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|-----------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|
| Form 990<br><br><br>Department of the Treasury<br>Internal Revenue Service | <b>Return of Organization Exempt From Income Tax</b><br><br><b>Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)</b><br><br>▶ The organization may have to use a copy of this return to satisfy state reporting requirements | OMB No 1545-0047                 |
|                                                                                                                                                           |                                                                                                                                                                                                                                                                                                          | <b>2010</b>                      |
|                                                                                                                                                           |                                                                                                                                                                                                                                                                                                          | <b>Open to Public Inspection</b> |

|                                                                                                                                                                                                                                                                                              |                                                                                                          |                                                                                                                                                |                                                           |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|--|
| <b>A For the 2010 calendar year, or tax year beginning 07-01-2010 and ending 06-30-2011</b>                                                                                                                                                                                                  |                                                                                                          |                                                                                                                                                |                                                           |  |
| <b>B</b> Check if applicable<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Name change<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Terminated<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Application pending | <b>C</b> Name of organization<br>Covenant Health System Foundation                                       |                                                                                                                                                | <b>D Employer identification number</b><br><br>75-2897026 |  |
|                                                                                                                                                                                                                                                                                              | Doing Business As                                                                                        |                                                                                                                                                | <b>E Telephone number</b><br><br>(806) 725-6089           |  |
|                                                                                                                                                                                                                                                                                              | Number and street (or P O box if mail is not delivered to street address) Room/suite<br>3623 22ND PLACE  |                                                                                                                                                |                                                           |  |
|                                                                                                                                                                                                                                                                                              | City or town, state or country, and ZIP + 4<br>LUBBOCK, TX 79410                                         |                                                                                                                                                | <b>G</b> Gross receipts \$ 11,024,923                     |  |
|                                                                                                                                                                                                                                                                                              | <b>F</b> Name and address of principal officer<br>SHARON PRATHER<br>3623 22ND PLACE<br>LUBBOCK, TX 79410 |                                                                                                                                                |                                                           |  |
| <b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (Insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527                                                                                              |                                                                                                          | <b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                         |                                                           |  |
| <b>J Website:</b> ▶ www.foundation.covenanthealth.org                                                                                                                                                                                                                                        |                                                                                                          | <b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list (see instructions) |                                                           |  |
|                                                                                                                                                                                                                                                                                              |                                                                                                          | <b>H(c)</b> Group exemption number ▶                                                                                                           |                                                           |  |

|                                                                                                                                                                                    |                                 |                                     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------|
| <b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶ | <b>L</b> Year of formation 2000 | <b>M</b> State of legal domicile TX |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------|

|               |                |
|---------------|----------------|
| <b>Part I</b> | <b>Summary</b> |
|---------------|----------------|

|                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|--------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|----------------------------------|---------------------|--------------------------------------------------------------------------------------------------|------------|------------|-------------------------------------------------------------------------------------------------|-----------|-----------|------------------------------------------------------------------------------------|------------|------------|------------------------------------------------------------------------------------------------------|-----------|---------|------------------------------------------------------------------------------------|-----------|-----------|------------------------------------------------------------------------------------|-----------|-----------|-------------------------------------------------------------------------|----------|---------|
| Activities & Governance                                                                          | <b>1</b> Briefly describe the organization's mission or most significant activities<br>To extend Christian Ministry by caring for the whole person - body, mind, and spirit - and by working with others to improve health and quality of life in our community                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <table><tr><td><b>3</b> Number of voting members of the governing body (Part VI, line 1a) . . . . .</td><td><b>3</b></td><td>44</td></tr><tr><td><b>4</b> Number of independent voting members of the governing body (Part VI, line 1b) . . . . .</td><td><b>4</b></td><td>39</td></tr><tr><td><b>5</b> Total number of individuals employed in calendar year 2010 (Part V, line 2a) . . . . .</td><td><b>5</b></td><td>10</td></tr><tr><td><b>6</b> Total number of volunteers (estimate if necessary) . . . . .</td><td><b>6</b></td><td>139</td></tr><tr><td><b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12 . . . . .</td><td><b>7a</b></td><td>0</td></tr><tr><td><b>7b</b> Net unrelated business taxable income from Form 990-T, line 34 . . . . .</td><td><b>7b</b></td><td>0</td></tr></table>                                                                                                                                                                                                                                    | <b>3</b> Number of voting members of the governing body (Part VI, line 1a) . . . . .  | <b>3</b>                         | 44                  | <b>4</b> Number of independent voting members of the governing body (Part VI, line 1b) . . . . . | <b>4</b>   | 39         | <b>5</b> Total number of individuals employed in calendar year 2010 (Part V, line 2a) . . . . . | <b>5</b>  | 10        | <b>6</b> Total number of volunteers (estimate if necessary) . . . . .              | <b>6</b>   | 139        | <b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12 . . . . .             | <b>7a</b> | 0       | <b>7b</b> Net unrelated business taxable income from Form 990-T, line 34 . . . . . | <b>7b</b> | 0         |                                                                                    |           |           |                                                                         |          |         |
| <b>3</b> Number of voting members of the governing body (Part VI, line 1a) . . . . .             | <b>3</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 44                                                                                    |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| <b>4</b> Number of independent voting members of the governing body (Part VI, line 1b) . . . . . | <b>4</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 39                                                                                    |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| <b>5</b> Total number of individuals employed in calendar year 2010 (Part V, line 2a) . . . . .  | <b>5</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 10                                                                                    |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| <b>6</b> Total number of volunteers (estimate if necessary) . . . . .                            | <b>6</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 139                                                                                   |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| <b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12 . . . . .         | <b>7a</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 0                                                                                     |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| <b>7b</b> Net unrelated business taxable income from Form 990-T, line 34 . . . . .               | <b>7b</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 0                                                                                     |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| Revenue                                                                                          | <table><tr><td><b>8</b> Contributions and grants (Part VIII, line 1h) . . . . .</td><td><b>Prior Year</b></td><td><b>Current Year</b></td></tr><tr><td><b>9</b> Program service revenue (Part VIII, line 2g) . . . . .</td><td>3,224,981</td><td>3,919,188</td></tr><tr><td><b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d ) . . . . .</td><td>0</td><td>0</td></tr><tr><td><b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)</td><td>84,920</td><td>732,283</td></tr><tr><td><b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) . . . . .</td><td>186,590</td><td>188,074</td></tr><tr><td></td><td>3,496,491</td><td>4,839,545</td></tr></table>                                                                                                                                                                                                                                                                                                                       | <b>8</b> Contributions and grants (Part VIII, line 1h) . . . . .                      | <b>Prior Year</b>                | <b>Current Year</b> | <b>9</b> Program service revenue (Part VIII, line 2g) . . . . .                                  | 3,224,981  | 3,919,188  | <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d ) . . . . .              | 0         | 0         | <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) | 84,920     | 732,283    | <b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) . . . . . | 186,590   | 188,074 |                                                                                    | 3,496,491 | 4,839,545 |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>8</b> Contributions and grants (Part VIII, line 1h) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>Prior Year</b>                                                                     | <b>Current Year</b>              |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>9</b> Program service revenue (Part VIII, line 2g) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 3,224,981                                                                             | 3,919,188                        |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d ) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 0                                                                                     | 0                                |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 84,920                                                                                | 732,283                          |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 186,590                                                                               | 188,074                          |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | 3,496,491                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 4,839,545                                                                             |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| Expenses                                                                                         | <table><tr><td><b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1–3 ) . . . . .</td><td>3,019,005</td><td>2,838,977</td></tr><tr><td><b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) . . . . .</td><td>0</td><td>0</td></tr><tr><td><b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)</td><td>450,261</td><td>459,997</td></tr><tr><td><b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) . . . . .</td><td>0</td><td>0</td></tr><tr><td><b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶701,947</td><td></td><td></td></tr><tr><td><b>17</b> Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f) . . . . .</td><td>448,636</td><td>656,524</td></tr><tr><td><b>18</b> Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)</td><td>3,917,902</td><td>3,955,498</td></tr><tr><td><b>19</b> Revenue less expenses Subtract line 18 from line 12 . . . . .</td><td>-421,411</td><td>884,047</td></tr></table> | <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1–3 ) . . . . . | 3,019,005                        | 2,838,977           | <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) . . . . .                | 0          | 0          | <b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)     | 450,261   | 459,997   | <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) . . . . . | 0          | 0          | <b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶701,947                          |           |         | <b>17</b> Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f) . . . . .   | 448,636   | 656,524   | <b>18</b> Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25) | 3,917,902 | 3,955,498 | <b>19</b> Revenue less expenses Subtract line 18 from line 12 . . . . . | -421,411 | 884,047 |
|                                                                                                  | <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1–3 ) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 3,019,005                                                                             | 2,838,977                        |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 0                                                                                     | 0                                |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 450,261                                                                               | 459,997                          |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 0                                                                                     | 0                                |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶701,947                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                       |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>17</b> Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 448,636                                                                               | 656,524                          |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>18</b> Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 3,917,902                                                                             | 3,955,498                        |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| <b>19</b> Revenue less expenses Subtract line 18 from line 12 . . . . .                          | -421,411                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 884,047                                                                               |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| Net Assets or Fund Balances                                                                      | <table><tr><td></td><td><b>Beginning of Current Year</b></td><td><b>End of Year</b></td></tr><tr><td><b>20</b> Total assets (Part X, line 16) . . . . .</td><td>23,154,715</td><td>25,894,199</td></tr><tr><td><b>21</b> Total liabilities (Part X, line 26) . . . . .</td><td>1,452,937</td><td>1,576,482</td></tr><tr><td><b>22</b> Net assets or fund balances Subtract line 21 from line 20 . . . . .</td><td>21,701,778</td><td>24,317,717</td></tr></table>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                       | <b>Beginning of Current Year</b> | <b>End of Year</b>  | <b>20</b> Total assets (Part X, line 16) . . . . .                                               | 23,154,715 | 25,894,199 | <b>21</b> Total liabilities (Part X, line 26) . . . . .                                         | 1,452,937 | 1,576,482 | <b>22</b> Net assets or fund balances Subtract line 21 from line 20 . . . . .      | 21,701,778 | 24,317,717 |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>Beginning of Current Year</b>                                                      | <b>End of Year</b>               |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>20</b> Total assets (Part X, line 16) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 23,154,715                                                                            | 25,894,199                       |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
|                                                                                                  | <b>21</b> Total liabilities (Part X, line 26) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 1,452,937                                                                             | 1,576,482                        |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |
| <b>22</b> Net assets or fund balances Subtract line 21 from line 20 . . . . .                    | 21,701,778                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 24,317,717                                                                            |                                  |                     |                                                                                                  |            |            |                                                                                                 |           |           |                                                                                    |            |            |                                                                                                      |           |         |                                                                                    |           |           |                                                                                    |           |           |                                                                         |          |         |

|                |                        |
|----------------|------------------------|
| <b>Part II</b> | <b>Signature Block</b> |
|----------------|------------------------|

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.

|                               |                                                                     |  |                      |      |                                                 |                           |
|-------------------------------|---------------------------------------------------------------------|--|----------------------|------|-------------------------------------------------|---------------------------|
| <b>Sign Here</b>              | ▶ Signature of officer                                              |  | 2012-05-14           |      |                                                 |                           |
|                               |                                                                     |  | Date                 |      |                                                 |                           |
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name                                          |  | Preparer's signature | Date | Check if self-employed <input type="checkbox"/> | PTIN                      |
|                               | Firm's name ▶ ERNST & YOUNG US LLP                                  |  |                      |      |                                                 | Firm's EIN ▶              |
|                               | Firm's address ▶ 201 MAIN STREET SUITE 1100<br>FORT WORTH, TX 76102 |  |                      |      |                                                 | Phone no ▶ (817) 335-1900 |

May the IRS discuss this return with the preparer shown above? (see instructions) . . . . . ☐ Yes ☐ No

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☐ Yes ☒ No

1

Briefly describe the organization's mission

SEE SCHEDULE O

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 \$ 3,131,031 including grants of \$ 2,838,977 ) (Revenue \$ 0 )

See schedule O

4b

(Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4c

(Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4d

Other program services (Describe in Schedule O )

(Expenses \$ including grants of \$ ) (Revenue \$ )

4e

Total program service expenses \$ 3,131,031

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>                                                                                                                   | Yes |    |
| 2   | Is the organization required to complete Schedule B, Schedule of Contributors (see instruction)?                                                                                                                                                            | 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>                                                                |     | No |
| 4   | <b>Section 501(c)(3) organizations.</b> 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>                                                 |     | No |
| 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>                         |     |    |
| 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>  |     | 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>                                       |     | 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>                                                                                                   |     | 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> |     | 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>                                                                                        | Yes |    |
| 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>                                                                                                                 | 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>                                               |     | No |
| 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>                                               |     | 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>                                                                | Yes |    |
| e   | Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i>                                                                                                                               |     | No |
| 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>      | 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>                                                                                             |     | 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>              | Yes |    |
| 13  | Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i>                                                                                                                                                   |     | No |
| 14a | Did the organization maintain an office, employees, or agents outside of the United States?                                                                                                                                                                 |     | 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>                     |     | 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>                                        |     | 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>                                            |     | 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>                                       |     | 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>                                                                      | Yes |    |
| 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>                                                                                                |     | No |
| 20a | Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H.</i>                                                                                                                                                                   |     | No |
| b   | If "Yes" to line 20a, did the organization attach its audited financial statement to this return? <b>Note.</b> Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions).                         |     |    |

