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**Return of Organization Exempt From Income Tax**  
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung  
benefit trust or private foundation)  
▶ The organization may have to use a copy of this return to satisfy state reporting requirements

<b>A For the 2011 calendar year, or tax year beginning</b> , <b>and ending</b>			
<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C Name of organization</b> <b>THE HENRY W. GRADY HEALTH SYSTEM FOUNDATION, INC.</b>		<b>D Employer identification number</b> <b>58-2130437</b>
	Doing Business As		<b>E Telephone number</b> <b>404-489-1550</b>
	Number and street (or P O box if mail is not delivered to street address) Room/suite <b>191 PEACHTREE STREET, NE 820</b>		
	City or town, state or country, and ZIP + 4 <b>ATLANTA GA 30303</b>		<b>G Gross receipts \$ 10,005,318</b>
	<b>F Name and address of principal officer</b> <b>LISA BORDERS 191 PEACHTREE STREET, NE SUITE 820 ATLANTA GA 30303</b>		
<b>I Tax-exempt status</b> <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) Is this a group return for affiliates?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b) Are all affiliates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions)	
<b>J Website</b> ▶ <b>WWW.GRADYHEALTHSYSTEMFOUNDATION.ORG</b>		<b>H(c) Group exemption number</b> ▶	
<b>K Form of organization</b> <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L Year of formation</b> <b>1993</b>	<b>M State of legal domicile</b> <b>GA</b>

**Part I Summary**

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities <b>THE MISSION OF THE HENRY W. GRADY HEALTH SYSTEM FOUNDATION IS TO SECURE ADDITIONAL RESOURCES IN SUPPORT OF THE GRADY HEALTH SYSTEM AND TO ACT AS A FIDUCIARY OF THOSE RESOURCES.</b>				
	<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				
	<b>3</b>	<b>19</b>			
	<b>4</b>	<b>19</b>			
	<b>5</b>	<b>0</b>			
	<b>6</b>	<b>124</b>			
	<b>7a</b>	<b>0</b>			
	<b>7b</b>	<b>0</b>			
	<b>Revenue</b>	<b>8</b>	<b>Contributions and grants (Part VIII, line 1h)</b>	<b>Prior Year</b> <b>26,508,831</b>	<b>Current Year</b> <b>7,179,936</b>
		<b>9</b>	<b>Program service revenue (Part VIII, line 2g)</b>	<b>97,002</b>	<b>118,679</b>
<b>10</b>		<b>Investment income (Part VIII, column (A), lines 3, 4, and 7d)</b>	<b>267,199</b>	<b>231,732</b>	
<b>11</b>		<b>Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)</b>	<b>50,671</b>	<b>191,589</b>	
<b>12</b>		<b>Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)</b>	<b>26,923,703</b>	<b>7,721,936</b>	
<b>Expenses</b>		<b>13</b>	<b>Grants and similar amounts paid (Part IX, column (A), lines 1–3)</b>	<b>6,678,949</b>	<b>9,077,019</b>
		<b>14</b>	<b>Benefits paid to or for members (Part IX, column (A), line 4)</b>	<b>0</b>	<b>0</b>
		<b>15</b>	<b>Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)</b>	<b>1,112,408</b>	<b>1,096,992</b>
		<b>16a</b>	<b>Professional fundraising fees (Part IX, column (A), line 11e)</b>	<b>273,589</b>	<b>137,936</b>
		<b>b</b>	<b>Total fundraising expenses (Part IX, column (D), line 25) ▶ 541,735</b>		
	<b>17</b>	<b>Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)</b>	<b>1,035,877</b>	<b>758,297</b>	
	<b>18</b>	<b>Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)</b>	<b>9,100,823</b>	<b>11,070,244</b>	
	<b>19</b>	<b>Revenue less expenses Subtract line 18 from line 12</b>	<b>17,822,880</b>	<b>-3,348,308</b>	
	<b>Net Assets or Fund Balances</b>	<b>20</b>	<b>Total assets (Part X, line 16)</b>	<b>Beginning of Current Year</b> <b>51,419,249</b>	<b>End of Year</b> <b>49,947,563</b>
		<b>21</b>	<b>Total liabilities (Part X, line 26)</b>	<b>2,151,984</b>	<b>4,099,585</b>
<b>22</b>		<b>Net assets or fund balances Subtract line 21 from line 20</b>	<b>49,267,265</b>	<b>45,847,978</b>	

**Part II Signature Block**

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

<b>Sign here</b>		<b>11.6.12</b>		
	<b>LISA BORDERS</b> Type or print name and title	<b>PRESIDENT</b>		
<b>Preparer Use Only</b>	Print/Type preparer's name <b>ANDREW I SIEGEL</b>	Preparer's signature 	Date <b>11/06/12</b>	Check <input type="checkbox"/> if self-employed PTIN <b>P00091233</b>
	Firm's name ▶ <b>GIFFORD, HILLEGASS &amp; INGWERSEN, LLP</b>	Firm's EIN ▶ <b>92-0184475</b>		
	Firm's address ▶ <b>SIX CONCOURSE PARKWAY SUITE 600 ATLANTA, GA 30328</b>	Phone no <b>770-396-1100</b>		
	May the IRS discuss this return with the preparer shown above? (see instructions) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

**Part III Statement of Program Service Accomplishments**

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

☒**1** Briefly describe the organization's mission.

