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## Return of Organization Exempt From Income Tax

Department of the Treasury  
Internal Revenue ServiceUnder 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.

2011

Open to Public  
Inspection

|  |  |  |                  |  |        |
|--|--|--|------------------|--|--------|
| A For the 2011 calendar year, or tax year beginning  |  | JULY 01  | 2011, and ending | JUNE 30  | , 2012 |
| B Check if applicable:   |  | C Name of organization   |                  | D Employer identification number   |        |
| <input type="checkbox"/> Address change  |  | SAINT JOSEPH HOSPITAL FOUNDATION, INC.                                     |                  | 61-1159649   |        |
| <input type="checkbox"/> Name change   |  | Doing Business As  |                  | E Telephone number   |        |
| <input type="checkbox"/> Initial return  |  |  |                  | (859)313-1000  |        |
| <input type="checkbox"/> Terminated  |  | Number and street (or P.O. box if mail is not delivered to street address) |                  | Room/suite   |        |
| <input type="checkbox"/> Amended return  |  | ONE SAINT JOSEPH DRIVE   |                  |  |        |
| <input type="checkbox"/> Application pending   |  | City or town, state or country, and ZIP + 4                                |                  | G Gross receipts \$ 1,290,106  |        |
|  |  | LEXINGTON, KY 40504  |                  |  |        |
|  |  | F Name and address of principal officer: BARRY STUMBO                      |                  | H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                          |        |
|  |  | ONE SAINT JOSEPH DRIVE, LEXINGTON, KY 40504                                |                  | H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list. (see instructions) |        |
| I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)( ) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527 |  |  |                  | H(c) Group exemption number ►  |        |
| J Website: ► WWW.SAINTJOSEPHFOUNDATION.ORG   |  |  |                  |  |        |
| K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►           |  | L Year of formation: 1989  |                  | M State of legal domicile: KY  |        |

## Part I Summary

|  |  |            |              |
|--|--|------------|--------------|
| Activities & Governance  | 1 Briefly describe the organization's mission or most significant activities: SAINT JOSEPH HOSPITAL FOUNDATION, INC.<br>SOLICITS AND ADMINISTERS DONATIONS THAT BENEFIT THE CHARITABLE, SCIENTIFIC, AND EDUCATIONAL PROGRAMS<br>OF SAINT JOSEPH HOSPITAL, SAINT JOSEPH EAST, AND SAINT JOSEPH JESSAMINE. |            |              |
|  | 2 Check this box ► <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.  |            |              |
| Revenue  | 3 Number of voting members of the governing body (Part VI, line 1a)  | 3          | 23           |
|  | 4 Number of independent voting members of the governing body (Part VI, line 1b)  | 4          | 19           |
|  | 5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)   | 5          | 0            |
|  | 6 Total number of volunteers (estimate if necessary)   | 6          | 63           |
|  | 7a Total unrelated business revenue from Part VIII, column (C), line 12  | 7a         | 0            |
|  | b Net unrelated business taxable income from Form 990-T, line 34   | 7b         | 0            |
|  |  | Prior Year | Current Year |
| 8 Contributions and grants (Part VIII, line 1h)                                      | 2,072,729  | 1,118,822  |              |
| 9 Program service revenue (Part VIII, line 2g)                                       | 0  | 0          |              |
| 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)                     | 137,045  | -151,306   |              |
| 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)          | -47,124  | -18,555    |              |
| 12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)  | 2,162,650  | 948,961    |              |
| Expenses   |  |            |              |
| 13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)                  | 282,840  | 1,106,984  |              |
| 14 Benefits paid to or for members (Part IX, column (A), line 4)                     | 0  | 0          |              |
| 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) | 0  | 0          |              |
| 16a Professional fundraising fees (Part IX, column (A), line 11e)                    | 0  | 0          |              |
| b Total fundraising expenses (Part IX, column (D), line 25) ►                        | 328,808  |            |              |
| 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)                      | 305,183  | 606,560    |              |
| 18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)         | 588,023  | 1,713,544  |              |
| 19 Revenue less expenses. Subtract line 18 from line 12                              | 1,574,627  | -764,583   |              |
| Net Assets or Fund Balances  |  |            |              |
| 20 Total assets (Part X, line 16)  | 7,808,251  | 7,780,491  |              |
| 21 Total liabilities (Part X, line 26)   | 75,449   | 172,665    |              |
| 22 Net assets or fund balances. Subtract line 21 from line 20                        | 7,730,802  | 7,607,826  |              |

## 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. Preparation of preparer (other than officer) is based on all information of which preparer has any knowledge.

JUN 27 2013

|           |   |                 |
|-----------|---|-----------------|
| Sign Here | Signature of officer<br>BARRY STUMBO, PRESIDENT/CEO | Date<br>5-28-13 |
|           | Type or print name and title                        |                 |

|                        |  |                                      |                |   |                   |
|------------------------|--|--------------------------------------|----------------|---|-------------------|
| Paid Preparer Use Only | Print/Type preparer's name<br>PAMELA KROHN                     | Preparer's signature<br>Pamela Krohn | Date<br>5/3/13 | Check <input type="checkbox"/> If self-employed | PTIN<br>P01210500 |
|                        | Firm's name ► CATHOLIC HEALTH INITIATIVES                      |                                      |                | Firm's EIN ►                                    | 47-0617373        |
|                        | Firm's address ► 198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112 |                                      |                | Phone no.                                       | (303)298-9100     |

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

For Paperwork Reduction Act Notice, see the separate instructions.

Cat. No. 11282Y

Form 990 (2011)

**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 ORGANIZATION'S MISSION IS TO NURTURE THE HEALING MINISTRY OF THE CHURCH BY BRINGING IT NEW LIFE, ENERGY AND VIABILITY IN THE 21ST CENTURY. FIDELITY TO THE GOSPEL URGES US TO EMPHASIZE HUMAN DIGNITY AND SOCIAL JUSTICE AS WE MOVE TOWARD THE CREATION OF HEALTHIER COMMUNITIES

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 \$ 1,333,194 including grants of \$ 1,106,984) (Revenue \$ 0) SEE SCHEDULE O

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

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

4d Other program services (Describe in Schedule O.)  
(Expenses \$ 0 including grants of \$ 0) (Revenue \$ 0)

4e Total program service expenses ► 1,333,194

**Part IV Checklist of Required Schedules**

|      |   | Yes | No |
|------|---|-----|----|
| 1    | Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A   | ✓   |    |
| 2    | Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?   | ✓   |    |
| 3    | Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I  | ✓   |    |
| 4    | <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II   | ✓   |    |
| 5    | Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III   | ✓   |    |
| 6    | 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  | ✓   |    |
| 7    | Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II  | ✓   |    |
| 8    | Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III   | ✓   |    |
| 9    | Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV   | ✓   |    |
| 10   | 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  | ✓   |    |
| 11   | If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.   |     |    |
| a    | Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI   | ✓   |    |
| 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   | ✓   |    |
| c    | Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII   | ✓   |    |
| d    | Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX  | ✓   |    |
| e    | Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X   | ✓   |    |
| f    | Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X  | ✓   |    |
| 12 a | Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII   | ✓   |    |
| 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  | ✓   |    |
| 13   | Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E   | ✓   |    |
| 14 a | Did the organization maintain an office, employees, or agents outside of the United States?   | ✓   |    |
| 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 | ✓   |    |
| 15   | Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV   | ✓   |    |
| 16   | Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV   | ✓   |    |
| 17   | Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)   | ✓   |    |
| 18   | Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II  | ✓   |    |
| 19   | Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III  | ✓   |    |
| 20 a | Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H   | ✓   |    |
| 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 |
|-----|---|-------|----|
| 21  | 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 . . . . .   | 21 ✓  |    |
| 22  | Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III . . . . .   | 22 ✓  |    |
| 23  | Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J . . . . .  | 23 ✓  |    |
| 24a | Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25 . . . . .                             | 24a ✓ |    |
| b   | Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .   | 24b   |    |
| c   | Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .  | 24c   |    |
| d   | Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .   | 24d   |    |
| 25a | <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I . . . . .  | 25a ✓ |    |
| 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 . . . . .                                       | 25b ✓ |    |
| 26  | Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II . . . . .  | 26 ✓  |    |
| 27  | 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 . . . . . | 27 ✓  |    |
| 28  | Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):   |       |    |
| a   | A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV . . . . .   | 28a ✓ |    |
| b   | A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV . . . . .  | 28b ✓ |    |
| c   | An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV . . . . .  | 28c ✓ |    |
| 29  | Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M . . . . .  | 29 ✓  |    |
| 30  | Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M . . . . .  | 30 ✓  |    |
| 31  | Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I . . . . .  | 31 ✓  |    |
| 32  | Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II . . . . .  | 32 ✓  |    |
| 33  | Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I . . . . .  | 33 ✓  |    |
| 34  | Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1 . . . . .   | 34 ✓  |    |
| 35a | Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .   | 35a ✓ |    |
| 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 . . . . .   | 35b   |    |
| 36  | <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 . . . . .   | 36 ✓  |    |
| 37  | Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI . . . . .   | 37 ✓  |    |
| 38  | Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .  | 38 ✓  |    |