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  | Yes |    |
| 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  | Yes |    |
| 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 |     | No |
| b   | Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . .                                                                                                                                                                              | 24b |     |    |
| 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 |     |    |
| d   | Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . .                                                                                                                                                                        | 24d |     |    |
| 25a | <b>Section 501(c)(3) and 501(c)(4) organizations.</b> 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 |     | No |
| 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 | Yes |    |
| 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> . . . . .                                                                           |     |     |    |
| 36  | <b>Section 501(c)(3) organizations.</b> 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? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .                                                                                           | 38  | Yes |    |

|                                                                                                 |                                                                                                                                                                                                                                                                              |            |           |
|-------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-----------|
| <b>Part V</b> <b>Statements Regarding Other IRS Filings and Tax Compliance</b>                  |                                                                                                                                                                                                                                                                              |            |           |
| Check if Schedule O contains a response to any question in this Part V <input type="checkbox"/> |                                                                                                                                                                                                                                                                              |            |           |
|                                                                                                 |                                                                                                                                                                                                                                                                              | <b>Yes</b> | <b>No</b> |
| <b>1a</b>                                                                                       | Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.                                                                                                                                                                                                | <b>1a</b>  | 32        |
| <b>b</b>                                                                                        | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.                                                                                                                                                                                             | <b>1b</b>  | 0         |
| <b>c</b>                                                                                        | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?                                                                                                                     | <b>1c</b>  | Yes       |
| <b>2a</b>                                                                                       | Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return.                                                                                         | <b>2a</b>  | 10        |
| <b>b</b>                                                                                        | If at least one is reported on line 2a, did the organization file all required federal employment tax returns?<br><br><b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).                                      | <b>2b</b>  | Yes       |
| <b>3a</b>                                                                                       | Did the organization have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                | <b>3a</b>  | No        |
| <b>b</b>                                                                                        | If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.                                                                                                                                                                            | <b>3b</b>  |           |
| <b>4a</b>                                                                                       | At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?                                   | <b>4a</b>  | No        |
| <b>b</b>                                                                                        | If "Yes," enter the name of the foreign country: _____<br>See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.                                                                                                     |            |           |
| <b>5a</b>                                                                                       | Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?                                                                                                                                                                        | <b>5a</b>  | No        |
| <b>b</b>                                                                                        | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?                                                                                                                                                             | <b>5b</b>  | No        |
| <b>c</b>                                                                                        | If "Yes" to line 5a or 5b, did the organization file Form 8886-T?                                                                                                                                                                                                            | <b>5c</b>  |           |
| <b>6a</b>                                                                                       | 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?                                                                                                  | <b>6a</b>  | No        |
| <b>b</b>                                                                                        | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?                                                                                                                                | <b>6b</b>  |           |
| <b>7</b>                                                                                        | <b>Organizations that may receive deductible contributions under section 170(c).</b>                                                                                                                                                                                         |            |           |
| <b>a</b>                                                                                        | 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?                                                                                                                              | <b>7a</b>  | Yes       |
| <b>b</b>                                                                                        | If "Yes," did the organization notify the donor of the value of the goods or services provided?                                                                                                                                                                              | <b>7b</b>  | Yes       |
| <b>c</b>                                                                                        | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?                                                                                                                                         | <b>7c</b>  | No        |
| <b>d</b>                                                                                        | If "Yes," indicate the number of Forms 8282 filed during the year.                                                                                                                                                                                                           | <b>7d</b>  |           |
| <b>e</b>                                                                                        | Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                                                                              | <b>7e</b>  | No        |
| <b>f</b>                                                                                        | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                                                                 | <b>7f</b>  | No        |
| <b>g</b>                                                                                        | If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?                                                                                                                                             | <b>7g</b>  |           |
| <b>h</b>                                                                                        | If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?                                                                                                                                           | <b>7h</b>  |           |
| <b>8</b>                                                                                        | <b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? | <b>8</b>   |           |
| <b>9</b>                                                                                        | <b>Sponsoring organizations maintaining donor advised funds.</b>                                                                                                                                                                                                             |            |           |
| <b>a</b>                                                                                        | Did the organization make any taxable distributions under section 4966?                                                                                                                                                                                                      | <b>9a</b>  |           |
| <b>b</b>                                                                                        | Did the organization make a distribution to a donor, donor advisor, or related person?                                                                                                                                                                                       | <b>9b</b>  |           |
| <b>10</b>                                                                                       | <b>Section 501(c)(7) organizations.</b> Enter                                                                                                                                                                                                                                |            |           |
| <b>a</b>                                                                                        | Initiation fees and capital contributions included on Part VIII, line 12.                                                                                                                                                                                                    | <b>10a</b> |           |
| <b>b</b>                                                                                        | Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.                                                                                                                                                                                 | <b>10b</b> |           |
| <b>11</b>                                                                                       | <b>Section 501(c)(12) organizations.</b> Enter                                                                                                                                                                                                                               |            |           |
| <b>a</b>                                                                                        | Gross income from members or shareholders.                                                                                                                                                                                                                                   | <b>11a</b> |           |
| <b>b</b>                                                                                        | Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).                                                                                                                                                 | <b>11b</b> |           |
| <b>12a</b>                                                                                      | <b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?                                                                                                                                                            | <b>12a</b> |           |
| <b>b</b>                                                                                        | If "Yes," enter the amount of tax-exempt interest received or accrued during the year.                                                                                                                                                                                       | <b>12b</b> |           |
| <b>13</b>                                                                                       | <b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>                                                                                                                                                                                                      |            |           |
| <b>a</b>                                                                                        | Is the organization licensed to issue qualified health plans in more than one state?<br><b>Note.</b> See the instructions for additional information the organization must report on Schedule O.                                                                             | <b>13a</b> |           |
| <b>b</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.                                                                                                                   | <b>13b</b> |           |
| <b>c</b>                                                                                        | Enter the amount of reserves on hand.                                                                                                                                                                                                                                        | <b>13c</b> |           |
| <b>14a</b>                                                                                      | Did the organization receive any payments for indoor tanning services during the tax year?                                                                                                                                                                                   | <b>14a</b> | No        |
| <b>b</b>                                                                                        | If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.                                                                                                                                                                   | <b>14b</b> |           |

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                                                                                                                                 |     |    |
| 1b | Enter the number of voting members included in line 1a, above, who are independent                                                                                                                                  |     |    |
| 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?                                               |     | No |
| 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? |     | No |
| 4  | Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?                                                                                                    |     | No |
| 5  | Did the organization become aware during the year of a significant diversion of the organization's assets?                                                                                                          |     | No |
| 6  | Does the organization have members or stockholders?                                                                                                                                                                 | Yes |    |
| 7a | Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?                                                                                         | Yes |    |
| 7b | Are any decisions of the governing body subject to approval by members, stockholders, or other persons?                                                                                                             | Yes |    |
| 8  | Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following                                                                                    |     |    |
| 8a | The governing body?                                                                                                                                                                                                 | Yes |    |
| 8b | Each committee with authority to act on behalf of the governing body?                                                                                                                                               | 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        |     | 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?                                                                                                                                                                                                                            |     | No |
| 10b | 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?                                                                             |     |    |
| 11a | Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?                                                                                                                                                                             | Yes |    |
| 11b | 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                                                                                                                                                                                                       | Yes |    |
| 12b | Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?                                                                                                                                                              | Yes |    |
| 12c | Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done                                                                                                                                             | Yes |    |
| 13  | Does the organization have a written whistleblower policy?                                                                                                                                                                                                                                     | Yes |    |
| 14  | Does the organization have a written document retention and destruction policy?                                                                                                                                                                                                                | 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?                                                                           |     |    |
| 15a | The organization's CEO, Executive Director, or top management official                                                                                                                                                                                                                         | Yes |    |
| 15b | Other officers or key employees of the organization                                                                                                                                                                                                                                            | Yes |    |
| 15c | 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?                                                                                                                                          |     | No |
| 16b | 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? |     |    |

Section C. Disclosure

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

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.  
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. 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  
SHARON PRATHER  
3623 22ND PLACE  
LUBBOCK, TX 79410  
(806) 725-6089

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

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

Form **990** (2010)



## Part VII

|           |                                                              |   |           |         |
|-----------|--------------------------------------------------------------|---|-----------|---------|
| <b>1b</b> | <b>Sub-Total</b>                                             |   |           |         |
| <b>c</b>  | <b>Total from continuation sheets to Part VII, Section A</b> |   |           |         |
| <b>d</b>  | <b>Total (add lines 1b and 1c)</b>                           | 0 | 1,755,608 | 105,359 |

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

|   |                                                                                                                                                                                                                                               | Yes | No  |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|
| 3 | Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i> . . . . .                                        | 3   | No  |
| 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)<br>Name and business address                                           | (B)<br>Description of services | (C)<br>Compensation |
|----------------------------------------------------------------------------|--------------------------------|---------------------|
| YAFFEDEUSTER LLC<br>26100 AMERICAN DRIVE SUITE 401<br>SOUTHFIELD, MI 48034 | ADVERTISING                    | 116,536             |
|                                                                            |                                |                     |
|                                                                            |                                |                     |
|                                                                            |                                |                     |
|                                                                            |                                |                     |

**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 ▶1

Part VIII

Statement of Revenue

|                                                           |                                                        |                                                                                                                                                 | (A)<br>Total revenue                                                                     | (B)<br>Related or<br>exempt<br>function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded<br>from<br>tax under<br>sections<br>512, 513,<br>or 514 |
|-----------------------------------------------------------|--------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------|----------------------------------------------------|-----------------------------------------|------------------------------------------------------------------------------------|
| Contributions, gifts, grants<br>and other similar amounts | 1a                                                     | Federated campaigns . . . . .                                                                                                                   | 1a                                                                                       |                                                    |                                         |                                                                                    |
|                                                           | b                                                      | Membership dues . . . . .                                                                                                                       | 1b                                                                                       |                                                    |                                         |                                                                                    |
|                                                           | c                                                      | Fundraising events . . . . .                                                                                                                    | 1c                                                                                       | 460,040                                            |                                         |                                                                                    |
|                                                           | d                                                      | Related organizations . . . . .                                                                                                                 | 1d                                                                                       | 703,607                                            |                                         |                                                                                    |
|                                                           | e                                                      | Government grants (contributions)                                                                                                               | 1e                                                                                       |                                                    |                                         |                                                                                    |
|                                                           | f                                                      | All other contributions, gifts, grants, and<br>similar amounts not included above                                                               | 1f                                                                                       | 2,755,541                                          |                                         |                                                                                    |
|                                                           | g                                                      | Noncash contributions included in lines 1a-1f \$                                                                                                |                                                                                          |                                                    |                                         |                                                                                    |
|                                                           | h                                                      | Total. Add lines 1a-1f . . . . .                                                                                                                |                                                                                          | 3,919,188                                          |                                         |                                                                                    |
| Program Service Revenue                                   | 2a                                                     |                                                                                                                                                 | Business Code                                                                            |                                                    |                                         |                                                                                    |
|                                                           | b                                                      |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
|                                                           | c                                                      |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
|                                                           | d                                                      |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
|                                                           | e                                                      |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
|                                                           | f                                                      | All other program service revenue                                                                                                               |                                                                                          |                                                    |                                         |                                                                                    |
|                                                           | g                                                      | Total. Add lines 2a-2f . . . . .                                                                                                                |                                                                                          | 0                                                  |                                         |                                                                                    |
|                                                           | Other Revenue                                          | 3                                                                                                                                               | Investment income (including dividends, interest<br>and other similar amounts) . . . . . |                                                    | 237,248                                 |                                                                                    |
| 4                                                         |                                                        | Income from investment of tax-exempt bond proceeds . . . . .                                                                                    |                                                                                          | 0                                                  |                                         |                                                                                    |
| 5                                                         |                                                        | Royalties . . . . .                                                                                                                             |                                                                                          | 235,698                                            |                                         | 235,698                                                                            |
| 6a                                                        |                                                        | Gross Rents                                                                                                                                     | (i) Real                                                                                 | (ii) Personal                                      |                                         |                                                                                    |
| b                                                         |                                                        | Less rental<br>expenses                                                                                                                         |                                                                                          |                                                    |                                         |                                                                                    |
| c                                                         |                                                        | Rental income<br>or (loss)                                                                                                                      |                                                                                          |                                                    |                                         |                                                                                    |
| d                                                         |                                                        | Net rental income or (loss) . . . . .                                                                                                           |                                                                                          |                                                    |                                         |                                                                                    |
| 7a                                                        |                                                        | Gross amount<br>from sales of<br>assets other<br>than inventory                                                                                 | (i) Securities                                                                           | (ii) Other                                         |                                         |                                                                                    |
| b                                                         |                                                        | Less cost or<br>other basis and<br>sales expenses                                                                                               | 6,454,799                                                                                |                                                    |                                         |                                                                                    |
| c                                                         |                                                        | Gain or (loss)                                                                                                                                  | 5,959,764                                                                                |                                                    |                                         |                                                                                    |
| d                                                         |                                                        | Net gain or (loss) . . . . .                                                                                                                    | 495,035                                                                                  |                                                    |                                         |                                                                                    |
| 8a                                                        |                                                        | Gross income from fundraising events<br>(not including<br>\$ 460,040<br>of contributions reported on line 1c)<br>See Part IV, line 18 . . . . . |                                                                                          |                                                    |                                         |                                                                                    |
| b                                                         |                                                        | Less direct expenses . . . . .                                                                                                                  | a                                                                                        | 177,990                                            |                                         |                                                                                    |
| c                                                         |                                                        | Net income or (loss) from fundraising events . . . . .                                                                                          | b                                                                                        | 225,614                                            |                                         |                                                                                    |
| 9a                                                        |                                                        | Gross income from gaming activities See<br>Part IV, line 19 . . . . .                                                                           |                                                                                          |                                                    |                                         |                                                                                    |
| b                                                         |                                                        | Less direct<br>expenses . . . . .                                                                                                               |                                                                                          |                                                    |                                         |                                                                                    |
| c                                                         |                                                        | Net income or (loss) from gaming activities . . . . .                                                                                           |                                                                                          | 0                                                  |                                         |                                                                                    |
| 10a                                                       |                                                        | Gross sales of inventory, less<br>returns and allowances . . . . .                                                                              |                                                                                          |                                                    |                                         |                                                                                    |
| b                                                         | Less cost of goods sold . . . . .                      | a                                                                                                                                               |                                                                                          |                                                    |                                         |                                                                                    |
| c                                                         | Net income or (loss) from sales of inventory . . . . . | b                                                                                                                                               |                                                                                          |                                                    |                                         |                                                                                    |
|                                                           | Miscellaneous Revenue                                  | Business Code                                                                                                                                   |                                                                                          |                                                    |                                         |                                                                                    |
| 11a                                                       |                                                        |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
| b                                                         |                                                        |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
| c                                                         |                                                        |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
| d                                                         | All other revenue . . . . .                            |                                                                                                                                                 |                                                                                          |                                                    |                                         |                                                                                    |
| e                                                         | Total. Add lines 11a-11d . . . . .                     |                                                                                                                                                 | 0                                                                                        |                                                    |                                         |                                                                                    |
| 12                                                        | Total revenue. See Instructions . . . . .              |                                                                                                                                                 | 4,839,545                                                                                | 0                                                  | 0                                       | 920,357                                                                            |