**THE MISSION OF THE HENRY W. GRADY HEALTH SYSTEM FOUNDATION IS TO SECURE ADDITIONAL RESOURCES IN SUPPORT OF THE GRADY HEALTH SYSTEM AND TO ACT AS A FIDUCIARY OF THOSE RESOURCES.**

**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 organization's program service accomplishments for each of its three largest program services, as measured 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 \$ **741,611** including grants of \$ **436,562** ) (Revenue \$ )**SOCIAL SERVICES PROGRAMS:**

**PATIENTS AT GRADY OFTEN PRESENT MORE THAN JUST HEALTH ISSUES. MANY PATIENTS, ESPECIALLY THE ELDERLY, HOMELESS, AND MENTALLY CHALLENGED, HAVE LITTLE TO NO RESOURCES NECESSARY FOR MAINTAINING OPTIMAL HEALTH. PHILANTHROPIC SUPPORT OF THE SOCIAL SERVICES PROGRAM AT GRADY PROVIDES BASIC SUPPORT TO IMPROVE PATIENT HEALTH OUTCOMES. SUPPORT INCLUDES SUCH THINGS AS TRANSPORTATION, UTILITIES, AND TRANSITIONAL HOUSING. SERVICES ARE BEING PROVIDED BY PROGRAMS FROM THE POISON CONTROL CENTER, RAPE CRISIS CENTER, TEEN & SENIOR SERVICES AS WELL AS MULTICULTURAL AFFAIRS.**

**4b** (Code ) (Expenses \$ **7,259,070** including grants of \$ **7,248,219** ) (Revenue \$ )**HEALTH AND MEDICAL PROGRAMS:**

**GRADY HEALTH SYSTEM OFFERS A FULL-RANGE OF SPECIALIZED MEDICAL SERVICES FOR ALL SEGMENTS OF THE COMMUNITY WHILE CONTINUING TO MAINTAIN A STRONG COMMITMENT TO THE NEEDS OF THE UNDERSERVED. PHILANTHROPIC FUNDS PROVIDE PATIENTS WITH SUCH THINGS AS CO-PAY ASSISTANCE FOR PATIENTS UNABLE TO AFFORD THEIR MEDICATION, DURABLE MEDICAL EQUIPMENT FOR CANCER AND DIABETIC PATIENTS, AND MEDICAL TREATMENT FOR OVER 1,000 CHRONICALLY ILL PATIENTS. PROGRAMS PROVIDING THESE SERVICES ARE FROM THE CANCER CENTER, MENTAL HEALTH, INFECTIOUS DISEASE CLINIC AND SICKLE CELL. A MAJOR PART OF THE PROGRAM SERVICES IS RELATED TO THE GRADY CAPITAL CAMPAIGN WHICH IS IN THE PROCESS OF UPGRADING AND REPLACING A WIDE RANGE OF MEDICAL EQUIPMENT.**

**4c** (Code ) (Expenses \$ **5,451** including grants of \$ **5,451** ) (Revenue \$ **104,959** )**HOSPITAL SUPPORT:**

**GRADY PROVIDES PROGRAM PHILANTHROPIC SERVICES FOR ELDERLY PATIENTS AT THE CRESTVIEW LTC FACILITY.**

**4d** Other program services (Describe in Schedule O )(Expenses \$ **1,386,787** including grants of \$ **1,386,787** ) (Revenue \$ **13,720** )**4e** Total program service expenses **9,392,919**

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	<b>X</b>	
<b>2</b> Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	<b>X</b>	
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		<b>X</b>
<b>4 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? If "Yes," complete Schedule C, Part II		<b>X</b>
<b>5</b> 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? If "Yes," complete Schedule C, Part III		<b>X</b>
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		<b>X</b>
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		<b>X</b>
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		<b>X</b>
<b>9</b> Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		<b>X</b>
<b>10</b> Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V	<b>X</b>	
<b>11</b> 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		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	<b>X</b>	
<b>b</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? If "Yes," complete Schedule D, Part VII		<b>X</b>
<b>c</b> Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		<b>X</b>
<b>d</b> Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		<b>X</b>
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		<b>X</b>
<b>f</b> 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)? If "Yes," complete Schedule D, Part X		<b>X</b>
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII	<b>X</b>	
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional	<b>X</b>	
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		<b>X</b>
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States?		<b>X</b>
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		<b>X</b>
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV		<b>X</b>
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV		<b>X</b>
<b>17</b> Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)	<b>X</b>	
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	<b>X</b>	
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		<b>X</b>
<b>20a</b> Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		<b>X</b>
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

**Part IV Checklist of Required Schedules (continued)**

	Yes	No
<b>21</b> Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	<b>X</b>	
<b>22</b> 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? If "Yes," complete Schedule I, Parts I and III		<b>X</b>
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	<b>X</b>	
<b>24a</b> 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? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25		<b>X</b>
<b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
<b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
<b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
<b>25a</b> <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? If "Yes," complete Schedule L, Part I		<b>X</b>
<b>b</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? If "Yes," complete Schedule L, Part I		<b>X</b>
<b>26</b> 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? If "Yes," complete Schedule L, Part II		<b>X</b>
<b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III		<b>X</b>
<b>28</b> 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)		
<b>a</b> A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		<b>X</b>
<b>b</b> A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		<b>X</b>
<b>c</b> 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? If "Yes," complete Schedule L, Part IV		<b>X</b>
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	<b>X</b>	
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		<b>X</b>
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		<b>X</b>
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		<b>X</b>
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		<b>X</b>
<b>34</b> Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1	<b>X</b>	
<b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)?		<b>X</b>
<b>b</b> Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		<b>X</b>
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		<b>X</b>
<b>37</b> 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? If "Yes," complete Schedule R, Part VI		<b>X</b>
<b>38</b> 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	<b>X</b>	

**Part V Statements Regarding Other IRS Filings and Tax Compliance**Check if Schedule O contains a response to any question in this Part V ☐

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

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

**Section A. Governing Body and Management**

	Yes	No
<b>1a</b> Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O	<b>19</b>	
<b>b</b> Enter the number of voting members included in line 1a, above, who are independent	<b>19</b>	
<b>2</b> 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?	<b>2</b>	<b>X</b>
<b>3</b> 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?	<b>3</b>	<b>X</b>
<b>4</b> Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	<b>4</b>	<b>X</b>
<b>5</b> Did the organization become aware during the year of a significant diversion of the organization's assets?	<b>5</b>	<b>X</b>
<b>6</b> Did the organization have members or stockholders?	<b>6</b>	<b>X</b>
<b>7a</b> Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	<b>7a</b>	<b>X</b>
<b>b</b> Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	<b>7b</b>	<b>X</b>
<b>8</b> Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
<b>a</b> The governing body?	<b>8a</b>	<b>X</b>
<b>b</b> Each committee with authority to act on behalf of the governing body?	<b>8b</b>	<b>X</b>
<b>9</b> 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	<b>9</b>	<b>X</b>

