical home costs. We also support the health of our communities through active research and clinical trials through the Essentia Institute of Rural Health. Various Essentia Health organizations contributed almost \$1.5 million in support to the Institute over the past year. The Institute conducts clinical, translational and health services research with a primary focus on the needs of rural Americans.</p>

Identifier	ReturnReference	Explanation
Part VI, line 6		<p>If the organization is part of an affiliated health care system, describe the respective roles of the organization and its affiliates in promoting the health of the communities served</p> <p>Essentia Health St Mary's Detroit Lakes is part of Essentia Health, an integrated health system of 14 hospitals, 64 clinics and several long-term care facilities in four states Minnesota, Wisconsin, North Dakota and Idaho The health system serves a predominantly rural population whose median incomes generally fall below averages of the states where they live The presence of our clinics and hospitals ensures that people with few economic resources don't have to drive an hour or more to receive basic (and in some cases life-saving) medical care In addition to staffing hospitals and clinics in federally-recognized underserved areas, we support the health of our communities through an active outreach program that brings specialists like oncologists, cardiologists, neurologists and others into our smaller communities This eliminates barriers to care for many patients, particularly those who are elderly, living on low incomes, or are faced with other challenges that make it difficult to travel long distances for care Our size and integrated structure allow us to offer patients services often found only in larger urban settings Services ranging from chemotherapy and cancer clinical trials to congestive heart failure management and hospice are available to patients in many of the rural communities we serve Essentia Health also supports the health of our communities with active research and clinical trials, through the Essentia Institute of Rural Health The Institute conducts clinical, translational and health services research with a primary focus on the needs of rural Americans</p> <p>Essentia Health is also serving patients through implementation of the Epic electronic health record (EHR) By the end of FY 2011, the vast majority of Essentia's 14 hospitals and 64 clinics were using a fully-integrated EHR for patient care A common electronic health record allows health professionals to share test results and consult with colleagues in real time across great distances Medical information is no longer lost in the shuffle of paper records - an important consideration in a region where patients must often be transferred to a larger Essentia facility for complex surgeries or medical care Essentia is also actively working with government agencies and insurers to develop innovative, cost-effective approaches to care that will improve health outcomes while reducing overall costs to patients and insurers This innovation can be found in our use of remote home monitors for patients with congestive heart failure to a focus on using a team-based approach to helping patients manage chronic diseases</p> <p>Essentia Health is committed to helping patients and their families lead active and fulfilling lives in the small and large communities where they live We hope to become a model of health care delivery, particularly in rural areas, in the years to come</p>

Identifier	ReturnReference	Explanation
Part VI, Line 7		Essentia Health St Mary's Detroit Lakes files a community benefit report in Minnesota

Schedule J
(Form 990)

Compensation Information

OMB No 1545-0047

2010

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization
St Mary's Regional Health Center

Employer identification number
41-1620386

Part I

Questions Regarding Compensation

	Yes	No
<div><div>1a</div><div>Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items</div><div><div><div><input type="checkbox"/> First-class or charter travel</div><div><input type="checkbox"/> Travel for companions</div><div><input type="checkbox"/> Tax idemnification and gross-up payments</div><div><input type="checkbox"/> Discretionary spending account</div></div><div><div><input type="checkbox"/> Housing allowance or residence for personal use</div><div><input type="checkbox"/> Payments for business use of personal residence</div><div><input type="checkbox"/> Health or social club dues or initiation fees</div><div><input type="checkbox"/> Personal services (e g , maid, chauffeur, chef)</div></div></div></div>		
<div><div>1b</div><div>If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain</div></div>		
<div><div>2</div><div>Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?</div></div>		
<div><div>3</div><div>Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply</div><div><div><input checked="" type="checkbox"/> Compensation committee</div><div><input checked="" type="checkbox"/> Independent compensation consultant</div><div><input type="checkbox"/> Form 990 of other organizations</div><div><input checked="" type="checkbox"/> Written employment contract</div><div><input checked="" type="checkbox"/> Compensation survey or study</div><div><input checked="" type="checkbox"/> Approval by the board or compensation committee</div></div></div>		
<div><div>4</div><div>During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization</div></div>		
<div><div>a</div><div>Receive a severance payment or change-of-control payment from the organization or a related organization?</div></div>		No
<div><div>b</div><div>Participate in, or receive payment from, a supplemental nonqualified retirement plan?</div></div>	Yes	
<div><div>c</div><div>Participate in, or receive payment from, an equity-based compensation arrangement?</div></div> <div>If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III</div>		No
<div><div>Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.</div></div>		
<div><div>5</div><div>For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of</div></div>		
<div><div>a</div><div>The organization?</div></div>		No
<div><div>b</div><div>Any related organization?</div></div> <div>If "Yes," to line 5a or 5b, describe in Part III</div>		No
<div><div>6</div><div>For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of</div></div>		
<div><div>a</div><div>The organization?</div></div>		No
<div><div>b</div><div>Any related organization?</div></div> <div>If "Yes," to line 6a or 6b, describe in Part III</div>		No
<div><div>7</div><div>For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III</div></div>		No
<div><div>8</div><div>Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III</div></div>		No
<div><div>9</div><div>If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?</div></div>		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) Jean Evans	(i)	137,625	13,200		8,083	862	159,770	0
	(ii)	0	0	0	0	0	0	0
(2) Abigail Ring MD	(i)	0	0	0	0	0	0	0
	(ii)	276,087	0	27,282	22,678	14,702	340,749	0
(3) Thomas Thompson	(i)	0	0	0	0	0	0	0
	(ii)	303,125	84,370	26,131	78,497	20,614	512,737	25,093
(4) Daniel McGinty	(i)	0	0	0	0	0	0	0
	(ii)	367,024	131,062	1,121	91,206	40,299	630,712	0
(5) Ryan Hill	(i)	163,270	0	0	10,311	15,714	189,295	0
	(ii)	34,362	0	0	1,718	0	36,080	0
(6) James Christensen MD	(i)	335,189	0	27,282	22,678	16,051	401,200	0
	(ii)	0	0	0	0	0	0	0
(7) George Portilla MD	(i)	0	0	0	0	0	0	0
	(ii)	445,903	0	27,540	22,678	16,051	512,172	0
(8) Bradley Refsland MD	(i)	0	0	0	0	0	0	0
	(ii)	155,337	0	27,540	10,584	16,019	209,480	0
(9) Mark Lindquist MD	(i)	197,534	0	0	12,080	13,537	223,151	0
	(ii)	0	0	0	0	0	0	0
(10) Carl Kaster MD	(i)	240,681	0	0	14,425	1,083	256,189	0
	(ii)	0	0	0	0	0	0	0
(11) Wendy Stephens MD	(i)	128,699	0	0	8,296	14,665	151,660	0
	(ii)	0	0	0	0	0	0	0
(12) Robert Koshnick MD	(i)	0	0	0	0	0	0	0
	(ii)	190,972	0	27,373	13,792	16,588	248,725	0
(13) Christy Brinkmann	(i)	117,110	0	0	7,357	6,336	130,803	0
	(ii)	0	0	0	0	0	0	0
(14) RICHARD MARTIN MD	(i)	253,755	0	0	15,600	16,886	286,241	0
	(ii)	0	0	0	0	0	0	0
(15) TIMOTHY WALKER	(i)	136,090	0	0	7,176	10,031	153,297	0
	(ii)	0	0	0	0	0	0	0
(16)								

Part IIISupplemental Information

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

Identifier	Return Reference	Explanation
Schedule J, Part I, Line 3		Establishing CEO'S Compensation. ESSENTIA HEALTH ST. MARY'S-DETROIT LAKES relied on Critical Access Group's, supporting organization of ESSENTIA HEALTH ST. MARY'S-DETROIT LAKES, methods for establishing ESSENTIA HEALTH ST. MARY'S-DETROIT LAKES's CEO's compensation: a compensation committee, independent compensation consultant, written employment contract, compensation survey or study, and approval by the board or compensation committee.
Schedule J, Part I, Line 4a		Severance payment. All individuals listed as Formers in Form 990, Part VII, Section A, Line 1a remain employed within Essentia Health and its subsidiaries and are not receiving a termination payment.
SCHEDULE J, PART I, LINE 4B		Supplemental nonqualified retirement plan. The following individuals listed in Form 990, Part VII, Section A, Line 1a received payment from a supplemental nonqualified retirement plan during the year: THOMAS THOMPSON \$25,093; DANIEL MCGINTY \$0. Critical Access Group's nonqualified retirement plan is offered to Critical Access Group executives. There is a minimum two-year vesting date; benefits are subject to income taxes upon vesting, and benefits are payable from Critical Access Group's general assets.

Schedule K
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Schedule O (Form 990).
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization
St Mary's Regional Health Center

Employer identification number
41-1620386

Part I

Bond Issues

(a) Issuer Name	(b) Issuer EIN	(c) CUSIP #	(d) Date Issued	(e) Issue Price	(f) Description of Purpose	(g) Defeased		(h) On Behalf of Issuer		(i) Pool financing	
						Yes	No	Yes	No	Yes	No
A Cass County North Dakota	45-6002205	148047AU7	02-25-2010	59,573,111	Series 2008 A Reoffered		X		X	X	
B WI Health and Education Facilities Authority	39-1337855	97710BSD5	02-25-2010	12,854,722	Series 2008 B Reoffered		X		X	X	
C MN Agricultural and Economic Development Board	41-6007162	6049202H0	02-25-2010	165,717,405	Series 2008 C Reoffered		X		X	X	
D MN Agricultural and Economic Development Board	41-6007162	6049202M9	06-25-2010	109,535,000	Series 2010 Bonds		X		X	X	

Part II

Proceeds

		A		B		C		D	
1	Amount of bonds retired	0		0		111,750		731,937	
2	Amount of bonds legally defeased	0		0		0		0	
3	Total proceeds of issue	4,438,197		957,677		12,345,946		25,331,034	
4	Gross proceeds in reserve funds	0		0		0		0	
5	Capitalized interest from proceeds	0		0		0		0	
6	Proceeds in refunding escrow	0		0		0		0	
7	Issuance costs from proceeds	0		0		141,497		105,939	
8	Credit enhancement from proceeds	0		0		0		0	
9	Working capital expenditures from proceeds	0		0		0		0	
10	Capital expenditures from proceeds	0		0		0		11,068,173	
11	Other spent proceeds	0		0		271,893		0	
12	Other unspent proceeds	0		0		0		2,063,827	
13	Year of substantial completion								
		Yes	No	Yes	No	Yes	No	Yes	No
14	Were the bonds issued as part of a current refunding issue?	X		X		X		X	
15	Were the bonds issued as part of an advance refunding issue?		X		X		X		X
16	Has the final allocation of proceeds been made?		X		X		X		X
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X		X		X	

Part III

Private Business Use

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X		X		X		X
2	Are there any lease arrangements that may result in private business use of bond-financed property?		X		X		X		X

Part III

Private Business Use (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use?		X		X		X		X
b	Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		X
c	Does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts or research agreements relating to the financed property?								
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government	0 %		0 %		0 %		0 %	
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government	0 %		0 %		0 %		0 %	
6	Total of lines 4 and 5	0 %		0 %		0 %		0 %	
7	Has the organization adopted management practices and procedures to ensure the post-issuance compliance of its tax-exempt bond liabilities?	X		X		X		X	

Part IV

Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has a Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate, been filed with respect to the bond issue?		X		X		X		X
2	Is the bond issue a variable rate issue?		X		X		X	X	
3a	Has the organization or the governmental issuer entered into a hedge with respect to the bond issue?		X		X		X		X
b	Name of provider								
c	Term of hedge								
d	Was the hedge superintegrated?								
e	Was a hedge terminated?								
4a	Were gross proceeds invested in a GIC?		X		X		X		X
b	Name of provider								
c	Term of GIC								
d	Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
5	Were any gross proceeds invested beyond an available temporary period?		X		X		X		X
6	Did the bond issue qualify for an exception to rebate?		X		X		X		X

Part V

Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule K (see instructions)

Identifier	Return Reference	Explanation
See Schedule O		

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons
▶ Complete if the organization answered
"Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V lines 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2010
Open to Public Inspection

Name of the organization
St Mary's Regional Health Center

Employer identification number
41-1620386

Part I Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ▶ \$ _____

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

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a

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

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b)Relationship between interested person and the organization	(c)Amount of grant or type of assistance

Part IV

Business Transactions Involving Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) Rosemary McGuire	Related to Dr Refsland	75,032	Employee of SMRHC		No

Part V

Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions)

Identifier	Return Reference	Explanation
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SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No 1545-0047

2010

Open to Public
Inspection

Name of the organization St Mary's Regional Health Center	Employer identification number 41-1620386
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Identifier	Return Reference	Explanation
FORM 990, PART C		DOING BUSINESS AS ESSENTIA HEALTH ST MARY'S-DETROIT LAKES

Identifier	Return Reference	Explanation
FORM 990, PART III, LINE 4		<p>PROGRAM SERVICE ACCOMPLISHMENTS St Mary's Regional Health Center, DBA ESSENTIA HEALTH ST MARY'S-DETROIT LAKES, is created & organized exclusively for charitable, religious, educational & scientific purposes ESSENTIA HEALTH ST MARY'S-DETROIT LAKES is created & organized to own, maintain, operate & conduct, directly or indirectly, & to assist & coordinate activities of facilities for health care, education, care for the aged & social services in accordance with the charitable works tradition of the Roman Catholic Church In keeping with this specific purpose, all works shall be carried out in accordance with the charism of the Benedictine Sisters Benevolent Association, a Minnesota nonprofit corporation ESSENTIA HEALTH ST MARY'S-DETROIT LAKES employs over 420 full time equivalents ESSENTIA HEALTH ST MARY'S-DETROIT LAKES provided over 384,000 in charity care as well as an additional \$5,175,000 of costs incurred in excess of Medicaid payments received and over \$343,000 in discounts to uninsured patients during the fiscal year ended June 30, 2011 Further community benefits provided during the fiscal year include community services of over \$147,000, subsidized health services of over \$24,000, education and workforce development of over \$6,000, and cash & in-kind donations of over \$19,000</p> <p>FORM 990, PART III, LINE 4A ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's hospital is a modern facility licensed for 87 beds The hospital features a 12-bed women's unit with four birthing rooms, three operating rooms, 24 hour CRNA services, x-ray, CT, mobile MRI, & lab The hospital provided for over 6,000 hospital patient days during the fiscal year ended June 30, 2011 ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's is certified as a Level III Trauma Hospital meeting the high standards of clinical equipment & staff training ESSENTIA HEALTH ST MARY'S-DETROIT LAKES provides multi-specialty Clinic services to a wide array of patients in four different communities in Detroit Lakes, MN Clinic services include Primary Care, Obstetrics, Orthopedics, Podiatry, General Surgery, Geriatrics, and Psychology The clinic had over 61,000 encounters during the fiscal year ended June 30, 2011 The service area for ESSENTIA HEALTH ST MARY'S-DETROIT LAKES includes Becker County, which is one of the poorest counties in MN The patients served by ESSENTIA HEALTH ST MARY'S-DETROIT LAKES include a large indigent population that is culturally and financially diverse</p> <p>FORM 990, PART III, LINE 4B St Mary's Nursing Center provides a loving atmosphere where all residents are treated with the utmost dignity by a specialized team of physicians, nurses, therapists, social workers, & chaplains The Memory Care Program promotes a calm & therapeutic environment tailored to meet the unique needs of individuals & their families dealing with progressive dementia Resident days were over 32,000 during the fiscal year ended June 30, 2011</p> <p>FORM 990, PART III, LINE 4C ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's assisted living offers independent living with assistance & senior housing offers independent living unless assistance is requested The secure apartments provide a modern, comfortable living environment supported by services & amenities to offer seniors choices to enhance their health & quality of life</p>