**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 |
|-----|--|-----|----|
| 1a  | Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable   | 1a  | 2  |
| b   | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable  | 1b  | 0  |
| c   | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?   | 1c  | ✓  |
| 2a  | Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return  | 2a  | 0  |
| b   | If at least one is reported on line 2a, did the organization file all required federal employment tax returns?<br><i>Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)</i>   | 2b  |    |
| 3a  | Did the organization have unrelated business gross income of \$1,000 or more during the year?  | 3a  | ✓  |
| b   | If "Yes," has it filed a Form 990-T for this year? <i>If "No," provide an explanation in Schedule O</i>  | 3b  |    |
| 4a  | At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?                                   | 4a  | ✓  |
| b   | If "Yes," enter the name of the foreign country: ►<br>See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.   | 5a  | ✓  |
| 5a  | Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?  | 5b  | ✓  |
| b   | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?   | 5c  |    |
| c   | If "Yes" to line 5a or 5b, did the organization file Form 8886-T?  | 6a  | ✓  |
| 6a  | Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?  | 6b  |    |
| b   | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?  | 7a  | ✓  |
| 7   | <b>Organizations that may receive deductible contributions under section 170(c).</b>   | 7b  | ✓  |
| a   | Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?  | 7c  | ✓  |
| b   | If "Yes," did the organization notify the donor of the value of the goods or services provided?  | 7d  |    |
| c   | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?   | 7e  | ✓  |
| d   | If "Yes," indicate the number of Forms 8282 filed during the year  | 7f  | ✓  |
| e   | Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  | 7g  |    |
| f   | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?   | 7h  |    |
| g   | If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?   | 8   |    |
| h   | If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?   | 9a  |    |
| 8   | <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? | 9b  |    |
| 9   | <b>Sponsoring organizations maintaining donor advised funds.</b>   |     |    |
| a   | Did the organization make any taxable distributions under section 4966?  |     |    |
| b   | Did the organization make a distribution to a donor, donor advisor, or related person?   |     |    |
| 10  | <b>Section 501(c)(7) organizations.</b> Enter:   | 10a |    |
| a   | Initiation fees and capital contributions included on Part VIII, line 12   | 10b |    |
| b   | Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities  |     |    |
| 11  | <b>Section 501(c)(12) organizations.</b> Enter:  | 11a |    |
| a   | Gross income from members or shareholders  | 11b |    |
| b   | Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)   |     |    |
| 12a | <b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?  | 12a |    |
| b   | If "Yes," enter the amount of tax-exempt interest received or accrued during the year  | 12b |    |
| 13  | <b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>  | 13a |    |
| a   | Is the organization licensed to issue qualified health plans in more than one state?   | 13b |    |
|     | <i>Note. See the instructions for additional information the organization must report on Schedule O.</i>   | 13c |    |
| 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  |     |    |
| c   | Enter the amount of reserves on hand   |     |    |
| 14a | Did the organization receive any payments for indoor tanning services during the tax year?   | 14a | ✓  |
| b   | If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation in Schedule O</i>   | 14b |    |

**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

1a Enter the number of voting members of the governing body at the end of the tax year. **1a** 23  
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 Enter the number of voting members included in line 1a, above, who are independent **1b** 19

2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? **2** ✓

3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? **3** ✓

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? **4** ✓

5 Did the organization become aware during the year of a significant diversion of the organization's assets? **5** ✓

6 Did the organization have members or stockholders? **6** ✓

7a 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? **7a** ✓

b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? **7b** ✓

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:

a The governing body? **8a** ✓

b Each committee with authority to act on behalf of the governing body? **8b** ✓

9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O. **9** ✓

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

10a Did the organization have local chapters, branches, or affiliates? **10a** ✓

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? **10b**

11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? **11a** ✓

b Describe in Schedule O the process, if any, used by the organization to review this Form 990. **12a** ✓

12a Did the organization have a written conflict of interest policy? If "No," go to line 13 **12b** ✓

b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? **12c** ✓

c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done. **13** ✓

13 Did the organization have a written whistleblower policy? **14** ✓

14 Did the organization have a written document retention and destruction policy? **15** ✓

15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? **15a** ✓

a The organization's CEO, Executive Director, or top management official **15b** ✓

b Other officers or key employees of the organization

If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions). **16a** ✓

16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? **16b** ✓

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? **16b** ✓

### Section C. Disclosure

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

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: ► JAMIE LUNDIEN, 6835 CORPORATE DRIVE, SUITE 301, COLORADO SPRINGS, CO 80919, (719)548-7090

**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 organization compensated any current officer, director, or trustee.

| (A)<br>Name and Title                                     | (B)<br>Average<br>hours per<br>week<br>(describe<br>hours for<br>related<br>organizations<br>in Schedule<br>O) | (C)<br>Position<br>(do not check more than one<br>box, unless person is both an<br>officer and a director/trustee) |                       |                          |         |                 | (D)<br>Reportable<br>compensation<br>from<br>the<br>organization<br>(W-2/1099-MISC) | (E)<br>Reportable<br>compensation from<br>related<br>organizations<br>(W-2/1099-MISC) | (F)<br>Estimated<br>amount of<br>other<br>compensation<br>from<br>the<br>organization<br>and related<br>organizations |        |
|---|--|--|-----------------------|--------------------------|---------|-----------------|---|---|---|--------|
|   |  | Or<br>director   | Individual<br>trustee | Institutional<br>trustee | Officer | Key<br>employee | Highest<br>compensated  | Former  |   |        |
| (1) ALAN VANARSDALL<br>VICE CHAIR                         | 1  | ✓  |                       | ✓                        |         |                 |   | 0   | 0   | 0      |
| (2) BARRY STUMBO<br>PRESIDENT/CEO                         | 38   | ✓  |                       | ✓                        |         |                 |   | 0   | 147,344   | 20,897 |
| (3) JANE HODGES<br>SECRETARY                              | 1  | ✓  |                       | ✓                        |         |                 |   | 0   | 0   | 0      |
| (4) TERESA WALLEN<br>CHAIRPERSON                          | 1  | ✓  |                       | ✓                        |         |                 |   | 0   | 0   | 0      |
| (5) WALTER HILLENMEYER, III<br>TREASURER                  | 1  | ✓  |                       | ✓                        |         |                 |   | 0   | 0   | 0      |
| (6) BARBARA COWDEN<br>BOARD MEMBER                        | 1  | ✓  |                       |                          |         |                 |   | 0   | 0   | 0      |
| (7) DERMOT HALPIN<br>BOARD MEMBER                         | 1  | ✓  |                       |                          |         |                 |   | 0   | 0   | 0      |
| (8) FLOYD BLAKE<br>BOARD MEMBER/CHAPLAIN COORDINATOR SJHS | 1  | ✓  |                       |                          |         |                 |   | 0   | 53,057  | 4,765  |
| (9) FOSTER OCKERMAN, JR<br>BOARD MEMBER                   | 1  | ✓  |                       |                          |         |                 |   | 0   | 0   | 0      |
| (10) GREG YEARY<br>BOARD MEMBER                           | 1  | ✓  |                       |                          |         |                 |   | 0   | 0   | 0      |
| (11) J. PETER CASSIDY, III<br>BOARD MEMBER                | 1  | ✓  |                       |                          |         |                 |   | 0   | 0   | 0      |
| (12) JANE WARNER<br>BOARD MEMBER                          | 1  | ✓  |                       |                          |         |                 |   | 0   | 0   | 0      |
| (13) KATHERINE MCCARTY<br>BOARD MEMBER                    | 1  | ✓  |                       |                          |         |                 |   | 0   | 0   | 0      |
| (14) KEN HAYNES<br>BOARD MEMBER/PRESIDENT SJH             | 1  | ✓  |                       |                          |         |                 |   | 0   | 523,707   | 82,029 |