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

	Yes	No
<b>10a</b> Did the organization have local chapters, branches, or affiliates?	<b>10a</b>	<b>X</b>
<b>b</b> If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	<b>10b</b>	
<b>11a</b> Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	<b>11a</b>	<b>X</b>
<b>b</b> Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
<b>12a</b> Did the organization have a written conflict of interest policy? If "No," go to line 13	<b>12a</b>	<b>X</b>
<b>b</b> Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	<b>12b</b>	<b>X</b>
<b>c</b> Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	<b>12c</b>	<b>X</b>
<b>13</b> Did the organization have a written whistleblower policy?	<b>13</b>	<b>X</b>
<b>14</b> Did the organization have a written document retention and destruction policy?	<b>14</b>	<b>X</b>
<b>15</b> 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?		
<b>a</b> The organization's CEO, Executive Director, or top management official	<b>15a</b>	<b>X</b>
<b>b</b> Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)	<b>15b</b>	<b>X</b>
<b>16a</b> Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	<b>16a</b>	<b>X</b>
<b>b</b> If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	<b>16b</b>	

**Section C. Disclosure**

- 17** List the states with which a copy of this Form 990 is required to be filed ► **GA**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made 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 made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ► **LISA BORDERS**

**191 PEACHTREE STREET, NE, STE 820****ATLANTA****GA 30303****404-489-1551**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response to any question in this Part VII ☐**Section A Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MICHAEL CADGER BOARD VICE CHAIR	1.00	X		X				0	0	0
(2) CHAD L. RICHARDSON, CPA BOARD TREASURER	1.00	X		X				0	0	0
(3) KATHLEEN KLATT SECRETARY	1.00	X		X				0	0	0
(4) DEBORAH J. SESSIONS, CPA BOARD MEMBER	1.00	X						0	0	0
(5) LAWRENCE E. BELL, MBA BOARD MEMBER	1.00	X						0	0	0
(6) G. LEMUEL HEWES, ESQ. BOARD MEMBER	1.00	X						0	0	0
(7) LISA ASHBY BOARD MEMBER	1.00	X						0	0	0
(8) ADA LEE CORRELL BOARD MEMBER	1.00	X						0	0	0
(9) LEON HALEY, JR. MD BOARD MEMBER	1.00	X						0	0	0
(10) GERALD L. JOHNSON BOARD MEMBER	1.00	X						0	0	0
(11) JOHN C. LOOMIS BOARD MEMBER	1.00	X						0	0	0
(12) JEFFREY W. ROBERTSON BOARD MEMBER	1.00	X						0	0	0
(13) RIC SCHANK BOARD MEMBER	1.00	X						0	0	0
(14) ELIZABETH MORGAN SPIEGEL BOARD MEMBER	1.00	X						0	0	0



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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) <b>DAVID A. SMITH</b> <b>BOARD MEMBER</b>	1.00	X						0	0	0
(16) <b>CHERYL L. YARBROUGH, CPA</b> <b>BOARD MEMBER</b>	1.00	X						0	0	0
(17) <b>TOM BELL</b> <b>INTERIM BOARD CHAIR</b>	1.00	X		X				0	0	0
(18) <b>KERRY KOHNEN</b> <b>BOARD MEMBER</b>	1.00	X						0	0	0
(19) <b>LEONARD WALKER</b> <b>BOARD MEMBER</b>	1.00	X						0	0	0
(20) <b>LISA M. BORDERS</b> <b>PRESIDENT</b>	40.00			X				0	201,242	41,657
(21) <b>MICHAEL HENRY</b> <b>DIRECTOR OF FINANCE</b>	40.00			X				0	121,920	25,237
(22) <b>ANDREA SMITH</b> <b>DIRECTOR OF DEVELOP.</b>	40.00			X				0	116,503	24,116
(23)										
(24)										
(25)										
<b>1b Sub-total</b>									<b>439,665</b>	<b>91,010</b>
<b>c Total from continuation sheets to Part VII, Section A</b>										
<b>d Total (add lines 1b and 1c)</b>									<b>439,665</b>	<b>91,010</b>

**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
<b>3</b> Did the organization list any <b>former</b> officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		<b>X</b>
<b>4</b> For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	<b>X</b>	
<b>5</b> Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		<b>X</b>

**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. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
<b>COXE CURRY &amp; ASSOCIATES</b> <b>ATLANTA</b>	<b>191 PEACHTREE STREET, NE, SUITE 450</b> <b>PROF. FUNDRAIS.</b>	<b>137,936</b>