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 2		Business Relationship Laurie Lew andow ski, BOARD SECRETARY , and Paul Nistler, BOARD director, have a business relationship in SJE-Rhombus

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 4		SIGNIFICANT CHANGES During the fiscal year ended June 30, 2011, Essentia Health St Mary's-Detroit LAKES Articles and Bylaw s were amended Essentia Health West became the sole member of Essentia Health St Mary's-Detroit LAKES and now has reserved powers over Essentia Health St Mary's-Detroit LAKES THESE RESERVED POWERS ARE DISCUSSED IN FURTHER DETAIL IN PART VI, LINE 7B In addition, the governing body's voting member number and composition were changed

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 6		Members of Organization ESSENTIA HEALTH WEST may elect one or more members of the governing body as described in Schedule O Part VI Line 7a ESSENTIA HEALTH, BENEDICTINE SISTERS BENEVOLENT ASSOCIATION, AND ESSENTIA HEALTH WEST have reserved powers with respect to ESSENTIA HEALTH ST MARY'S-DETROIT LAKES as described in Schedule O Part VI Line 7b

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 7A		Members with right to elect governing body According to its Bylaw s, ESSENTIA HEALTH WEST shall appoint and remove ESSENTIA HEALTH ST MARY'S-DETROIT LAKES's governing body

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 7B		<p>Member with right to approve governing body decision ESSENTIA HEALTH ST MARY'S-DETROIT LAKES is a subsidiary of Essentia Health, whose Board of Directors has reserved powers with respect to this corporation and its subsidiaries, and all of the other direct and indirect subsidiaries of Essentia Health (collectively, the "System")</p> <p>Essentia Health's reserved powers are as follows</p> <p>Strategic and Business Plans Authority to create, and to approve, the System's strategic and business plans</p> <p>Mission Authority to create, and to approve, the mission, purpose and vision statements for all entities in the System by the affirmative vote of at least 67% of the Essentia Health board of directors</p> <p>Debt Approval of the incurrence of debt by, and the creation of all mortgages, liens, security interests, or other encumbrances on the assets of, all entities in the System in excess of the single or annual aggregate dollar limits prescribed in writing by the Essentia Health board of directors, and the authority to cause all entities in the System to participate in System borrowing</p> <p>Governing Instruments Authority to cause, and to approve, amendments of the articles of incorporation and bylaws of all entities in the System</p> <p>Mergers and Acquisitions Authority to cause, and to approve, all mergers, consolidations, and dissolutions of all entities in the System</p> <p>Affiliations and Joint Ventures Authority to cause, and to approve, all affiliations, joint ventures and other alliances with third parties of all entities in the System</p> <p>Transfer of Assets Within the System Authority to transfer assets, including cash, between and among entities within the System, provided, however, that Essentia Health shall not have authority to require any entity in the System to transfer assets (a) that would cause such entity to be in default of its covenants or obligations under any bond or other financing documents, (b) from the Catholic entities to the secular entities or from the secular entities to the Catholic entities in a manner or to an extent that would cause the Catholic entities to be in violation of the Ethical and Religious Directives for Catholic Health Care Services in the judgment of the local ordinary, or (c) such that money generated by services at secular facilities within the System by procedures that are contrary to the Ethical and Religious Directives for Catholic Health Care Services would be used at the Catholic entities or money generated by Catholic entities would be used in the providing of services contrary to the Ethical and Religious Directives for Catholic Health Care Services at secular facilities within the System</p> <p>Transfer of Assets Outside the System Authority to cause, and to approve, the sale, lease or other transfer of assets of all entities in the System to parties outside of the System when the asset's value exceeds the single or annual aggregate dollar limits prescribed in writing by the Essentia Health board of directors</p> <p>Services Authority to cause, and to approve, the addition of new services and service locations and the discontinuance of services and service locations within all entities in the System</p> <p>Budgets Approval of capital and operating budgets of all entities in the System</p> <p>Professional Services Selection of the general legal counsel and external auditors of all entities in the System</p> <p>Acquisitions Authority to cause, and to approve, all acquisitions by and formations of entities in the System</p> <p>Marketing, Authority to implement System-wide marketing and promotional activities</p> <p>Compliance Plans Authority to create, and to approve, corporate compliance, safety and risk management plans for entities within the System</p> <p>Quality Plan Authority to create, and to approve, the System's quality plan</p> <p>Non-Budgeted Purchases Approval of non-budgeted capital purchases and leases in excess of the single or annual aggregate dollar limits prescribed in writing by Essentia Health for entities within the System</p> <p>Human Resources Authority to create human resource policies and procedures within the System</p> <p>Reserved Powers Authority to create additional Essentia Health reserved powers by the affirmative vote of at least 80% of the Essentia Health board of directors (excluding the Essentia Health CEO), provided, however, that any additional Essentia Health reserved powers shall not contravene or hinder the reserved powers of Benedictine Sisters Benevolent Association</p> <p>The Benedictine Sisters Benevolent Association ("BSBA") also has certain reserved powers over all Catholic facilities within Essentia Health</p> <p>BSBA's reserved powers are as follows</p> <p>Mission Authority to approve the mission, purpose and vision statements for Catholic facilities and entities within the System</p> <p>Adherence to Ethical Religious Directives (ERDs) Authority to approve the methods, policies and procedures pertaining to the adherence of Catholic facilities and entities within the System to the ERDs, and to require the use of re</p>

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 7B		<p>ligious symbols, distinguishing elements and prayers Official Catholic Directory Authority to request the listing of qualified entities and facilities within the System in The Official Catholic Directory, subject to the approval of applicable Catholic authorities Catholic Health Association Authority to require Catholic facilities and entities within the System to join the membership of the Catholic Health Association of the United States Alienation of Stable Patrimony or Ecclesiastical Goods Authority to approve alienation of either stable patrimony or other ecclesiastical goods in the System if such goods involved in a specific transaction approved by Essentia Health pursuant to Section 2 8(g) or 2 8(h) of the Affiliation Agreement have a dollar value equal to or greater than 70% of the amount established from time to time that requires approval from the Holy See Amendments Authority to approve any amendments to the Articles of Incorporation or Bylaws of this corporation that would alter the number of Benedictine Sisters of St Scholastica Monastery of Duluth or Benedictine Sisters Benevolent Association board of director members serving as members of this corporation's board of directors, authority to approve any amendments to the Articles of Incorporation or Bylaws of the Supported Organizations, as well as the Catholic ECHC and SMDC Subsidiaries (as defined in the Affiliation Agreement), which could materially affect such entity's identity as a Catholic institution, including without limitation any amendment that would alter the number of Benedictine Sisters of St Scholastica Monastery of Duluth or Benedictine Sisters Benevolent Association board of director members serving as members of such entity's board of directors, and authority to cause Essentia Health to make amendments to the Articles of Incorporation or Bylaws of the Supported Organizations, as well as the Catholic ECHC and SMDC Subsidiaries, which amendments Benedictine Sisters Benevolent Association in good faith are necessary to preserve such entity's identity as a Catholic institution Mission Effectiveness Authority to approve annual plans and evaluations relating to mission effectiveness and chaplaincy for the Catholic facilities and entities within the System Mergers and Dissolution Subject to the approval of the Benedictine Sisters of St Scholastica Monastery of Duluth, authority to approve a proposed merger, consolidation, liquidation, dissolution, or the disposition of all or substantially all the assets</p>

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 7B cont		<p>Essentia Health West shall have the following reserved powers over the West Region entities: Quality, Safety, and Service: Authority to recommend quality and safety initiatives and to review and execute approved quality and safety plans for the West Region; Mission, Vision and Values: Authority to create a mission and a vision that support the mission and vision of Essentia Health, responsibility to oversee the mission performance, including charity care, of all facilities within the West Region, responsibility to adopt the value of Essentia Health; Operating and Financial Performance: Responsibility to oversee the operating and financial performance of the West Region; Development of Budgets, Strategic Plans and Strategy Map: Authority to develop and recommend, based on Essentia Health targets, capital and operating budgets for the West Region and its facilities, authority to recommend, within the Essentia Health context, regional and local strategic plans for the West Region, authority to develop West Region governance strategy map and balanced scorecard within Essentia Health's system strategy to meet system goals; Execution of Approved Budgets and Strategic Plans: Responsibility to execute the approved capital and operating budgets and strategic and business plans for the West Region; Non-budgeted Expenditures: Authority to approve non-budgeted capital purchases and leases for West Region facilities within dollar limits defined by Essentia Health; Accreditation and Licensure: Responsibility to oversee accreditation and licensure compliance for the facilities of the West Region; Affiliations and Joint Ventures: Authority to recommend proposed affiliations, joint ventures and other alliances, responsibility to oversee negotiation and implementation of approved acquisitions and operation of all approved affiliations, joint ventures and other alliances with third parties within the West Region; Appointment of Directors: Authority to appoint or elect directors of the Direct Subsidiaries, and to remove such directors, with or without cause; Satisfaction: Responsibility to execute, evaluate and oversee patient, family and customer satisfaction with respect to services provided within the West Region and to ensure established goals are met; Job Satisfaction: Responsibility to oversee job satisfaction and staff morale within the West Region facilities; Human Resources: Responsibility to oversee implementation of Essentia Health human resource policies and procedures throughout the West Region; Compliance: Responsibility to execute the approved Essentia Health corporate compliance and risk management plans for the West Region; Credentialing: Responsibility to perform medical staff credentialing for the West Region facilities; Amendments: Authority to suggest proposed amendments to the Articles of Incorporation and Bylaws of the Direct Subsidiaries and any subsidiaries thereof; Compensation Plans: Responsibility to review and approve compensation of West Region executives and physicians for reasonableness and consistency with the law and Essentia Health's compensation philosophy; President/Chief Medical Officer: By action of the President of this Company, authority to appoint and remove, with or without cause, the President/Chief Medical Officer of any of the Direct Subsidiaries; Public Policy: Responsibility to support Essentia Health public policy and advocacy plans; Marketing: Responsibility to coordinate regional marketing and promotional activities consistent with Essentia Health marketing plans; Philanthropy: Responsibility to coordinate philanthropy within the West Region consistent with Essentia Health foundation policies; Professional Services: Responsibility to oversee West Region management's cooperation with external auditors and general legal counsel selected by Essentia Health and coordination of legal services through the Essentia Health Office of General Counsel; Catholic Facilities: Responsibility to oversee implementation of BSBA-approved methods, policies and procedures pertaining to adherence by the West Region Catholic facilities with the ERDs and use of religious symbols, distinguishing elements and prayers; Projects Involving Real Estate: Authority to recommend facility development projects, subject to the approval of Essentia Health, responsibility to oversee execution of approved development projects according to Essentia Health policies.</p>

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 11A		FORM 990 REVIEW PROCESS The 2010 Form 990 including all schedules was reviewed by ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's management and governing body on March 12, 2012 prior to filing with the Internal Revenue Service. Each current director of the governing body received a copy of the 2010 Form 990. ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's Chief Financial Officer led the review of the form and schedules and any questions were discussed.