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

| (A)<br>Name and title   | (B)<br>Average<br>hours per<br>week<br>(describe<br>hours for<br>related<br>organizations<br>in Schedule<br>O) | (C)<br>Position<br>(do not check more than one<br>box, unless person is both an<br>officer and a director/trustee) |                    |                       |         |              | (D)<br>Reportable<br>compensation<br>from<br>the<br>organization<br>(W-2/1099-MISC) | (E)<br>Reportable<br>compensation from<br>related<br>organizations<br>(W-2/1099-MISC) | (F)<br>Estimated<br>amount of<br>other<br>compensation<br>from the<br>organization<br>and related<br>organizations |
|---|--|--|--------------------|-----------------------|---------|--------------|---|---|--|
|   |  | Former<br>or director  | Individual trustee | Institutional trustee | Officer | Key employee |   |   |  |
| (15) LAJAVA CHENAULT<br>BOARD MEMBER/VP OF NURSING SJHS   | 1  | ✓  |                    |                       |         |              | 0   | 154,474   | 26,774   |
| (16) LESLIE FANNIN<br>BOARD MEMBER  | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (17) M. CARY BLAYDES, M.D.<br>BOARD MEMBER  | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (18) MARTHA JONES<br>BOARD MEMBER   | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (19) MIKE MARNHOUT<br>BOARD MEMBER  | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (20) PATRICIA TAKACS<br>BOARD MEMBER  | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (21) PORTER PEEPLES<br>BOARD MEMBER   | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (22) ROBERT HEWETT<br>BOARD MEMBER  | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (23) ROBERT SALLEY<br>BOARD MEMBER  | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (24) TONY OTTAIANO<br>BOARD MEMBER  | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| (25) TRICIA SHACKELFORD<br>BOARD MEMBER   | 1  | ✓  |                    |                       |         |              | 0   | 0   | 0  |
| <b>1b Sub-total</b>   |  |  |                    |                       |         |              | 0   | 878,582   | 134,465  |
| <b>c Total from continuation sheets to Part VII, Section A</b>  |  |  |                    |                       |         |              | 0   | 0   | 0  |
| <b>d Total (add lines 1b and 1c)</b>  |  |  |                    |                       |         |              | 0   | 878,582   | 134,465  |
| <b>2</b> Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ► 0  |  |  |                    |                       |         |              |   |   |  |
| <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                                       |  |  |                    |                       |         |              | 3   |   | ✓  |
| <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 |  |  |                    |                       |         |              | 4   | ✓   |  |
| <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                       |  |  |                    |                       |         |              | 5   |   | ✓  |

## 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)<br>Name and business address  | (B)<br>Description of services | (C)<br>Compensation |
|---|--------------------------------|---------------------|
|   |                                |                     |
|   |                                |                     |
|   |                                |                     |
|   |                                |                     |
|   |                                |                     |
| <b>2</b> Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ► 0 |                                |                     |

## Part VIII | Statement of Revenue

|   |  | (A)<br>Total revenue | (B)<br>Related or<br>exempt<br>function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded from tax<br>under sections<br>512, 513, or 514 |          |
|---|--|----------------------|--|---|---|----------|
| Contributions, Gifts, Grants<br>and Other Similar Amounts                 | 1a Federated campaigns . . .   | 1a                   |  |   |   |          |
|   | b Membership dues . . .  | 1b                   |  |   |   |          |
|   | c Fundraising events . . .   | 1c 115,742           |  |   |   |          |
|   | d Related organizations . . .  | 1d 10,595            |  |   |   |          |
|   | e Government grants (contributions)  | 1e                   |  |   |   |          |
|   | f All other contributions, gifts, grants,<br>and similar amounts not included above  | 1f 992,485           |  |   |   |          |
|   | g Noncash contributions included in lines 1a-1f. \$  | 108,956              |  |   |   |          |
|   | <b>h Total. Add lines 1a-1f</b>  | ► 1,118,822          |  |   |   |          |
| Program Service Revenue   | Business Code  |                      |  |   |   |          |
|   | 2a   |                      | 0  |   |   |          |
|   | b  |                      | 0  |   |   |          |
|   | c  |                      | 0  |   |   |          |
|   | d  |                      | 0  |   |   |          |
|   | e  |                      | 0  |   |   |          |
|   | f All other program service revenue .  |                      | 0  | 0                                       | 0   |          |
|   | <b>g Total. Add lines 2a-2f</b>  | ► 0                  |  |   |   |          |
| Other Revenue   | 3 Investment income (including dividends, interest,<br>and other similar amounts) . . . . .  | ► 107,546            |  |   | 107,546   |          |
|   | 4 Income from investment of tax-exempt bond proceeds   | ► 0                  |  |   |   |          |
|   | 5 Royalties . . . . .  | ► 0                  |  |   |   |          |
|   | 6a Gross rents . . .   | (i) Real             | (ii) Personal                                      |   |   |          |
|   | b Less: rental expenses  |                      |  |   |   |          |
|   | c Rental income or (loss)  | 0                    | 0  |   |   |          |
|   | d Net rental income or (loss) . . . . .  | ► 0                  |  |   |   |          |
|   | 7a Gross amount from sales of<br>assets other than inventory . . . . .   | (i) Securities       | (ii) Other   |   |   |          |
|   | b Less: cost or other basis<br>and sales expenses . . . . .  | 258,852              |  |   |   |          |
|   | c Gain or (loss) . . . . .   | -258,852             | 0  | ► -258,852                              |   | -258,852 |
|   | d Net gain or (loss) . . . . .   | ► -258,852           |  |   |   |          |
|   | 8a Gross income from fundraising<br>events (not including \$ 115,742<br>of contributions reported on line 1c).<br>See Part IV, line 18 . . . . . | a 63,738             |  |   |   |          |
| b Less: direct expenses . . . . .   | b 82,293   |                      | ► -18,555  |   | -18,555   |          |
| c Net income or (loss) from fundraising events                            | ► 0  |                      |  |   |   |          |
| 9a Gross income from gaming activities.<br>See Part IV, line 19 . . . . . | a  |                      |  |   |   |          |
| b Less: direct expenses . . . . .   | b  |                      |  |   |   |          |
| c Net income or (loss) from gaming activities . . . . .                   | ► 0  |                      |  |   |   |          |
| 10a Gross sales of inventory, less<br>returns and allowances . . . . .    | a  |                      |  |   |   |          |
| b Less: cost of goods sold . . . . .                                      | b  |                      |  |   |   |          |
| c Net income or (loss) from sales of inventory . . . . .                  | ► 0  |                      |  |   |   |          |
| Miscellaneous Revenue   |  | Business Code        |  |   |   |          |
| 11a   |  |                      | 0  |   |   |          |
| b   |  |                      | 0  |   |   |          |
| c   |  |                      | 0  |   |   |          |
| d All other revenue . . . . .   |  | 0                    | 0  | 0                                       | 0   |          |
| e Total. Add lines 11a-11d . . . . .                                      | ► 0  |                      |  |   |   |          |
| <b>12 Total revenue.</b> See instructions.                                | ► 948,961  | 0                    | 0  | 0                                       | -169,861  |          |

**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

| <b>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</b> |  | <b>(A)</b><br>Total expenses | <b>(B)</b><br>Program service expenses | <b>(C)</b><br>Management and general expenses | <b>(D)</b><br>Fundraising expenses |
|---|--|------------------------------|--|---|------------------------------------|
| 1   | Grants and other assistance to governments and organizations in the United States. See Part IV, line 21  | 1,083,356                    | 1,083,356                              |   |                                    |
| 2   | Grants and other assistance to individuals in the United States. See Part IV, line 22  | 23,628                       | 23,628                                 |   |                                    |
| 3   | Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16   | 0                            |  |   |                                    |
| 4   | Benefits paid to or for members  | 0                            |  |   |                                    |
| 5   | Compensation of current officers, directors, trustees, and key employees   | 0                            |  |   |                                    |
| 6   | Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)  | 0                            |  |   |                                    |
| 7   | Other salaries and wages   | 0                            |  |   |                                    |
| 8   | Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)   | 0                            |  |   |                                    |
| 9   | Other employee benefits  | 0                            |  |   |                                    |
| 10  | Payroll taxes  | 0                            |  |   |                                    |
| 11  | Fees for services (non-employees):   |                              |  |   |                                    |
| a   | Management   | 0                            |  |   |                                    |
| b   | Legal  | 0                            |  |   |                                    |
| c   | Accounting   | 7,400                        |  | 7,400   |                                    |
| d   | Lobbying   | 0                            |  |   |                                    |
| e   | Professional fundraising services. See Part IV, line 17  | 0                            |  |   |                                    |
| f   | Investment management fees   | 10,875                       |  | 10,875  |                                    |
| g   | Other  | 520,563                      | 226,210                                | 3,349   | 291,004                            |
| 12  | Advertising and promotion  | 0                            |  |   |                                    |
| 13  | Office expenses  | 5,431                        |  | 1,758   | 3,673                              |
| 14  | Information technology   | 0                            |  |   |                                    |
| 15  | Royalties  | 0                            |  |   |                                    |
| 16  | Occupancy  | 9,732                        |  | 9,732   |                                    |
| 17  | Travel   | 13,184                       |  | 25  | 13,159                             |
| 18  | Payments of travel or entertainment expenses for any federal, state, or local public officials   | 0                            |  |   |                                    |
| 19  | Conferences, conventions, and meetings   | 0                            |  |   |                                    |
| 20  | Interest   | 0                            |  |   |                                    |
| 21  | Payments to affiliates   | 0                            |  |   |                                    |
| 22  | Depreciation, depletion, and amortization  | 1,210                        |  | 1,210   |                                    |
| 23  | Insurance  | 0                            |  |   |                                    |
| 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   | DUES & SUBSCRIPTIONS   | 2,839                        |  |   | 2,839                              |
| b   | REPAIRS AND MAINTENANCE  | 1,824                        |  | 1,302   | 522                                |
| c   | HOSPITAL ADMINISTRATIVE EXPENSES   | 7,811                        |  | 7,811   |                                    |
| d   |  | 0                            |  |   |                                    |
| e   | All other expenses   | 25,691                       | 0                                      | 8,080   | 17,611                             |
| 25  | <b>Total functional expenses.</b> Add lines 1 through 24e  | 1,713,544                    | 1,333,194                              | 51,542  | 328,808                            |
| 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) | 0                            |  |   |                                    |