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **1**

**Part VIII Statement of Revenue**

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b> Federated campaigns	<b>1a</b>				
	<b>b</b> Membership dues	<b>1b</b>				
	<b>c</b> Fundraising events	<b>1c</b>	192,507			
	<b>d</b> Related organizations	<b>1d</b>				
	<b>e</b> Government grants (contributions)	<b>1e</b>	129,886			
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>	6,857,543			
	<b>g</b> Noncash contributions included in lines 1a-1f		\$ 115,759			
	<b>h Total.</b> Add lines 1a-1f		7,179,936			
<b>Program Service Revenue</b>	<b>2a</b> HEALTH CARE PRESENTATION FEES	Busn Code 611710	104,959	104,959		
	<b>b</b> MANAGEMENT FEE	561000	13,720	13,720		
	<b>c</b>					
	<b>d</b>					
	<b>e</b>					
	<b>f</b> All other program service revenue					
	<b>g Total.</b> Add lines 2a-2f		118,679			
	<b>Other Revenue</b>	<b>3</b> Investment income (including dividends, interest, and other similar amounts)		129,510		
<b>4</b> Income from investment of tax-exempt bond proceeds						
<b>5</b> Royalties						
<b>6a</b> Gross rents		(i) Real (ii) Personal				
<b>b</b> Less rental exps						
<b>c</b> Rental inc or (loss)						
<b>d</b> Net rental income or (loss)						
<b>7a</b> Gross amount from sales of assets other than inventory		(i) Securities (ii) Other	2,020,659			
<b>b</b> Less cost or other basis & sales exps			1,831,058	87,379		
<b>c</b> Gain or (loss)			189,601	-87,379		
<b>d</b> Net gain or (loss)			102,222	-87,379		189,601
<b>8a</b> Gross income from fundraising events (not including \$ 192,507 of contributions reported on line 1c) See Part IV, line 18		<b>a</b>	556,534			
<b>b</b> Less direct expenses		<b>b</b>	364,945			
<b>c</b> Net income or (loss) from fundraising events			191,589			191,589
<b>9a</b> Gross income from gaming activities See Part IV, line 19		<b>a</b>				
<b>b</b> Less direct expenses		<b>b</b>				
<b>c</b> Net income or (loss) from gaming activities						
<b>10a</b> Gross sales of inventory, less returns and allowances		<b>a</b>				
<b>b</b> Less cost of goods sold	<b>b</b>					
<b>c</b> Net income or (loss) from sales of inventory						
<b>Miscellaneous Revenue</b>		<b>Busn Code</b>				
<b>11a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b> All other revenue						
<b>e Total.</b> Add lines 11a-11d						
<b>12 Total revenue.</b> See instructions		7,721,936	31,300	0	510,700	

**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).

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	9,077,019	9,077,019		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	530,676	19,176	197,654	313,846
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	506,225	296,724	149,219	60,282
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	60,091		47,613	12,478
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management				
b Legal	40,000		40,000	
c Accounting	16,997		16,997	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	137,936			137,936
f Investment management fees	13,546		13,546	
g Other	111,668		101,705	9,963
12 Advertising and promotion	13,850		13,850	
13 Office expenses	63,076		63,076	
14 Information technology	65,083		65,083	
15 Royalties				
16 Occupancy	119,319		119,319	
17 Travel	21,755		21,755	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	19,756		19,756	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	40,750		40,750	
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a OTHER	209,173		209,173	
b DUES & SUBSCRIPTIONS	14,509		14,509	
c FUNDRAISING EXPENSE	7,230			7,230
d TAXES & LICENSES	1,585		1,585	
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	11,070,244	9,392,919	1,135,590	541,735
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

**Part X Balance Sheet**

		(A) Beginning of year		(B) End of year
<b>Assets</b>	1 Cash—non-interest bearing		1	
	2 Savings and temporary cash investments	9,734,646	2	13,971,347
	3 Pledges and grants receivable, net	23,974,222	3	17,192,924
	4 Accounts receivable, net	14,207,247	4	15,836,138
	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)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	134,461	9	135,632
	10a Land, buildings, and equipment. cost or other basis. Complete Part VI of Schedule D	10a 239,306		
	b Less accumulated depreciation	10b 95,846	10c	143,460
	11 Investments—publicly traded securities	3,143,595	11	2,668,062
	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		15	
16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	51,419,249	16	49,947,563	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	2,151,984	17	4,099,585
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 <b>Total liabilities.</b> Add lines 17 through 25	2,151,984	26	4,099,585
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>			
	27 Unrestricted net assets	1,715,805	27	664,085
	28 Temporarily restricted net assets	47,533,847	28	45,166,280
	29 Permanently restricted net assets	17,613	29	17,613
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.</b>			
	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 <b>Total net assets or fund balances</b>	49,267,265	33	45,847,978
	34 <b>Total liabilities and net assets/fund balances</b>	51,419,249	34	49,947,563

**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	7,721,936
2	Total expenses (must equal Part IX, column (A), line 25)	2	11,070,244
3	Revenue less expenses Subtract line 2 from line 1	3	-3,348,308
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	49,267,265
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-70,979
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	45,847,978

**Part XII Financial Statements and Reporting**

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

☒

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

Form **990** (2011)

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

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

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

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

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

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

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 ☐ A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E )
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state:
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II )
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II )
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II )
- 9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2)**. (Complete Part III )
- 10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4)**.
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h
- a ☐ Type I      b ☐ Type II      c ☐ Type III—Functionally integrated      d ☐ Type III—Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

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

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

Schedule A (Form 990 or 990-EZ) 2011

**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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	2,572,905	6,909,176	30,618,687	26,508,831	7,179,936	73,789,535
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge	674,876	760,699				1,435,575
<b>4 Total.</b> Add lines 1 through 3	3,247,781	7,669,875	30,618,687	26,508,831	7,179,936	75,225,110
<b>5</b> 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)						27,254,090
<b>6 Public support.</b> Subtract line 5 from line 4						47,971,020

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>7</b> Amounts from line 4	3,247,781	7,669,875	30,618,687	26,508,831	7,179,936	75,225,110
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	324,333	75,312	202,324	167,718	129,510	899,197
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on				49,671	190,589	240,260
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>11 Total support.</b> Add lines 7 through 10						76,364,567
<b>12</b> Gross receipts from related activities, etc. (see instructions)					12	118,679
<b>13 First five years.</b> 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> ► <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	<b>14</b>	62.82 %
<b>15</b> Public support percentage from 2010 Schedule A, Part II, line 14	<b>15</b>	61.73 %
<b>16a 33 1/3% support test—2011.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ► <input checked="" type="checkbox"/>		
<b>b 33 1/3% support test—2010.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>17a 10%-facts-and-circumstances test—2011.</b> 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 <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>b 10%-facts-and-circumstances test—2010.</b> 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 <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► <input type="checkbox"/>		