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 12C		<p>Monitoring and enforcing Conflict of Interest policy Interested persons shall annually disclose relationships which might lead to a conflict of interest by completing a conflict of interest disclosure form Interested persons include any person in a position to exercise substantial influence over the organization It includes but is not limited to any director, officer, management, employee, or committee member of Essentia Health or any of its affiliates Essentia shall be responsible for the annual distribution of conflict of interest forms and review of disclosures for the governing bodies of Essentia and Essentia Operating Members and for senior management employees of Essentia Transactions with parties with whom a conflict of interest exists may be undertaken only if all of the following are observed the conflict of interest is fully disclosed, the interested person with the conflict of interest doesn't participate in the approval of such transactions, if practical or appropriate, a competitive bid or comparable valuation is obtained, and the board or committee of the board has determined that the transaction is in the best interest of the organization Disclosure by any interested person other than a board or committee member should be made to the Chief Executive Officer (or if she/he is the one with the conflict, then to the board chair), who shall bring the matter to the attention of the board or an appropriate committee of the board Disclosure involving board or committee members shall be made to the board chair (or if she/he is the one with the conflict, then to the board vice chair), who shall bring these matters to the board or an appropriate committee of the board The board or committee of the board shall determine whether a conflict exists and if so, whether the contemplated transaction may be authorized as just, fair, and reasonable to Essentia or its affiliate(s) The decision of the board or a duly constituted committee of the board on these matters will be at its sole discretion, and its concern must be the welfare of Essentia and its affiliate(s) and the advancement of its purposes The decision of the board is final If the board determines a conflict does not exist, the interested person may proceed with the transaction, however, he/she will not be eligible to vote on related issues should they arise If the board determines a conflict does exist, the interested person will be notified of the decision regarding whether the contemplated transaction will be authorized as just, fair, and reasonable</p>

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 15 A & B		<p>Process for determining compensation As an employee of Critical Access Group, ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's CEO's compensation is reviewed and approved by the CRITICAL ACCESS GROUP's Compensation Committee The purpose of the CRITICAL ACCESS GROUP Compensation Committee (the "Committee") is to determine the reasonableness of and approve the compensation of CRITICAL ACCESS GROUP executives consistent with the CRITICAL ACCESS GROUP and Essentia Health compensation philosophy The philosophy is to insure that the organization is able to attract, retain and motivate employees as well as provide the opportunity for adjustments to compensation based upon performance The Committee will consist of members of the CRITICAL ACCESS GROUP Board of Directors who are not CRITICAL ACCESS GROUP employees The compensation review will include all benefits paid to the CRITICAL ACCESS GROUP executives The CRITICAL ACCESS GROUP executives to be reviewed will include all senior/executive vice presidents, all vice presidents, all directors and all CRITICAL ACCESS GROUP facility administrators/CEOs The CRITICAL ACCESS GROUP CEO and CFO compensation will be reviewed and approved by the Essentia Health Board of Directors Compensation Committee The Committee will meet at least annually to determine the reasonableness of executive compensation as proposed by CRITICAL ACCESS GROUP management consistent with the CRITICAL ACCESS GROUP compensation philosophy and to approve the proposed compensation CRITICAL ACCESS GROUP management (HR) will (i) monitor trends in the marketplace on an annual basis and, when appropriate, make recommendations to the Committee regarding overall salary range adjustments prior to the annual budgeting process, and (ii) review the market competitiveness of all CRITICAL ACCESS GROUP executive positions at least once every two years Prior to making its determination, the Committee will obtain and rely upon appropriate data as to comparability CRITICAL ACCESS GROUP will contract with an outside third party to conduct market pricing analysis for the CRITICAL ACCESS GROUP executives as well as salary range development The Committee will adequately document the basis for its determination concurrently with making that determination The Committee minutes shall include A The terms of the approved compensation and the date approved, B The Committee members present during the review, discussion and approval of the proposed compensation and those who voted on the proposed compensation, C Identification of the comparability data obtained and relied upon by the Committee and how the data was obtained, D Any actions by a Committee member having a conflict of interest, and E Documentation of the basis for the determination before the later of the next meeting of the CRITICAL ACCESS GROUP Board of Directors or sixty (60) days after the final actions of the Committee are taken The CRITICAL ACCESS GROUP Board of Directors shall approve the minutes as reasonable, accurate and complete within a reasonable time thereafter The year this process was last undertaken for ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's Chief Executive Officer was 2009 As an employee of Essentia Health West, ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's Chief Medical Officer's compensation is recommended by the President and Chief Administrative Officer of Essentia Health West and approved by the Executive Committee of the Essentia Health West Board of Directors The annual Physician leadership compensation review process begins with a review of the responsibilities and FTE level assigned to each Physician leadership role and prorated FTE compensation methodology is used to encourage Physician leaders to take on these roles External Physician leadership compensation data is limited and Essentia Health West seeks input from Compensation Committee members, Physician Leaders, and Administration to arrive at a compensation level that is reasonable This recommendation is presented to the Executive Committee of the Essentia Health West Board of Directors for approval The year this process was last undertaken for ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's Chief Medical Officer was 2010</p>

Identifier	Return Reference	Explanation
FORM 990, PART VI, LINE 19		Availability of governing documents, conflict of interest policy, & financial statements to the public ESSENTIA HEALTH ST MARY'S-DETROIT LAKES makes its governing documents, conflict of interest policy, and financial statements available to the public ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's governing documents, conflict of interest policy, and financial statements are available to the public upon request ESSENTIA HEALTH ST MARY'S-DETROIT LAKES is part of Essentia Health's consolidated financial statements w hich are included in Essentia Health's annual report posted on Essentia Health's web site

Identifier	Return Reference	Explanation
Part VII Section A Line 1a Column B		<p>Hours devoted to related organizations The following individuals listed in Form 990, Part VII, Section A, Line 1a also devoted time each week to related organizations Paul Nistler approximately 2 hours Cyndi Anderson approximately 2 hours Laurie Lew andow ski approximately 8 hours Bruce Hein approximately 2 hours Sister Luella Wegscheid approximately 3 hours Sister Pauline Micke approximately 2 hours Lois Solheim approximately 1 hour Rhoda Hooper approximately 2 hours Jim Anderson approximately 3 hours Laverne Moltzan approximately 2 hours George Portilla, MD is employed by Essentia Health West 100% of his time is spent furthering the purpose of ESSENTIA HEALTH ST MARY'S-DETROIT LAKE and its' related organizations Robert Koshnick, MD is employed by Essentia Health West 100% of his time is spent furthering the purpose of ESSENTIA HEALTH ST MARY'S-DETROIT LAKE and its' related organizations Daniel McGinty is employed as Critical Access Group's Chief Executive Officer 100% of his time is spent furthering the purpose of Critical Access Group and all related organizations Abigail Ring, MD is employed by Essentia Health West as ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's Chief Medical Officer 100% of her time is spent furthering the purpose of ESSENTIA HEALTH ST MARY'S-DETROIT LAKE and its' related organizations Thomas Thompson is employed by Critical Access Group as ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's Chief Executive Officer 100% of his time is spent furthering the purpose of ESSENTIA HEALTH ST MARY'S-DETROIT LAKE and its' related organizations Ryan Hill is employed by Essentia Health St Mary's-Detroit Lakes as ESSENTIA HEALTH ST MARY'S-DETROIT LAKE's Chief Financial Officer 100% of his time is spent furthering the purpose of ESSENTIA HEALTH ST MARY'S-DETROIT LAKE and its' related organizations</p>

Identifier	Return Reference	Explanation
FORM 990, Part XI Line 5		Other Changes in Net Assets UNREALIZED GAIN ON TRADING SECURITIES & SWAPS \$2,342,963

Identifier	Return Reference	Explanation
SCHEDULE K		<p>Additional information/comments relating to the reporting of liabilities by related organizations Essentia Health has an Obligated Group created under the Master Indenture which is composed of the following Members Essentia Health, Critical Access Group, Essentia Health East, Essentia Health St Joseph's Medical Center, Essentia Health St Mary's-Detroit Lakes, Essentia Health St Mary's Medical Center, Essentia Health Duluth Essentia Health Polinsky Medical Rehabilitation Center, Essentia Health St Mary's Hospital-Superior, Essentia Health Brainerd Specialty Clinic, Essentia Health Central, St Mary's Innovis Health, The Duluth Clinic, Ltd and Essentia Health West (the "Obligated Group Members" or the "Members of the Obligated Group") The Members of the Obligated Group are jointly and severally obligated on all indebtedness evidenced or secured by Notes issued under the Master Indenture The Series 2008A reoffered bonds are secured by Notes issued under the Master Indenture Essentia Health is the conduit borrower of the Series 2008A reoffered bonds and has recorded a portion of the bond liability on its balance sheet The Obligated Group Members, Essentia Health West, The Duluth Clinic, Ltd, and Essentia Health St Mary's-Detroit Lakes, are indirect beneficiaries of the Series 2008A reoffered borrowing and have recorded the bond liability on their balance sheets which are consolidated with Essentia Health The Series 2008B reoffered bonds are secured by Notes issued under the Master Indenture The Obligated Group Members The Duluth Clinic, Ltd, Essentia Health and Essentia Health St Mary's Hospital-Superior are the conduit borrowers of the Series 2008B reoffered bonds The conduit borrowers, The Duluth Clinic, Ltd and Essentia Health, have recorded a portion of the bond liability on their balance sheets which are consolidated with Essentia Health The Obligated Group Members, Essentia Health West and Essentia Health St Mary's-Detroit Lakes, are indirect beneficiaries of a portion of the Series 2008B reoffered borrowing and have recorded a portion of the bond liability on their balance sheets which are consolidated with Essentia Health The Series 2008C reoffered bonds are secured by Notes issued under the Master Indenture The Obligated Group Members Essentia Health East, Essentia Health St Joseph's Medical Center, Essentia Health St Mary's-Detroit Lakes, The Duluth Clinic, Ltd, Essentia Health, and Essentia Health St Mary's Medical Center, Inc are the conduit borrowers of the Series 2008C reoffered bonds The conduit borrowers, Essentia Health St Mary's-Detroit Lakes, Essentia Health, and The Duluth Clinic, Ltd, have recorded a portion of the bond liability on their balance sheets which are consolidated with Essentia Health The Obligated Group Member, Essentia Health West is an indirect beneficiary of a portion of the Series 2008C reoffered borrowing and has recorded a portion of the bond liability on its balance sheet which is consolidated with Essentia Health The Series 2010 bonds are secured by Notes issued under the Master Indenture The Obligated Group Members The Duluth Clinic, Ltd, Essentia Health, Essentia Health St Joseph's Medical Center, Essentia Health East, Essentia Health St Mary's Medical Center and Essentia Health St Mary's-Detroit Lakes are the conduit borrowers of the Series 2010 bonds The conduit borrowers, The Duluth Clinic, Ltd, Essentia Health, Essentia Health St Joseph's Medical Center, and Essentia Health St Mary's-Detroit Lakes, have recorded a portion of the bond liability on their balance sheets which are consolidated with Essentia Health The Obligated Group Member, Essentia Health West is an indirect beneficiary of a portion of the Series 2010 borrowing and has recorded a portion of the bond liability on its balance sheet which is consolidated with Essentia Health The Series 2011 bonds are secured by Notes issued under the Master Indenture The Obligated Group Members Essentia Health, Essentia Health Central and Essentia Health St Mary's-Detroit Lakes are the conduit borrowers of the Series 2011 bonds The conduit borrower Essentia Health St Mary's-Detroit Lakes has recorded a portion of the bond liability on its balance sheet which is consolidated with Essentia Health The Obligated Group Member, Essentia Health St Joseph's Medical Center, is an indirect beneficiary of a portion of the Series 2011 borrowing and has recorded a portion of the bond liability on its balance sheet which is consolidated with Essentia Health</p> <p>Part 1, Column (f) Description of purpose Series 2008A Reoffered Reoffer Series 2008 A-1 and A-2 bonds issued March 4, 2008 to refinance a portion of the acquisition of certain assets of Essentia Health West in connection with the affiliation of Essentia Health with Essentia Health West Series 2008B Reoffered Reoffer Series 2008 B-1 bonds issued March 4, 2008 to refund Series 1999B bonds issued May 18, 1999 for construct</p>

Identifier	Return Reference	Explanation
SCHEDULE K		<p>ion projects and equipment purchases in Superior, WI and various Duluth Clinic locations i n northw estern Wisconsin Series 2008C Reoffered Reoffer Series 2008 C-5 and 2008 C-4A bo nds issued March 4, 2008 to refund Series 2004 bonds issued March 19, 2004 for various acq uisitions, construction projects, capital improvements and equipment purchases in Duluth, Brainerd, and Detroit Lakes, MN and refund Series 1999A bonds issued May 18, 1999 for vari ous acquisitions, construction projects, capital improvements and equipment purchases in B rainerd, Detroit Lakes and Duluth, MN and various Duluth Clinic sites in northern Minnesot a Series 2010 Refund Series 1993C and 1993E bonds issued January 15, 1993 and refund Ser ies 2008 C-3 and 2008 C-4B bonds issued March 4, 2008 to refund Series 2004 bonds issued March 19, 2004 for various acquisitions, construction projects, capital improvements and eq uipment purchases in Duluth, Brainerd, and Detroit Lakes, MN and various Duluth Clinic sit es in northern Minnesota and finance various construction projects, capital improvements a nd equipment purchased in Brainerd, Detroit Lakes and Duluth, MN and various Duluth Clinic sites in northern Minnesota SERIES 2011 Refinance prior note used for capital improveme nts to skilled nursing facility located at 1027 Washington Ave and finance various constru ction projects and equipment purchases in Baxter, Frazee, and Pelican Rapids, MN Part II, Line 3 Issue Price Series 2008A Reoffered, Series 2008B Reoffered, Series 2008C Reoffere d, Series 2010, AND SERIES 2011 were issued by the Essentia Health Obligated Group The is sue price listed in Essentia Health ST MARY'S-DETROIT LAKE's Schedule K Part I Column (e) represents the Essentia Health Obligated Group's total borrow ing Part II, Lines 3 throug h 12 Proceeds Series 2008A Reoffered, Series 2008B Reoffered, Series 2008C Reoffered, Ser ies 2010, AND SERIES 2011 were issued by the Essentia Health Obligated Group A portion of the Series 2008A Reoffered, Series 2008B Reoffered, Series 2008C Reoffered, Series 2010, AND SERIES 2011 borrow ing were allocated to Essentia Health ST MARY'S-DETROIT LAKES, an E ssentia Health Obligated Group Member The proceeds listed in Essentia Health ST MARY'S-D ETROIT LAKE's Schedule K Part II Lines 3 through 12 represent Essentia Health ST MARY'S-D ETROIT LAKE's allocated portion of the proceeds</p>

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ 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.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization
St Mary's Regional Health Center

Employer identification number
41-1620386

Part I

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

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

Part II

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

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

Part III

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) PMC-Gateway Imaging LLC 109 Court Ave S Sandstone, MN55072 26-1634764	Imaging ServiCES	MN	NA	NONE	0	0			0			0 %

Part IV

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) Essentia Health Insurance Services SPC Buckingham Sq 720 W Bay Rd PO Bx 69 Grand Cayman, CA KY1-1102 CJ 000000000	Insurance	CJ	NA	Foreign Corp	0	0	0 %
(2) East Range Clinics LTD 910 6th Ave N Virginia, MN55792 41-0909915	Clinics	MN	NA	C	0	0	0 %

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

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

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?

a Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity

b Gift, grant, or capital contribution to other organization(s)

c Gift, grant, or capital contribution from other organization(s)

d Loans or loan guarantees to or for other organization(s)

e Loans or loan guarantees by other organization(s)

f Sale of assets to other organization(s)

g Purchase of assets from other organization(s)

h Exchange of assets

i Lease of facilities, equipment, or other assets to other organization(s)

j Lease of facilities, equipment, or other assets from other organization(s)

k Performance of services or membership or fundraising solicitations for other organization(s)

l Performance of services or membership or fundraising solicitations by other organization(s)

m Sharing of facilities, equipment, mailing lists, or other assets

n Sharing of paid employees

o Reimbursement paid to other organization for expenses

p Reimbursement paid by other organization for expenses

q Other transfer of cash or property to other organization(s)

r Other transfer of cash or property from other organization(s)

1a

No

1b

No

1c

Yes

1d

No

1e

No

1f

No

1g

No

1h

No

1i

No

1j

Yes

1k

Yes

1l

Yes

1m

No

1n

Yes

1o

Yes

1p

Yes

1q

No

1r

Yes

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

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
(1)			
See Additional Data Table			
(2)			
(3)			
(4)			
(5)			
(6)			