## Part X Balance Sheet

|                             |   | (A)<br>Beginning of year |              | (B)<br>End of year |
|-----------------------------|---|--------------------------|--------------|--------------------|
| Assets                      | 1 Cash—non-interest-bearing   |                          | 1            |                    |
|                             | 2 Savings and temporary cash investments  | 3,729,618                | 2            | 2,045,485          |
|                             | 3 Pledges and grants receivable, net  | 1,936,912                | 3            | 1,751,932          |
|                             | 4 Accounts receivable, net  | 1,590                    | 4            |                    |
|                             | 5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L   |                          | 5            |                    |
|                             | 6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) |                          | 6            |                    |
|                             | 7 Notes and loans receivable, net   |                          | 7            |                    |
|                             | 8 Inventories for sale or use   |                          | 8            |                    |
|                             | 9 Prepaid expenses and deferred charges   |                          | 9            | 19,532             |
|                             | 10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D   | 10a<br>46,746            |              |                    |
|                             | b Less: accumulated depreciation  | 10b<br>42,873            | 5,083<br>10c | 3,873              |
|                             | 11 Investments—publicly traded securities   |                          | 0<br>11      | 1,464,740          |
|                             | 12 Investments—other securities. See Part IV, line 11   | 2,121,068                | 12           | 2,494,929          |
|                             | 13 Investments—program-related. See Part IV, line 11  |                          | 0<br>13      | 0                  |
|                             | 14 Intangible assets  |                          | 14           |                    |
|                             | 15 Other assets. See Part IV, line 11   |                          | 11,980<br>15 | 0                  |
|                             | 16 Total assets. Add lines 1 through 15 (must equal line 34)  | 7,806,251                | 16           | 7,780,491          |
| Liabilities                 | 17 Accounts payable and accrued expenses  | 28,984                   | 17           | 13,676             |
|                             | 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  | 46,465                   |              | 158,989            |
|                             | 26 Total liabilities. Add lines 17 through 25   | 75,449                   | 26           | 172,665            |
| Net Assets or Fund Balances | Organizations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.   |                          |              |                    |
|                             | 27 Unrestricted net assets  | 571,877                  | 27           | 467,809            |
|                             | 28 Temporarily restricted net assets  | 6,848,924                | 28           | 6,463,458          |
|                             | 29 Permanently restricted net assets  | 310,001                  | 29           | 676,559            |
|                             | Organizations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 30 through 34.  |                          |              |                    |
|                             | 30 Capital stock or trust principal, or current funds   |                          | 30           |                    |
|                             | 31 Paid-in or capital surplus, or land, building, or equipment fund   |                          | 31           |                    |
|                             | 32 Retained earnings, endowment, accumulated income, or other funds   |                          | 32           |                    |
|                             | 33 Total net assets or fund balances  | 7,730,802                | 33           | 7,607,826          |
|                             | 34 Total liabilities and net assets/fund balances   | 7,806,251                | 34           | 7,780,491          |

**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 | 948,961   |
| 2 | Total expenses (must equal Part IX, column (A), line 25) . . . . .   | 2 | 1,713,544 |
| 3 | Revenue less expenses. Subtract line 2 from line 1 . . . . .   | 3 | -764,583  |
| 4 | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) . . . . .                      | 4 | 7,730,802 |
| 5 | Other changes in net assets or fund balances (explain in Schedule O) . . . . .   | 5 | 641,607   |
| 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 | 7,607,826 |

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response to any question in this Part XII 

1 Accounting method used to prepare the Form 990:  Cash  Accrual  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? . . . . .

2b Were the organization's financial statements audited by an independent accountant? . . . . .

2c 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.

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:

Separate basis  Consolidated basis  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? . . . . .

3b 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

|    | Yes | No |
|----|-----|----|
| 2a |     | ✓  |
| 2b | ✓   |    |
| 2c | ✓   |    |
| 3a |     | ✓  |
| 3b |     |    |

## 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.

**2011**

Open to Public  
Inspection

Name of the organization

SAINT JOSEPH HOSPITAL FOUNDATION, INC

Employer identification number

61-1159649

### 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?

|          | Yes | No |
|----------|-----|----|
| 11g(i)   | ✓   |    |
| 11g(ii)  | ✓   |    |
| 11g(iii) | ✓   |    |

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

| (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) SAINT JOSEPH HEALTH SYSTEM, INC | 61-1334601 | 3   | ✓  |    | ✓   |    | ✓  |    | 1,055,837               |
| (B)                                 |            |   |  |    |   |    |  |    |                         |
| (C)                                 |            |   |  |    |   |    |  |    |                         |
| (D)                                 |            |   |  |    |   |    |  |    |                         |
| (E)                                 |            |   |  |    |   |    |  |    |                         |
| <b>Total</b>                        |            |   |  |    |   |    |  |    | 1,055,837               |

**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 |
|---|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .  |          |          |          |          |          |           |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .   |          |          |          |          |          |           |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .   |          |          |          |          |          |           |
| <b>4 Total.</b> Add lines 1 through 3 . . . . .   |          |          |          |          |          |           |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . . . . |          |          |          |          |          |           |
| <b>6 Public support.</b> Subtract line 5 from line 4.   |          |          |          |          |          |           |

**Section B. Total Support****Calendar year (or fiscal year beginning in) ►**

|   | (a) 2007 | (b) 2008 | (c) 2009 | (d) 2010 | (e) 2011  | (f) Total |
|---|----------|----------|----------|----------|-----------|-----------|
| 7 Amounts from line 4 . . . . .   |          |          |          |          |           |           |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .  |          |          |          |          |           |           |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .  |          |          |          |          |           |           |
| 10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .  |          |          |          |          |           |           |
| <b>11 Total support.</b> Add lines 7 through 10   |          |          |          |          |           |           |
| 12 Gross receipts from related activities, etc. (see instructions) . . . . .  |          |          |          |          | <b>12</b> |           |
| <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**

|  |           |   |
|--|-----------|---|
| 14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f)) . . . . .  | <b>14</b> | % |
| 15 Public support percentage from 2010 Schedule A, Part II, line 14 . . . . .  | <b>15</b> | % |
| <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 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) ►**

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

|    | (a) 2007 | (b) 2008 | (c) 2009 | (d) 2010 | (e) 2011 | (f) Total |
|----|----------|----------|----------|----------|----------|-----------|
| 1  |          |          |          |          |          |           |
| 2  |          |          |          |          |          |           |
| 3  |          |          |          |          |          |           |
| 4  |          |          |          |          |          |           |
| 5  |          |          |          |          |          |           |
| 6  |          |          |          |          |          |           |
| 7a |          |          |          |          |          |           |
| b  |          |          |          |          |          |           |
| c  |          |          |          |          |          |           |
| 8  |          |          |          |          |          |           |

**Section B. Total Support****Calendar year (or fiscal year beginning in) ►**

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

|     | (a) 2007 | (b) 2008 | (c) 2009 | (d) 2010 | (e) 2011 | (f) Total |
|-----|----------|----------|----------|----------|----------|-----------|
| 9   |          |          |          |          |          |           |
| 10a |          |          |          |          |          |           |
| b   |          |          |          |          |          |           |
| c   |          |          |          |          |          |           |
| 11  |          |          |          |          |          |           |
| 12  |          |          |          |          |          |           |
| 13  |          |          |          |          |          |           |
| 14  |          |          |          |          |          |           |

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

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

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

- 17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f)) . . . . . 17 %
- 18 Investment income percentage from 2010 Schedule A, Part III, line 17 . . . . . 18 %
- 19a **33 1/3% support tests—2011.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization . ►
- b **33 1/3% support tests—2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ►
- 20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ►

**SCHEDULE D**  
**(Form 990)**Department of the Treasury  
Internal Revenue Service**Supplemental Financial Statements**

OMB No. 1545-0047

**2011**Open to Public  
Inspection

Name of the organization

SAINT JOSEPH HOSPITAL FOUNDATION, INC.