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)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|--------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------------|----------------------------------------|-----------------------------|
| 1                                                                              | Grants and other assistance to governments and organizations in the U S See Part IV, line 21                                                                                                                                                     | 2,664,896             | 2,664,896                       |                                        |                             |
| 2                                                                              | Grants and other assistance to individuals in the U S See Part IV, line 22                                                                                                                                                                       | 174,081               | 174,081                         |                                        |                             |
| 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 . . . . .                                                                                                                                                               | 0                     |                                 |                                        |                             |
| 6                                                                              | Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .                                                                                          | 0                     |                                 |                                        |                             |
| 7                                                                              | Other salaries and wages                                                                                                                                                                                                                         | 319,442               | 0                               | 15,686                                 | 303,756                     |
| 8                                                                              | Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . . . .                                                                                                                                          | 10,841                | 0                               | 0                                      | 10,841                      |
| 9                                                                              | Other employee benefits . . . . .                                                                                                                                                                                                                | 104,139               | 0                               | 5,859                                  | 98,280                      |
| 10                                                                             | Payroll taxes . . . . .                                                                                                                                                                                                                          | 25,575                | 0                               | 1,200                                  | 24,375                      |
| a                                                                              | Fees for services (non-employees)                                                                                                                                                                                                                |                       |                                 |                                        |                             |
|                                                                                | Management . . . . .                                                                                                                                                                                                                             | 0                     |                                 |                                        |                             |
| b                                                                              | Legal . . . . .                                                                                                                                                                                                                                  | 0                     |                                 |                                        |                             |
| c                                                                              | Accounting . . . . .                                                                                                                                                                                                                             | 23,064                | 0                               | 23,064                                 | 0                           |
| d                                                                              | Lobbying . . . . .                                                                                                                                                                                                                               | 0                     |                                 |                                        |                             |
| e                                                                              | Professional fundraising services See Part IV, line 17 . . . . .                                                                                                                                                                                 | 0                     |                                 |                                        |                             |
| f                                                                              | Investment management fees . . . . .                                                                                                                                                                                                             | 163,634               | 163,634                         | 0                                      | 0                           |
| g                                                                              | Other . . . . .                                                                                                                                                                                                                                  | 78,668                | 15,105                          | 53,089                                 | 10,474                      |
| 12                                                                             | Advertising and promotion . . . . .                                                                                                                                                                                                              | 1,489                 | 0                               | 0                                      | 1,489                       |
| 13                                                                             | Office expenses . . . . .                                                                                                                                                                                                                        | 113,870               | 95,364                          | 14,262                                 | 4,244                       |
| 14                                                                             | Information technology . . . . .                                                                                                                                                                                                                 | 0                     |                                 |                                        |                             |
| 15                                                                             | Royalties . . . . .                                                                                                                                                                                                                              | 0                     |                                 |                                        |                             |
| 16                                                                             | Occupancy . . . . .                                                                                                                                                                                                                              | 0                     |                                 |                                        |                             |
| 17                                                                             | Travel . . . . .                                                                                                                                                                                                                                 | 10,748                | 0                               | 8,934                                  | 1,814                       |
| 18                                                                             | Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .                                                                                                                                         | 0                     |                                 |                                        |                             |
| 19                                                                             | Conferences, conventions, and meetings . . . . .                                                                                                                                                                                                 | 325                   | 325                             | 0                                      | 0                           |
| 20                                                                             | Interest . . . . .                                                                                                                                                                                                                               | 0                     |                                 |                                        |                             |
| 21                                                                             | Payments to affiliates . . . . .                                                                                                                                                                                                                 | 0                     |                                 |                                        |                             |
| 22                                                                             | Depreciation, depletion, and amortization . . . . .                                                                                                                                                                                              | 1,729                 | 1,729                           | 0                                      | 0                           |
| 23                                                                             | Insurance . . . . .                                                                                                                                                                                                                              | 183,484               | 0                               | 426                                    | 183,058                     |
| 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                                                                              | REIMBURSEMENTS TO CHS                                                                                                                                                                                                                            | 15,897                | 15,897                          | 0                                      | 0                           |
| b                                                                              | DIRECT MAIL EXPENSE                                                                                                                                                                                                                              | 63,616                | 0                               | 0                                      | 63,616                      |
| c                                                                              |                                                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| d                                                                              |                                                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| e                                                                              |                                                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| f                                                                              | All other expenses                                                                                                                                                                                                                               |                       |                                 |                                        |                             |
| 25                                                                             | Total functional expenses. Add lines 1 through 24f                                                                                                                                                                                               | 3,955,498             | 3,131,031                       | 122,520                                | 701,947                     |
| 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 . . . . .                                                                                                                                                                                                                                                                  |     |            |                   | 1          |             |
|                             | 2                                                                                                                                         | Savings and temporary cash investments . . . . .                                                                                                                                                                                                                                                     |     |            | 3,596,078         | 2          | 4,608,958   |
|                             | 3                                                                                                                                         | Pledges and grants receivable, net . . . . .                                                                                                                                                                                                                                                         |     |            | 541,963           | 3          | 558,883     |
|                             | 4                                                                                                                                         | Accounts receivable, net . . . . .                                                                                                                                                                                                                                                                   |     |            |                   | 4          |             |
|                             | 5                                                                                                                                         | Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .                                                                                                                                        |     |            |                   | 5          |             |
|                             | 6                                                                                                                                         | Receivables from other disqualified persons (as defined under section 4958(f)(1)), 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 . . . . .                                                                                                                                                                                                                                                            |     |            |                   | 7          |             |
|                             | 8                                                                                                                                         | Inventories for sale or use . . . . .                                                                                                                                                                                                                                                                |     |            |                   | 8          |             |
|                             | 9                                                                                                                                         | Prepaid expenses and deferred charges . . . . .                                                                                                                                                                                                                                                      |     |            |                   | 9          |             |
|                             | 10a                                                                                                                                       | Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.                                                                                                                                                                                                                 | 10a | 82,763     |                   |            |             |
|                             | b                                                                                                                                         | Less: accumulated depreciation . . . . .                                                                                                                                                                                                                                                             | 10b | 71,507     | 12,984            | 10c        | 11,256      |
|                             | 11                                                                                                                                        | Investments—publicly traded securities . . . . .                                                                                                                                                                                                                                                     |     |            | 16,740,339        | 11         | 18,288,004  |
|                             | 12                                                                                                                                        | Investments—other securities. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                         |     |            |                   | 12         |             |
|                             | 13                                                                                                                                        | Investments—program-related. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                          |     |            |                   | 13         |             |
|                             | 14                                                                                                                                        | Intangible assets . . . . .                                                                                                                                                                                                                                                                          |     |            |                   | 14         |             |
|                             | 15                                                                                                                                        | Other assets. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                         |     |            | 2,263,351         | 15         | 2,427,098   |
| 16                          | Total assets. Add lines 1 through 15 (must equal line 34) . . . . .                                                                       |                                                                                                                                                                                                                                                                                                      |     | 23,154,715 | 16                | 25,894,199 |             |
| Liabilities                 | 17                                                                                                                                        | Accounts payable and accrued expenses . . . . .                                                                                                                                                                                                                                                      |     |            | 1,396,801         | 17         | 1,576,482   |
|                             | 18                                                                                                                                        | Grants payable . . . . .                                                                                                                                                                                                                                                                             |     |            |                   | 18         |             |
|                             | 19                                                                                                                                        | Deferred revenue . . . . .                                                                                                                                                                                                                                                                           |     |            | 56,136            | 19         | 0           |
|                             | 20                                                                                                                                        | Tax-exempt bond liabilities . . . . .                                                                                                                                                                                                                                                                |     |            |                   | 20         |             |
|                             | 21                                                                                                                                        | Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .                                                                                                                                                                                                                      |     |            |                   | 21         |             |
|                             | 22                                                                                                                                        | Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .                                                                                                                       |     |            |                   | 22         |             |
|                             | 23                                                                                                                                        | Secured mortgages and notes payable to unrelated third parties . . . . .                                                                                                                                                                                                                             |     |            |                   | 23         |             |
|                             | 24                                                                                                                                        | Unsecured notes and loans payable to unrelated third parties . . . . .                                                                                                                                                                                                                               |     |            |                   | 24         |             |
|                             | 25                                                                                                                                        | Other liabilities. Complete Part X of Schedule D . . . . .                                                                                                                                                                                                                                           |     |            |                   | 25         |             |
|                             | 26                                                                                                                                        | Total liabilities. Add lines 17 through 25 . . . . .                                                                                                                                                                                                                                                 |     |            | 1,452,937         | 26         | 1,576,482   |
| 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 . . . . .                                                                                                                                                                                                                                                                    |     |            | 5,343,870         | 27         | 5,201,588   |
|                             | 28                                                                                                                                        | Temporarily restricted net assets . . . . .                                                                                                                                                                                                                                                          |     |            | 16,357,908        | 28         | 19,116,129  |
|                             | 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 . . . . .                                                                                                                                                                                                                                                          |     |            | 21,701,778        | 33         | 24,317,717  |
| 34                          | Total liabilities and net assets/fund balances . . . . .                                                                                  |                                                                                                                                                                                                                                                                                                      |     | 23,154,715 | 34                | 25,894,199 |             |

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 | 4,839,545  |
| 2 | Total expenses (must equal Part IX, column (A), line 25)                                                      | 2 | 3,955,498  |
| 3 | Revenue less expenses Subtract line 2 from line 1                                                             | 3 | 884,047    |
| 4 | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))                     | 4 | 21,701,778 |
| 5 | Other changes in net assets or fund balances (explain in Schedule O)                                          | 5 | 1,731,892  |
| 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 | 24,317,717 |

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<br>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?<br>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<br><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  
Covenant Health System Foundation

Employer identification number  
75-2897026

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)<br>Name of supported organization | (ii)<br>EIN | (iii)<br>Type of organization (described on lines 1- 9 above or IRC section (see instructions)) | (iv)<br>Is the organization in col (i) listed in your governing document? |    | (v)<br>Did you notify the organization in col (i) of your support? |    | (vi)<br>Is the organization in col (i) organized in the U S ? |    | (vii)<br>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.")                                                                                                   | 2,016,705 | 3,049,969 | 2,586,338 | 3,224,981 | 3,919,188 | 14,797,181 |
| 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                                                                                                                                                                        | 2,016,705 | 3,049,969 | 2,586,338 | 3,224,981 | 3,919,188 | 14,797,181 |
| 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) |           |           |           |           |           | 1,157,506  |
| 6 Public Support. Subtract line 5 from line 4                                                                                                                                                         |           |           |           |           |           | 13,639,675 |

| 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                                                                                                                                                     | 2,016,705 | 3,049,969 | 2,586,338 | 3,224,981 | 3,919,188 | 14,797,181 |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                          | 1,822,281 | 765,384   | 814,282   | 721,661   | 472,946   | 4,596,554  |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on                                                                      | 694,916   | 557,507   | 0         | 0         | 0         | 1,252,423  |
| 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)                                                                                                                                 |           |           |           |           |           | 20,646,158 |
| 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 | 66 064 % |
| 15 Public Support Percentage for 2009 Schedule A, Part II, line 14                                                                                                                                                                                                                                                                                                                           | 15 | 59 739 % |
| 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 IIIPart 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 <b>stop here</b>  |          |          |          |          |          |           |

| 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 <b>stop here</b> . 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 <b>stop here</b> . 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).



Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

| (A)<br>Name and Title                        | (B)<br>Average<br>hours<br>per<br>week | (C)<br>Position (check all<br>that apply) |                       |         |              |                                 |        | (D)<br>Reportable<br>compensation<br>from the<br>organization (W-<br>2/1099-MISC) | (E)<br>Reportable<br>compensation<br>from related<br>organizations<br>(W- 2/1099-<br>MISC) | (F)<br>Estimated<br>amount of other<br>compensation<br>from the<br>organization and<br>related<br>organizations |
|----------------------------------------------|----------------------------------------|-------------------------------------------|-----------------------|---------|--------------|---------------------------------|--------|-----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|
|                                              |                                        | Individual trustee<br>or director         | Institutional Trustee | Officer | Key employee | Highest compensated<br>employee | Former |                                                                                   |                                                                                            |                                                                                                                 |
| GREG JONES<br>BOARD MEMBER/CHAIR             | 5 0                                    | X                                         |                       | X       |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| MAJORIE KASTMAN<br>BOARD MEMBER              | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| ROGER KEY<br>BOARD MEMBER                    | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| KIM KIRKPATRICK<br>BOARD MEMBER              | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| KATIE MARSHALL<br>BOARD MEMBER               | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| STEVE MASSENGALE<br>BOARD MEMBER             | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| ARLENE MATTHEWS<br>BOARD MEMBER              | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| JOE MCKAY<br>BOARD MEMBER                    | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| SCOTT MCLAUGHLIN<br>BOARD MEMBER             | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| MARIE MEYER<br>BOARD MEMBER                  | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| BARRY ORR<br>BOARD MEMBER                    | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| CATHY PORTER<br>BOARD MEMBER                 | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| ROBERT SALEM<br>BOARD MEMBER                 | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 274,518                                                                                    | 31,610                                                                                                          |
| ROSS SHAMBURGER<br>BOARD MEMBER              | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| COREY STOVALL<br>BOARD MEMBER                | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| STEVE STRIPLING<br>BOARD MEMBER              | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 382,072                                                                                    | 25,448                                                                                                          |
| DIANNAH TATUM<br>BOARD MEMBER                | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| GREGORY TURNER<br>BOARD MEMBER               | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| YVONNE WOODY<br>BOARD MEMBER                 | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| RICHARD PARKS<br>BOARD MEMBER/CEO OF CHS     | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 576,684                                                                                    | 8,649                                                                                                           |
| DEBI BOSTICK<br>BOARD MEMBER (THRU DEC 2010) | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| NORA CRUZ<br>BOARD MEMBER (THRU DEC 2010)    | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| HAROLD JONES<br>BOARD MEMBER (THRU DEC 2010) | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| CALVIN LEWIS<br>BOARD MEMBER (THRU DEC 2010) | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |
| GREY LEWIS<br>BOARD MEMBER (THRU DEC 2010)   | 2 0                                    | X                                         |                       |         |              |                                 |        | 0                                                                                 | 0                                                                                          | 0                                                                                                               |

**Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

| (A)<br>Name and Title                           | (B)<br>Average hours per week | (C)<br>Position (check all that apply) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|-------------------------------------------------|-------------------------------|----------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                                 |                               | Individual trustee or director         | Institutional Trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
| CHRIS SNEAD<br>BOARD MEMBER (THRU DEC 2010)     | 2 0                           | X                                      |                       |         |              |                              |        | 0                                                                    | 0                                                                         | 0                                                                                             |
| SHARON PRATHER<br>PRESIDENT-COVENANT FOUNDATION | 30 0                          |                                        |                       | X       |              |                              |        | 0                                                                    | 408,459                                                                   | 34,059                                                                                        |

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**  
Covenant Health System Foundation

**Employer identification number**  
75-2897026

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<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<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)

☐ Preservation of land for public use (e g , recreation or pleasure)

☐ Preservation of an historically importantly land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

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

|    |                             |
|----|-----------------------------|
|    | Held at the End of the Year |
| 2a |                             |
| 2b |                             |
| 2c |                             |
| 2d |                             |

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?

☐ Yes☐ No

6

Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ▶ \_\_\_\_\_

7

Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?

☐ Yes☐ No

9

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

Part III

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

1a

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

b

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

(i) Revenues included in Form 990, Part VIII, line 1

▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X

▶ \$ \_\_\_\_\_

2

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

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ \_\_\_\_\_

b

Assets included in Form 990, Part X

▶ \$ \_\_\_\_\_

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

Cat No 52283D

Schedule D (Form 990) 2010

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

|    |        |
|----|--------|
|    | 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 . . . . .                     | 1,946,864       | 1,034,463     | 8,347,575         |                     |                    |
| b Contributions . . . . .                                  | 103,315         | 1,110,639     | 689,520           |                     |                    |
| c Investment earnings or losses . . . . .                  | 654,694         | -67,753       | -1,638,036        |                     |                    |
| d Grants or scholarships . . . . .                         | 129,214         | 130,485       | 301,868           |                     |                    |
| e Other expenditures for facilities and programs . . . . . |                 |               | 87,874            |                     |                    |
| f Administrative expenses . . . . .                        |                 |               |                   |                     |                    |
| g End of year balance . . . . .                            | 2,575,659       | 1,946,864     | 7,009,317         |                     |                    |

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶ 0 %

b

Permanent endowment ▶ 0 %

c

Term endowment ▶ 100 000 %

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 . . . . .

3a(i)

☐ Yes

☐ No

3a(ii)

☐ Yes

☐ No

b

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

3b

☐ Yes

☐ No

4

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

Part VI

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

| Description of investment                                                                            | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|------------------------------|----------------|
| 1a Land . . . . .                                                                                    |                                      |                                 |                              |                |
| b Buildings . . . . .                                                                                |                                      |                                 |                              |                |
| c Leasehold improvements . . . . .                                                                   |                                      | 3,639                           | 363                          | 3,276          |
| d Equipment . . . . .                                                                                |                                      | 79,124                          | 71,144                       | 7,980          |
| e Other . . . . .                                                                                    |                                      |                                 |                              |                |
| Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) . . . . . |                                      |                                 |                              | 11,256         |

Schedule D (Form 990) 2010



|                                                                                             |                                                                                 |           |
|---------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|-----------|
| <b>Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements</b> |                                                                                 |           |
| <b>1</b>                                                                                    | Total revenue (Form 990, Part VIII, column (A), line 12)                        | <b>1</b>  |
| <b>2</b>                                                                                    | Total expenses (Form 990, Part IX, column (A), line 25)                         | <b>2</b>  |
| <b>3</b>                                                                                    | Excess or (deficit) for the year Subtract line 2 from line 1                    | <b>3</b>  |
| <b>4</b>                                                                                    | Net unrealized gains (losses) on investments                                    | <b>4</b>  |
| <b>5</b>                                                                                    | Donated services and use of facilities                                          | <b>5</b>  |
| <b>6</b>                                                                                    | Investment expenses                                                             | <b>6</b>  |
| <b>7</b>                                                                                    | Prior period adjustments                                                        | <b>7</b>  |
| <b>8</b>                                                                                    | Other (Describe in Part XIV)                                                    | <b>8</b>  |
| <b>9</b>                                                                                    | Total adjustments (net) Add lines 4 - 8                                         | <b>9</b>  |
| <b>10</b>                                                                                   | Excess or (deficit) for the year per financial statements Combine lines 3 and 9 | <b>10</b> |

|                                                                                                    |                                                                                                                    |          |
|----------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------|
| <b>Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return</b> |                                                                                                                    |          |
| <b>1</b>                                                                                           | Total revenue, gains, and other support per audited financial statements . . . . .                                 | <b>1</b> |
| <b>2</b>                                                                                           | Amounts included on line 1 but not on Form 990, Part VIII, line 12                                                 |          |
| <b>a</b>                                                                                           | Net unrealized gains on investments . . . . . <b>2a</b>                                                            |          |
| <b>b</b>                                                                                           | Donated services and use of facilities . . . . . <b>2b</b>                                                         |          |
| <b>c</b>                                                                                           | Recoveries of prior year grants . . . . . <b>2c</b>                                                                |          |
| <b>d</b>                                                                                           | Other (Describe in Part XIV) . . . . . <b>2d</b>                                                                   |          |
| <b>e</b>                                                                                           | Add lines <b>2a</b> through <b>2d</b> . . . . . <b>2e</b>                                                          |          |
| <b>3</b>                                                                                           | Subtract line <b>2e</b> from line <b>1</b> . . . . . <b>3</b>                                                      |          |
| <b>4</b>                                                                                           | Amounts included on Form 990, Part VIII, line 12, but not on line <b>1</b>                                         |          |
| <b>a</b>                                                                                           | Investment expenses not included on Form 990, Part VIII, line 7b . . . . . <b>4a</b>                               |          |
| <b>b</b>                                                                                           | Other (Describe in Part XIV) . . . . . <b>4b</b>                                                                   |          |
| <b>c</b>                                                                                           | Add lines <b>4a</b> and <b>4b</b> . . . . . <b>4c</b>                                                              |          |
| <b>5</b>                                                                                           | Total Revenue Add lines <b>3</b> and <b>4c</b> . (This should equal Form 990, Part I, line 12 ) . . . . . <b>5</b> |          |

|                                                                                                       |                                                                                                                     |          |
|-------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|----------|
| <b>Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return</b> |                                                                                                                     |          |
| <b>1</b>                                                                                              | Total expenses and losses per audited financial statements . . . . .                                                | <b>1</b> |
| <b>2</b>                                                                                              | Amounts included on line 1 but not on Form 990, Part IX, line 25                                                    |          |
| <b>a</b>                                                                                              | Donated services and use of facilities . . . . . <b>2a</b>                                                          |          |
| <b>b</b>                                                                                              | Prior year adjustments . . . . . <b>2b</b>                                                                          |          |
| <b>c</b>                                                                                              | Other losses . . . . . <b>2c</b>                                                                                    |          |
| <b>d</b>                                                                                              | Other (Describe in Part XIV) . . . . . <b>2d</b>                                                                    |          |
| <b>e</b>                                                                                              | Add lines <b>2a</b> through <b>2d</b> . . . . . <b>2e</b>                                                           |          |
| <b>3</b>                                                                                              | Subtract line <b>2e</b> from line <b>1</b> . . . . . <b>3</b>                                                       |          |
| <b>4</b>                                                                                              | Amounts included on Form 990, Part IX, line 25, but not on line <b>1</b> :                                          |          |
| <b>a</b>                                                                                              | Investment expenses not included on Form 990, Part VIII, line 7b . . . . . <b>4a</b>                                |          |
| <b>b</b>                                                                                              | Other (Describe in Part XIV) . . . . . <b>4b</b>                                                                    |          |
| <b>c</b>                                                                                              | Add lines <b>4a</b> and <b>4b</b> . . . . . <b>4c</b>                                                               |          |
| <b>5</b>                                                                                              | Total expenses Add lines <b>3</b> and <b>4c</b> . (This should equal Form 990, Part I, line 18 ) . . . . . <b>5</b> |          |

|                                          |
|------------------------------------------|
| <b>Part XIV Supplemental Information</b> |
|------------------------------------------|

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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|----------------------------------|----------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| INTENDED USES OF ENDOWMENT FUNDS | SCHEDULE D, PART V, LINE 4 | THE INTENDED USE OF THE ENDOWED FUNDS ARE TO PROVIDE NURSING SCHOLARSHIPS, UNFUNDED PATIENT CARE AND FACULTY INSTRUCTION TO EDUCATE STUDENTS AND PRACTITIONERS                                                                                                                                                                                                                                                                                                                                                                                                                  |
| ASC 740 (FIN48) FOOTNOTE         | SCHEDULE D, PART X, LINE 2 | ACCOUNTING STANDARDS CODIFICATION (ASC) 740, INCOME TAXES, CLARIFIES THE ACCOUNTING FOR INCOME TAXES BY PRESCRIBING A MINIMUM RECOGNITION THRESHOLD THAT A TAX POSITION IS REQUIRED TO MEET BEFORE BEING RECOGNIZED IN THE FINANCIAL STATEMENTS. ASC 740 ALSO PROVIDES GUIDANCE ON DERECOGNITION, MEASUREMENT, CLASSIFICATION, INTEREST AND PENALTIES, DISCLOSURE, AND TRANSITION. THE GUIDANCE IS APPLICABLE TO PASS-THROUGH ENTITIES AND TAX-EXEMPT ORGANIZATIONS. NO SIGNIFICANT TAX LIABILITY FOR TAX BENEFITS, INTEREST OR PENALTIES WAS ACCRUED AT JUNE 30, 2011 OR 2010. |



## Supplemental Information Regarding Fundraising or Gaming Activities

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0047

# 2010

## Open to Public Inspection

Name of the organization  
Covenant Health System Foundation

**Employer identification number**  
75-2897026

**Part I Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

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

- a** ☐ Mail solicitations
- b** ☐ Internet and e-mail solicitations
- c** ☐ Phone solicitations
- d** ☐ In-person solicitations
- e** ☐ Solicitation of non-government grants
- f** ☐ Solicitation of government grants
- g** ☐ Special fundraising events

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

**b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization. Form 990-EZ filers are not required to complete this table.

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

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

[illegible]

Part II Fundraising Events.