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

(Complete only if you checked the box on line 9 of Part I 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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
<b>2</b> 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						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</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						
<b>c</b> Add lines 7a and 7b						
<b>8 Public support</b> (Subtract line 7c from line 6)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.)						
<b>14 First five years.</b> 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> <span style="float: right;">► <input type="checkbox"/></span>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	<b>15</b>	%
<b>16</b> Public support percentage from 2010 Schedule A, Part III, line 15	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	<b>17</b>	%
<b>18</b> Investment income percentage from 2010 Schedule A, Part III, line 17	<b>18</b>	%
<b>19a 33 1/3% support tests—2011.</b> 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 <span style="float: right;">► <input type="checkbox"/></span>		
<b>b 33 1/3% support tests—2010.</b> 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 <span style="float: right;">► <input type="checkbox"/></span>		
<b>20 Private foundation.</b> If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions <span style="float: right;">► <input type="checkbox"/></span>		



**Part IV** **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).

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**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, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

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

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

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

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

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

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

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

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

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

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

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 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 (ASC 958), 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 (ASC 958), 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 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1	▶ \$
b Assets included in Form 990, Part X	▶ \$

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

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

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

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

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes ☐ No

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes ☐ No

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

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

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes ☐ No

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	17,613	17,613	17,613	17,613	
b Contributions					
c Net investment earnings, gains, and losses	48	48	98	678	
d Grants or scholarships					
e Other expenditures for facilities and programs	48	48	98	678	
f Administrative expenses					
g End of year balance	17,613	17,613	17,613	17,613	

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

- a Board designated or quasi-endowment ► %  
 b Permanent endowment ► 100.00 %  
 c Temporarily restricted endowment ► %

The percentages in lines 2a, 2b, and 2c should equal 100%

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

- (i) unrelated organizations  
 (ii) related organizations

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

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

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		239,306	95,846	143,460
e Other				
<b>Total.</b> Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c) )				143,460

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 12 )		

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

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 13 )		

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

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 15 )	

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 25 )	

2. FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	7,721,936
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	11,070,244
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-3,348,308
4	Net unrealized gains (losses) on investments	4	-70,979
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV )	8	
9	Total adjustments (net). Add lines 4 through 8	9	-70,979
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	-3,419,287

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

1	Total revenue, gains, and other support per audited financial statements	1	8,363,241
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	-70,979
b	Donated services and use of facilities	2b	359,135
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV )	2d	366,695
e	Add lines 2a through 2d	2e	654,851
3	Subtract line 2e from line 1	3	7,708,390
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	13,546
b	Other (Describe in Part XIV )	4b	
c	Add lines 4a and 4b	4c	13,546
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12 )	5	7,721,936

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

1	Total expenses and losses per audited financial statements	1	11,782,528
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	359,135
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV )	2d	366,695
e	Add lines 2a through 2d	2e	725,830
3	Subtract line 2e from line 1	3	11,056,698
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	13,546
b	Other (Describe in Part XIV )	4b	
c	Add lines 4a and 4b	4c	13,546
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18 )	5	11,070,244

**Part XIV Supplemental Information**

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

**PART XI, LINE 8 - RECONCILIATION OF CHANGES - OTHER**

DIRECT EXPENSES INCLUDED IN EXPENSES ON AUDIT REPORT \$ 366,695

DIRECT EXPENSES INCLUDED IN EXPENSES ON AUDIT REPORT \$ -366,695

**PART XII, LINE 2D - REVENUE AMOUNTS INCLUDED IN FINANCIALS - OTHER**

DIRECT EXPENSES INCLUDED IN EXPENSES ON AUDIT REPORT \$ 366,695

PART XIII, LINE 2D - EXPENSE AMOUNTS INCLUDED IN FINANCIALS - OTHER

DIRECT EXPENSES INCLUDED IN EXPENSES ON AUDIT REPORT \$ 366,695

**SCHEDULE G**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information Regarding**  
**Fundraising or Gaming Activities**

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

OMB No 1545-0047

**2011**

Open To Public  
Inspection

Name of the organization **THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number  
**58-2130437**

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

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

- a ☐ Mail solicitations  
b ☐ Internet and email 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

(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			
<b>COXE CURRY &amp; ASSOCIATES</b> <b>1 191 PEACHTREE STREET, NE, SUITE 450</b> <b>ATLANTA GA 30303</b>	<b>CAP. CAMP.</b>		<b>X</b>	<b>5,321,149</b>	<b>137,936</b>	<b>5,183,213</b>
<b>2</b>						
<b>3</b>						
<b>4</b>						
<b>5</b>						
<b>6</b>						
<b>7</b>						
<b>8</b>						
<b>9</b>						
<b>10</b>						
<b>Total</b>				<b>5,321,149</b>	<b>137,936</b>	<b>5,183,213</b>

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

**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000

		(a) Event #1 <b>WHITE COAT GALA</b> (event type)	(b) Event #2 <b>NURSING ACADEMY</b> (event type)	(c) Other events <b>1</b> (total number)	(d) Total events (add col (a) through col (c))
Revenue	1 Gross receipts	640,236	61,700	47,105	749,041
	2 Less Charitable contributions	185,086	5,450	1,971	192,507
	3 Gross income (line 1 minus line 2)	455,150	56,250	45,134	556,534
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	2,625	12,634		15,259
	7 Food and beverages	128,723	42,964	114	171,801
	8 Entertainment	18,000	1,400	12,272	31,672
	9 Other direct expenses	47,866	11,667	86,680	146,213
	10 Direct expense summary. Add lines 4 through 9 in column (d)				364,945
	11 Net income summary. Combine line 3, column (d), and line 10				191,589

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

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

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

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

9a ☐ Yes ☐ No

b If "No," explain

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

10a ☐ 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 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ►