Employer identification number

61-1159649

► 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.

**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.   |  |
| a Total number of conservation easements . . . . .  | Held at the End of the Tax Year  |
| b Total acreage restricted by conservation easements . . . . .  | 2a   |
| c Number of conservation easements on a certified historic structure included in (a) . . . . .  | 2b   |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register . . . . .  | 2c   |
| 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►   | 2d   |
| 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? . . . . .  | <input type="checkbox"/> Yes <input type="checkbox"/> 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)? . . . . .  | <input type="checkbox"/> Yes <input type="checkbox"/> 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):

|   |   |
|---|---|
| <b>a</b> <input type="checkbox"/> Public exhibition                   | <b>d</b> <input type="checkbox"/> Loan or exchange programs |
| <b>b</b> <input type="checkbox"/> Scholarly research                  | <b>e</b> <input type="checkbox"/> Other _____               |
| <b>c</b> <input type="checkbox"/> Preservation for future generations |   |

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

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

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

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

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

|           | Amount |
|-----------|--------|
| <b>1c</b> |        |
| <b>1d</b> |        |
| <b>1e</b> |        |
| <b>1f</b> |        |

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 |
|---|------------------|----------------|--------------------|----------------------|---------------------|
| <b>1a</b> Beginning of year balance                     | 2,918,493        | 2,556,017      | 4,172,353          | 5,103,212            |                     |
| <b>b</b> Contributions                                  | 389,058          |                |                    |                      |                     |
| <b>c</b> Net investment earnings, gains, and losses     | -3,725           | 362,476        | 490,019            | -930,859             |                     |
| <b>d</b> Grants or scholarships                         |                  |                |                    |                      |                     |
| <b>e</b> Other expenditures for facilities and programs |                  |                | 2,106,355          |                      |                     |
| <b>f</b> Administrative expenses                        |                  |                |                    |                      |                     |
| <b>g</b> End of year balance                            | 3,303,826        | 2,918,493      | 2,556,017          | 4,172,353            |                     |

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

a Board designated or quasi-endowment ► 3.89 %  
 b Permanent endowment ► 20.48 %  
 c Temporarily restricted endowment ► 75.63 %

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:

|               | Yes | No |
|---------------|-----|----|
| <b>3a(i)</b>  |     | ✓  |
| <b>3a(ii)</b> |     | ✓  |
| <b>3b</b>     |     |    |

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 |
|---------------------------------|-------------------------|--------------------------------------|---------------------------------|------------------------------|----------------|
| <b>1a</b> Land                  |                         |                                      |                                 |                              | 0              |
| <b>b</b> Buildings              |                         |                                      |                                 |                              | 0              |
| <b>c</b> Leasehold improvements |                         |                                      |                                 |                              | 0              |
| <b>d</b> Equipment              |                         |                                      | 46,746                          | 42,873                       | 3,873          |
| <b>e</b> Other                  |                         |                                      |                                 |                              | 0              |

**Total.** Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c.) ► 3,873

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

| (a) Description of security or category<br>(including name of security) | (b) Book value | (c) Method of valuation<br>Cost or end-of-year market value |
|---|----------------|---|
| (1) Financial derivatives   |                |   |
| (2) Closely-held equity interests                                       |                |   |
| (3) Other   |                |   |
| (A) BENEFICIAL INTEREST IN OUTSIDE TRUSTS                               | 2,476,912      | END OF YEAR MARKET VALUE                                    |
| (B) REAL ESTATE INVESTMENTS   | 18,017         | END OF YEAR MARKET VALUE                                    |
| (C)   |                |   |
| (D)   |                |   |
| (E)   |                |   |
| (F)   |                |   |
| (G)   |                |   |
| (H)   |                |   |
| (I)   |                |   |
| Total. (Column (b) must equal Form 990, Part X, col. (B) line 12) ►     | 2,494,929      |   |

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

| (a) Description of investment type                                  | (b) Book value | (c) Method of valuation<br>Cost or end-of-year market value |
|---|----------------|---|
| (1)   |                |   |
| (2)   |                |   |
| (3)   |                |   |
| (4)   |                |   |
| (5)   |                |   |
| (6)   |                |   |
| (7)   |                |   |
| (8)   |                |   |
| (9)   |                |   |
| (10)  |                |   |
| Total. (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)  |                |
| Total. (Column (b) must equal Form 990, Part X, col. (B) line 15) ► |                |

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

| (a) Description of liability  | (b) Book value |
|---|----------------|
| (1) Federal income taxes  |                |
| (2) PAYABLE TO SAINT JOSEPH HEALTH SYSTEM, INC                      | 124,097        |
| (3) GIFT ANNUITY PAYABLE  | 34,892         |
| (4)   |                |
| (5)   |                |
| (6)   |                |
| (7)   |                |
| (8)   |                |
| (9)   |                |
| (10)  |                |
| (11)  |                |
| Total. (Column (b) must equal Form 990, Part X, col. (B) line 25) ► | 158,989        |

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  | 948,961   |
| 2  | Total expenses (Form 990, Part IX, column (A), line 25)                                  | 2  | 1,713,544 |
| 3  | Excess or (deficit) for the year. Subtract line 2 from line 1                            | 3  | -764,583  |
| 4  | Net unrealized gains (losses) on investments   | 4  | 285,762   |
| 5  | Donated services and use of facilities   | 5  |           |
| 6  | Investment expenses  | 6  |           |
| 7  | Prior period adjustments   | 7  |           |
| 8  | Other (Describe in Part XIV.)  | 8  | 355,845   |
| 9  | Total adjustments (net). Add lines 4 through 8   | 9  | 641,607   |
| 10 | Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9 | 10 | -122,976  |

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

|   |   |    |           |
|---|---|----|-----------|
| 1 | Total revenue, gains, and other support per audited financial statements        | 1  | 1,672,861 |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12:             |    |           |
| a | Net unrealized gains on investments   | 2a | 285,762   |
| b | Donated services and use of facilities  | 2b |           |
| c | Recoveries of prior year grants   | 2c |           |
| d | Other (Describe in Part XIV.)   | 2d | 438,138   |
| e | Add lines 2a through 2d   | 2e | 723,900   |
| 3 | Subtract line 2e from line 1  | 3  | 948,961   |
| 4 | Amounts included on Form 990, Part VIII, line 12, but not on line 1:            |    |           |
| a | Investment expenses not included on Form 990, Part VIII, line 7b                | 4a |           |
| b | Other (Describe in Part XIV.)   | 4b | 0         |
| c | Add lines 4a and 4b   | 4c | 0         |
| 5 | Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.) | 5  | 948,961   |

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

|   |  |    |           |
|---|--|----|-----------|
| 1 | Total expenses and losses per audited financial statements                       | 1  | 1,795,837 |
| 2 | Amounts included on line 1 but not on Form 990, Part IX, line 25:                |    |           |
| a | Donated services and use of facilities   | 2a |           |
| b | Prior year adjustments   | 2b |           |
| c | Other losses   | 2c |           |
| d | Other (Describe in Part XIV.)  | 2d | 82,293    |
| e | Add lines 2a through 2d  | 2e | 82,293    |
| 3 | Subtract line 2e from line 1   | 3  | 1,713,544 |
| 4 | Amounts included on Form 990, Part IX, line 25, but not on line 1:               |    |           |
| a | Investment expenses not included on Form 990, Part VIII, line 7b                 | 4a |           |
| b | Other (Describe in Part XIV.)  | 4b | 0         |
| c | Add lines 4a and 4b  | 4c | 0         |
| 5 | Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.) | 5  | 1,713,544 |