Schedule R (Form 990) 2010

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Part VII **Supplemental Information**

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

Identifier	Return Reference	Explanation
------------	------------------	-------------

Software ID:

Software Version:

EIN: 41-1620386

Name: St Mary's Regional Health Center

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512 (b)(13) controlled organization	
						Yes	No
Brainerd Lakes Integrated Health System 2024 S 6th St Brainerd, MN56401 37-1532145	Support ORG	MN	501(C)(3)	11 II	ESSENTIA		
Brainerd Meidcal Center Inc 2024 S 6th St Brainerd, MN56401 37-1532148	Clinic	MN	501(C)(3)	3	BLIHS		
Bridges Medical Center 201 9th St W ADA, MN56510 20-0479568	Clinic/Hosp	MN	501(C)(3)	3	INNOVIS		
Clearwater Valley Hospital and Clinics 301 Cedar Ave Orofino, ID83544 82-0497771	Clinic/Hosp	ID	501(C)(3)	3	CAG		
Divine Medical Services 709 N Lincoln Jerome, ID83338 20-2773717	Emerg SrvS	ID	501(C)(3)	3	SBFMC		
DL Surgery Center 1027 Washington Ave Detroit Lakes, MN56501 26-3837203	ASC	MN	501(C)(3)	3	CAG		
ECHC Foundation 502 E 2nd St Duluth, MN55805 26-3359418	Foundation	MN	501(C)(3)	11 I	CAG		
CRITICAL ACCESS GROUP 503 E 3rd St Ste 400 Duluth, MN55805 26-1219624	Support ORG	MN	501(C)(3)	11 II	Essentia		
St Benedict's Family Medical Center 709 N Linoln Jerome, ID83338 82-0227163	Clinic/Hosp	ID	501(C)(3)	3	CAG		
St Joseph's Medical Center 523 N 3rd St Brainerd, MN56401 41-0695602	CLINIC/HOSP	MN	501(C)(3)	3	BLIHS		
St Mary's EMS 1027 Washington Ave Detroit Lakes, MN56501 41-1805811	Emerg SrvS	MN	501(C)(3)	9	SMRHC		
St Mary's Hospital & Clinics Inc PO Box 137 Cottonwood, ID83522 82-0226453	Clinic/Hosp	ID	501(C)(3)	3	CAG		

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

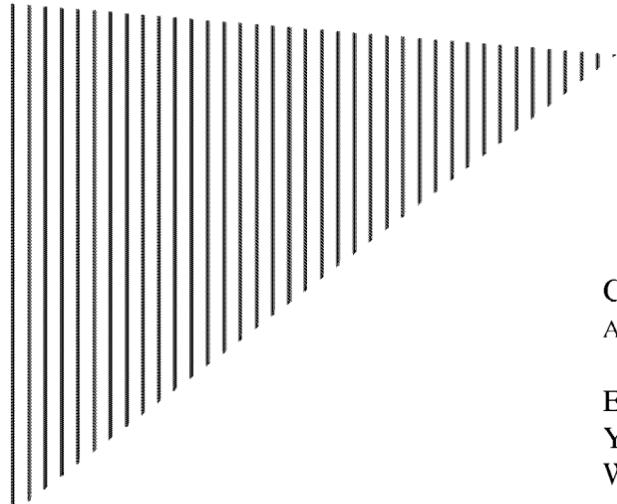
(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512 (b)(13) controlled organization	
						Yes	No
St Mary's Innovis Health 1027 Washington Ave Detroit Lakes, MN56501 26-2861321	Clinic	MN	501(C)(3)	3	INNOVIS		
Essentia Health 502 E 2nd St Duluth, MN55805 20-0360007	Support ORG	MN	501(C)(3)	11 III-FI	NA		
Innovis Health LLC 1702 S University Dr Fargo, ND58103 26-1175213	Clinic/Hosp	DE	501(C)(3)	3	Essentia		
Midwest Medical Equipment & Supply Inc 4418 Haines Rd Duluth, MN55811 41-1674021	Medical Equip	MN	501(C)(3)	9	SMDCHS		
SMDC Medical Center 502 E 2nd St Duluth, MN55805 41-1878730	Clinic/Hosp	MN	501(C)(3)	3	SMDCHS		
Pine Medical Center 109 Court Ave S Sandstone, MN55072 41-1884597	HOSPITAL/NURS	MN	501(C)(3)	3	SMDCHS		
Polinsky Medical Rehabilitation Center 530 E 2nd St Duluth, MN55805 41-0691275	Clinic	MN	501(C)(3)	3	SMMC		
St Mary's Duluth Clinic Foundation 400 E 3rd St Duluth, MN55805 41-2016979	Foundation	MN	501(C)(3)	7	SMDCHS		
St Mary's Duluth Clinic Health System 407 E 3rd St Duluth, MN55805 41-1836633	SUPPORT ORG	MN	501(C)(3)	11 II	Essentia		
St Mary's Hospital of Superior 3500 Tower Ave Superior, WI54880 41-1811073	Clinic/Hosp	WI	501(C)(3)	3	SMMC		
St Mary's Medical Center 407 E 3rd St Duluth, MN55805 41-0695604	HOSPITAL	MN	501(C)(3)	3	SMDCHS		
The Duluth Clinic Ltd 400 E 3rd St Duluth, MN55805 41-0883623	Clinic	MN	501(C)(3)	3	SMDCHS		

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512 (b)(13) controlled organization	
						Yes	No
First Care Medical Services 900 Hilligross Blvd SE Fosston, MN56542 41-0706143	Clinic/Hosp	MN	501(C)(3)	3	INNOVIS		
Minnesota Valley Health Center 621 S 4th St LeSueur, MN56058 41-0837659	Hospital/NURS	MN	501(C)(3)	3	CAG		
Essentia Institute of Rural Health 502 E 2nd St Duluth, MN55805 27-1291124	Research	MN	501(C)(3)	4	Essentia		
ESSENITA Health Foundation 502 E 2nd St Duluth, MN55805 27-1984704	Foundation	MN	501(C)(3)	7	Innovis		
NORTHERN PINES MEDICAL CENTER 5211 HWY 110 AURORA, MN55705 41-0841441	HOSPITAL/NURS	MN	501(C)(3)	3	SMDCHS		
GRACEVILLE MISSIONARY BENEDICTINE SISTER 115 WEST SECOND ST GRACEVILLE, MN56240 41-0726173	CLINIC/HOSP	MN	501(C)(3)	3	INNOVIS		

Form 990, Schedule R, Part V - Transactions With Related Organizations

(a) Name of other organization		(b) Transaction type(a-r)	(c) Amount Involved (\$)	(d) Method of determining amount involved
(1)	Essentia Health	o	4,307,060	
(2)	Essentia Health	r	61,487	
(3)	Critical Access Group	o	4,040,644	
(4)	Critical Access Group	l	1,477,680	
(5)	ST MARY'S INNOVIS HEALTH	O	13,590,808	
(6)	ST MARY'S FOUNDATION (ASSOC OF ECHC FDN)	C	297,154	
(7)	ST MARY'S FOUNDATION (ASSOC OF ECHC FDN)	N	81,280	
(8)	ST MARY'S FOUNDATION (ASSOC OF ECHC FDN)	P	65,957	
(9)	INNOVIS HEALTH LLC	L	229,721	
(10)	SMDC MEDICAL CENTER	P	261,956	
(11)	ST JOSEPH'S MEDICAL CENTER	O	194,682	



CONSOLIDATED FINANCIAL STATEMENTS
AND OTHER FINANCIAL INFORMATION

Essentia Health
Years Ended June 30, 2011 and 2010
With Report of Independent Auditors

Ernst & Young LLP



Essentia Health

Consolidated Financial Statements
and Other Financial Information

Years Ended June 30, 2011 and 2010

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Report of Independent Auditors

The Board of Directors
Essentia Health

We have audited the accompanying consolidated balance sheets of Essentia Health as of June 30, 2011 and 2010, and the related consolidated statements of operations and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the management of Essentia Health. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of Essentia Health's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Essentia Health's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Essentia Health at June 30, 2011 and 2010, and the consolidated results of its operations and changes in net assets and its cash flows for the years then ended, in conformity with U.S. generally accepted accounting principles.

Ernst & Young LLP

October 4, 2011

Essentia Health

Consolidated Balance Sheets

(Dollars in Thousands)

	June 30	
	2011	2010
Assets		
Current assets		
Cash and cash equivalents	\$ 74,478	\$ 97,040
Short-term investments	7,302	22,992
Current portion of assets whose use is limited	33,265	41,982
Patient accounts receivable, less allowances for uncollectible accounts of \$56,720 and \$48,169 at June 30, 2011 and 2010, respectively <i>(Note 4)</i>	239,578	191,136
Prepaid expenses and other receivables	29,129	25,821
Inventories	24,641	23,909
Total current assets	408,393	402,880
Assets whose use is limited, less current portion <i>(Note 5)</i>		
Funds designated by Board	421,956	328,635
Funds held by trustee	3,754	3,911
Funds held under self-insurance program	36,558	27,800
Other	50,319	37,037
	512,587	397,383
Property and equipment, net <i>(Note 7)</i>	584,453	543,612
Investments and other non-current assets, net <i>(Note 8)</i>	119,633	121,830
Total assets	<u>\$ 1,625,066</u>	<u>\$ 1,465,705</u>

	June 30	
	2011	2010
Liabilities and net assets		
Current liabilities		
Accounts payable	\$ 36,332	\$ 26,228
Payable to third-party payors	15,719	18,902
Accrued liabilities		
Salaries, wages, and benefits	127,567	114,310
Interest	7,217	6,494
Current portion of long-term debt <i>(Note 9)</i>	14,260	13,054
Other	22,387	17,045
Total current liabilities	223,482	196,033
Long-term debt <i>(Note 9)</i>	517,160	515,435
Professional, pension, and other non-current liabilities <i>(Notes 11 and 12)</i>	150,160	173,625
Total liabilities	890,802	885,093
Net assets.		
Unrestricted	717,719	566,028
Temporarily restricted	15,836	13,933
Permanently restricted	709	651
Total net assets	734,264	580,612
Total liabilities and net assets	\$ 1,625,066	\$ 1,465,705

See accompanying notes.

Essentia Health

Consolidated Statements of Operations and Changes in Net Assets (Dollars in Thousands)

	Year Ended June 30	
	2011	2010
Unrestricted revenue		
Net patient revenue <i>(Note 4)</i>	\$ 1,550,648	\$ 1,456,014
Other operating revenue	42,806	44,275
Total unrestricted revenue	1,593,454	1,500,289
Expenses <i>(Note 14)</i>		
Salaries, wages, and related benefits	942,095	878,808
Professional fees	26,658	22,576
Supplies	228,201	219,105
Purchased services	56,872	51,036
Provision for uncollectible accounts	68,489	65,529
Professional liability and general insurance	4,898	12,008
Utilities	17,398	13,386
Repairs and maintenance	32,123	29,517
Depreciation and amortization	65,535	73,350
Interest	20,726	15,641
Other	79,572	71,186
Total expenses	1,542,567	1,452,142
Income from operations	50,887	48,147
Non-operating gains (losses), net		
Investment income on funds designated by Board	6,867	6,370
Net realized gains	23,466	8,637
Net change in unrealized gains and losses on trading securities	38,069	5,683
(Loss) gain on disposal of property, net	(742)	839
Gain (loss) on swap agreements	3,106	(9,386)
Loss on refinancing	—	(2,472)
Other, net	1,861	(1,156)
Total non-operating gains, net	72,627	8,515
Excess of revenue and gains over expenses and losses	123,514	56,662

	Year Ended June 30	
	2011	2010
Unrestricted net assets:		
Excess of revenue and gains over expenses and losses	\$ 123,514	\$ 56,662
Net change in unrealized gains and losses on other-than-trading securities	220	442
Contribution of long-lived assets, net	3,672	12,429
Pension and other postretirement liability adjustments	20,836	(8,136)
Other, net	3,449	(375)
Increase in unrestricted net assets	151,691	61,022
Temporarily restricted net assets:		
Contributions	1,355	4,971
Net change in unrealized gains and losses	1,342	576
Net realized gains	288	56
Investment income	677	90
Net assets released from restrictions and other changes, net	(1,759)	(6,167)
Increase (decrease) in temporarily restricted net assets	1,903	(474)
Permanently restricted net assets		
Contributions and other changes, net	58	611
Total increase in net assets	153,652	61,159
Net assets at beginning of year	580,612	519,453
Net assets at end of year	\$ 734,264	\$ 580,612

See accompanying notes.