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

|                 |    | (a) Event #1                                                           | (b) Event #2                     | (c) Other Events           | (d) Total Events              |
|-----------------|----|------------------------------------------------------------------------|----------------------------------|----------------------------|-------------------------------|
|                 |    | <u>GALA</u><br>(event type)                                            | <u>JACC GOLF</u><br>(event type) | <u>4</u><br>(total number) | (Add col (a) through col (c)) |
| Revenue         | 1  | Gross receipts . . . .                                                 | 283,221                          | 128,795                    | 226,014                       |
|                 | 2  | Less Charitable contributions . . . .                                  | 201,191                          | 89,841                     | 169,008                       |
|                 | 3  | Gross income (line 1 minus line 2) . . . .                             | 82,030                           | 38,954                     | 57,006                        |
| Direct Expenses | 4  | Cash prizes . . . .                                                    | 2,500                            |                            | 2,500                         |
|                 | 5  | Non-cash prizes . . . .                                                | 21,700                           |                            | 21,700                        |
|                 | 6  | Rent/facility costs . . . .                                            | 49,440                           | 1,837                      | 8,031                         |
|                 | 7  | Food and beverages . . . .                                             | 7,784                            | 5,783                      | 20,770                        |
|                 | 8  | Entertainment . . . .                                                  | 6,100                            |                            | 20,750                        |
|                 | 9  | Other direct expenses . . . .                                          | 48,178                           | 9,568                      | 23,173                        |
|                 | 10 | Direct expense summary Add lines 4 through 9 in column (d) . . . . . ▶ |                                  |                            |                               |
|                 | 11 | Net income summary Combine lines 3 and 10 in column (d). . . . . ▶     |                                  |                            |                               |

Part III Gaming.

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

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

9 Enter the state(s) in which the organization operates gaming activities \_\_\_\_\_

a Is the organization licensed to operate gaming activities in each of these states? . . . . . ☐ Yes ☐ No

b If "No," Explain \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? . . . . . ☐ Yes ☐ No

b If "Yes," Explain \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

11

Does the organization operate gaming activities with nonmembers?

☐ Yes ☐ No

12

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

☐ Yes ☐ No

13

Indicate the percentage of gaming activity operated in

|   |                             |     |
|---|-----------------------------|-----|
| a | The organization's facility | 13a |
| b | An outside facility         | 13b |

14

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

Name  \_\_\_\_\_

Address  \_\_\_\_\_

15a

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

☐ Yes ☐ No

b

If "Yes," enter the amount of gaming revenue received by the organization  \$ \_\_\_\_\_ and the amount of gaming revenue retained by the third party  \$ \_\_\_\_\_

c

If "Yes," enter name and address

Name  \_\_\_\_\_

Address  \_\_\_\_\_

16 Gaming manager information

Name  \_\_\_\_\_

Gaming manager compensation  \$ \_\_\_\_\_

Description of services provided  \_\_\_\_\_

☐ Director/officer      ☐ Employee      ☐ Independent contractor

17

Mandatory distributions

a

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

☐ Yes ☐ No

b

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

**Part IV** Complete this part to provide additional information for responses to question on Schedule G (see instructions.)

| Identifier | ReturnReference | Explanation |
|------------|-----------------|-------------|
|------------|-----------------|-------------|

Name of the organization  
Covenant Health System Foundation

Employer identification number  
75-2897026

Part I

General Information on Grants and Assistance

1

Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? . . . . .

Yes

No

2

Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II

Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed. . . . . ▶

| 1 (a) Name and address of organization or government                    | (b) EIN    | (c) IRC Code section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance                                                                                                                                              |
|-------------------------------------------------------------------------|------------|------------------------------------|--------------------------|-----------------------------------|-------------------------------------------------------|----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (1) COVENANT HEALTH SYSTEM3615 19TH STREET LUBBOCK,TX 79410             | 75-2765566 | 501(C)(3)                          | 2,288,023                |                                   |                                                       |                                        | CAPITAL IMPROVEMENT/PATIENT CARE ASSISTANCE                                                                                                                                     |
| (2) HOSPICE OF LUBBOCK3702 21ST STREET LUBBOCK,TX 79410                 | 75-2133781 | 501(C)(3)                          | 236,406                  |                                   |                                                       |                                        | CAPITAL IMPROVEMENT/dept supp fund                                                                                                                                              |
| (3) COVENANT HOSPITAL - LEVELLAND1900 COLLEGE STREET LEVELLAND,TX 79336 | 75-2246348 | 501(C)(3)                          | 103,536                  |                                   |                                                       |                                        | CAPITAL IMPROVEMENT/                                                                                                                                                            |
| (4) COVENANT HOSPITAL - PLAINVIEW2601 DIMMITT ROAD PLAINVIEW,TX 79072   | 75-2426010 | 501(C)(3)                          | 172,906                  |                                   |                                                       |                                        | CAPITAL IMPROVEMENT/Patient Care Assistance                                                                                                                                     |
| (5) COVENANT CHILDREN'S HOSPITAL4000 24TH STREET LUBBOCK,TX 79410       | 75-2428911 | 501(C)(3)                          | 263,721                  |                                   |                                                       |                                        | CAPITAL IMPROVEMENT/EDUCATIONAL PROGRAM FUNDING/PATIENT CARE ASSISTANCE/ASSOCIATIONAL AND MEMBERSHIP FUND/DEPARTMENTAL SUPPLEMENT FUND/EMPLOYEE ASSISTANCE/PROGRAM EXPENSE FUND |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |
|                                                                         |            |                                    |                          |                                   |                                                       |                                        |                                                                                                                                                                                 |

2

Enter total number of section 501(c)(3) and government organizations . . . . .

5

3

Enter total number of other organizations . . . . .

0

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

| (a)Type of grant or assistance | (b)Number of recipients | (c)Amount of cash grant | (d)Amount of non-cash assistance | (e)Method of valuation (book, FMV, appraisal, other) | (f)Description of non-cash assistance |
|--------------------------------|-------------------------|-------------------------|----------------------------------|------------------------------------------------------|---------------------------------------|
| (1) EDUCATIONAL REIMBURSEMENT  | 109                     | 165,433                 |                                  |                                                      |                                       |
| (2) PATIENT ASSISTANCE         | 10                      | 6,148                   |                                  |                                                      |                                       |
| (3) HONORARIUM                 | 2                       | 2,500                   |                                  |                                                      |                                       |
|                                |                         |                         |                                  |                                                      |                                       |
|                                |                         |                         |                                  |                                                      |                                       |
|                                |                         |                         |                                  |                                                      |                                       |
|                                |                         |                         |                                  |                                                      |                                       |

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

| Identifier                                                                | Return Reference           | Explanation                                                                                                                                                                       |
|---------------------------------------------------------------------------|----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DESCRIPTION OF ORGANIZATION'S PROCEDURES FOR MONITORING THE USE OF GRANTS | SCHEDULE I, PART I, LINE 2 | COVENANT HEALTH SYSTEM FOUNDATION EMPLOYS A FULL TIME GRANT SPECIALIST THAT MONITORS AND ADMINISTERS GRANT FUNDING, AS WELL AS PROVIDES EDITORIAL EXPERTISE FOR GRANT SUBMISSIONS |

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<br>Covenant Health System Foundation | Employer identification number<br>75-2897026 |
|---------------------------------------------------------------|----------------------------------------------|

Part I

Questions Regarding Compensation

|                                                                                                                                                                                                                                    | Yes | No |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1a 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 |     |    |
| <input type="checkbox"/> First-class or charter travel                                                                                                                                                                             |     |    |
| <input type="checkbox"/> Travel for companions                                                                                                                                                                                     |     |    |
| <input type="checkbox"/> Tax idemnification and gross-up payments                                                                                                                                                                  |     |    |
| <input type="checkbox"/> Discretionary spending account                                                                                                                                                                            |     |    |
| <input type="checkbox"/> Housing allowance or residence for personal use                                                                                                                                                           |     |    |
| <input type="checkbox"/> Payments for business use of personal residence                                                                                                                                                           |     |    |
| <input type="checkbox"/> Health or social club dues or initiation fees                                                                                                                                                             |     |    |
| <input type="checkbox"/> Personal services (e g , maid, chauffeur, chef)                                                                                                                                                           |     |    |
| 1b 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             |     |    |
| 2 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?                     |     |    |
| 3 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                                                                   |     |    |
| <input type="checkbox"/> Compensation committee                                                                                                                                                                                    |     |    |
| <input type="checkbox"/> Independent compensation consultant                                                                                                                                                                       |     |    |
| <input type="checkbox"/> Form 990 of other organizations                                                                                                                                                                           |     |    |
| <input type="checkbox"/> Written employment contract                                                                                                                                                                               |     |    |
| <input type="checkbox"/> Compensation survey or study                                                                                                                                                                              |     |    |
| <input type="checkbox"/> Approval by the board or compensation committee                                                                                                                                                           |     |    |
| 4 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                                                                               |     |    |
| a Receive a severance payment or change-of-control payment from the organization or a related organization?                                                                                                                        |     | No |
| b Participate in, or receive payment from, a supplemental nonqualified retirement plan?                                                                                                                                            |     | No |
| c Participate in, or receive payment from, an equity-based compensation arrangement?                                                                                                                                               |     | No |
| If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III                                                                                                                       |     |    |
| Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.                                                                                                                                                           |     |    |
| 5 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                                                                                  |     |    |
| a The organization?                                                                                                                                                                                                                |     | No |
| b Any related organization?                                                                                                                                                                                                        |     | No |
| If "Yes," to line 5a or 5b, describe in Part III                                                                                                                                                                                   |     |    |
| 6 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                                                                              |     |    |
| a The organization?                                                                                                                                                                                                                |     | No |
| b Any related organization?                                                                                                                                                                                                        |     | No |
| If "Yes," to line 6a or 6b, describe in Part III                                                                                                                                                                                   |     |    |
| 7 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                                                 | Yes |    |
| 8 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             |     | No |
| 9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?                                                                                         |     |    |

**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) ROBERT SALEM    | (i)  | 0                                                  | 0                                   | 0                                   | 0                                              | 0                       | 0                               | 0                                                          |
|                     | (ii) | 243,979                                            | 0                                   | 30,539                              | 19,378                                         | 12,232                  | 306,128                         | 0                                                          |
| (2) STEVE STRIPLING | (i)  | 0                                                  | 0                                   | 0                                   | 0                                              | 0                       | 0                               | 0                                                          |
|                     | (ii) | 319,666                                            | 55,317                              | 7,089                               | 10,000                                         | 15,448                  | 407,520                         | 0                                                          |
| (3) SHARON PRATHER  | (i)  | 0                                                  | 0                                   | 0                                   | 0                                              | 0                       | 0                               | 0                                                          |
|                     | (ii) | 219,104                                            | 82,390                              | 106,965                             | 24,226                                         | 9,833                   | 442,518                         | 12,623                                                     |
| (4) RICHARD PARKS   | (i)  | 0                                                  | 0                                   | 0                                   | 0                                              | 0                       | 0                               | 0                                                          |
|                     | (ii) | 378,190                                            | 97,587                              | 100,907                             | 0                                              | 8,649                   | 585,333                         | 0                                                          |
| ( 5 )               |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 6 )               |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 7 )               |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 8 )               |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 9 )               |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 10 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 11 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 12 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 13 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 14 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 15 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 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   |                  | THE ORGANIZATION'S CHIEF EXECUTIVE OFFICER IS PAID BY ITS TAX EXEMPT PARENT, COVENANT HEALTH SYSTEM, AND IS DISCLOSED AS A PERSON PAID BY A RELATED ORGANIZATION. SEE SCHEDULE O FOR FORM 990, PART VI, LINE 15A AND 15B FOR THE PROCESS THAT IS COMPLETED BY COVENANT HEALTH SYSTEM'S PARENT.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| SCHEDULE J, PART III, LINE 7 |                  | A PORTION OF THE EXECUTIVE'S SALARY IS PLACED "AT-RISK" AND IS NOT AWARDED UNLESS SPECIFIC STRATEGIC OBJECTIVE TARGETS ARE MET OR EXCEEDED. THE AT-RISK EXECUTIVE PLAN IS DESIGNED TO MOTIVATE AND REWARD EXECUTIVES FOR TEAM PERFORMANCE THAT SUPPORTS THE STRATEGIC GOALS AND SUCCESSFUL PERFORMANCE OF ST. JOSEPH HEALTH SYSTEM. AT-RISK PAY IS AWARDED TO ASSISTANT VICE PRESIDENTS, VICE PRESIDENTS, SENIOR VICE PRESIDENTS, EXECUTIVE VICE PRESIDENTS, AND THE CHIEF EXECUTIVE OFFICER BASED ON ACHIEVING OR SURPASSING SPECIFIC GOALS THAT ARE PREDETERMINED BY THE BOARD OF TRUSTEES PRIOR TO THE BEGINNING OF THE FISCAL YEAR. THE GOALS INCLUDE OUR STRATEGIC OBJECTIVES OF PERFECT CARE, SACRED ENCOUNTERS, AND HEALTHIEST COMMUNITIES AS WELL AS FISCAL STEWARDSHIP. EACH OF THESE FACTORS IS TAKEN INTO CONSIDERATION WHEN DETERMINING THE PERCENTAGE OF AT-RISK PAY. |



Schedule L  
(Form 990 or 990-EZ)

Transactions with Interested Persons

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization  
Covenant Health System Foundation

Employer identification number  
75-2897026

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)<br>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) AMERICAN STATE BANK       | GREG JONES/BOARD MEMBER                                         | 111,216                   | BANKING SERVICES               |                                         | 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 |
|------------|------------------|-------------|
|------------|------------------|-------------|