**Part XIV Supplemental Information**

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

SEE NEXT PAGE

**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.

| Return Reference                                | Identifier   | Explanation  |                 |            |   |         |                            |        |
|---|--|--|-----------------|------------|---|---------|----------------------------|--------|
| SCHEDULE D,<br>PART V, LINE 4                   | INTENDED USES<br>OF ENDOWMENT<br>FUNDS   | <p>ENDOWMENT ASSETS INCLUDE THOSE ASSETS OF DONOR-RESTRICTED FUNDS THAT THE FOUNDATION MUST HOLD IN PERPETUITY AS WELL AS BOARD-DESIGNATED FUNDS. THE FOUNDATION HAS ADOPTED AN INVESTMENT POLICY FOR ITS ENDOWMENT ASSETS THAT ATTEMPTS TO GROW THE VALUE OF THE ENDOWMENT ASSETS. THE FOUNDATION'S BOARD APPOINTS A TREASURER WHO HAS THE RESPONSIBILITY OF MAKING RECOMMENDATIONS CONCERNING THE FOUNDATION'S INVESTMENT POLICIES.</p> <p>THE FOUNDATION'S PRIMARY INVESTMENT OBJECTIVES ARE TO INCREASE THE PURCHASING POWER OF THE VARIOUS ASSETS WHILE PRESERVING THEIR PRINCIPAL VALUE. THESE OBJECTIVES ARE TO BE ACHIEVED IN CONCERT WITH THE CATHOLIC HEALTH INITIATIVE'S SOCIAL RESPONSIBILITY POLICY TO ENSURE SUCH OBJECTIVES ARE ATTAINED, THE FOUNDATION HAS DETERMINED THAT THE PORTFOLIO COMPOSITION SHALL ADHERE TO THE GUIDELINES DESCRIBED BELOW DEPENDING ON FUND RESTRICTIONS</p> <p>UNRESTRICTED FUNDS: THESE FUNDS WILL BE PLACED IN AN INVESTMENT MIX PROVIDING THE HIGHEST TOTAL RETURN, WHICH MAY INCLUDE UP TO 70% EQUITIES. THE INVESTMENT GOALS ARE TO PRESERVE PRINCIPAL AND ACHIEVE LONG-TERM GROWTH.</p> <p>RESTRICTED FUNDS: THESE FUNDS WILL BE PLACED IN AN INVESTMENT MIX TO PROMOTE AN ADEQUATE RETURN ON THE FUNDS WHILE THE PRINCIPAL IS MAINTAINED IN ORDER TO MEET CERTAIN INCOME NEEDS THAT MAY BE ASSOCIATED WITH THE FUNDS THESE FUNDS MAY ALSO INCLUDE UP TO 70% EQUITIES.</p> <p>THE FOUNDATION'S INVESTMENT OBJECTIVES REALIZE THAT PRUDENT INVESTMENT MANAGEMENT IS A DUTY AND PORTFOLIO PERFORMANCE SHALL BE MONITORED BY THE BOARD ON A REGULAR BASIS</p> |                 |            |   |         |                            |        |
| SCHEDULE D,<br>PART X, LINE 2                   | FIN 48 (ASC 740)<br>FOOTNOTE   | <p>SAINT JOSEPH HOSPITAL FOUNDATION, INC IS A TAX-EXEMPT ORGANIZATION UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND, THEREFORE, HAS NO PROVISION FOR FEDERAL, STATE OR LOCAL INCOME TAXES. THE FOUNDATION RECOGNIZES UNCERTAIN TAX POSITIONS USING THE "MORE-LIKELY-THAN-NOT" APPROACH AS DEFINED IN THE ASC. NO LIABILITY FOR UNCERTAIN TAX POSITIONS HAS BEEN RECORDED IN THE ACCOMPANYING FINANCIAL STATEMENTS. THE FOUNDATION'S 2008-2011 TAX YEARS REMAIN OPEN AND SUBJECT TO EXAMINATION.</p> <p>IN ADDITION, SAINT JOSEPH HOSPITAL FOUNDATION, INC'S FINANCIAL INFORMATION IS INCLUDED IN THE CONSOLIDATED AUDITED FINANCIAL STATEMENTS OF CATHOLIC HEALTH INITIATIVES (CHI), A RELATED ORGANIZATION. CHI'S FIN 48 (ASC 740) FOOTNOTE FOR THE YEAR ENDED JUNE 30, 2012 READS AS FOLLOWS:</p> <p>"CHI IS A TAX-EXEMPT COLORADO CORPORATION AND HAS BEEN GRANTED AN EXEMPTION FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. CHI OWNS CERTAIN TAXABLE SUBSIDIARIES AND ENGAGES IN CERTAIN ACTIVITIES THAT ARE UNRELATED TO ITS EXEMPT PURPOSE AND THEREFORE SUBJECT TO INCOME TAX.</p> <p>MANAGEMENT REVIEWS ITS TAX POSITIONS ANNUALLY AND HAS DETERMINED THAT THERE ARE NO MATERIAL UNCERTAIN TAX POSITIONS THAT REQUIRE RECOGNITION IN THE ACCOMPANYING CONSOLIDATED FINANCIAL STATEMENTS."</p>  |                 |            |   |         |                            |        |
| SCHEDULE D,<br>PART XI, LINE 8                  | OTHER<br>CHANGES IN<br>NET ASSETS  | <table border="1"> <thead> <tr> <th>(a) Description</th> <th>(b) Amount</th> </tr> </thead> <tbody> <tr> <td>CHANGE IN BENEFICIAL INTEREST IN OUTSIDE TRUSTS</td> <td>355,845</td> </tr> </tbody> </table>   | (a) Description | (b) Amount | CHANGE IN BENEFICIAL INTEREST IN OUTSIDE TRUSTS | 355,845 |                            |        |
| (a) Description                                 | (b) Amount   |  |                 |            |   |         |                            |        |
| CHANGE IN BENEFICIAL INTEREST IN OUTSIDE TRUSTS | 355,845  |  |                 |            |   |         |                            |        |
| SCHEDULE D,<br>PART XII, LINE<br>2D             | OTHER<br>REVENUES IN<br>AUDITED<br>FINANCIAL<br>STATEMENTS<br>NOT IN FORM<br>990 | <table border="1"> <thead> <tr> <th>(a) Description</th> <th>(b) Amount</th> </tr> </thead> <tbody> <tr> <td>CHANGE IN BENEFICIAL INTEREST IN OUTSIDE TRUSTS</td> <td>355,845</td> </tr> <tr> <td>FUNDRAISING EVENT EXPENSES</td> <td>82,293</td> </tr> </tbody> </table>  | (a) Description | (b) Amount | CHANGE IN BENEFICIAL INTEREST IN OUTSIDE TRUSTS | 355,845 | FUNDRAISING EVENT EXPENSES | 82,293 |
| (a) Description                                 | (b) Amount   |  |                 |            |   |         |                            |        |
| CHANGE IN BENEFICIAL INTEREST IN OUTSIDE TRUSTS | 355,845  |  |                 |            |   |         |                            |        |
| FUNDRAISING EVENT EXPENSES                      | 82,293   |  |                 |            |   |         |                            |        |
| SCHEDULE D,<br>PART XIII, LINE<br>2D            | OTHER<br>EXPENSES IN<br>AUDITED<br>FINANCIAL<br>STATEMENTS<br>NOT IN FORM<br>990 | <table border="1"> <thead> <tr> <th>(a) Description</th> <th>(b) Amount</th> </tr> </thead> <tbody> <tr> <td>FUNDRAISING EVENT EXPENSES</td> <td>82,293</td> </tr> </tbody> </table>   | (a) Description | (b) Amount | FUNDRAISING EVENT EXPENSES                      | 82,293  |                            |        |
| (a) Description                                 | (b) Amount   |  |                 |            |   |         |                            |        |
| FUNDRAISING EVENT EXPENSES                      | 82,293   |  |                 |            |   |         |                            |        |

**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

SAINT JOSEPH HOSPITAL FOUNDATION, INC.