Essentia Health

Consolidated Statements of Cash Flows (Dollars in Thousands)

	Year Ended June 30	
	2011	2010
Operating activities		
Increase in net assets	\$ 153,652	\$ 61,159
Adjustments to reconcile increase in net assets to net cash provided by operating activities		
Depreciation and amortization	65,535	73,350
Provision for uncollectible accounts	68,489	65,529
(Gain) loss on swap agreements	(3,106)	9,386
Gain on investments in joint ventures and related organizations, net	(3,375)	(2,985)
Net change in unrealized gains and losses on other-than-trading securities	(1,562)	(1,018)
Net change in unrealized gains and losses on trading securities	(38,069)	(5,683)
Loss on refinancing	—	2,472
Pension and other postretirement liability adjustments	(20,836)	8,136
Restricted contributions and investment income	(2,032)	(5,061)
Contribution of long-lived assets, net	(3,107)	(8,049)
Changes in assets and liabilities		
Patient accounts receivable	(111,360)	(70,407)
Accounts payable and accrued liabilities	17,450	24,991
Professional, pension, and other non-current liabilities	6,835	14,932
Other	(10,404)	(10,446)
Net cash provided by operating activities	<u>118,110</u>	<u>156,306</u>
Investing activities		
Purchase of property and equipment, net	(97,105)	(55,804)
Change in investments in joint ventures and related organizations, net	2,214	3,079
Purchase of trading securities, net	(45,195)	(160,803)
(Purchase) sales of securities and assets whose use is limited classified as other-than-trading, net	(4,891)	24,358
Net cash used in investing activities	<u>(144,977)</u>	<u>(189,170)</u>
Financing activities		
Proceeds from issuance and borrowings of long-term debt	46,136	365,375
Payment for defeasance of long-term debt	—	(322,365)
Principal payments on long-term debt	(44,020)	(31,457)
Increase in funds held by trustee	157	4,349
Restricted contributions and investment income	2,032	5,061
Net cash provided by financing activities	<u>4,305</u>	<u>20,963</u>
Net decrease in cash and cash equivalents	(22,562)	(11,901)
Cash and cash equivalents at beginning of year	97,040	108,941
Cash and cash equivalents at end of year	<u>\$ 74,478</u>	<u>\$ 97,040</u>
Supplemental disclosure of cash flow information		
Interest paid, net of capitalized interest	<u>\$ 20,795</u>	<u>\$ 13,020</u>

See accompanying notes

Essentia Health

Notes to Consolidated Financial Statements *(Dollars in Thousands)*

June 30, 2011

1. Organization

Essentia Health, a Minnesota nonprofit corporation headquartered in Duluth, Minnesota (Essentia), is an integrated health system serving patients in Minnesota, Wisconsin, North Dakota, and Idaho

Essentia is the parent company of the following tax-exempt entities

- St Mary's Duluth Clinic Health System (operating as Essentia Health East (EH East)) in Duluth, Minnesota
- Brainerd Lakes Integrated Health System (operating as Essentia Health Central (EH Central)) in Brainerd, Minnesota
- Innovis Health LLC (operating as Essentia Health West (EH West)) in Fargo, North Dakota
- Critical Access Group (CAG), formerly known as Essentia Community Hospitals & Clinics (ECHC)
- Essentia Institute of Rural Health (EIRH)
- Essentia Health Insurance Services (EHIS), a Cayman-based captive insurance company

In 2011, many Essentia entities adopted an operating name as part of a system-wide rebranding strategy using the Essentia brand

Essentia is a regional leader in the development and advancement of business, clinical, and financial models for the delivery of high-quality and cost-effective healthcare. Essentia provides integrated healthcare delivery through its physician group practices, ambulatory and out-patient centers, acute care hospitals (including tertiary referral centers), and community, rural, and critical access hospitals

Essentia has been determined to qualify as a tax-exempt charitable, educational, and scientific organization under Section 501(c)(3) of the Internal Revenue Code (the Code) and also has been determined to be exempt from state income tax under Minnesota Statute 290.05, Subdivision 2

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

1. Organization (continued)

EH East is the sole corporate member of the following tax-exempt entities.

Legal Entity	Operating Name, If Applicable	Location
St Mary's Medical Center	Essentia Health St Mary's Medical Center	Duluth, Minnesota
The Duluth Clinic, Ltd	N/A	Duluth, Minnesota
SMDC Medical Center	Essentia Health Duluth	Duluth, Minnesota
Nat G Polinsky Memorial Rehabilitation Center, Inc	Essentia Health Polinsky Medical Rehabilitation Center	Duluth, Minnesota
Midwest Medical Equipment and Supplies, Inc	Essentia Health Medical Equipment & Supplies	Duluth, Minnesota
SMDC Foundation	N/A	Duluth, Minnesota
Northern Pines Medical Center (since July 2010)	Essentia Health Northern Pines	Aurora, Minnesota
Pine Medical Center	Essentia Health Sandstone	Sandstone, Minnesota
St Mary's Hospital of Superior	Essentia Health St Mary's Hospital-Superior	Superior, Wisconsin

EH Central is the sole corporate member of the following tax-exempt entities

Legal Entity	Operating Name	Location
St Joseph's Medical Center	Essentia Health St Joseph's Medical Center	Brainerd, Minnesota
Brainerd Medical Center, Inc	Essentia Health Brainerd Specialty Clinic	Brainerd, Minnesota

EH West is the sole member of the following tax-exempt entities

Legal Entity	Operating Name, If Applicable	Location
St Mary's Regional Health Center	Essentia Health St Mary's-Detroit Lakes	Detroit Lakes, Minnesota
St Mary's Innovis Health	N/A	Detroit Lakes, Minnesota
Bridges Medical Center	Essentia Health Ada	Ada, Minnesota
First Care Medical Services	Essentia Health Fosston	Fosston, Minnesota
Graceville Health Center (since October 2010)	Essentia Health Holy Trinity Hospital	Graceville, Minnesota

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

1. Organization (continued)

CAG is the sole corporate member of the following tax-exempt entities.

Operating Name	Location
Detroit Lakes Surgery Center	Detroit Lakes, Minnesota
ECHC Foundation	Duluth, Minnesota
Minnesota Valley Health Center	Le Sueur, Minnesota
Clearwater Valley Hospital and Clinics	Orofino, Idaho
St Mary's Hospital	Cottonwood, Idaho
St Benedict's Family Medical Center	Jerome, Idaho

In addition to their membership rights, Essentia and Benedictine Sisters Benevolent Association (BSBA), a sponsor of Essentia's Catholic hospitals, have retained various reserved powers over Essentia's hospitals

Essentia's investments in joint ventures and related organizations are accounted for under the equity method and recorded in investments and other non-current assets in the consolidated balance sheets and in other non-operating gains (losses) in the consolidated statements of operations and changes in net assets, as follows

	Investment June 30		Share of Income (Loss) Year Ended June 30	
	2011	2010	2011	2010
Benedictine Health System	\$ 58,533	\$ 58,533	\$ —	\$ —
St Francis Regional Medical Center	28,556	26,695	2,861	4,404
Rainy Lake Medical Center	906	1,576	(710)	(151)
Brainerd Lakes Surgery Center	1,180	1,000	911	709
Other joint ventures	2,185	2,395	313	192
	<u>\$ 91,360</u>	<u>\$ 90,199</u>	<u>\$ 3,375</u>	<u>\$ 5,154</u>

In accordance with a reorganization agreement between Benedictine Health System (BHS) and Essentia effective December 31, 2007, upon any subsequent dissolution or sale of BHS or any of BHS' subsidiaries, Essentia would be entitled to receive the net proceeds of the dissolved or sold entity up to the BHS' net asset value as of December 31, 2007. As a result, Essentia has recorded a \$58,533 investment in BHS as of June 30, 2011 and 2010.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

1. Organization (continued)

In June 2010, Essentia entered into agreements to withdraw from two joint ventures and sell its membership interests. As a result, a non-operating loss of \$4,561 was recorded in other non-operating gains (losses) for the year ended June 30, 2010.

The following is a summary of the combined operating results and balance sheet information of the joint ventures and related organizations as of and for the years ended June 30.

	2011	2010
Total revenue	\$ 424,179	\$ 341,371
Excess of revenue and gains over expenses	46,509	22,372
Total assets	559,473	469,432
Net assets	233,602	171,276

2. Summary of Significant Accounting Policies

Basis of Presentation

The consolidated financial statements represent the consolidated financial position, results of operations, and cash flows of Essentia. All significant interaffiliate accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in these consolidated financial statements and accompanying notes. Estimates also affect the reported amounts of revenue and expenses during the reporting period. Although estimates are considered to be fairly stated at the time that the estimates were made, actual results could differ from those estimates.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Summary of Significant Accounting Policies (continued)

Cash and Cash Equivalents

Cash and cash equivalents include currency on hand, demand deposits with banks or other financial institutions, and short-term investments with maturities of 90 days or less from the date of purchase. Cash deposits are federally insured in limited amounts.

Short-Term Investments

Short-term investments are stated at fair value and include corporate bonds and notes with maturities of one year or less from the date of purchase, certificates of deposit, and mutual funds. Short-term investments are available to meet Essentia's operating cash requirements.

Inventories

Inventories, including drugs and supplies, are stated at the lower of cost (principally on the first-in, first-out basis) or market.

Assets Whose Use Is Limited

Assets whose use is limited are composed primarily of investments held for trading, which are stated at fair value, and include assets designated by the Board of Directors (over which the Board retains control and may, at its discretion, subsequently use for other purposes) for future capital improvements and retirement of debt, investments of EHIS, which was formed as a professional liability funding arrangement, assets held by trustees under indenture agreements for construction and debt service payments, and other assets, which consist of donor-restricted assets provided on behalf of certain members of Essentia.

Investment income earned on funds held by the bond trustee is reported as other operating revenue since the interest expense on the related bonds is reported as an operating expense. All other investment income (including realized gains and losses on investments, interest, dividends, declines in value determined to be other than temporary, and net change in unrealized gains and losses on trading securities) is reported as non-operating income, other than changes in unrealized gains and losses on other-than-trading securities that are determined to be temporary, which are reported as other changes in unrestricted net assets. Realized gains and losses are determined using the specific identification method.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Summary of Significant Accounting Policies (continued)

Essentia reviews its other-than-trading securities for impairment conditions, which could indicate that an other-than-temporary decline in market value has occurred. In conducting this review, numerous factors are considered, which include specific information pertaining to an individual company or a particular industry, general market conditions that reflect prospects for the economy as a whole, and the ability and intent to hold the securities until recovery.

The carrying value of investments is reduced to its estimated realizable value if a decline in fair value is considered to be other than temporary. The gross unrealized gains and losses from other-than-trading securities at June 30, 2011, were \$247 and \$11, respectively, and at June 30, 2010, were \$1,367 and \$13, respectively. Based on management's analysis, no other-than-temporary loss was recognized during the years ended June 30, 2011 and 2010.

Net unrealized gains (losses) on trading securities held at June 30, 2011 and 2010, were \$36,256 and (\$3,166), respectively.

Derivative Financial Instruments

Essentia uses interest rate, total return, constant maturity, fixed payer, basis, and fixed receiver swap instruments (see Note 9) as part of a risk management strategy to manage exposure to fluctuations in interest rates and to manage the overall cost of its debt. Derivatives are used to hedge identified and approved exposures and are not used for speculative purposes.

All derivatives are recognized as either assets or liabilities and are measured at fair value. Essentia uses pricing models for various types of derivative instruments that take into account the present value of estimated future cash flows. Gains and losses resulting from changes in the fair values of derivatives are reflected in the consolidated statements of operations and changes in net assets. Any differences between interest received and paid on derivatives are reported with the change in fair values of the derivative as non-operating gains or losses. None of the swaps has been designated as a hedge. Accordingly, all changes in the fair values of the swaps and the net difference between interest received and paid are reported as non-operating gains or losses.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Summary of Significant Accounting Policies (continued)

Property and Equipment

Property and equipment are stated at cost, if purchased or at fair market value on the date received, if donated, less accumulated depreciation and amortization. Depreciation is provided on a straight-line basis over estimated useful lives but not for a term in excess of the associated ground leases, if any.

Maintenance and repairs are charged to expense as incurred. Major improvements that extend the useful life of the related item are capitalized and depreciated. The cost and accumulated depreciation of property and equipment retired or disposed of are removed from the related accounts, and any residual value after considering proceeds is charged or credited to income.

Intangible Assets

Identifiable intangible assets are amortized on a straight-line basis over a range of 15 to 40 years based on the expected useful lives.

Deferred financing costs, consisting primarily of underwriting fees and discounts, credit enhancement fees, and legal fees, are amortized using the interest method over the period that the obligation is outstanding.

Asset Impairment

Essentia periodically evaluates whether events and circumstances have occurred that may affect the estimated useful life or recoverability of the net book value of property and equipment and the unamortized excess cost over net assets acquired. If such events or circumstances indicate that the carrying amounts may not be recoverable, an impairment loss is recorded based on an undiscounted cash flow analysis.

Insurance

The provision for estimated self-insured general and professional liability claims includes estimates of the undiscounted ultimate costs for both reported claims and claims incurred but not reported (IBNR). Most of Essentia's members are self-insured for workers' compensation claims and discount their workers' compensation reserves.

Essentia Health

Notes to Consolidated Financial Statements (continued)

(Dollars in Thousands)

2. Summary of Significant Accounting Policies (continued)

Costs of Borrowing

Interest incurred on borrowed funds during the period of construction of capital assets is capitalized as a component of the cost of acquiring those assets. For the years ended June 30, 2011 and 2010, capitalized interest totaled \$781 and \$319, respectively.

Net Patient Revenue

Essentia has agreements with third-party payors that provide reimbursement to Essentia at amounts different from established rates. Net patient revenue is reported at the estimated net realizable amounts from patients, third-party payors, and others for services rendered. Contractual adjustments arising from various reimbursement arrangements with third-party payors are accrued on an estimated basis in the period in which the services are rendered. Differences between amounts originally recorded and finally settled are included in operations in the year in which the differences become known. Certain reimbursement arrangements are subject to retroactive audits and adjustments.

Essentia utilizes a process to identify and appeal settlements by Medicare and other payors. Additional reimbursement is recorded in the year the appeal is successful. During the years ended June 30, 2011 and 2010, additional revenue due to successful appeals and cost report settlements amounted to approximately \$7,600 and \$6,300, respectively.

Laws and regulations governing the Medicare and Medicaid programs are extremely complex and subject to interpretation. While management believes that Essentia is in material compliance with fraud and abuse laws and regulations as well as other applicable government laws and regulations, there is at least a reasonable possibility that recorded estimates will change by a material amount in the near term. Changes in reimbursement from the Medicare program, including reduction of funding levels, could have an adverse effect on Essentia.

The provision for uncollectible accounts is based upon management's ongoing assessment of historical and expected net collections considering historical business and economic conditions, trends in healthcare coverage, and other collection indicators. The results of this assessment are used to make modifications to the provision for uncollectible accounts, if necessary. Essentia follows established guidelines for placing certain past-due patient balances with collection agencies, subject to certain restrictions on collection efforts as determined by Essentia.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Summary of Significant Accounting Policies (continued)

Charity and Uncompensated Care

Essentia provides healthcare services to patients who meet certain criteria under its charity care policies without charge or at amounts less than established rates. Since Essentia does not pursue collection of these amounts, they are not reported as revenue.

Excess of Revenue and Gains Over Expenses and Losses

The consolidated statements of operations and changes in net assets include excess of revenue and gains over expenses and losses. Changes in unrestricted net assets, which are excluded from excess of revenue and gains over expenses and losses, include unrealized gains and losses on other-than-trading securities that are determined to be temporary, contributions of long-lived assets, and pension and other postretirement liability adjustments.

Donor-Restricted Gifts

Unconditional promises to give cash and other assets to Essentia are reported at fair value at the date the promise is received. Conditional promises and indications of intentions to give are reported at fair value at the date the conditions are met.