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

|                                                                      |                                                     |
|----------------------------------------------------------------------|-----------------------------------------------------|
| <b>Name of the organization</b><br>Covenant Health System Foundation | <b>Employer identification number</b><br>75-2897026 |
|----------------------------------------------------------------------|-----------------------------------------------------|

| Identifier                       | Return Reference                            | Explanation                                                                                                                                                                                                                                                                                |
|----------------------------------|---------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| ORGANIZATION'S MISSION STATEMENT | FORM 990, PART I, LINE 1 & PART III, LINE 1 | AS A MEMBER OF THE ST JOSEPH HEALTH SYSTEM, COVENANT HEALTH SYSTEM FOUNDATION IS COMMITTED TO EXTENDING THE HEALING MINISTRY OF JESUS IN THE TRADITION OF THE SISTERS OF ST JOSEPH OF ORANGE BY CONTINUALLY IMPROVING THE HEALTH AND QUALITY OF LIFE OF PEOPLE IN THE COMMUNITIES WE SERVE |

| Identifier                      | Return Reference            | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|---------------------------------|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PROGRAM SERVICE ACCOMPLISHMENTS | FORM 990, PART III, LINE 4A | HOSPICE CHARITY CARE - EACH YEAR THE FOUNDATION GARNERS PHILANTHROPIC DOLLARS FOR USE IN SUPPORT OF CARE FOR THOSE WHO OTHERWISE COULD NOT AFFORD END-OF-LIFE CARE<br>NURSING SCHOLARSHIPS-VARIOUS EDUCATIONAL SCHOLARSHIPS FOR COVENANT NURSING SCHOOL STUDENTS AND CONTINUING MEDICAL EDUCATIONAL COURSES FOR WORKING NURSES<br>EACH YEAR MANY STUDENTS IN THE COVENANT SCHOOL OF NURSING ARE GRANTED SCHOLARSHIPS<br>EQUIPMENT FUND - COVENANT HEALTH SYSTEM FOUNDATION WORKS TIRELESSLY TO RAISE FUNDS IN ORDER THAT PHYSICIANS, NURSES AND OTHER STAFF MEMBERS HAVE THE BEST EQUIPMENT AVAILABLE FOR THE NEEDS OF OUR PATIENTS<br>FUNDS RAISED SUPPLEMENT THE CAPITAL EQUIPMENT BUDGET OF THE HOSPITAL AND ALLOW FOR MORE EQUIPMENT TO BE PURCHASED IN ANY GIVEN YEAR<br>EXAMPLES OF EQUIPMENT PURCHASED THROUGH THE FOUNDATION DURING FY 11 INCLUDE NEW GIRAFFE BEDS FOR NEONATAL INTENSIVE CARE UNIT, VARIOUS EQUIPMENT FOR REHABILITATION, AND PARTIAL FUNDING FOR THE CARE CHANNEL, WHICH HELPS TO PROVIDE HOLISTIC CARE FOR ALL PATIENTS |

| Identifier                                        | Return Reference          | Explanation                                                                              |
|---------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|
| DESCRIPTION OF CLASSES OF MEMBERS OR STOCKHOLDERS | FORM 990, PART VI, LINE 6 | COVENANT HEALTH SYSTEM IS THE SOLE CORPORATE MEMBER OF COVENANT HEALTH SYSTEM FOUNDATION |

| Identifier                                                       | Return Reference           | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                       |
|------------------------------------------------------------------|----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DESCRIPTION OF CLASSES OF PERSONS AND THE NATURE OF THEIR RIGHTS | FORM 990, PART VI, LINE 7A | COVENANT HEALTH SYSTEM FOUNDATION HAS A TIERED GOVERNANCE IN WHICH THE CORPORATE MEMBERS RESERVE THE RIGHT TO APPOINT TRUSTEES TO THE COVENANT HEALTH SYSTEM FOUNDATION BOARD. ALL TRUSTEE APPOINTMENTS THAT COME FROM THE COVENANT HEALTH SYSTEM FOUNDATION BOARD AS NOMINATIONS AND MUST BE APPROVED BY THE COVENANT HEALTH SYSTEM, AS THE CORPORATE MEMBER, AND THE ST. JOSEPH HEALTH MINISTRY, AS THE ORGANIZATIONAL SPONSOR. |

| Identifier                                                                 | Return Reference           | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|----------------------------------------------------------------------------|----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DESCR CLASSES OF PERSONS, DECISIONS REQUIRING APPR & TYPE OF VOTING RIGHTS | FORM 990, PART VI, LINE 7B | THE RESERVED RIGHTS IN OUR TIERED GOVERNANCE STRUCTURE CONTEMPLATE APPROVAL BY THE ST JOSEPH HEALTH SYSTEM MEMBER OF FINANCING, BUDGETS, UNBUDGETED EXPENDITURES OF DEFINED AMOUNTS, STRATEGIC PLAN, APPOINTMENT OF AUDITORS, CREATION OR INVESTMENT IN A LEGALLY RECOGNIZED ENTITY, JOINT VENTURES, PURPOSES, SALE OR DISPOSITION OF REAL PROPERTY, MERGER OR SALE OF SUBSTANTIALLY ALL ASSETS, APPOINTMENT AND REMOVAL OF TRUSTEES, ADOPTION OR AMENDMENT OF ARTICLES OR BYLAWS |

| Identifier                                                                | Return Reference            | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|---------------------------------------------------------------------------|-----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DESCRIBE THE PROCESS USED BY MANAGEMENT &/OR GOVERNING BODY TO REVIEW 990 | FORM 990, PART VI, LINE 11B | THE FORM 990 IS PREPARED BY THE FINANCE DEPARTMENT BASED ON INFORMATION RECEIVED FROM VARIOUS DEPARTMENTS OF THE ORGANIZATION AS APPLICABLE. THE FORM 990 IS THEN REVIEWED BY AN OFFICER OF THE ORGANIZATION. A COPY OF THE FORM 990 FILING IS THEN DISTRIBUTED TO ALL VOTING MEMBERS OF THE BOARD FOR THE APRIL 2012 MEETING. DURING THE BOARD FINANCE COMMITTEE MEETING, MANAGEMENT PRESENTED AND DISCUSSED CERTAIN DISCLOSURES AND INFORMATION INCLUDED IN THE FORM 990. THE BOARD FINANCE COMMITTEE CHAIR THEN PROVIDES A SUMMARY AT THE FULL BOARD MEETING. |



| Identifier                                                               | Return Reference            | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|--------------------------------------------------------------------------|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DESCRIPTION OF PROCESS TO MONITOR TRANSACTIONS FOR CONFLICTS OF INTEREST | FORM 990, PART VI, LINE 12C | OFFICERS, TRUSTEES, AND KEY EMPLOYEES ARE REQUIRED TO DISCLOSE ANNUALLY ON THE CONFLICT OF INTEREST DISCLOSURE FORM THE EXISTENCE AND NATURE OF ANY ACTUAL, APPARENT, OR POTENTIAL CONFLICT OF INTEREST HE/SHE MAY HAVE. ADDITIONALLY, DISCLOSURES SHALL BE MADE PROMPTLY ANYTIME AN ACTUAL, APPARENT OR POTENTIAL CONFLICT OF INTEREST ARISES AND BEFORE THE CONSUMMATION OF ANY CONTRACT, TRANSACTION OR ARRANGEMENT THAT IS SUBJECT OF THE POTENTIAL CONFLICT OF INTEREST. WHEN A CONFLICT OF INTEREST IS IDENTIFIED, SUCH CONFLICT IS DISCLOSED TO THE CONFLICTS & COMPENSATION COMMITTEE. IF THE CONFLICT INVOLVES A MEMBER OF THAT COMMITTEE, THE REMAINING COMMITTEE MEMBERS WILL REVIEW THE MATTER AND DETERMINE WHETHER A CONFLICT OF INTEREST EXISTS. THE OFFICER, TRUSTEE, OR KEY EMPLOYEE MAY NOT BE PRESENT DURING ANY MEETING IN WHICH THE COMMITTEE CONDUCTS ITS EVALUATION, EXCEPT TO ANSWER QUESTIONS AS MAY BE NECESSARY. ONCE ALL NECESSARY INFORMATION HAS BEEN OBTAINED, THE COMMITTEE CONDUCTS ITS EVALUATION AND FORWARDS ITS FINDINGS AND RECOMMENDATIONS TO THE SJHS CHIEF COMPLIANCE OFFICER. IF THE COMMITTEE DETERMINES AN UNRESOLVED CONFLICT OF INTEREST EXISTS, THE COMMITTEE WILL EVALUATE AND RECOMMEND CONFLICT MITIGATION STRATEGIES. THE SJHS CHIEF COMPLIANCE OFFICER IN CONSULTATION WITH SJHS GENERAL COUNSEL WILL REVIEW THE COMMITTEE FINDINGS, RECOMMENDATIONS, AND MITIGATION STRATEGIES AND PRESENT RECOMMENDATIONS TO THE BOARD FOR DISCUSSION AND VOTE. |

| Identifier                             | Return Reference                      | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|----------------------------------------|---------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PROCESS USED TO DETERMINE COMPENSATION | FORM 990, PART VI, QUESTION 15A & 15B | <p>THE EXECUTIVE COMPENSATION PROCESS AT ST JOSEPH HEALTH SYSTEM IS ADMINISTERED BY A COMMITTEE OF INDEPENDENT TRUSTEES. THEY FOLLOW A BOARD-APPROVED CHARTER AND OVERALL EXECUTIVE COMPENSATION PHILOSOPHY. THE CHARTER EMPOWERS THE SJHS BOARD WORKLIFE COMMITTEE TO ADMINISTER THE EXECUTIVE COMPENSATION PROGRAM AND PROCESS ON BEHALF OF THE FULL BOARD OF TRUSTEES OF SJHS. OVERALL, THE PHILOSOPHY IS INTENDED TO REWARD A BROAD SPECTRUM OF HIGH ORGANIZATIONAL AND INDIVIDUAL PERFORMANCE EXPECTATIONS, AS WELL AS THE RETENTION OF KEY MANAGEMENT TALENT. THE SJHS EXECUTIVE COMPENSATION PHILOSOPHY DEFINES THE MARKET FOR ADMINISTERING COMPENSATION AS A COMPARABLE SET OF NOT-FOR-PROFIT HEALTH CARE DELIVERY SYSTEMS. SJHS PROVIDES COMPENSATION TO ITS SENIOR EXECUTIVES IN THE FORM OF BASE SALARY, AN ANNUAL INCENTIVE PROGRAM, AND BENEFITS. TO FULFILL THEIR RESPONSIBILITY, THE COMMITTEE REGULARLY REVIEWS INFORMATION FROM MULTIPLE SOURCES OF MARKET DATA. THEY USE THIS INFORMATION TO SUPPORT THEIR DECISIONS REGARDING ONGOING EFFECTIVENESS AND ADMINISTRATION OF THE PROGRAM. THE WORKLIFE COMMITTEE IS COMPRISED OF SEVERAL INDEPENDENT MEMBERS OF THE BOARD. THEY MEET AT LEAST 3 TIMES A YEAR. DECISIONS ARE DOCUMENTED IN DETAILED MINUTES AND APPROVED IN MEETINGS. THE COMMITTEE IS EMPOWERED TO ENGAGE OUTSIDE COUNSEL AND CONSULTING SUPPORT AS NEEDED. THE WORKLIFE COMMITTEE PERFORMED ITS LAST COMPENSATION REVIEW FOR ASSISTANT VICE PRESIDENTS, VICE PRESIDENTS, EXECUTIVE VICE PRESIDENTS, AND THE CHIEF EXECUTIVE OFFICER IN SEPTEMBER 2011.</p> |

| Identifier                                                           | Return Reference                           | Explanation                                                                                                                                                                                                                                                                                       |
|----------------------------------------------------------------------|--------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| AVAILABILITY OF GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND | FINANCIAL STATEMENTS TO THE GENERAL PUBLIC | FORM 990, PART VI, LINE 19 THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON REQUEST THE SJHS COMMUNITY BENEFIT REPORTS, FINANCIAL REPORTS, AND PHILANTHROPY REPORTS ARE ALSO AVAILABLE ON THE SJHS INTERNET SITE |

| Identifier                             | Return Reference   | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|----------------------------------------|--------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| HOURS DEVOTED TO RELATED ORGANIZATIONS | FORM 990, PART VII | MICHAEL HARDIN SERVES ON THE BOARD OF DIRECTORS OF COVENANT HEALTH SYSTEM FOUNDATION (CHSF) AND HOSPICE OF LUBBOCK (HOL) HE DEVOTES 2 HOURS PER WEEK TO CHSF, 4 HOURS PER WEEK TO HOL RICHARD PARKS, PRESIDENT AND CEO OF COVENANT HEALTH SYSTEM (CHS) AND COVENANT CHILDREN'S HOSPITAL (CCH) ALSO SERVES ON THE BOARD OF DIRECTORS OF COVENANT HEALTH SYSTEM FOUNDATION (CHSF) HE DEVOTES 35 HOURS PER WEEK TO CHS, 20 HOURS PER WEEK TO CCH AND 2 HOURS PER WEEK TO CHSF SAMUEL HAWTHORNE SERVES ON THE BOARD OF DIRECTORS OF COVENANT HEALTH SYSTEM (CHS), COVENANT CHILDREN'S HOSPITAL (CCH) AND COVENANT HEALTH SYSTEM FOUNDATION (CHSF ) HE DEVOTES 2 HOURS PER WEEK TO CHS, 2 HOURS PER WEEK TO CCH, AND 2 HOURS PER WEEK TO CHSF SHARON PRATHER IS THE PRESIDENT OF CONVEANT HEALTH SYSTEM FOUNDATION (CHSF) AND AS SUCH DEVOTES 20 HOURS PER WEEK TO COVENANT HEALTH SYSTEM AND 30 HOURS PER WEEK TO CHSF |

| Identifier                  | Return Reference          | Explanation                                                                                                              |
|-----------------------------|---------------------------|--------------------------------------------------------------------------------------------------------------------------|
| OTHER CHANGES IN NET ASSETS | FORM 990, PART XI, LINE 5 | NET UNREALIZED GAIN ON INVESTMENTS \$1,757,030 PRIOR YEAR AUDIT ADJUSTMENT (25,137) ROUNDING (1) ----- TOTAL \$1,731,892 |

| Identifier                        | Return Reference                   | Explanation                                                                                                                             |
|-----------------------------------|------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|
| OVERSIGHT OR<br>SELECTION PROCESS | FORM 990, PART XII,<br>QUESTION 2C | THE ST JOSEPH HEALTH SYSTEM BOARD APPROVES THE AUDITED CONSOLIDATED<br>FINANCIAL STATEMENTS AND SELECTION OF THE INDEPENDENT ACCOUNTANT |

