Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 10/01 **, 2010, and ending** 09/30 **, 20** 11

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[ ] Amended return [ ] Address change [ ] Name change

Name of foundation: PRESBYTERIAN HEALTH FOUNDATION

A Employer identification number: 73-0709836

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

Room/suite:

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

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

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

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

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

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 168,235,616.

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

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Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	7,006.			
	2 Check ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	841,911.	1,112,785.		
	4 Dividends and interest from securities	1,943,733.	2,134,397.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,527,963.			
	b Gross sales price for all assets on line 6a 104,093,852.				
	7 Capital gain net income (from Part IV, line 2)		11,412,331.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	8,993,821.	8,843,268.	9,139,212.	ATCH 1
	12 **Total.** Add lines 1 through 11	22,314,434.	23,502,781.	9,139,212.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	384,600.	157,940.		226,660.
	14 Other employee salaries and wages	48,177.	4,818.		43,359.
	15 Pension plans, employee benefits	128,941.	48,492.		80,449.
	16a Legal fees (attach schedule) ATCH 2	-8,829.	-8,829.	0.	0.
	b Accounting fees (attach schedule) ATCH 3	103,190.	10,319.	0.	92,871.
	c Other professional fees (attach schedule) *	470,336.	342,657.	251,846.	127,678.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	1,413,428.	919,219.	910,174.	15,005.
	19 Depreciation (attach schedule) and depletion	3,542,179.	0.		
	20 Occupancy	841,323.	269,648.		601,494.
	21 Travel, conferences, and meetings				
	22 Printing and publications	101,450.	10,145.		91,305.
	23 Other expenses (attach schedule) ATCH 6	9,152,589.	8,922,348.	7,977,192.	465,810.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	16,177,384.	10,676,757.	9,139,212.	1,744,631.
	25 Contributions, gifts, grants paid	186,866.			404,145.
	26 **Total expenses and disbursements** Add lines 24 and 25	16,364,250.	10,676,757.	9,139,212.	2,148,776.
	27 Subtract line 26 from line 12.				
	a **Excess of revenue over expenses and disbursements**	5,950,184.			
	b **Net investment income** (if negative, enter -0-)		12,826,024.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	1,326,834.	2,810,305.	2,810,305.
3 Accounts receivable ▶ 1,725,090. Less allowance for doubtful accounts ▶ 792,617.	2,259,154.	932,473.	932,473.
4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶ * Less allowance for doubtful accounts ▶	22,116,197.	20,393,524.	ATCH 7 20,393,524.
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges	253,882.	49,754.	49,754.
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) ATCH 7a	67,640,295.	67,238,642.	67,238,642.
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶ 4,786,920. Less accumulated depreciation (attach schedule) ▶	4,794,420.	4,786,920.	4,786,920.
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 8)	77,098,477.	72,023,998.	72,023,998.
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	175,489,259.	168,235,616.	168,235,616.
Liabilities			
17 Accounts payable and accrued expenses	5,958,364.	6,768,288.	
18 Grants payable	1,876,843.	1,472,698.	
19 Deferred revenue	400,606.	72,130.	
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)	28,256,975.	27,256,975.	ATCH 9
22 Other liabilities (describe ▶ ATCH 10)	8,681,928.	8,854,925.	
23 **Total liabilities** (add lines 17 through 22)	45,174,716.	44,425,016.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted	130,314,543.	123,810,600.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	130,314,543.	123,810,600.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	175,489,259.	168,235,616.	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	130,314,543.
2 Enter amount from Part I, line 27a	2	5,950,184.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	136,264,727.
5 Decreases not included in line 2 (itemize) ▶ ATTACHMENT 11	5	12,454,127.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	123,810,600.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV SCHEDULE			
b	SEE ATTACHMENT 16			
c				
d				
e				

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — **2** — 10,527,963.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 — **3**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	2,785,321.	99,483,234.	0.027998
2008	8,964,967.	112,669,171.	0.079569
2007	20,502,133.	160,131,874.	0.128033
2006	22,596,411.	146,355,945.	0.154394
2005	16,760,577.	148,359,108.	0.112973