Address ►

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

Name ►

Address ►

## 16 Gaming manager information:

Name ►

Gaming manager compensation ► \$

Description of services provided ►

☐ Director/officer ☐ Employee ☐ Independent contractor

## 17 Mandatory distributions

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$

**Part IV Supplemental Information.** Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions)

2011

		(a) Other event	(b) Other event	(c) Other event	(d) Total other events (add col (a) through col (c))
		<b>ROCK N RIDE</b>			
		(event type)	(event type)	(event type)	
Revenue	<b>1</b> Gross receipts	<b>47,105</b>			<b>47,105</b>
	<b>2</b> Less Charitable contributions	<b>1,971</b>			<b>1,971</b>
	<b>3</b> Gross income (line 1 minus line 2)	<b>45,134</b>			<b>45,134</b>
	<b>4</b> Cash prizes				
Direct Expenses	<b>5</b> Noncash prizes				
	<b>6</b> Rent/facility costs				
	<b>7</b> Food/beverages	<b>114</b>			<b>114</b>
	<b>8</b> Entertainment	<b>12,272</b>			<b>12,272</b>
	<b>9</b> Other expenses	<b>86,680</b>			<b>86,680</b>

**SCHEDULE I  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

OMB No. 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

**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 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)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	5,664				BURN UNIT
(2)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	7,108,308				CAPITAL CAMPAIGN
(3)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	12,975				COMM. PREVENTIVE MED
(4)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	1,284,967				GENERAL SUPPORT
(5)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	76,039	585			GRADY CANCER CENTER
(6)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	19,757				INFECTIOUS DISEASE
(7)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	4,416	1,035			LONG TERM CARE CENT.
(8)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	8,735				MARKETING
(9)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	69,137				MULTICULTURAL AFFAIR

**2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

▶ **1**

**3** Enter total number of other organizations listed in the line 1 table

▶

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

Schedule I (Form 990) (2011)

**SCHEDULE I**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

OMB No. 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

**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 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)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	6,099				NURSING EDUCATION
(2)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	256,453	13,545			PERINATAL SERVICES
(3)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	10,677				POISON CONTROL
(4)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	84,599				PUBLIC AFFAIRS
(5)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	14,064	193			RAPE CRISIS CENTER
(6)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	12,029				SENIOR SERVICES
(7)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	12,238	5,655			SOCIAL SERVICES
(8)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	20,992	7,700			TEEN SERVICES
(9)	GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	13,581				TRAUMA UNIT

**2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

**3** Enter total number of other organizations listed in the line 1 table

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

DAA

Schedule I (Form 990) (2011)

**SCHEDULE I  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

OMB No. 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

**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 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)	<b>GRADY MEMORIAL HOSPITAL CORPORATION</b> 80 JESSE HILL DRIVE ATLANTA GA 30303	26-2037695	3	674	7,440			WOMEN'S HEALTH SERV.
(2)								
(3)								
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								

**2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

**3** Enter total number of other organizations listed in the line 1 table

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

DAA

Schedule I (Form 990) (2011)

**Part III** **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22.  
Part III can be duplicated 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					
2					
3					
4					
5					
6					
7					

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

**PART I, LINE 2 - PROCEDURES FOR MONITORING THE USE OF GRANT FUNDS**

THE FOUNDATION HAS SUPPORT FOR ANY CHECKS CUT TO REIMBURSE THE HOSPITAL, INCLUDING INVOICES, SCHEDULES, AND APPROVALS FROM BOTH DEPARTMENT HEADS AND VICE PRESIDENTS AT THE HOSPITAL. THE GRANTEE'S ELIGIBILITY IS BASED ON FUNDS THE FOUNDATION RECEIVED FOR RESTRICTED PURPOSES. FUNDS ARE TRANSFERRED TO THE HOSPITAL FOR FUND RELATED RESTRICTIVE PURPOSES WHICH ARE REQUESTED AND APPROVED BY HOSPITAL MANAGERS AND OFFICERS TO WHICH THE HOSPITAL PAYS TO A THIRD PARTY AND DOCUMENTED ON A FOUNDATION CHECK REQUEST OR IS REIMBURSING THE HOSPITAL FOR EXPENSES INCURRED BY THE HOSPITAL FOR THE FUNDS RESTRICTED PURPOSES.

**SCHEDULE J**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

**Compensation Information**

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

► Complete if the organization answered "Yes" to Form 990,  
Part IV, line 23.

► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

**2011**

Open to Public  
Inspection

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

**Part I Questions Regarding Compensation**

**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"/> Housing allowance or residence for personal use          |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence          |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input checked="" type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)          |

**b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of 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 filing organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> Compensation committee   | <input type="checkbox"/> Written employment contract                     |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study                    |
| <input type="checkbox"/> Form 990 of other organizations     | <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?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a–c, list the persons and provide the applicable amounts for each item in Part III

**Only section 501(c)(3) and 501(c)(4) organizations 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?
- b** Any related organization?

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?
- b** Any related organization?

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

**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 Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

1b X

2 X

4a X

4b X

4c X

5a X

5b X

6a X

6b X

7 X

8 X

9

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

Schedule J (Form 990) 2011

**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) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a. applicable column (D) and (E) amounts for that individual.

(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 as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
LISA M. BORDERS							
1	(i) 0	(ii) 201,242	(iii) 0	0	0	242,899	0
2	(i)	(ii)	(iii)				
3	(i)	(ii)	(iii)				
4	(i)	(ii)	(iii)				
5	(i)	(ii)	(iii)				
6	(i)	(ii)	(iii)				
7	(i)	(ii)	(iii)				
8	(i)	(ii)	(iii)				
9	(i)	(ii)	(iii)				
10	(i)	(ii)	(iii)				
11	(i)	(ii)	(iii)				
12	(i)	(ii)	(iii)				
13	(i)	(ii)	(iii)				
14	(i)	(ii)	(iii)				
15	(i)	(ii)	(iii)				
16	(i)	(ii)	(iii)				



**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

**PART I, LINE 1A - FRINGE OR EXPENSE EXPLANATION**

191 BUSINESS AND HEALTH CLUB DUES ARE PROVIDED FOR THE PRESIDENT FOR BUSINESS PURPOSES AND ARE THEREFORE CONSIDERED A BUSINESS EXPENSE AND NOT TAXABLE COMPENSATION TO THE PRESIDENT.

**PART I, LINE 3 - RELATED ORG METHODS USED FOR COMPENSATION EXPLANATION**  
THE COMPENSATION COMMITTEE FOR THE HOSPITAL OVERSEES THE FOUNDATION SALARY AND WAGES COMPENSATION LEVELS.