Employer identification number

61-1159649

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

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

|   |  |
|---|--|
| a <input type="checkbox"/> Mail solicitations               | e <input type="checkbox"/> Solicitation of non-government grants   |
| b <input type="checkbox"/> Internet and email solicitations | f <input type="checkbox"/> Solicitation of government grants   |
| c <input type="checkbox"/> Phone solicitations              | g <input type="checkbox"/> Special fundraising events  |
| d <input type="checkbox"/> In-person solicitations          |  |
| 2a  | Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? <input type="checkbox"/> Yes <input type="checkbox"/> 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 |
|---|---------------|--|----|-----------------------------------|--|---|
| 1   |               | Yes  | No |                                   |  |   |
| 2   |               |  |    |                                   |  |   |
| 3   |               |  |    |                                   |  |   |
| 4   |               |  |    |                                   |  |   |
| 5   |               |  |    |                                   |  |   |
| 6   |               |  |    |                                   |  |   |
| 7   |               |  |    |                                   |  |   |
| 8   |               |  |    |                                   |  |   |
| 9   |               |  |    |                                   |  |   |
| 10  |               |  |    |                                   |  |   |
| <b>Total</b>  |               |  |    | 0                                 | 0  | 0   |

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<br>GOLF<br>(event type) | (b) Event #2<br>STARS<br>(event type) | (c) Other events<br>1<br>(total number) | (d) Total events<br>(add col (a) through col (c)) |
|-----------------|--|--------------------------------------|---------------------------------------|---|---|
| Revenue         | 1 Gross receipts . . . . .   | 119,136                              | 59,044                                | 1,300                                   | 179,480   |
|                 | 2 Less: Charitable contributions . . . . .                                 | 87,242                               | 28,500                                |   | 115,742   |
|                 | 3 Gross income (line 1 minus line 2) . . . . .                             | 31,894                               | 30,544                                | 1,300                                   | 63,738  |
| Direct Expenses | 4 Cash prizes . . . . .  |                                      |                                       |   | 0   |
|                 | 5 Noncash prizes . . . . .   |                                      |                                       |   | 0   |
|                 | 6 Rent/facility costs . . . . .  |                                      |                                       |   | 0   |
|                 | 7 Food and beverages . . . . .   |                                      |                                       |   | 0   |
|                 | 8 Entertainment . . . . .  |                                      |                                       |   | 0   |
|                 | 9 Other direct expenses . . . . .  | 46,213                               | 35,080                                | 1,000                                   | 82,293  |
|                 | 10 Direct expense summary. Add lines 4 through 9 in column (d) . . . . . ► |                                      |                                       |   | ( 82,293 )  |
|                 | 11 Net income summary. Combine line 3, column (d), and line 10 . . . . . ► |                                      |                                       |   | -18,555   |

**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 _____ %<br><input type="checkbox"/> No _____ | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No _____ | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No _____ |  |
|                 | 7 Direct expense summary. Add lines 2 through 5 in column (d) . . . . . ►     |   |   |   | ( )  |
|                 | 8 Net gaming income summary. Combine 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? . . . . .  Yes  No  
b If "No," explain: \_\_\_\_\_

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

b If "Yes," explain: \_\_\_\_\_

11 Does the organization operate gaming activities with nonmembers?  Yes  No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?  Yes  No

13 Indicate the percentage of gaming activity operated in:

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

14 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).

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**SCHEDULE I**  
**(Form 990)**Department of the Treasury  
Internal Revenue Service  
Name of the organization**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.

SAINT JOSEPH HOSPITAL FOUNDATION, INC.

**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) SAINT JOSEPH HEALTH SYSTEM<br>424 LEWIS HARGETT CIRCLE, SUITE 160 LEXINGTON KY 40503 | 61-1334601 | 501(C)(3)                     | 1,055,837                |                                   |   |  | SUPPORT                            |
| (2) UNITED WAY<br>PO BOX 13818, LEXINGTON, KY 40583                                      | 91-0444679 | 501(C)(3)                     | 16,319                   |                                   |   |  | EMPLOYEE CONTRIBUTIONS             |
| (3) MENDED HEARTS<br>PO BOX 23683, LEXINGTON, KY 40523                                   | 61-1072896 | 501(C)(3)                     | 6,000                    |                                   |   |  | SUPPORT                            |
| (4) FISHHOOK INTERNATIONAL<br>PO BOX 910691, LEXINGTON, KY 40591                         | 61-0620425 | 501(C)(3)                     | 5,200                    |                                   |   |  | SUPPORT                            |
| (5)  |            |                               |                          |                                   |   |  |                                    |
| (6)  |            |                               |                          |                                   |   |  |                                    |
| (7)  |            |                               |                          |                                   |   |  |                                    |
| (8)  |            |                               |                          |                                   |   |  |                                    |
| (9)  |            |                               |                          |                                   |   |  |                                    |
| (10)   |            |                               |                          |                                   |   |  |                                    |
| (11)   |            |                               |                          |                                   |   |  |                                    |
| (12)   |            |                               |                          |                                   |   |  |                                    |

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.

► 4  
0

Cat. No. 50056P

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 |
|--|--------------------------|--------------------------|-----------------------------------|---|--|
| <b>1 EMPLOYEE FINANCIAL ASSISTANCE</b> | 119                      | 23,528                   | 0                                 | N/A   | N/A                                    |
| <b>2 PATIENT FINANCIAL ASSISTANCE</b>  | 1,424                    | 100                      | 0                                 | N/A   | N/A                                    |
| 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.

SEE NEXT PAGE

**Part IV**

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

| Return Reference              | Identifier   | Explanation  |
|-------------------------------|--|--|
| SCHEDULE I,<br>PART I, LINE 2 | PROCEDURES<br>FOR<br>MONITORING<br>USE OF GRANT<br>FUNDS | GRANTS INCLUDED IN PART II ARE TO COMPANIES AND COMMUNITY ORGANIZATIONS WHO ENGAGE IN ACTIVITIES THAT BENEFIT THE COMMUNITY AT LARGE. NO CONSIDERATION IS RECEIVED IN EXCHANGE FOR THESE CONTRIBUTIONS, AS THEY ARE CONSIDERED TO BE A GIFT TO BE USED BY THE RECIPIENT IN ACCORDANCE WITH THEIR CHARITABLE PURPOSE AND AS SUCH, USE OF THE FUNDS GIVEN TO THE GRANTEE IS NOT MONITORED BEYOND THE DISTRIBUTION.<br><br>THERE IS NO MONITORING OF GRANTS GIVEN TO INDIVIDUALS. INDIVIDUALS' NEEDS ARE EVALUATED BEFORE THE GRANT IS GIVEN TO ENSURE THEY ARE AN ELIGIBLE RECIPIENT |

**SCHEDULE J**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**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

Name of the organization

SAINT JOSEPH HOSPITAL FOUNDATION, INC

Employer identification number

61-1159649

**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 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) |

Yes

No

**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?

**1b**

**2**

**3** Indicate which, if any, of the following the filing organization used 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 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.

**4a** ✓

**4b** ✓

**4c** ✓

**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.

**5a** ✓

**5b** ✓

**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.

**6a** ✓

**6b** ✓

**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

**7**

**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

**8**

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

**9**

**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 |  |                         |                                 |   |
| BARRY STUMBO      | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 1 KENTHAYNES      | (i) 142,778  | (ii) 4,279                          | (iii) 287                           | (C) 13,566                                     | (D) 7,331               | (E) 168,241                     | (F) 0   |
| 2 LAJAVA CRENAULT | (i) 413,028  | (ii) 88,414                         | (iii) 22,265                        | (C) 59,925                                     | (D) 22,104              | (E) 605,736                     | (F) 0   |
| 3                 | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 4                 | (i) 149,443  | (ii) 4,481                          | (iii) 550                           | (C) 19,079                                     | (D) 7,695               | (E) 181,248                     | (F) 0   |
| 5                 | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 6                 | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 7                 | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 8                 | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 9                 | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 10                | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 11                | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 12                | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 13                | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 14                | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 15                | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |
| 16                | (i) 0  | (ii) 0                              | (iii) 0                             | (C) 0  | (D) 0                   | (E) 0                           | (F) 0   |

**Part III**

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

| Return Reference               | Identifier   | Explanation   |
|--------------------------------|--|---|
| SCHEDULE J,<br>PART I, LINE 3  | ARRANGEMENT<br>USED TO<br>ESTABLISH THE<br>TOP<br>MANAGEMENT<br>OFFICIAL'S<br>COMPENSATION | COMPENSATION FOR THE PRESIDENT OF SAINT JOSEPH HOSPITAL FOUNDATION, INC. WAS ESTABLISHED AND PAID BY SAINT JOSEPH HEALTH SYSTEM, INC. (SJHS), A RELATED ORGANIZATION. SJHS USED THE FOLLOWING TO ESTABLISH THE TOP MANAGEMENT OFFICIAL'S COMPENSATION:<br><br>1) COMPENSATION COMMITTEE, 2) INDEPENDENT COMPENSATION CONSULTANT, 3) WRITTEN EMPLOYMENT CONTRACTS; 4) COMPENSATION SURVEY OR STUDY, AND 5) APPROVAL BY THE BOARD OR COMPENSATION COMMITTEE   |
| SCHEDULE J,<br>PART I, LINE 4A | POST<br>TERMINATION<br>PAYMENTS  | POST-TERMINATION PAYMENTS ARE ADDRESSED IN EXECUTIVE EMPLOYMENT AGREEMENTS FOR CATHOLIC HEALTH INITIATIVES ("CHI") AND RELATED ORGANIZATIONS' EMPLOYEES AT THE LEVEL OF VICE PRESIDENT AND ABOVE, INCLUDING THE MBO CEOs. THESE EMPLOYMENT AGREEMENTS REQUIRE THAT IN ORDER FOR THE EXECUTIVE TO RECEIVE POST-TERMINATION PAYMENTS, THESE INDIVIDUALS MUST EXECUTE A GENERAL RELEASE AND SETTLEMENT AGREEMENT. POST-TERMINATION PAYMENT ARRANGEMENTS ARE PERIODICALLY REVIEWED FOR OVERALL REASONABLENESS IN LIGHT OF THE EXECUTIVE'S OVERALL COMPENSATION PACKAGE. |
| SCHEDULE J,<br>PART I, LINE 4B | SUPPLEMENTAL<br>NONQUALIFIED<br>RETIREMENT<br>PLAN   | DURING THE 2011 CALENDAR YEAR, CATHOLIC HEALTH INITIATIVES ("CHI"), A RELATED ORGANIZATION, MAINTAINED A SUPPLEMENTAL NON-QUALIFIED DEFERRED COMPENSATION PLAN FOR MBO CEOs AND OTHER CHI EMPLOYEES AT THE LEVEL OF SENIOR VICE PRESIDENT AND ABOVE. THE FOLLOWING REPORTABLE INDIVIDUALS WERE ELIGIBLE TO PARTICIPATE IN THAT PLAN:<br><br>KEN HAYNES<br><br>DURING 2011, THE FOLLOWING CONTRIBUTIONS WERE MADE BY CHI TO THE DEFERRED COMPENSATION PLAN<br>KEN HAYNES - \$37,427  |