Gifts are reported as temporarily restricted net assets if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, temporarily restricted net assets are reclassified as unrestricted net assets and reported in the consolidated statements of operations and changes in net assets as other operating income. Donor-restricted contributions whose restrictions are met within the same year as received are included in operating income in the accompanying consolidated financial statements. Temporarily restricted net assets are restricted for the purchase of property and equipment and for research and education. Permanently restricted net assets are held in perpetuity.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Summary of Significant Accounting Policies (continued)

Deferred Taxes

Essentia records a valuation allowance for deferred tax assets when it is more likely than not that some portion of the deferred tax assets will not be realized. The ultimate realization of these deferred tax assets depends on the ability of the taxable affiliates to generate sufficient taxable income in the future.

Reclassifications

Certain prior year amounts in the consolidated financial statements have been reclassified to conform to the 2011 presentation. These reclassifications had no effect on the change in net assets or net assets as previously reported.

Adoption of New Accounting Standards

Effective July 1, 2011, Essentia will adopt new accounting guidance regarding the presentation and disclosure of patient service revenue, the provision for bad debts, and the allowance for doubtful accounts. The guidance requires healthcare entities to change the presentation of their statement of operations by reclassifying the provision for bad debts associated with patient service revenue from an operating expense to a deduction from patient service revenue (net of contractual allowances and discounts). Additionally, enhanced disclosures will be required surrounding the entity's policies for recognizing revenue and assessing bad debts. Essentia is evaluating the new guidance and will make any additional required disclosures.

Effective July 1, 2011, Essentia will adopt new accounting guidance with respect to the disclosure of charity care. The guidance requires that cost be used as the measurement basis for charity care disclosure and that the disclosure include the direct and indirect cost of providing charity care. The guidance also requires disclosure of the method used to identify or determine such costs. Essentia is evaluating the new guidance and will make any additional required disclosures.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Summary of Significant Accounting Policies (continued)

Effective July 1, 2011, Essentia will adopt new guidance on accounting by healthcare entities for medical malpractice and similar liabilities and their related anticipated insurance recoveries. The guidance clarifies that a healthcare entity should not net insurance recoveries against a related claim liability. Additionally, the amount of the claim liability should be determined without consideration of insurance recoveries. Essentia is currently evaluating the new guidance and will adopt the provisions, as required.

Effective July 1, 2010, Essentia adopted new accounting guidance that changed the accounting for mergers and acquisitions entered into by not-for-profit organizations. Under the guidance, more combinations are being accounted for under the acquisition method. The acquired organization's assets and liabilities are revalued to their fair values when recorded in the acquirer's financial statements. Additionally, goodwill and indefinite-lived assets are no longer amortized but are evaluated for potential impairment, as is the case with for-profit entities. The new guidance did not have a material effect on Essentia's consolidated financial statements.

Effective March 31, 2010, Essentia adopted new accounting guidance, which amended the disclosures regarding fair value measurements (see Note 6). The guidance requires disclosure of the amount of any significant transfers between Level 1 and Level 2 in the fair value hierarchy and the reasons for these transfers and the reason for any transfers in or out of Level 3. Effective July 1, 2011, Essentia also will be required to provide information within the reconciliation of recurring Level 3 measurements about purchases, sales, issuances, and settlements on a gross basis as well as clarification on previously required reporting requirements.

3. Service to the Community

In the furtherance of its charitable purpose, Essentia provides a wide variety of benefits to the communities it serves, including offering various community-based social service programs, such as free clinics, health screenings, in-home caregiver services, social service and support counseling for patients and families, pastoral care, crisis intervention, transportation to and from the healthcare campuses, and the donation of space for use by community groups.

Essentia Health

Notes to Consolidated Financial Statements (continued) *(Dollars in Thousands)*

3. Service to the Community (continued)

In addition, a large number of health-related educational programs are provided for the benefit of the community, including health enhancements and wellness, classes on specific medical conditions, unreimbursed costs of medical education, telephone information services, and costs related to programs designed to improve the general health status of the community

Essentia also provides medical care without charge or at a reduced cost primarily through (a) services provided at no charge to the uninsured, (b) the difference between public program payments (primarily Medicaid and Medicare) and the related costs of providing such services, and (c) services provided to patients expressing a willingness to pay but who are determined to be unable to pay because of socioeconomic factors. The amount of charity care provided, based on internal cost data, was approximately \$12,900 and \$8,600 for the years ended June 30, 2011 and 2010, respectively.

4. Net Patient Revenue

Essentia derives patient revenue primarily from patients covered under the Medicare and Medicaid programs and agreements with commercial insurers and managed care organizations as well as from private-pay patients. The basis for payment under agreements with commercial insurers and managed care organizations includes prospectively determined rates, discounts from established charges, and allowable cost.

Essentia provides care to patients under the Medicare and Medicaid programs and contractual arrangements with other third-party payors. The Medicare and Medicaid programs pay for inpatient and most outpatient services at predetermined rates under a prospective payment system.

Essentia has contracted with Blue Cross and Blue Shield of Minnesota, Wisconsin, and North Dakota (collectively, BCBS) to provide patient care to its members and is reimbursed based on negotiated rates.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

4. Net Patient Revenue (continued)

The mix of net patient revenue from patients and third-party payors for the years ended June 30 is summarized below

	2011	2010
Medicare	34%	30%
Medicaid	14	12
BCBS	22	22
Private-pay, managed care, commercial insurance, and other payors	30	36
	100%	100%

Net patient revenue is presented net of Medicare, Medicaid, managed care, and other third-party contractual adjustments of \$1,350,838 and \$1,317,824 for the years ended June 30, 2011 and 2010, respectively

Essentia grants credit without collateral to its patients, most of whom are local residents and are insured under third-party payor agreements. The mix of receivables from patients and third-party payors at June 30 consists of the following:

	2011	2010
Medicare	\$ 69,907	\$ 44,699
Medicaid	32,648	23,039
BCBS	45,674	39,376
Private-pay, managed care, commercial insurance, and other payors	91,349	84,022
	\$ 239,578	\$ 191,136

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

5. Investments and Assets Whose Use Is Limited

At June 30, assets whose use is limited consisted of and were limited for the following purposes.

	<u>2011</u>	<u>2010</u>
Cash and cash equivalents	\$ 50,309	\$ 87,696
Domestic equity securities	132,563	93,018
International equity securities	46,268	31,870
Equity mutual funds	50,707	53,013
Debt security mutual funds	61,079	39,474
Corporate debt securities	24,131	19,200
Hedged funds	171,741	107,451
Other	9,054	7,643
	<u>\$ 545,852</u>	<u>\$ 439,365</u>
 Funds designated by Board	 \$ 422,718	 \$ 329,052
Funds held by trustee	22,209	28,571
Funds held under self-insurance program	42,836	34,761
Other	58,089	46,981
	<u>545,852</u>	<u>439,365</u>
Less current portion	33,265	41,982
Total non-current assets whose use is limited	<u>\$ 512,587</u>	<u>\$ 397,383</u>

Essentia invests in certain alternative investments, principally hedge funds and funds of hedge funds. These investments are accounted for using the equity method. At June 30, 2011, Essentia's ownership percentage of the alternative investments ranged from 0.08% to 22.31%. Through these investments, Essentia may be indirectly involved in investment activities such as securities lending, short sales of securities, options, warrants, trading in futures and forward contracts, swap contracts, and other derivative products. Derivatives are used to maintain asset mix or adjust portfolio risk exposure. While these financial instruments may contain varying degrees of risk and have varying degrees of liquidity, mostly ranging from 60 days to 365 days, Essentia's risk is limited to its capital balance in each investment.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

5. Investments and Assets Whose Use Is Limited (continued)

Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of certain investments will occur in the near term and that such changes could materially affect the amounts reported in the consolidated financial statements subsequent to year-end

Investment return for the years ended June 30 consists of and was reported in the consolidated statements of operations and changes in net assets as follows

	<u>2011</u>	<u>2010</u>
Dividends and interest	\$ 9,990	\$ 8,535
Net realized gains	23,754	8,693
Net change in unrealized gains and losses on trading investments	38,069	5,683
Net change in unrealized gains and losses on other-than-trading investments	1,562	1,018
	<u>73,375</u>	<u>23,929</u>
Less investment expenses related to investment return	2,278	1,502
	<u>\$ 71,097</u>	<u>\$ 22,427</u>
Other operating revenue	\$ 168	\$ 573
Non-operating gains	68,402	20,690
Other changes in unrestricted net assets	220	442
Temporarily restricted net assets	2,307	722
	<u>\$ 71,097</u>	<u>\$ 22,427</u>

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value of Financial Instruments

Financial instruments carried at fair value as of June 30, 2011, for each caption on the balance sheet, are analyzed by the fair value hierarchy (as defined on page 24) as follows

	Level 1	Level 2	Level 3	Total Fair Value
Assets				
Cash and cash equivalents	\$ 74.478	\$ —	\$ —	\$ 74.478
Short-term investments				
Cash and cash equivalents	6.815	—	—	6.815
Other	258	229	—	487
Current assets whose use is limited, excluding alternative investments, which are accounted for on the equity method				
Cash and cash equivalents	28.832	—	—	28.832
Other	1.673	453	—	2.126
Assets whose use is limited, excluding alternative investments, which are accounted for on the equity method				
Cash and cash equivalents	21.477	—	—	21.477
Domestic equity securities	131.481	—	—	131.481
International equity securities	45.801	—	—	45.801
Equity mutual funds	50.707	—	—	50.707
Debt security mutual funds	60.955	—	—	60.955
Corporate debt securities	—	24.131	—	24.131
Other	—	8.601	—	8.601
Swap assets	—	—	5.079	5.079
Total assets valued at fair value	\$ 422.477	\$ 33.414	\$ 5.079	\$ 460.970
Liabilities				
Swap liabilities	\$ —	\$ —	\$ (18.162)	\$ (18.162)

Essentia Health

Notes to Consolidated Financial Statements (continued)

(Dollars in Thousands)

6. Fair Value of Financial Instruments (continued)

Financial instruments carried at fair value as of June 30, 2010, for each caption on the balance sheet, are analyzed by the fair value hierarchy (as defined on page 24) as follows

	Level 1	Level 2	Level 3	Total Fair Value
Assets				
Cash and cash equivalents	\$ 97,040	\$ —	\$ —	\$ 97,040
Short-term investments				
Cash and cash equivalents	14,930	—	—	14,930
Other	7,831	205	—	8,036
Current assets whose use is limited, excluding alternative investments, which are accounted for on the equity method				
Cash and cash equivalents	32,538	—	—	32,538
Other	4,303	990	—	5,293
Assets whose use is limited, excluding alternative investments, which are accounted for on the equity method				
Cash and cash equivalents	55,158	—	—	55,158
Domestic equity securities	90,882	—	—	90,882
International equity securities	31,369	—	—	31,369
Equity mutual funds	51,911	—	—	51,911
Debt security mutual funds	38,910	—	—	38,910
Corporate debt securities	—	18,914	—	18,914
Other	—	6,939	—	6,939
Swap assets	—	—	6,430	6,430
Total assets valued at fair value	\$ 424,872	\$ 27,048	\$ 6,430	\$ 458,350
Liabilities				
Swap liabilities	\$ —	\$ —	\$ (27,636)	\$ (27,636)

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value of Financial Instruments (continued)

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. The disclosure framework consists of a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

Essentia's valuation methodologies for assets and liabilities measured at fair value is as follows.

Fair value for Level 1 is based upon quoted market prices.

Fair value for Level 2 is based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets. Inputs are obtained from various sources, including market participants, dealers, and brokers.

Fair value for Level 3 is based on unobservable market data, primarily credit valuation adjustments (CVAs) for derivative financial instruments. The fair value is determined by an independent third party utilizing a discounted cash flow methodology for valuing derivative financial instruments. The valuations reflect a credit spread adjustment to the London Interbank Offered Rate (LIBOR) swap curve in order to reflect CVAs for non-performance risk. The credit spread adjustment is derived from other comparably rated entities' bonds priced in the market. As of June 30, 2011 and 2010, Essentia's fair value of swaps included a CVA of \$2,700 and \$6,575, respectively.

The methods described above may produce a fair value calculation that is not indicative of net realizable value or reflective of future fair values. Furthermore, while Essentia believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value of Financial Instruments (continued)

The following table is a rollforward of the balance sheet amounts for financial instruments classified by Essentia in Level 3 of the valuation hierarchy

	<u>Swap Assets and Liabilities, Net</u>
Fair value at July 1, 2009	\$ (15,837)
Realized and unrealized losses on swap agreements included in excess of revenue and gains over expenses and losses	(9,386)
Settlements	<u>4,017</u>
Fair value at June 30, 2010	(21,206)
Realized and unrealized gains on swap agreements included in excess of revenue and gains over expenses and losses	3,106
Settlements	<u>5,017</u>
Fair value at June 30, 2011	<u><u>\$ (13,083)</u></u>

Carrying amounts of cash and cash equivalents, patient accounts receivable, accounts payable, and payable to third-party payors approximate fair value due to the short-term nature of these instruments

Fair value of fixed rate long-term debt is based on quoted market prices for these issues or, where such prices are not available, the estimated present value of future cash flows, discounted at interest rates available at the reporting date to Essentia for new debt of similar type and remaining maturity. For all other debt obligations that bear interest at floating rates, cost is assumed to equal fair value because of the nature of these obligations. At June 30, 2011 and 2010, the fair value of Essentia's long-term debt (excluding the effect of third-party credit enhancements) is estimated to be approximately \$535,579 and \$536,928, respectively.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Property and Equipment

Property and equipment at June 30 are summarized as follows.

	<u>2011</u>	<u>2010</u>
Land and land improvements	\$ 33,147	\$ 31,794
Buildings and building improvements	653,987	629,584
Furniture and equipment	531,973	479,360
	<u>1,219,107</u>	<u>1,140,738</u>
Accumulated depreciation and amortization	(692,220)	(619,734)
	<u>526,887</u>	<u>521,004</u>
Construction-in-progress	57,566	22,608
	<u>\$ 584,453</u>	<u>\$ 543,612</u>

In January 2009, Essentia incurred a financing obligation relating to a building completed and placed into service, resulting from agreements to lease a portion of a medical office building. Since the transaction did not qualify for sale-leaseback treatment, the building is treated as a financing transaction. The completed building cost of \$10,272 at June 30, 2011 and 2010, and the related other long-term liability of \$9,262 and \$9,670 at June 30, 2011 and 2010, respectively, are included in the accompanying consolidated balance sheets.