2	**Total** of line 1, column (d)	2	0.502967
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.100593
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	102,372,160.
5	Multiply line 4 by line 3	5	10,297,923.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	128,260.
7	Add lines 5 and 6	7	10,426,183.
8	Enter qualifying distributions from Part XII, line 4	8	2,637,370.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	256,520.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	256,520.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	256,520.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 413,960.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 100,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	513,960.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	257,440.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 257,440. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OK,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ WWW.PHFOKC.COM

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

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

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		384,600.	70,109.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATTACHMENT 14		2,663,063.
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 THE FOUNDATION BEGAN BUILDING A RESEARCH PARK IN 1994. THE COSTS OF THE PROJECT ALLOCABLE TO THE YEAR ENDING SEPTEMBER 30, 2011 FOR BUILDING #4 ARE:	257,330.
2 THE FOUNDATION BEGAN BUILDING A RESEARCH PARK IN 2002. THE COSTS OF THE PROJECT ALLOCABLE TO THE YEAR ENDING SEPTEMBER 30, 2011 FOR BUILDING #3 ARE:	231,264.
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	488,594.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	71,840,893.
b	Average of monthly cash balances	1b	1,568,667.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	30,521,567.
d	**Total** (add lines 1a, b, and c)	1d	103,931,127.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	103,931,127.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,558,967.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	102,372,160.
6	**Minimum investment return.** Enter 5% of line 5	6	5,118,608.

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

1	Minimum investment return from Part X, line 6			1	5,118,608.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	256,520.		
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	256,520.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	4,862,088.
4	Recoveries of amounts treated as qualifying distributions			4	512,820.
5	Add lines 3 and 4			5	5,374,908.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	5,374,908.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,148,776.
b	Program-related investments - total from Part IX-B	1b	488,594.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,637,370.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,637,370.

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

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

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				5,374,908.
2	Undistributed income, if any, as of the end of 2010.				
a	Enter amount for 2009 only				
b	Total for prior years 20____,20____,20____				
3	Excess distributions carryover, if any, to 2010:				
a	From 2005 ...... 9,517,400.				
b	From 2006 ...... 15,603,116.				
c	From 2007 ...... 12,749,827.				
d	From 2008 ...... 2,240,025.				
e	From 2009 ...... 0.				
f	Total of lines 3a through e	40,110,368.			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 2,637,370.				
a	Applied to 2009, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2010 distributable amount				2,637,370.
e	Remaining amount distributed out of corpus	0.			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	2,737,538.			2,737,538.
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	37,372,830.			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	6,779,862.			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	30,592,968.			
10	Analysis of line 9				
a	Excess from 2006 ... 15,603,116.				
b	Excess from 2007 ... 12,749,827.				
c	Excess from 2008 ... 2,240,025.				
d	Excess from 2009 ... 0.				
e	Excess from 2010 ... 0.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed.

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT 15				404,145.
Total . . . . . . ▶ **3a**				404,145.
b *Approved for future payment*				
SEE ATTACHMENT 15				1,472,698.
Total . . . . . . ▶ **3b**				1,472,698.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	841,911.	
4 Dividends and interest from securities			14	1,943,733.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	10,527,963.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b PROGRAM RELATED					8,993,821.
c INVESTMENT INC.					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				13,313,607.	8,993,821.

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 22,307,428.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
11B	RENTAL INCOME FROM PROGRAM RELATED INVESTMENT IN RESEARCH
	PARK.