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  
Covenant Health System Foundation

Employer identification number  
75-2897026

Part I

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

| (a)<br>Name, address, and EIN of disregarded entity | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Total income | (e)<br>End-of-year assets | (f)<br>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)<br>Name, address, and EIN of related organization | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status (if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>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)<br>Name, address, and EIN of<br>related organization | (b)<br>Primary activity | (c)<br>Legal<br>domicile<br>(state or<br>foreign<br>country) | (d)<br>Direct controlling<br>entity | (e)<br>Predominant income<br>(related, unrelated,<br>excluded from tax<br>under sections 512-<br>514) | (f)<br>Share of total income | (g)<br>Share of end-of-year<br>assets | (h)<br>Disproporionate<br>allocations? |    | (i)<br>Code V—UBI<br>amount in box 20 of<br>Schedule K-1<br>(Form 1065) | (j)<br>General or<br>managing<br>partner? |    | (k)<br>Percentage<br>ownership |
|----------------------------------------------------------|-------------------------|--------------------------------------------------------------|-------------------------------------|-------------------------------------------------------------------------------------------------------|------------------------------|---------------------------------------|----------------------------------------|----|-------------------------------------------------------------------------|-------------------------------------------|----|--------------------------------|
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       | Yes                                    | No |                                                                         | Yes                                       | No |                                |
| See Additional Data Table                                |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |

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)<br>Name, address, and EIN of related organization | (b)<br>Primary activity | (c)<br>Legal domicile<br>(state or<br>foreign<br>country) | (d)<br>Direct controlling<br>entity | (e)<br>Type of entity<br>(C corp, S corp,<br>or trust) | (f)<br>Share of total income | (g)<br>Share of<br>end-of-year<br>assets | (h)<br>Percentage<br>ownership |
|-------------------------------------------------------|-------------------------|-----------------------------------------------------------|-------------------------------------|--------------------------------------------------------|------------------------------|------------------------------------------|--------------------------------|
| See Additional Data Table                             |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |



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)

Yes

No

1a

1b

1c

1d

1e

1f

1g

1h

1i

1j

1k

1l

1m

1n

1o

1p

1q

1r

No

No

No

No

No

No

Yes

No

No

No

No

Yes

Yes

Yes

Yes

No

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)<br>Name of other organization | (b)<br>Transaction<br>type(a-r) | (c)<br>Amount involved | (d)<br>Method of determining amount<br>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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|------------------------------------------------------------------|----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| IDENTIFICATION OF RELATED ORGANIZATIONS TAXABLE AS A PARTNERSHIP | SCHEDULE R, PART III | ST JOSEPH HEALTH SYSTEM HOME HEALTH AGENCY EIN 33-0282945 ADDRESS 1845 W ORANGEWOOD AVENUE, STE 200 ORANGE, CA 92868-2012 ST JOSEPH HEALTH SYSTEM HOME CARE SERVICES EIN 33-0307672 ADDRESS 1845 W ORANGEWOOD AVENUE, STE 100 ORANGE, CA 92868-2012 METHODIST DIAGNOSTIC IMAGING EIN 75-2343261 ADDRESS 4005 24TH STREET LUBBOCK, TX 79410 SHA, LLC EIN 75-2569094 ADDRESS 12940 NORTH HIGHWAY 183 AUSTIN, TX 78750 LUBBOCK SURGERY CENTER, LTD EIN 75-2177401 ADDRESS 4000 24TH STREET LUBBOCK, TX 79410 COVENANT LONG-TERM CARE, LP EIN 20-5033419 ADDRESS 4000 24TH STREET LUBBOCK, TX 79410 HERITAGE INVESTMENT GROUP I, LLC EIN 27-1000061 ADDRESS 500 S MAIN STREET STE 1000 ORANGE, CA 92868 MISSION AMBULATORY SURGICENTER, LTD EIN 33-0355575 ADDRESS 27800 MEDICAL CENTER ROAD, STE 362 MISSION VIEJO, CA 92691 COMPREHENSIVE IMAGING PARTNERS OF ORANGE COUNTY, LLC EIN 26-4591502 ADDRESS ONE CITY BOULEVARD WEST, SUITE 1100 ORANGE, CA 92868 |

Software ID:

Software Version:

EIN: 75-2897026

Name: Covenant Health System Foundation

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

| (a)<br>Name, address, and EIN of related organization                                                             | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status (if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>Section 512 (b)(13) controlled organization |    |
|-------------------------------------------------------------------------------------------------------------------|-------------------------|--------------------------------------------------|----------------------------|-----------------------------------------------------|----------------------------------|----------------------------------------------------|----|
|                                                                                                                   |                         |                                                  |                            |                                                     |                                  | Yes                                                | No |
| CAMINO HEALTH CENTER<br><br>30300 CAMINO CAPISTRANO<br>SAN JUAN CAPISTRANO, CA92675<br>33-0574214                 | HEALTHCARE              | CA                                               | 501(C)(3)                  | 7                                                   | MHRMC                            |                                                    |    |
| COVENANT HEALTH PARTNERS<br><br>3615 19TH STREET<br>LUBBOCK, TX79410<br>61-1573313                                | HEALTHCARE              | TX                                               | 501(C)(3)                  | 11, I                                               | CHS                              |                                                    |    |
| COVENANT HEALTH SYSTEM<br><br>3615 19TH STREET<br>LUBBOCK, TX79410<br>75-2765566                                  | HEALTHCARE              | TX                                               | 501(C)(3)                  | 3                                                   | SJHS                             |                                                    |    |
| COVENANT MEDICAL GROUP<br><br>3420 22ND PLACE<br>LUBBOCK, TX79410<br>75-2743883                                   | HEALTHCARE              | TX                                               | 501(C)(3)                  | 3                                                   | CHS                              |                                                    |    |
| HOME CARE PARTNERS<br><br>1165 MONTGOMERY DR<br>SANTA ROSA, CA95405<br>68-0318656                                 | INACTIVE                | CA                                               | 501(C)(3)                  | 3                                                   | SRMH                             |                                                    |    |
| HOSPICE OF LUBBOCK<br><br>1102 SLIDE ROAD<br>LUBBOCK, TX79414<br>75-2133781                                       | HEALTHCARE              | TX                                               | 501(C)(3)                  | 9                                                   | CHS                              |                                                    |    |
| LUBBOCK METHODIST HOSPITAL FOUNDATION<br><br>3615 19TH STREET<br>LUBBOCK, TX79410<br>75-2220963                   | HEALTHCARE              | TX                                               | 501(C)(3)                  | 7                                                   | CHS                              |                                                    |    |
| METHODIST CHILDREN'S HOSPITAL<br><br>3610 21ST STREET<br>LUBBOCK, TX79410<br>75-2428911                           | HEALTHCARE              | TX                                               | 501(C)(3)                  | 3                                                   | CHS                              |                                                    |    |
| METHODIST HOSPITAL LEVELLAND<br><br>1900 COLLEGE AVENUE<br>LEVELLAND, TX79336<br>75-2246348                       | HEALTHCARE              | TX                                               | 501(C)(3)                  | 3                                                   | CHS                              |                                                    |    |
| METHODIST HOSPITAL PLAINVIEW<br><br>2601 DIMMITT ROAD<br>PLAINVIEW, TX79072<br>75-2426010                         | HEALTHCARE              | TX                                               | 501(C)(3)                  | 3                                                   | CHS                              |                                                    |    |
| MISSION HOSPITAL REG MED CTR FDN<br><br>27700 MEDICAL CENTER ROAD<br>MISSION VIEJO, CA92691<br>33-0406118         | HEALTHCARE              | CA                                               | 501(C)(3)                  | 7                                                   | MHRMC                            |                                                    |    |
| MISSION HOSPITAL REGIONAL MEDICAL CENTER<br><br>27700 MEDICAL CENTER ROAD<br>MISSION VIEJO, CA92691<br>95-1643360 | HEALTHCARE              | CA                                               | 501(C)(3)                  | 3                                                   | SJHS                             |                                                    |    |

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

| (a)<br>Name, address, and EIN of related organization                                                   | (b)<br>Primary activity | (c)<br>Legal domicile<br>(state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status<br>(if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>Section 512 (b)(13) controlled organization |    |
|---------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------|----------------------------|--------------------------------------------------------|----------------------------------|----------------------------------------------------|----|
|                                                                                                         |                         |                                                     |                            |                                                        |                                  | Yes                                                | No |
| QUEEN OF THE VALLEY MEDICAL CENTER<br><br>1000 TRANCAS STREET<br>NAPA, CA94558<br>94-1243669            | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 3                                                      | SJHS                             |                                                    |    |
| REDWOOD MEMORIAL FOUNDATION<br><br>3300 RENNER DRIVE<br>FORTUNA, CA95540<br>94-2779313                  | FOUNDATION              | CA                                                  | 501(C)(3)                  | 7                                                      | RMH                              |                                                    |    |
| REDWOOD MEMORIAL HOSPITAL<br><br>3300 RENNER DRIVE<br>FORTUNA, CA95540<br>94-1384665                    | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 3                                                      | SJHS                             |                                                    |    |
| SANTA ROSA MEMORIAL HOSPITAL<br><br>1165 MONTGOMERY DRIVE<br>SANTA ROSA, CA95405<br>94-1231005          | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 3                                                      | SJHS                             |                                                    |    |
| SISTERS OF ST JOSEPH OF ORANGE<br><br>480 S BATAVIA<br>ORANGE, CA92868<br>95-1643383                    | RELIGIOUS ORG           | CA                                                  | 501(C)(3)                  | 1                                                      | NA                               |                                                    |    |
| SRM ALLIANCE HOSPITAL SERVICES<br><br>400 NORTH MCDOWELL BLVD<br>PETALUMA, CA94954<br>68-0395200        | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 3                                                      | SRMH                             |                                                    |    |
| ST JOSEPH HEALTH FDN OF N CALIFORNIA<br><br>PO BOX 552<br>SANTA ROSA, CA95405<br>68-0338070             | INACTIVE                | CA                                                  | 501(C)(3)                  | 11,I                                                   | SRMH                             |                                                    |    |
| ST JOSEPH HEALTH MINISTRY<br><br>500 S MAIN STREET SUITE 400<br>ORANGE, CA92868<br>27-1666576           | RELIGIOUS ORG           | CA                                                  | 501(C)(3)                  | 1                                                      | SSJO                             |                                                    |    |
| ST JOSEPH HEALTH SYSTEM<br><br>500 S MAIN STREET SUITE 700<br>ORANGE, CA92868<br>95-3589356             | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 11,I                                                   | SJHM                             |                                                    |    |
| ST JOSEPH HEALTH SYSTEM FOUNDATION<br><br>500 S MAIN STREET SUITE 1000<br>ORANGE, CA92868<br>33-0143024 | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 7                                                      | SJHS                             |                                                    |    |
| ST JOSEPH HOME CARE NETWORK<br><br>170 PROFESSIONAL CENTER DR B<br>ROHNERT PARK, CA94928<br>68-0331084  | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 9                                                      | SJHS                             |                                                    |    |
| ST JOSEPH HOSPITAL OF EUREKA<br><br>2700 DOLBEER STREET<br>EUREKA, CA95501<br>94-1156596                | HEALTHCARE              | CA                                                  | 501(C)(3)                  | 3                                                      | SJHS                             |                                                    |    |