8. Investments and Other Non-Current Assets

Investments and other non-current assets at June 30 are summarized as follows:

	<u>2011</u>	<u>2010</u>
Notes receivable	\$ 6,133	\$ 7,622
Investment in joint ventures and related organizations	91,360	90,199
Deferred financing costs, less accumulated amortization of \$3,655 in 2011 and \$2,879 in 2010	11,179	11,536
Intangible assets, less accumulated amortization of \$445 in 2011 and \$340 in 2010	1,815	1,920
Fair value of swap asset (Note 9)	5,079	6,430
Other	4,067	4,123
	<u>\$ 119,633</u>	<u>\$ 121,830</u>

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Long-Term Debt

Long-term debt at June 30 consists of the following.

	Annual Interest Rate	2011	2010
Essentia Obligated Group Revenue Bonds			
Series 2011, due through 2015	4.75%	\$ 25,469	\$ —
Series 2010, due through 2035	Variable rate	106,370	109,535
Series 2008, due through 2037	3.00% to 5.50%	236,309	238,061
Series 2008, due through 2040	4.90% to 5.10%	105,513	105,466
Other revenue bonds	2.00% to 5.25%	24,609	32,306
Line of credit	Variable rate	5,235	—
Commercial paper, net	Variable rate	—	29,450
Other, primarily mortgages payable with annual principal payments through 2034	Various	27,915	13,671
Total debt		531,420	528,489
Less current portion		14,260	13,054
		\$ 517,160	\$ 515,435

At June 30, 2011, Essentia's Obligated Group consisted of Essentia, CAG, EH East, Essentia Health St. Mary's Medical Center, Essentia Health Duluth, The Duluth Clinic, Ltd., Essentia Health Polinsky Medical Rehabilitation Center, Essentia Health St. Mary's Hospital-Superior, EH Central, Essentia Health St. Joseph's Medical Center, Essentia Health Brainerd Specialty Clinic, Essentia Health St. Mary's-Detroit Lakes, St. Mary's Innovis Health, and EH West.

Certain indebtedness of members of the Obligated Group and related entities is secured by notes issued under the Amended and Restated Master Trust Indenture, dated as of April 1, 1999 (the Master Trust Indenture (MTI)), and related documents, which require Obligated Group members to be jointly and severally obligated for the debt service on all obligations issued thereunder.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Long-Term Debt (continued)

All Obligated Group members have pledged certain unrestricted receivables and certain pass-through obligations for payment of long-term indebtedness issued under the MTI. No pass-through obligations were subject to the pledge as of June 30, 2011.

Most of the non-Obligated Group's debt is secured by certain assets of the entity that have borrowed the proceeds from the debt issue.

In March 2011, Essentia issued Revenue Bonds, Series 2011, in the amount of \$25,155. The bonds are subject to semi-annual interest-only payments until February 2015, at which time the outstanding principal balance becomes due.

In June 2010, Essentia issued Variable Rate Revenue Bonds, Series 2010, in the amount of \$109,535. The outstanding balances on the Series 1993 Bonds in the amount of \$32,270 and on the Series 2008C-3 and Series 2008C-4 Bonds in the total amount of \$55,900 were refinanced. The bonds are subject to a mandatory tender following an initial period, which ends in June 2014, at which time outstanding principal plus accrued interest becomes due.

In February 2010, Essentia restructured a portion of the outstanding Variable Rate Demand Revenue Bonds, Series 2008, which included converting \$234,195 of Series 2008A, Series 2008B, and Series 2008C-1 Variable Rate Demand Bonds to fixed rate bonds with annual interest rates ranging from 3.00% to 5.50%. Prior to the restructuring, the variable rate demand bonds were subject to tender at the option of the bondholders. Prior to February 2010, liquidity facilities were in place in the form of standby bond purchase agreements, which were terminated as a result of the restructuring to fixed rate debt.

As a result of the refinancing in June 2010 and the restructuring in February 2010, Essentia recorded a non-operating loss of \$2,472.

A portion of the proceeds of various bond issuances and funds available under prior bond indentures that are deemed to be legally defeased have been deposited into escrow accounts and invested in certain U.S. government obligations, the maturing principal of and interest paid on which will be sufficient to pay when due the principal of and interest on the refunded bonds.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Long-Term Debt (continued)

In June 2011, Essentia entered into a long-term master revolving line of credit with a bank under which it may borrow up to an aggregate of \$60,000. The annual interest rate is based on LIBOR plus an applicable margin (1.15% at June 30, 2011). The line of credit terminates in June 2014, at the option of the bank. The line of credit is secured by a note issued under the MTI and is an obligation of the Essentia Obligated Group. There was \$5,235 outstanding of June 30, 2011.

In June 2011, Essentia terminated its \$60,000 commercial paper program and letter of credit under which notes payable were issued to members of Essentia. As of June 30, 2011, there were no commercial paper notes outstanding. As of June 30, 2010, commercial paper notes outstanding totaled \$29,450, which were supported by a letter of credit of the same amount.

Essentia has a revolving line of credit with a bank under which it may borrow up to an aggregate of \$20,000. There were no outstanding borrowings at June 30, 2011 and 2010.

The aggregate annual maturities of long-term debt, excluding the commercial paper notes and line of credit, for each of the five years subsequent to June 30, 2011, are as follows:

2012	\$ 14,260
2013	16,906
2014	118,292
2015	37,066
2016	5,055

The MTI contains various covenants, including the requirement for Essentia Obligated Group to maintain certain financial ratios, limit the incurrence of significant additional indebtedness, and limit transfers to non-Obligated Group members.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Long-Term Debt (continued)

The proceeds of bonds, which were placed in various trust funds to be used in accordance with the applicable indenture provisions, are as follows at June 30

	2011	2010
Bond interest, principal, and construction funds	\$ 18,425	\$ 24,336
Debt service reserve funds	3,784	4,235
	22,209	28,571
Less current portion	18,455	24,660
Total long-term portion	\$ 3,754	\$ 3,911

Essentia enters into interest rate, total return, constant maturity, fixed payer, basis, and fixed receiver swaps to manage its exposure to changes in interest rates. From time to time, Essentia may enter into collar options as part of its investment strategy to minimize exposure to risk within the equity markets. These collar options may have a margin requirement, which places restrictions on cash or investments.

The following is a summary of the outstanding positions under these interest rate, constant maturity, fixed payer, and basis swaps at June 30, 2011:

Instrument Type	Notional Amount	Maturity Date	Rate Paid	Rate Received
Interest rate swaps	\$ 25.085	2020	3.69% to 3.82%	70% 1-month LIBOR
Constant maturity swap	\$ 50.000	2018	3-month LIBOR	87.94% 10-year ISDA swap rate
Fixed payer swaps	\$ 82.685	2017 to 2037	1.775% to 3.432%	68% of 1-month or 3-month LIBOR
Basis swaps	\$ 217.495	2030 to 2040	SIFMA	68% of 1-month or 3-month LIBOR plus 0.105% to 0.605%

Interest paid and received is based on swap rates, which are derived from the LIBOR, Securities Industry and Financial Markets Association (SIFMA), and International Swaps and Derivatives Association (ISDA).

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Long-Term Debt (continued)

Swap assets are reported in investments and other non-current assets and swap liabilities in professional, pension, and other non-current liabilities in the consolidated financial statements, as follows:

	Notional	Assets		Liabilities		(Loss) Gain Recorded as Non-Operating	
	Amount	2011	2010	2011	2010	2011	2010
Interest rate swaps	\$ 25.085	\$ —	\$ —	\$ 2,878	\$ 3.275	\$ (574)	\$ (1.643)
Total return swaps	—	—	—	—	—	—	(126)
Constant maturity swap	50.000	5,079	3.796	—	—	2,528	2.525
Fixed payer swaps	82.685	—	—	7,541	12.542	(3,706)	(2.848)
Basis swaps	217.495	—	—	7,743	11.819	4,490	(9.765)
Fixed receiver swap	—	—	2.634	—	—	368	2.471
Total swaps	\$ 375.265	\$ 5,079	\$ 6.430	\$ 18,162	\$ 27.636	\$ 3,106	\$ (9.386)

In order to reduce the effective interest rate on the Series 2008 debt, Essentia Obligated Group has entered into a fixed payer swap, fixed receiver swap, and basis swap agreements. Essentia has entered into a constant maturity swap agreement to protect its short-term investments from a decline in short-term rates and to enhance non-operating gains. In order to reduce the effective interest rate on fixed rate debt (Reference Debt), Essentia Obligated Group has entered into interest rate swap and total return swap agreements. None of the swaps has been designated as a hedging instrument.

Under the terms of the total return swaps, either Essentia Obligated Group or the counterparty to the swap can terminate the swaps at any time, which would result in a termination payment based on the difference in the fair value of the Reference Debt and its face amount. Essentia Obligated Group terminated these swaps in 2010.

Certain of Essentia's derivative instruments contain provisions that require Essentia to post collateral when the net liability of the derivative instruments is greater than the predetermined threshold of \$10,000. No collateral was required at June 30, 2011 or 2010.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Long-Term Debt (continued)

Derivative transactions contain credit risk in the event the parties are unable to meet the terms of the contract, which is generally limited to the fair value due from counterparties on outstanding contracts. At June 30, 2011 and 2010, the counterparty with fair values due to Essentia had a Standard & Poor's credit quality rating of A.

10. Income Taxes

Deferred tax assets at June 30, 2011 and 2010, relate primarily to depreciation along with federal and state net operating loss (NOL) carryovers. As of June 30, 2011, Essentia had federal NOLs of \$4,269 and state NOLs of \$4,234, expiring in varying amounts through 2031. Due to the operating performance of Essentia's taxable subsidiaries, a valuation allowance has been established since it is more likely than not that the deferred tax assets will not be realized. There was no significant change in the net deferred tax assets for the year ended June 30, 2011.

Deferred tax assets consist of the following.

	Year Ended June 30	
	2011	2010
Deferred tax assets, gross	\$ 1,866	\$ 1,890
Valuation allowance	(1,866)	(1,890)
Deferred tax assets, net	\$ —	\$ —

The statute of limitations for tax years ending June 30, 2007 through June 30, 2011, remains open to examination by the major U.S. taxing jurisdictions to which Essentia is subject. In addition, for all tax years prior to June 30, 2007, generating a NOL, tax authorities have the right to adjust the amount of the NOL.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

11. Employee Benefit Plans

Essentia sponsors two defined benefit retirement plans (Defined Benefit Plans), which cover certain groups of Essentia's employees. Although the Defined Benefit Plans are closed to new participants, certain plan participants continue to accrue benefits. Essentia also provides other postemployment benefits to certain eligible participants, including a partial subsidy for health insurance coverage.

A summary of the change in the benefit obligation, the change in plan assets and the resulting funded status, the amounts recognized in the consolidated balance sheets, and the components of net periodic benefit of the Defined Benefit Plans as of June 30 (measurement date) are as follows:

	Year Ended June 30	
	2011	2010
Change in benefit obligation		
Benefit obligation at beginning of year	\$ 180,471	\$ 156,900
Service cost	2,364	2,147
Interest cost	10,030	9,803
Actuarial (gain) loss	(1,533)	15,979
Benefits paid	(5,098)	(4,358)
Benefit obligation at end of year	<u>186,234</u>	<u>180,471</u>
Change in plan assets		
Fair value of plan assets at beginning of year	105,606	92,570
Actual return on plan assets	22,136	10,745
Contributions	7,247	7,149
Benefits paid	(5,098)	(3,572)
Assumed expenses paid	(500)	(1,286)
Fair value of plan assets at end of year	<u>129,391</u>	<u>105,606</u>
Net amount recognized (underfunded plan)	<u>\$ (56,843)</u>	<u>\$ (74,865)</u>

Accumulated benefit obligation was \$160,469 and \$171,312 at June 30, 2011 and 2010, respectively.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

11. Employee Benefit Plans (continued)

Changes in plan assets and benefit obligations recognized in unrestricted net assets during the year ended June 30 consist of

	2011	2010
Current year actuarial (gain) loss	\$ (15,467)	\$ 12,447
Amortization of actuarial loss	(5,175)	(4,311)
Total	<u>\$ (20,642)</u>	<u>\$ 8,136</u>

Actuarial losses included in unrestricted net assets that have not been recognized in net periodic pension cost at June 30, 2011 and 2010 were \$47,078 and \$67,720, respectively. Actuarial losses expected to be recognized in net periodic pension cost during the year ending June 30, 2012, are \$2,889. Unrecognized actuarial losses are amortized on a straight-line basis.

Components of net periodic pension cost for the year ended June 30 are as follows.

	2011	2010
Service cost	\$ 2,864	\$ 2,647
Interest cost	10,030	9,803
Expected return on plan assets	(8,201)	(7,212)
Amortization of unrecognized net actuarial loss	5,175	4,311
Benefit cost	<u>\$ 9,868</u>	<u>\$ 9,549</u>

Weighted average assumptions

Discount rate at end of year (used to determine benefit obligation)	5.29% to 5.80%
Discount rate at beginning of year (used to determine net periodic benefit cost)	5.51% to 5.60%
Expected return on plan assets	7.75%
Rate of compensation increase	3.20% to 4.00%
Healthcare cost trend rate	9.25%

The overall weighted average return on plan assets is determined by applying management's judgment to the results of computer modeling, historical trends, and benchmarking data.

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

11. Employee Benefit Plans (continued)

The Investment Committee of the Defined Benefit Plans, which consists of at least two members of the Board of Directors and a minimum of four staff members, reviews annually and approves the investment policy and asset allocation targets. The Investment Committee activities are supported by an independent investment consulting firm. The investment policy covers responsibilities of the investment managers, investment objectives, asset allocation targets and ranges, asset guidelines, and manager review criteria. The Investment Committee reviews asset allocation quarterly to determine if the current structure is appropriate and whether any changes are necessary. All assets are invested with outside managers.

The current target allocation and the actual asset allocation as of June 30 are as follows.

	Asset Allocation		
	Target	2011	2010
Equity securities	30%–90%	52%	40%
Debt securities	0%–50%	12	16
Cash and cash equivalents	0%–55%	6	4
Other (primarily alternative investments)	0%–75%	30	40
Total		100%	100%

The fair value of the Defined Benefit Plans' pension plan assets was determined using the fair value hierarchy, as defined in Note 6, at June 30, 2011.