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

[signature] | 8/15/12 | Vice President

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DEBRA C. COOK	Debra C. Cook	8-14-12		P00031689
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 210 PARK AVE., SUITE 2850 OKLAHOMA CITY, OK 73102			Phone no. 405-239-6411	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
PROGRAM RELATED INVESTMENT INCOME FROM BUILDINGS, ETC.	8,993,821.	9,173,251.	9,139,212.
OTHER LOSS FROM PARTNERSHIP	0.	-329,983.	0.
TOTALS	8,993,821.	8,843,268.	9,139,212.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	-8,829.	-8,829.	0.	0.
TOTALS	-8,829.	-8,829.	0.	0.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	103,190.	10,319.		92,871.
TOTALS	103,190.	10,319.	0.	92,871.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CONSULTING	39,254.	3,925.		35,328.
OTHER PROFESSIONAL FEES	102,611.	10,261.		92,350.
ARCHITECTURAL FEES	-6,438.	-6,438.		0.
FINANCE FEES	43,750.	43,750.		0.
MANAGEMENT FEE	251,846.	251,846.	251,846.	0.
INVESTMENT ADVISOR FEES	39,313.	39,313.		0.
TOTALS	470,336.	342,657.	251,846.	127,678.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FICA	24,050.	9,045.		15,005.
EXCISE TAXES	479,204.	0.		0.
REAL ESTATE TAXES	910,174.	910,174.	910,174.	0.
TOTALS	1,413,428.	919,219.	910,174.	15,005.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MAINTENANCE & REPAIR	1,326,398.	1,304,164.	1,301,693.	27,096.
INSURANCE	122,934.	12,294.	0.	110,641.
MISCELLANEOUS EXPENSE	12,584.	1,258.	0.	11,281.
INVESTMENT EXP. IN PARTNERSHIP	0.	249,051.	0.	0.
BUILDING INSURANCE	94,124.	94,124.	94,124.	0.
AUTO EXPENSE	3,368.	337.	0.	3,031.
SUPPLIES	7,193.	719.	0.	4,698.
TELEPHONE	24,697.	2,470.	0.	5,702.
DUES & SUBS	20,128.	2,013.	0.	18,115.
POSTAGE & FREIGHT	9,413.	941.	0.	8,472.
MEETINGS & DEVELOPMENT	30,980.	3,098.	0.	27,882.
CONTINUING EDUCATION	336.	34.	0.	302.
CONTRACT LABOR	13,287.	1,329.	0.	11,959.
LANDSCAPE MAIN. - OHC	32,973.	3,297.	0.	29,676.
GENERAL & ADMIN EXPENSE	224,394.	22,439.	0.	201,955.
PROGRAM EXPENSE	5,000.	0.	0.	5,000.
INTEREST EXP.	1,842,361.	1,842,361.	1,842,361.	0.
BAD DEBT EXPENSE	-699,528.	-699,528.	-699,528.	0.
CLEANING EXPENSE	433,090.	433,090.	433,090.	0.
UTILITIES	2,044,939.	2,044,939.	2,044,939.	0.
GROUNDS & ROADS	160,601.	160,601.	160,601.	0.
PARKING	138,189.	138,189.	138,189.	0.
COMMISSIONS	205,630.	205,630.	205,630.	0.
ADMINISTRATIVE FEE	3,098,429.	3,098,429.	3,098,429.	0.
OTHER EXPENSES	1,069.	1,069.	1,069.	0.
RENTAL EXPENSES IN EXCESS OF NET RENTAL INCOME	0.	0.	-643,405.	0.
TOTALS	9,152,589.	8,922,348.	7,977,192.	465,810.

Presbyterian Health Foundation
EIN: 73-0709836
September 30, 2011

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

Borrower	Original Amount	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security from Borrower	Purpose of Loan
Oklahoma City Renewal Authority A-2	$6,500,000	$5,897,619	8/31/2007	7/1/2022	Monthly *	Variable	None	Research Park Construction
Oklahoma City Renewal Authority A-3	$10,600,000	$9,663,937	8/31/2007	7/1/2022	Monthly *	Variable	None	Purchase of Research Park Garage
Oklahoma City Renewal Authority B-1	$5,300,000	$4,831,968	8/31/2007	7/1/2022	Monthly *	Variable	None	Purchase of Research Park Garage
TOTAL	$22,400,000	$20,393,524						