**PART III - OTHER ADDITIONAL INFORMATION**  
ALL EMPLOYEES ARE PAID BY GRADY MEMORIAL HOSPITAL CORPORATION, FEIN:  
26-2037695

**SCHEDULE M**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

**Noncash Contributions**

▶ Complete if the organizations answered "Yes" on Form

990, Part IV, lines 29 or 30

▶ Attach to Form 990

OMB No 1545-0047

**2011**

**Open To Public  
Inspection**

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications	<b>X</b>		<b>74,792</b>	<b>FMV</b>
5 Clothing and household goods	<b>X</b>		<b>27,210</b>	<b>FMV</b>
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory	<b>X</b>	<b>3</b>	<b>744</b>	<b>FMV</b>
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ ( <b>SUPPLIES</b> )	<b>X</b>	<b>1</b>	<b>321</b>	<b>FMV</b>
26 Other ▶ ( <b>GIFT CERT.</b> )	<b>X</b>	<b>35</b>	<b>12,188</b>	<b>FMV</b>
27 Other ▶ ( <b>LODGING</b> )	<b>X</b>	<b>2</b>	<b>504</b>	<b>FMV</b>
28 Other ▶ ( )				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29 0

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1–28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

b If "Yes," describe the arrangement in Part II

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

b If "Yes," describe in Part II

33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II

	Yes	No
30a		<b>X</b>
31	<b>X</b>	
32a		<b>X</b>
33		

**Part II** **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

---

**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 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

**FORM 990, PART I, LINE 6**

THE FOUNDATION HAD NINETEEN BOARD OF DIRECTORS AND ONE HUNDRED FIVE VOLUNTEERS TO SUPPORT FUNDRAISING EFFORTS. VOLUNTEERS PROVIDE GOVERNANCE, CLERICAL AND EVENT COORDINATION SERVICES.

**FORM 990, PART III, LINE 4B - SECOND ACCOMPLISHMENT**

CUTTING EDGE RESEARCH AND THE LATEST TECHNOLOGY CARRY EXPENSIVE PRICE TAGS, NOT TO MENTION THE UPKEEP OF A 50 YEAR-OLD-FACILITY. CAPITAL ENHANCEMENTS SUCH AS THE RENOVATION OF THE TRAUMA CENTER, STROKE CENTER AND WALK-IN CLINIC MADE AT GRADY HEALTH SYSTEM ARE MADE POSSIBLE BY PHILANTHROPIC SUPPORT.

**FORM 990, PART III, LINE 4D - ALL OTHER ACCOMPLISHMENTS**

**EDUCATION, TRAINING AND PUBLIC AFFAIRS PROGRAMS:**

FULLY ACCREDITED BY THE JOINT COMMISSION ON ACCREDITATION OF HEALTHCARE ORGANIZATIONS, GRADY HEALTH SYSTEM IS AN INTERNATIONALLY RECOGNIZED TEACHING HOSPITAL. THE EDUCATION, TRAINING, AND PUBLIC AFFAIRS PROGRAMS USE PHILANTHROPIC FUNDS TO ENSURE THE PATIENTS, STAFF, AND THE COMMUNITY HAS CURRENT HEALTH INFORMATION AND UP TO DATE MEDICAL TRAINING.

**OTHER PROGRAMS:**

ALTHOUGH GRADY IS THE ATLANTA AREA'S ONLY TRAUMA CENTER, GRADY HAS AN IMPORTANT NEED TO INFORM THE PUBLIC FOR ALL INCOME LEVELS OF THE SERVICES AVAILABLE AT GRADY MEMORIAL HOSPITAL CORPORATION. PROGRAM SERVICES ARE ALSO PROVIDED TO INFORM THE PATIENT POPULATION OF THE ADVERTISEMENT STATEMENT. 'ATLANTA CAN'T LIVE WITHOUT GRADY, GRADY CAN'T LIVE WITHOUT

Name of the organization

THE HENRY W. GRADY HEALTH SYSTEM

Employer identification number

58-2130437

YOU'.

FORM 990, PART VI, LINE 4 - SIGNIFICANT CHANGES TO ORGANIZATIONAL DOCUMENTS  
THE RESPONSIBILITIES PREVIOUSLY DESIGNATED TO THE FOUNDATION'S FINANCE  
COMMITTEE WERE MERGED INTO THE HOSPITAL'S FINANCE COMMITTEE.

FORM 990, PART VI, LINE 8B - DOCUMENTATION BY COMMITTEE EXPLANATION  
THE FOUNDATION'S FINANCE COMMITTEE WAS MERGED WITH THE HOSPITAL FINANCE  
COMMITTEE, THUS THERE ARE NO LONGER ANY COMMITTEES RELATED TO THE  
FOUNDATION.

FORM 990, PART VI, LINE 11B - ORGANIZATION'S PROCESS TO REVIEW FORM 990  
ONCE A FINAL DRAFT OF THE 990 IS COMPLETED IT WILL BE FORWARDED TO THE  
PRESIDENT, BOARD CHAIRMAN AND TREASURER FOR REVIEW AND COMMENT. ONCE THE  
990 IS ACKNOWLEDGED BY THESE INDIVIDUALS THE RETURN WILL BE SIGNED BY THE  
PRESIDENT AND MAILED. COPIES WILL BE SENT TO ALL FOUNDATION BOARD MEMBERS.