	Level 1	Level 2	Level 3	Total
Assets				
Cash and cash equivalents	\$ 7.998	\$ —	\$ —	\$ 7.998
Domestic equity securities	27.142	—	—	27.142
International equity securities	14.763	—	—	14.763
Equity mutual funds	24.786	—	—	24.786
Debt security mutual funds	3.427	—	—	3.427
Corporate debt securities	—	5,611	—	5,611
Alternative investments	—	—	39,439	39,439
Other	—	6,225	—	6,225
	\$ 78.116	\$ 11,836	\$ 39,439	\$ 129,391

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

11. Employee Benefit Plans (continued)

The fair value of the Defined Benefit Plans' pension plan assets was determined using the fair value hierarchy, as defined in Note 6, at June 30, 2010

	Level 1	Level 2	Level 3	Total
Assets				
Cash and cash equivalents	\$ 3,924	\$ —	\$ —	\$ 3,924
Domestic equity securities	23,422	—	—	23,422
International equity securities	13,289	—	—	13,289
Equity mutual funds	5,969	—	—	5,969
Debt security mutual funds	8,723	—	—	8,723
Corporate debt securities	—	5,525	—	5,525
Alternative investments	—	—	41,826	41,826
Other	—	2,928	—	2,928
	<u>\$ 55,327</u>	<u>\$ 8,453</u>	<u>\$ 41,826</u>	<u>\$ 105,606</u>

Fair value methodologies for Level 1 and Level 2 investments are consistent with the inputs described in Note 6. Fair value for Level 3 alternative investments is based on the fair value of the underlying assets as estimated in an unquoted market, which approximates the equity method of accounting. Fair values of alternative investments are determined by the investment managers or general partners. Fair values may be based on estimates that require varying degrees of judgment. The fair value reflects net contributions to the investee and an ownership share of realized and unrealized investment income and expenses. The financial statements of the investees are audited annually by independent auditors.

The following table is a rollforward of the pension plan assets classified within Level 3 of the valuation hierarchy defined above:

Fair value at July 1, 2009	\$ 30,119
Purchases, issuances, and settlements, net	8,469
Actual return on plan assets	3,238
Fair value at July 1, 2010	41,826
Purchases, issuances, and settlements, net	(6,592)
Actual return on plan assets	4,205
Fair value at June 30, 2011	<u>\$ 39,439</u>
Change in unrealized gains on investments held at June 30, 2011	<u>\$ 4,006</u>

Essentia Health

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

11. Employee Benefit Plans (continued)

During 2012, Essentia expects to make pension contributions of \$7,299 to the Defined Benefit Plans

The following benefits, which reflect expected future service, are expected to be paid

2012	\$	6,650
2013		6,894
2014		7,537
2015		8,677
2016		9,534
2017–2021		63,172

Other Plans

Under a collective bargaining agreement, Essentia contributes to a union-sponsored multiemployer retirement plan. Substantially all of Essentia's entities have individual defined contribution plans covering most of their employees. Contributions are based on a percentage of eligible employees' salaries. Total pension expense relating to the union-sponsored multiemployer retirement plan and defined contribution pension plans was \$44,280 and \$41,478 for the years ended June 30, 2011 and 2010, respectively.

12. Insurance

EHIS provides insurance coverage to most of Essentia's members (except the critical access hospitals) on a claims-made basis with limits of \$5,000 per claim and \$10,000 in the aggregate per policy year for professional liabilities and \$3,000 per claim and \$6,000 in the aggregate for each policy year for general liabilities. Premiums are based on claims experience.

Essentia's rural critical access hospitals are insured by a commercial insurance policy with limits of \$1,000 per claim and \$3,000 in the aggregate per policy year on a claims-made basis for both professional liability and general liability risks.

Essentia Health

Notes to Consolidated Financial Statements (continued)

(Dollars in Thousands)

12. Insurance (continued)

Essentia has self funded the estimated value of professional and general liability claims, which amounted to \$20,447 and \$22,768 at June 30, 2011 and 2010, respectively, based on historical data, and includes IBNR claims

Essentia has purchased excess professional and general liability insurance from the commercial insurance market with limits of \$25,000 per claim and in the aggregate per policy year

Essentia is self insured for workers' compensation claims, employee healthcare claims, and unemployment compensation risks, with stop loss coverage above certain limits. Essentia is required to post security under its self insured workers' compensation program, which was \$12,189 and \$11,180 as of June 30, 2011 and 2010, respectively. Essentia has entered into a surety bond agreement to comply with this requirement

13. Commitments and Contingencies

During 2011 and 2010, Essentia entered into agreements to renovate a hospital and construct two medical office buildings and three clinics. The total cost of the projects is anticipated to be \$42,105, most of which will be debt financed. Construction-in-progress was approximately \$19,581 as of June 30, 2011.

Essentia has leases for equipment and satellite office facilities, which are classified as operating leases. Rental expense under these operating leases totaled \$19,961 and \$17,774 for the years ended June 30, 2011 and 2010, respectively.

Future minimum lease payments on operating leases in effect on June 30, 2011, for each of the five subsequent years and thereafter are as follows:

2012	\$ 11,586
2013	9,893
2014	8,587
2015	6,543
2016	5,764
Thereafter	47,770
	<u>\$ 90,143</u>

Essentia Health

Notes to Consolidated Financial Statements (continued)

(Dollars in Thousands)

13. Commitments and Contingencies (continued)

In connection with a corporate reorganization of BSBA, assets and liabilities of certain facilities were transferred to Essentia in 1985. BSBA retains title to the land occupied by these facilities and has leased the land to the facilities through June 30, 2040. Minimum annual lease payments are \$32,605 over the remaining lease period, adjusted for inflation. Lease payments were \$786 and \$766 for the years ended June 30, 2011 and 2010, respectively.

Essentia or its Obligated Group has guaranteed amounts totaling \$8,505 and \$8,900 as of June 30, 2011 and 2010, respectively. No liability is recorded related to these guarantees.

Essentia is a defendant in legal proceedings arising in the ordinary course of business. Although the outcome of these proceedings cannot be determined, in the opinion of management, they will not have a material adverse effect on Essentia's financial position or its results of operations. However, there can be no assurance that this will be the case.

At June 30, 2011, approximately 38% of employees are represented by 35 collective bargaining agreements, of which 9 will expire within one year.

14. Functional Expenses

Essentia does not report expense information by functional classification because its resources and activities are directed primarily to providing healthcare services to residents in communities that it serves.

15. Subsequent Events

Essentia's management evaluated events and transactions occurring subsequent to June 30, 2011 through October 4, 2011, the date of issuance of the financial statements. During this period, there were no subsequent events requiring recognition or disclosure in the consolidated financial statements.

Other Financial Information

Report of Independent Auditors on Other Financial Information

The Board of Directors
Essentia Health

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedule of community service and charity care provided is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Ernst & Young LLP

October 4, 2011

Essentia Health

Schedule of Community Service and Charity Care Provided

(Dollars in Thousands)

Essentia maintains records to identify and monitor the level of community service and charity care provided. These records include management's estimate of the cost of services and supplies furnished for community service programs, the cost to provide charity care, and the cost in excess of reimbursement from public programs, which were estimated as follows for the years ended June 30, 2011 and 2010.

	Year Ended June 30	
	2011	2010
Cost of providing charity care	\$ 12,948	\$ 8,552
Costs in excess of Medicaid payments	76,459	62,447
Medicaid surcharge and MinnesotaCare tax	18,554	18,464
Community services	985	884
Subsidized health services	57	154
Education and work force development	6,815	6,981
Research	3,679	1,934
Cash and in-kind donations	985	723
Total cost of community benefits*	<u>120,482</u>	<u>100,139</u>
Cost in excess of Medicare payments	139,157	149,502
Other care provided without compensation (bad debt)	67,997	65,033
Discounts offered to uninsured patients	7,301	5,333
Taxes and fees	3,409	3,464
Total value of community contributions	<u>\$ 338,346</u>	<u>\$ 323,471</u>
Cost of community benefits as a percent of total operating expenses	<u>7.8%</u>	<u>6.9%</u>
Value of community contributions as a percent of total operating expenses	<u>21.9%</u>	<u>22.3%</u>

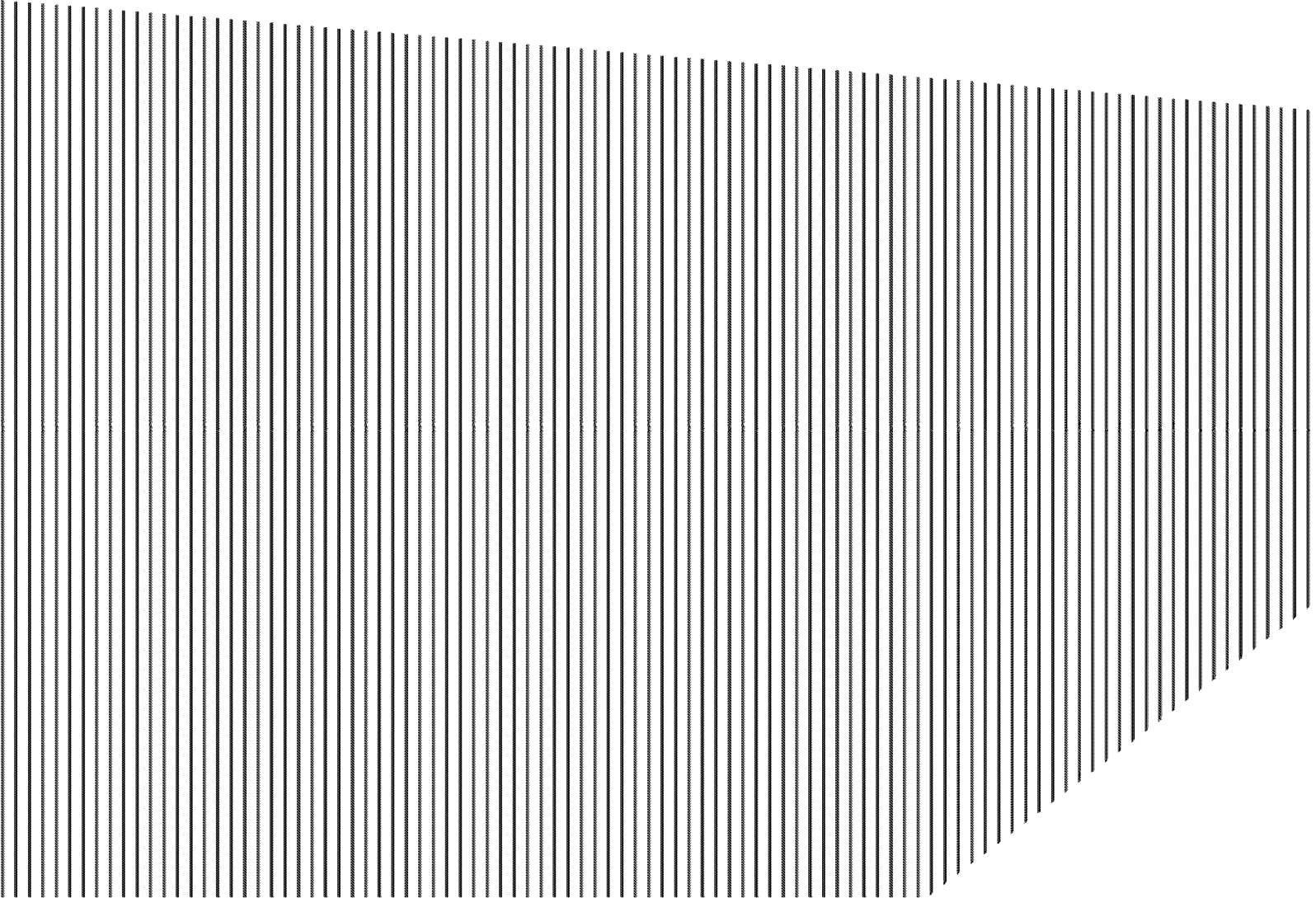
*As defined in the Catholic Health Association/VHA Inc guidelines

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**SCHEDULE K
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax-Exempt Bonds

► Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information on Schedule O (Form 990).

► Attach to Form 990. ► See separate instructions.

OMB No. 1545-0047

2010

Open to Public
Inspection

Name of the organization

ST. MARY'S REGIONAL HEALTH CENTER

Employer identification number
41-1620386

Part I Bond Issues

	(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pooled Financing	
							Yes	No	Yes	No	Yes	No
A	MN AGRICULTURAL AND ECONOMIC DEVELOPMENT BOARD	41-6007162	6049202P2	03/29/2011	25,491,071	SERIES 2011 BONDS		X		X		X
B												
C												
D												

Part II Proceeds

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Amount of bonds retired		0.						
2 Amount of bonds legally defeased		0.						
3 Total proceeds of issue		12,102,826.						
4 Gross proceeds in reserve funds		0.						
5 Capitalized interest from proceeds		0.						
6 Proceeds in refunding escrows		0.						
7 Issuance costs from proceeds		169,314.						
8 Credit enhancement from proceeds		0.						
9 Working capital expenditures from proceeds		0.						
10 Capital expenditures from proceeds		10,308,130.						
11 Other spent proceeds		0.						
12 Other unspent proceeds		1,625,382.						
13 Year of substantial completion								
14 Were the bonds issued as part of a current refunding issue?	Yes	No	Yes	No	Yes	No	Yes	No
15 Were the bonds issued as part of an advance refunding issue?		X						
16 Has the final allocation of proceeds been made?		X						
17 Does the organization maintain adequate books and records to support the final allocation of proceeds?	X							

Part III Private Business Use

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X						
2 Are there any lease arrangements that may result in private business use of bond-financed property?		X						

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

Schedule K (Form 990) 2010

Part III Private Business Use (Continued)

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a Are there any management or service contracts that may result in private business use of bond-financed property?		X						
b Are there any research agreements that may result in private business use of bond-financed property?		X						
c Does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts or research agreements relating to the financed property?								
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government.		0.0000 %						%
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government.		0.0000 %						%
6 Total of lines 4 and 5		0.0000 %						%
7 Has the organization adopted management practices and procedures to ensure the post-issuance compliance of its tax-exempt bond liabilities?	X							

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Has a Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate, been filed with respect to the bond issue?		X						
2 Is the bond issue a variable rate issue?		X						
3a Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?		X						
b Name of provider.								
c Term of hedge								
d Was the hedge superintegrated?								
e Was the hedge terminated?								
4a Were gross proceeds invested in a GIC?		X						
b Name of provider.								
c Term of GIC								
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
5 Were any gross proceeds invested beyond an available temporary period?		X						
6 Did the bond issue qualify for an exception to rebate?		X						

Part V Supplemental Information. Complete this part to provide additional information for responses to questions on Schedule K (see instructions).