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

Presbyterian Health Foundation
EIN: 73-0709836
September 30, 2011

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

Name of Stock	End of Year Market Value
Intersouth Partners III	46,000
Accele Biopharma, Inc.	100,000
Insmed Pharmaceuticals, Inc.	6,500
Intersouth Partners IV	120,000
Inoveon Corp.	0
Intergenetics	1
Oklahoma Life Sciences Fund	1,137,000
Cutanix Corporation	2
Cytovance	1
Selexys	250,000
Oklahoma Life Science Fund II	1,757,500
Riley Genomics, Inc	31,000
Biolytx Pharm. Corp.	8,000
Sub-Total	3,456,004
Total Assets from OU Foundation	57,692,379
Total Assets & Cash from JP Morgan Statement See attached statement for detail	6,091,862
Less: Cash Equivalents from JP Morgan Statement	0
Less: Income Accrual from JP Morgan Statement	(1,604)
Total Investments for Part II, Line 10b	67,238,642

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
CASH EQUIVALENTS						
JPMORGAN LIQUID ASSETS MONEY MARKET FUND MORGAN CLASS(MJLXX) CUSIP # 4812C0324	67,088.69	67,088.69	67,088.69 100.000	6.71	0.01	0.55
TOTAL CASH EQUIVALENTS		67,088.69	67,088.69	6.71	0.01	0.55
FIXED INCOME						
COMMON TRUST FUNDS/MUTUAL FUNDS						
PIMCO FDS TOTAL RETURN INSTL CL CUSIP # 693390700	558,363.41	5,856,170.25	6,024,741.16 10.790	204,919.37	3.40	0.00
TOTAL COMMON TRUST FUNDS/MUTUAL FUNDS		5,856,170.25	6,024,741.16	204,919.37	3.40	0.00
TOTAL FIXED INCOME		5,856,170.25	6,024,741.16	204,919.37	3.40	0.00
EQUITIES						
FOREIGN						
NORTEL NETWORKS CORP NEW CUSIP # 656568508	1,204.00	9,993.20	31.91 0.026	0.00	0.00	0.00
TOTAL FOREIGN		9,993.20	31.91	0.00	0.00	0.00
TOTAL EQUITIES		9,993.20	31.91	0.00	0.00	0.00

INVESTMENT PORTFOLIO DETAIL REPORT
AS OF SEPTEMBER 30, 2011

ACCOUNT NO. 7000180600 PRESBY HEALTH FDN-CAPITAL RES

ASSET DESCRIPTION	SHARES/ FACE VALUE	COST	MARKET VALUE/UNIT PRICE	ESTIMATED ANNUAL INCOME	% YIELD MARKET	ACCRUED INCOME
TOTAL ASSETS AND CASH		5,933,252.14	6,091,861.76	204,926.08	3.36	0.55
ENDING INCOME ACCRUAL			0.55			
ENDING MARKET VALUE OF ACCOUNT			6,091,862.31			

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
RESEARCH PARK PROJ. #1:		
LAND	266,959.	266,959.
BUILDING	11,234,801.	11,234,801.
RESEARCH PARK PROJ. #2:		
LAND	202,461.	202,461.
BUILDING	11,764,771.	11,764,771.
RESEARCH PARK PROJ. #3:		
LAND	267,290.	267,290.
BUILDING	20,969,620.	20,969,620.
RESEARCH PARK PROJ. #4:		
LAND	224,871.	224,871.
BUILDING	19,769,745.	19,769,745.
RESEARCH PARK PROJ. #5:		
LAND	134,534.	134,534.
BUILDING	4,596,580.	4,596,580.
RESEARCH PARK PROJ #6:		
BUILDING	3,793,664.	3,793,664.
RESEARCH PARK PROJ. #7		
LAND	220,000.	220,000.
BUILDING	22,260,437.	22,260,437.
RESEARCH PARK EXT. SIGNS	157,059.	157,059.
PHF REDEVELOPMENT, LLC:		
LAND	2,637,018.	2,637,018.
RESEARCH PARK PROJ. GARAGE 2	8,502,870.	8,502,870.
LESS: TOTAL ACCUM. DEPREC.	-1,569,951.	-1,569,951.
INTANGIBLE ASSET	403,413.	403,413.
LESS: ACCUMULATED AMORTIZATION	-1,296,128.	-1,296,128.
CAPITALIZED ARCHICTECTURE - GARAGE 2	2,110,708.	2,110,708.
CAPITALIZED GARAGE		
LESS: ACCUMULATED AMORTIZATION	-34,626,724.	-34,626,724.
TOTALS	72,023,998.	72,023,998.