FORM 990, PART VI, LINE 12C - ENFORCEMENT OF CONFLICTS POLICY  
HENRY W. GRADY HEALTH SYSTEM FOUNDATION'S CONFLICT OF INTEREST POLICY IS  
REVIEWED AND APPROVED BY THE FOUNDATION'S BOARD OF DIRECTORS. THE  
FOUNDATION'S BASIC PHILOSOPHY AND BELIEF IS THAT SOUND BUSINESS PRACTICES  
START WITH AN ABSOLUTE COMMITMENT FROM EACH EMPLOYEE TO ACT ETHICALLY IN  
CARRYING OUT THE FOUNDATION'S BUSINESS, AND TO COMPLY WITH THE LAWS AND  
REGULATIONS THAT IMPACT ITS BUSINESS. THUS, FOUNDATION'S EMPLOYEES MUST  
AVOID PARTICIPATING IN ACTIVITIES THAT CREATE OR APPEAR TO CREATE A  
CONFLICT OF INTEREST. THE CONFLICT OF INTEREST POLICY REQUIRES THAT ALL  
EMPLOYEES AND BOARD MEMBERS OF THE FOUNDATION REAFFIRM THEIR CONFLICT OF

Name of the organization

THE HENRY W. GRADY HEALTH SYSTEM

Employer identification number

58-2130437

INTEREST STATEMENTS ANNUALLY BY COMPLETING A NEW CONFLICT OF INTEREST POLICY FORM. THE FORMS ARE MAINTAINED IN THE FOUNDATION'S OFFICE.

FORM 990, PART VI, LINE 15A - COMPENSATION PROCESS FOR TOP OFFICIAL  
THE PROCESS FOR DETERMINING COMPENSATION FOR OFFICERS, KEY EMPLOYEES AND ALL OTHER EMPLOYEES OF THE FOUNDATION IS GOVERNED BY THE HOSPITAL COMPENSATION COMMITTEE CHARTER. THE HOSPITAL COMPENSATION COMMITTEE REVIEWS AND RECOMMENDS EACH EXECUTIVE OFFICER'S AND KEY EMPLOYEE'S BASE SALARY, INCENTIVES, AND BENEFITS, CONSIDERING PERFORMANCE. THE COMMITTEE ALSO PROVIDES GUIDANCE WITH RESPECT TO GENERAL COMPENSATION GOALS AND OPERATING PRINCIPLES RELATING TO EMPLOYEES IN GENERAL. THE COMMITTEE PERIODICALLY REVIEWS RELEVANT COMPARATIVE DATA TO ASSESS THE COMPENSATION PRACTICES, INCLUDING SALARY LEVELS, WITH COMPARABLE CORPORATIONS THAT PROVIDE THE SAME SERVICES. THE COMPENSATION COMMITTEE IS RESPONSIBLE FOR ESTABLISHING PRACTICES WHICH ARE REASONABLE AND DO NOT VIOLATE THE PRIVATE INUREMENT PROHIBITION. ALL COMPENSATION RECOMMENDATIONS RELATED TO FOUNDATION OPERATIONS MUST BE APPROVED BY THE FOUNDATION BOARD OF DIRECTORS. THE HOSPITAL COMPENSATION COMMITTEE REVIEWED THE PRESIDENT'S POSITION AND IT WAS ADJUSTED AT THE END OF 2011.

FORM 990, PART VI, LINE 15B - COMPENSATION PROCESS FOR OFFICERS  
THE PROCESS FOR DETERMINING COMPENSATION FOR OFFICERS, KEY EMPLOYEES AND ALL OTHER EMPLOYEES OF THE FOUNDATION IS DESCRIBED IN PRIOR QUESTION.

FORM 990, PART VI, LINE 19 - GOVERNING DOCUMENTS DISCLOSURE EXPLANATION  
ALL DOCUMENTS ARE AVAILABLE UPON REQUEST OR DISPLAYED ON THE FOUNDATION'S WEBSITE.

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM**

Employer identification number

**58-2130437**

FORM 990, PART XI, LINE 5 - OTHER CHANGES IN NET ASSETS EXPLANATION  
UNREALIZED LOSS ON INVESTMENTS.

FORM 990, PART XII, LINE 2C - CHANGE IN FINANCIAL REVIEW PROCESS  
OVERSIGHT IS STILL THE RESPONSIBILITY OF THE FINANCE COMMITTEE BUT THE  
FINANCE COMMITTEE FUNCTION HAS BEEN MERGED WITH THE HOSPITAL FINANCE  
COMMITTEE RESPONSIBILITY. THE FOUNDATION'S BOARD CHAIRMAN AND TREASURER  
ARE OFFICIAL MEMBERS OF THE HOSPITAL FINANCE COMMITTEE BUT ONLY HAVE VOTING  
AUTHORITY ON FOUNDATION RELATED CONDITIONS.

**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

**2011**

**Open to Public Inspection**

Name of the organization

**THE HENRY W. GRADY HEALTH SYSTEM  
FOUNDATION, INC.**

Employer identification number

**58-2130437**

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

	(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1)						
(2)						
(3)						
(4)						
(5)						

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

	(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?
							Yes No
(1)	<b>GRADY MEMORIAL HOSPITAL CORPORATION</b> 80 JESSE HILL JR. DR. 26-2037695 ATLANTA GA 30303	<b>HEALTHCARE</b>	<b>GA</b>	<b>501C3</b>	<b>3</b>	<b>N/A</b>	<b>X</b>
(2)							
(3)							
(4)							
(5)							



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

(1) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate alloc?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1)												
(2)												
(3)												
(4)												

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

(1) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1)							
(2)							
(3)							
(4)							

**Part V Transactions With Related Organizations** (Complete if the organization answered "Yes" to 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 of this schedule

**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

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

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

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

**d** Loans or loan guarantees to or for related organization(s)

**e** Loans or loan guarantees by related organization(s)

**f** Sale of assets to related organization(s)

**g** Purchase of assets from related organization(s)

**h** Exchange of assets with related organization(s)

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

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

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

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

**m** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

**n** Sharing of paid employees with related organization(s)

**o** Reimbursement paid to related organization(s) for expenses

**p** Reimbursement paid by related organization(s) for expenses

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

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

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

	(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(1)	GRADY MEMORIAL HOSPITAL CORPORATION	B	5,155,261	FMV
(2)	GRADY MEMORIAL HOSPITAL CORPORATION	K	1,062,839	FMV
(3)				
(4)				
(5)				
(6)				

**Part VI Unrelated Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

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.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
(11)													

**Part VII** Supplemental Information

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

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