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

| (a)<br>Name, address, and EIN of related organization                                          | (b)<br>Primary activity | (c)<br>Legal domicile<br>(state<br>or foreign<br>country) | (d)<br>Exempt Code<br>section | (e)<br>Public charity<br>status<br>(if section 501(c)<br>(3)) | (f)<br>Direct controlling<br>entity | (g)<br>Section 512<br>(b)(13)<br>controlled<br>organization |    |
|------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------|-------------------------------------------------------------|----|
|                                                                                                |                         |                                                           |                               |                                                               |                                     | Yes                                                         | No |
| ST JOSEPH HOSPITAL OF ORANGE<br><br>1100 WEST STEWART DRIVE<br>ORANGE, CA92868<br>95-1643359   | HEALTHCARE              | CA                                                        | 501(C)(3)                     | 3                                                             | SJHS                                |                                                             |    |
| ST JUDE HOSPITAL YORBA LINDA<br><br>279 E IMPERIAL HWY 750<br>FULLERTON, CA92835<br>33-0185031 | HEALTHCARE              | CA                                                        | 501(C)(3)                     | 3                                                             | SJHS                                |                                                             |    |
| ST JUDE HOSPITAL INC<br><br>101 EAST VALENCIA MESA DRIVE<br>FULLERTON, CA92835<br>95-1643325   | HEALTHCARE              | CA                                                        | 501(C)(3)                     | 3                                                             | SJHS                                |                                                             |    |
| ST JUDE MEMORIAL FOUNDATION<br><br>1440 N HARBOR BLVD 200<br>FULLERTON, CA92835<br>95-3607229  | HEALTHCARE              | CA                                                        | 501(C)(3)                     | 11, I                                                         | SJMC                                |                                                             |    |
| ST MARY MEDICAL CENTER<br><br>18300 HIGHWAY 18<br>APPLE VALLEY, CA92307<br>95-1914489          | HEALTHCARE              | CA                                                        | 501(C)(3)                     | 3                                                             | SJHS                                |                                                             |    |
| ST MARY OF THE PLAINS HOSPITAL FDN<br><br>4000 24TH STREET<br>LUBBOCK, TX79410<br>75-1653181   | HEALTHCARE              | TX                                                        | 501(C)(3)                     | 7                                                             | CHS                                 |                                                             |    |
| TALLER SAN JOSE<br><br>801 NORTH BROADWAY<br>SANTA ANA, CA92701<br>59-3816355                  | WORKFORCE DEV           | CA                                                        | 501(C)(3)                     | 2                                                             | SSJO                                |                                                             |    |

Form 990, Schedule R, Part III - Identification of Related Organizations Taxable as a Partnership

| (a)<br>Name, address, and EIN of<br>related organization | (b)<br>Primary activity | (c)<br>Legal<br>Domicile<br>(State<br>or<br>Foreign<br>Country) | (d)<br>Direct<br>Controlling<br>Entity | (e)<br>Predominant<br>income<br>(related,<br>unrelated,<br>excluded from<br>tax under<br>sections<br>512-514) | (f)<br>Share of total<br>income<br>(\$) | (g)<br>Share of end-of-<br>year assets<br>(\$) | (h)<br>Disproprtionate<br>allocations? |    | (i)<br>Code V -UBI<br>amount on<br>Box 20 of K-1<br>(\$) | (j)<br>General<br>or<br>Managing<br>Partner? |    | (k)<br>Percentage<br>ownership |
|----------------------------------------------------------|-------------------------|-----------------------------------------------------------------|----------------------------------------|---------------------------------------------------------------------------------------------------------------|-----------------------------------------|------------------------------------------------|----------------------------------------|----|----------------------------------------------------------|----------------------------------------------|----|--------------------------------|
|                                                          |                         |                                                                 |                                        |                                                                                                               |                                         |                                                | Yes                                    | No |                                                          | Yes                                          | No |                                |
| ST JOSEPH HLTH SYS<br>HOME HLTH                          | HOME HEALTH             | CA                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |
| ST JOSEPH HLTH SYS<br>HOME CARE                          | HOME HEALTH             | CA                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |
| METHODIST<br>DIAGNOSTIC IMAGING                          | HEALTHCARE<br>SVCS      | TX                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |
| SHA LLC                                                  | HEALTHCARE<br>SVCS      | TX                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |
| LUBBOCK SURGERY<br>CENTER LTD                            | HEALTHCARE<br>SVCS      | TX                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |
| COVENANT LONG-TERM<br>CARE LP                            | HEALTHCARE<br>SVCS      | TX                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |
| HERITAGE INVESTMENT<br>GROUP                             | INVESTMENT              | CA                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |
| MISSION AMBULATORY<br>SURGICENTER                        | HEALTHCARE<br>SVCS      | CA                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                        | No | 0                                                        |                                              | No | 0 %                            |

Form 990, Schedule R, Part III - Identification of Related Organizations Taxable as a Partnership

| (a)<br>Name, address, and EIN of<br>related organization | (b)<br>Primary activity | (c)<br>Legal<br>Domicile<br>(State<br>or<br>Foreign<br>Country) | (d)<br>Direct<br>Controlling<br>Entity | (e)<br>Predominant<br>income<br>(related,<br>unrelated,<br>excluded from<br>tax under<br>sections<br>512-514) | (f)<br>Share of total<br>income<br>(\$) | (g)<br>Share of end-of-<br>year assets<br>(\$) | (h)<br>Disproportionate<br>allocations? |    | (i)<br>Code V-UBI<br>amount on<br>Box 20 of K-1<br>(\$) | (j)<br>General<br>or<br>Managing<br>Partner? |    | (k)<br>Percentage<br>ownership |
|----------------------------------------------------------|-------------------------|-----------------------------------------------------------------|----------------------------------------|---------------------------------------------------------------------------------------------------------------|-----------------------------------------|------------------------------------------------|-----------------------------------------|----|---------------------------------------------------------|----------------------------------------------|----|--------------------------------|
|                                                          |                         |                                                                 |                                        |                                                                                                               |                                         |                                                | Yes                                     | No |                                                         | Yes                                          | No |                                |
| COMPREHENSIVE<br>IMAGING PARTNERS                        | HEALTHCARE<br>SVCS      | CA                                                              | NA                                     | N/A                                                                                                           | 0                                       | 0                                              |                                         | No | 0                                                       |                                              | No | 0 %                            |



Form 990, Schedule R, Part IV - Identification of Related Organizations Taxable as a Corporation or Trust

| (a)<br>Name, address, and EIN of related organization                                                      | (b)<br>Primary activity | (c)<br>Legal Domicile<br>(State or Foreign Country) | (d)<br>Direct Controlling Entity | (e)<br>Type of entity<br>(C corp, S corp, or trust) | (f)<br>Share of total income<br>(\$) | (g)<br>Share of end-of-year assets<br>(\$) | (h)<br>Percentage ownership |
|------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------|----------------------------------|-----------------------------------------------------|--------------------------------------|--------------------------------------------|-----------------------------|
| ST JOSEPH PROF SVCS ENTERPRISES INC<br>500 S MAIN STREET SUITE 700<br>ORANGE, CA92868<br>33-0155323        | HEALTHCARE SVCS         | CA                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| AMERICAN UNITY GROUP LTD<br>58 PAR-LA-VILLE ROAD<br>HAMILTON, HM HX<br>BD                                  | CAPTIVE INSURANCE       | BD                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| ALLIANCE PHYSICIAN SERVICES                                                                                | INACTIVE                | CA                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| MISSION VIEJO MEDICAL VENTURES<br>27800 MEDICAL CENTER RD 354<br>MISSION VIEJO, CA92691<br>33-0212905      | HEALTHCARE SVCS         | CA                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| MISSION MEDICAL CENTER ASSOCIATION<br>27800 MEDICAL CENTER RD 354<br>MISSION VIEJO, CA92691<br>33-0201044  | HEALTHCARE SVCS         | CA                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| ST JOSEPH YORBA PARK                                                                                       | INACTIVE                | CA                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| LUBBOCK METHODIST HOSPITAL SERVICES<br>PO BOX 1201<br>LUBBOCK, TX79410<br>75-2118585                       | HEALTHCARE SVCS         | TX                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| LUBBOCK METHODIST HOSPITAL PRACTICE MGMT<br>2107 OXFORD STREET SUITE 300<br>LUBBOCK, TX79410<br>75-2578995 | INACTIVE                | TX                                                  | NA                               | C-CORP                                              | 0                                    | 0                                          | 0 %                         |
| CHARITABLE REMAINDER TRUST (2)                                                                             | CHARITABLE              | TX                                                  | CHSF                             | TRUST                                               |                                      |                                            |                             |

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

| (a)<br>Name of other organization |                                            | (b)<br>Transaction<br>type(a-r) | (c)<br>Amount Involved<br>(\$ ) | (d)<br>Method of determining<br>amount involved |
|-----------------------------------|--------------------------------------------|---------------------------------|---------------------------------|-------------------------------------------------|
| (1)                               | METHODIST HOSPITAL LEVELLAND               | B                               | 103,536                         |                                                 |
| (2)                               | METHODIST HOSPITAL PLAINVIEW               | B                               | 172,906                         |                                                 |
| (3)                               | HOSPICE OF LUBBOCK                         | B                               | 236,406                         |                                                 |
| (4)                               | METHODIST CHILDREN'S HOSPITAL              | B                               | 263,721                         |                                                 |
| (5)                               | CAMINO HEALTH CENTER                       |                                 | 0                               |                                                 |
| (6)                               | COVENANT HEALTH PARTNERS                   |                                 | 0                               |                                                 |
| (7)                               | COVENANT MEDICAL GROUP                     |                                 | 0                               |                                                 |
| (8)                               | HOME CARE PARTNERS                         |                                 | 0                               |                                                 |
| (9)                               | LUBBOCK METHODIST HOSPITAL FOUNDATION      |                                 | 0                               |                                                 |
| (10)                              | MISSION HOSPITAL REG MED CTR FDN           |                                 | 0                               |                                                 |
| (11)                              | MISSION HOSPITAL REGIONAL MEDICAL CENTER   |                                 | 0                               |                                                 |
| (12)                              | QUEEN OF THE VALLEY MEDICAL CENTER         |                                 | 0                               |                                                 |
| (13)                              | REDWOOD MEMORIAL FOUNDATION                |                                 | 0                               |                                                 |
| (14)                              | REDWOOD MEMORIAL HOSPITAL                  |                                 | 0                               |                                                 |
| (15)                              | SANTA ROSA MEMORIAL HOSPITAL               |                                 | 0                               |                                                 |
| (16)                              | SRM ALLIANCE HOSPITAL SERVICES             |                                 | 0                               |                                                 |
| (17)                              | ST JOSEPH HEALTH FDN OF N CALIFORNIA       |                                 | 0                               |                                                 |
| (18)                              | ST JOSEPH HEALTH SYSTEM FOUNDATION         |                                 | 0                               |                                                 |
| (19)                              | ST JOSEPH HOSPITAL OF EUREKA               |                                 | 0                               |                                                 |
| (20)                              | ST JOSEPH HOSPITAL OF ORANGE               |                                 | 0                               |                                                 |
| (21)                              | ST JUDE HOSPITAL YORBA LINDA               |                                 | 0                               |                                                 |
| (22)                              | ST JUDE HOSPITAL INC                       |                                 | 0                               |                                                 |
| (23)                              | ST JUDE MEMORIAL FOUNDATION                |                                 | 0                               |                                                 |
| (24)                              | ST MARY MEDICAL CENTER                     |                                 | 0                               |                                                 |
| (25)                              | ST MARY OF THE PLAINS HOSPITAL FOUNDATION  |                                 | 0                               |                                                 |
| (26)                              | TALLER SAN JOSE                            |                                 | 0                               |                                                 |
| (27)                              | ST JOSEPH HEALTH SYSTEM HOME HEALTH AGENCY |                                 | 0                               |                                                 |
| (28)                              | ST JOSEPH HEALTH SYSTEM HOME CARE SERVICES |                                 | 0                               |                                                 |
| (29)                              | METHODIST DIAGNOSTIC IMAGING               |                                 | 0                               |                                                 |
| (30)                              | SHA LLC                                    |                                 | 0                               |                                                 |

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

| (a)<br>Name of other organization |                                          | (b)<br>Transaction<br>type(a-r) | (c)<br>Amount Involved<br>(\$ ) | (d)<br>Method of determining<br>amount involved |
|-----------------------------------|------------------------------------------|---------------------------------|---------------------------------|-------------------------------------------------|
| (31)                              | LUBBOCK SURGERY CENTER LTD               |                                 | 0                               |                                                 |
| (32)                              | COVENANT LONG-TERM CARE LP               |                                 | 0                               |                                                 |
| (33)                              | HERITAGE INVESTMENT GROUP I LLC          |                                 | 0                               |                                                 |
| (34)                              | MISSION AMBULATORY SURGICENTER LTD       |                                 | 0                               |                                                 |
| (35)                              | COMPREHENSIVE IMAGING PARTNERS LLC       |                                 | 0                               |                                                 |
| (36)                              | ST JOSEPH PROF SVCS ENTERPRISES INC      |                                 | 0                               |                                                 |
| (37)                              | ALLIANCE PHYSICIAN SERVICES              |                                 | 0                               |                                                 |
| (38)                              | MISSION VIEJO MEDICAL VENTURES           |                                 | 0                               |                                                 |
| (39)                              | MISSION MEDICAL CENTER ASSOCIATION       |                                 | 0                               |                                                 |
| (40)                              | ST JOSEPH YORBA PARK                     |                                 | 0                               |                                                 |
| (41)                              | LUBBOCK METHODIST HOSPITAL SERVICES      |                                 | 0                               |                                                 |
| (42)                              | LUBBOCK METHODIST HOSPITAL PRACTICE MGMT |                                 | 0                               |                                                 |
| (43)                              | CHARITABLE REMAINDER TRUST (2)           |                                 | 0                               |                                                 |