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

LENDER: JPMORGAN CHASE BANK
ORIGINAL AMOUNT: 10,500,000.

BEGINNING BALANCE DUE	20,583,333.
ENDING BALANCE DUE	19,583,333.

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

BEGINNING BALANCE DUE	916,667.
ENDING BALANCE DUE	916,667.

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

BEGINNING BALANCE DUE	6,756,975.
ENDING BALANCE DUE	6,756,975.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE	28,256,975.
TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE	27,256,975.

In 2006, the Foundation restructured its debt with JP Morgan Chase. The restructuring involved $25 million of term debt with a maturity date of no greater than 15 years from funding on March 3, 2006. The term debt had a fixed rate interest option and an interest rate swap option, which was exercised by the Foundation. The exercise of the swap resulted in an effective interest rate of approximately 6.2% for the years ended September 30, 2011 and 2010, respectively. The Foundation's interest rate swap does not qualify for hedge accounting treatment. Therefore, gains and losses related to the interest rate swap are marked to market currently and recognized in the Statement of Activities. The Foundation recorded a loss on their interest rate swap hedge of $195,410 for the year ended September 30, 2011 and a loss of $1,261,560 for the year ended September 30, 2010, which is reflected in the Statement of Activities. The Foundation recorded a corresponding asset and payable at September 30, 2011 and 2010, respectively, in their Statement of Activities of Financial Position. At September 30, 2011 and 2010, the Foundation had an unpaid balance of approximately $19,583,000 and $20,583,000, respectively.

In addition to the term debt the Foundation continued the use of the line of credit (LOC) with JP Morgan Chase that was reduced from $30 million to $25 million in May 2009. The LOC bears interest at a variable rate with interest due quarterly. The effective rate at September 30, 2010 was 2.74%. Both loans are cross collateralized with the Research Park Building. The LOC and term debt both include financial covenants of a liquidity ratio of 100% of the bank's loan commitments and a debt service ratio of 1.10 to 1.00. At September 30, 2011 and 2010, the Foundation had no outstanding balance on the LOC and was in compliance with all covenants.

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

The first note was initiated on June 30, 2004 and matures on June 30, 2020. Interest-only payments were due monthly from August 2004 to July 2006. Minimum payments are due monthly based on the following schedule: $40,000 monthly from August 2006 through July 2009; $45,000 monthly from August 2009 through July 2015; $47,500 monthly from August 2015 through July 2017; $50,000 monthly from August 2017 through the maturity date; and a final payment of unpaid principal plus accrued interest at maturity. The note bears an interest rate of prime less 0.5%. The prime rate at September 30, 2011 and 2010 was 3.25%.

As of September 30, 2011 and 2010, $6,757,000 was outstanding related to the note.

The second note was initiated on June 30, 2004 and matures on June 30, 2011. The Foundation obtained an extension of this note through December 2011. Interest-only payments were due monthly until August 2007. From July 2007 through the maturity date, monthly interest payments plus principal payments of $41,666.67 are due with a final payment of any unpaid principal and accrued interest at maturity. The note bears an interest rate of prime less 0.5%. The prime rate at September 30, 2011 and 2010 was 3.25%. As of September 30, 2011 and 2010, $917,000 was outstanding related to the note.

The fair value of the Foundation's borrowings as of September 30, 2011 and 2010 was approximately $17,722,000 and $17,522,000, respectively.

ATTACHMENT 10

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		ENDING BOOK VALUE
OCRA INTEREST RESERVE		300,000.
CAPITAL LEASE OBLIGATION		8,554,925.
	TOTALS	8,854,925.

ATTACHMENT 11

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

DESCRIPTION		AMOUNT
UNREALIZED LOSS ON SECURITIES		12,454,127.
	TOTAL	12,454,127.

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

CONTROLLED ENTITY'S NAME: CV SUBSIDIARY, LLC
CONTROLLED ENTITY'S ADDRESS: 655 RESEARCH PARKWAY
CITY, STATE & ZIP: OKLAHOMA CITY, OK 73102
EIN: 26-0061221
TRANSFER AMOUNT: 962,924.
EXPLANATION OF TRANSFER FROM CONTROLLED ENTITY:
RENT

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

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

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
STANTON L. YOUNG 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	CHAIRMAN EMERITUS 1.00	0.	0.	0.
MELISSA KIZER 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	ASSISTANT SECRETARY 40.00	68,000.	22,616.	0.
DR. MICHAEL D. ANDERSON 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	PRESIDENT 40.00	171,600.	0.	0.
CARL EDWARDS 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	CHAIRMAN 1.00	0.	0.	0.
ROBERT S. ELLIS, M.D. 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.00	0.	0.	0.
JERRY B. VANNATTA, M.D. 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.00	0.	0.	0.

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DAVID RAINBOLT 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.00	0.	0.	0.
HARRY B. TATE, M.D. 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.00	0.	0.	0.
J.R. CATON 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	VICE PRESIDENT 40.00	145,000.	47,493.	0.
MICHAEL JOSEPH 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.00	0.	0.	0.
RAINEY WILLIAMS 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.00	0.	0.	0.
TOM GRAY 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	ADVISORY TRUSTEE 1.00	0.	0.	0.

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

ATTACHMENT 13 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DR. WILLIAM BARNES 655 RESEARCH PARKWAY, SUITE 500 OKLAHOMA CITY, OK 73104-3603	TRUSTEE 1.00	0.	0.	0.
	GRAND TOTALS	384,600.	70,109.	0.

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

ATTACHMENT 14

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
SMITH & PICKEL CONSTRUCTION P.O. BOX 21447 OKLAHOMA CITY, OK 73156	GENERAL CONSTRUCTION	1,477,769.
PRICE EDWARDS 210 PARK AVE. OKLAHOMA CITY, OK 73102	PROPERTY MGMT.	643,119.
TMK/HOGAN 204 N. ROBINSON, STE. 600 OKLAHOMA CITY, OK 73102	REAL ESTATE MGMT.	381,734.
REI NEW MARKET P.O. BOX 26788 OKLAHOMA CITY, OK 73102	SERVICE FEE	160,441.
	TOTAL COMPENSATION	2,663,063.

Presbyterian Health Foundation
EIN 73-0709836
September 30, 2011

PRESBYTERIAN HEALTH FOUNDATION

PHF SCHEDULE OF APPROPRIATIONS AND PAYMENTS
FOR THE YEAR ENDING SEPTEMBER 30, 2011

GRANT # CONTACT ORGANIZATION NAME	PROJ. DESCRIPTION GRANT AMOUNT GRANT YEAR	BEGINNING BALANCE 10/1/2010	2010 ALLOCATED 08/11	2010 PAID 08/11	2010 BALANCE 9/30/2011
1385 JOSEPH FERRETTI OKLAHOMA UNIVERSITY HEALTH SCIENCES CENTER	GRANT REQUEST FOR SUPPORT OF THE MD/PHD PROGRAM 2,500,000 2000	$810,079	$0	$202,072	$608,007
1386 DONALD CAPRA, M.D. OKLAHOMA MEDICAL RESEARCH FOUNDATION	GRANT REQUEST FOR SUPPORT OF THE MD/PHD PROGRAM 2,500,000 2000	$810,080	$0	$202,073	$608,007
1526 ROY WILLIAMS OKC ECONOMIC DEVELOPMENT FOUNDATION	GRANT REQUEST FOR SUPPORT OF THE BATELL REGIONAL BIOSCIENCE STRATEGY 100,000,000 2005	$200,000	$0	$0	$200,000
1545 OUHSC/PEER REV. RES. 07/08		$56,683	$0	$0	$56,683
ENDING BALANCE 9/30/10 ADJ 05/11	1,876,843 0 1,876,843	$1,876,842	$0	$404,145	$1,472,697
ROUNDING		$1	$0		$1
TOTAL GRANTS		$1,876,843	$0	$404,145	$1,472,698

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

Presbyterian Health Foundation
EIN: 73-0709836
September 30, 2011

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

DESCRIPTION	PROCEEDS	BASIS	GAIN/LOSS
Publicly Traded Securities	104,093,852	(93,565,889)	10,527,963