**SCHEDULE M**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**Noncash Contributions**

OMB No. 1545-0047

**2011**

Open To Public  
Inspection

Name of the organization

SAINT JOSEPH HOSPITAL FOUNDATION, INC.

Employer identification number

61-1159649

**Part I Types of Property**

|  | (a)<br>Check if<br>applicable | (b)<br>Number of contributions or<br>items contributed | (c)<br>Noncash contribution<br>amounts reported on<br>Form 990, Part VIII, line 1g | (d)<br>Method of determining<br>noncash contribution amounts |
|--|-------------------------------|--|--|--|
| 1 Art—Works of art . . . . .   |                               |  |  |  |
| 2 Art—Historical treasures . . . . .   |                               |  |  |  |
| 3 Art—Fractional interests . . . . .   |                               |  |  |  |
| 4 Books and publications . . . . .   |                               |  |  |  |
| 5 Clothing and household<br>goods . . . . .  | ✓                             |  | 1,000  | REPLACEMENT COST   |
| 6 Cars and other vehicles . . . . .  |                               |  |  |  |
| 7 Boats and planes . . . . .   |                               |  |  |  |
| 8 Intellectual property . . . . .  |                               |  |  |  |
| 9 Securities—Publicly traded . . . . .   | ✓                             | 3  | 100,179  | SELLING COST   |
| 10 Securities—Closely held stock . . . . .   |                               |  |  |  |
| 11 Securities—Partnership, LLC,<br>or trust interests . . . . .  |                               |  |  |  |
| 12 Securities—Miscellaneous . . . . .  |                               |  |  |  |
| 13 Qualified conservation<br>contribution—Historic<br>structures . . . . .   |                               |  |  |  |
| 14 Qualified conservation<br>contribution—Other . . . . .  |                               |  |  |  |
| 15 Real estate—Residential . . . . .   |                               |  |  |  |
| 16 Real estate—Commercial . . . . .  |                               |  |  |  |
| 17 Real estate—Other . . . . .   |                               |  |  |  |
| 18 Collectibles . . . . .  |                               |  |  |  |
| 19 Food inventory . . . . .  |                               |  |  |  |
| 20 Drugs and medical supplies . . . . .  |                               |  |  |  |
| 21 Taxidermy . . . . .   |                               |  |  |  |
| 22 Historical artifacts . . . . .  |                               |  |  |  |
| 23 Scientific specimens . . . . .  |                               |  |  |  |
| 24 Archeological artifacts . . . . .   |                               |  |  |  |
| 25 Other ► ( ITEMS DONATED FOR STARS EVENT )   | ✓                             | 7  | 1,740  | COST   |
| 26 Other ► ( ITEMS DONATED FOR GOLF TOURNAMENT )   | ✓                             | 22   | 5,926  | COST   |
| 27 Other ► ( TICKETS AND SUPPLIES )  | ✓                             | 2  | 111  | COST   |
| 28 Other ► ( )   |                               |  |  |  |
| 29 Number of Forms 8283 received by the organization during the tax year for contributions for<br>which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . . . |                               |  | 29   | 0  |

|     |   | Yes | No |
|-----|---|-----|----|
| 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.   |     |    |

**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

OMB No 1545-0047

**2011**

Open to Public  
 Inspection

Name of the Organization  
**SAINT JOSEPH HOSPITAL FOUNDATION, INC.**

Employer Identification Number  
**61-1159649**

| Return Reference                      | Identifier   | Explanation   |
|---------------------------------------|--|---|
| FORM 990, PART III, LINE 4A           | PROGRAM SERVICE ACCOMPLISHMENTS                            | <p>SAINT JOSEPH HOSPITAL FOUNDATION WAS INCORPORATED AS A 501(C)(3), TAX-EXEMPT, CHARITABLE FOUNDATION IN 1989 TO RAISE AND ADMINISTER FUNDS IN SUPPORT OF THE CORE VALUES AND STRATEGIC PLAN OF SAINT JOSEPH HOSPITAL, SAINT JOSEPH EAST AND SAINT JOSEPH JESSAMINE. SAINT JOSEPH HOSPITAL FOUNDATION IS GOVERNED BY A BOARD OF DIRECTORS WHICH IS COMPRISED OF INDIVIDUALS WITHIN THE COMMUNITY AND ONE BOARD MEMBER FROM THE PARENT ORGANIZATION, SAINT JOSEPH HEALTH SYSTEM. SAINT JOSEPH HOSPITAL FOUNDATION PROVIDES SUPPORT FOR SEVERAL OUTREACH PROGRAMS AND SERVICES INCLUDING THE APPALACHIAN OUTREACH PROGRAM, EMPLOYEE ASSISTANCE FUND, NURSING AND ALLIED HEALTH SCHOLARSHIPS, PATIENT AND FAMILY ASSISTANCE FUND, THE SAINT JOSEPH FREE HEALTH CLINIC AND THE EASTERN KENTUCKY MOBILE. IN LATE 2007, THE SAINT JOSEPH HOSPITAL FOUNDATION BEGAN PROVIDING MANAGEMENT AND ADMINISTRATIVE SUPPORT FOR SAINT JOSEPH MOUNT STERLING FOUNDATION AND SAINT JOSEPH BEREA HOSPITAL FOUNDATION IN 2009, SAINT JOSEPH HOSPITAL FOUNDATION ALSO BEGAN ASSISTING SAINT JOSEPH LONDON FOUNDATION AND FLAGET MEMORIAL HOSPITAL FOUNDATION IN CREATING A STRATEGIC PLAN AND ORGANIZATION</p> <p>SAINT JOSEPH HOSPITAL FOUNDATION'S CURRENT 4-MEMBER STAFF AND 23-MEMBER BOARD OF DIRECTORS RAISE FUNDS THROUGH SPECIAL EVENTS, ANNUAL GIVING, MAJOR GIFTS, PLANNED GIVING, CORPORATE/FOUNDATION GRANTS TO HELP FUND THE PROGRAMS AND OUTREACH SERVICES OF SAINT JOSEPH HOSPITAL, SAINT JOSEPH EAST AND SAINT JOSEPH JESSAMINE. IN FY 2012, THE SAINT JOSEPH HOSPITAL FOUNDATION RAISED OVER \$1.18 MILLION. FOR THE SAME TIME FRAME, THE FOUNDATION PROVIDED OVER \$1.33 MILLION IN PROGRAM SUPPORT.</p> |
| FORM 990, PART VI, SECTION A, LINE 1A | DELEGATE BROAD AUTHORITY TO A COMMITTEE                    | <p>THE EXECUTIVE COMMITTEE SHALL CONSIST OF ONLY DIRECTORS OF THE CORPORATION AND SHALL BE COMPOSED OF THE CHAIRPERSON OF THE BOARD, THE VICE CHAIRPERSON OF THE BOARD, THE TREASURER OF THE BOARD, THE SECRETARY OF THE BOARD, AND THE PRESIDENT AND CHIEF EXECUTIVE OFFICER, WHO SHALL SERVE AS EX OFFICIO VOTING MEMBERS OF THE EXECUTIVE COMMITTEE. EACH INDIVIDUAL APPOINTED TO THE EXECUTIVE COMMITTEE SHALL SERVE FOR A TERM OF ONE YEAR OR UNTIL HIS OR HER SUCCESSOR IS DULY APPOINTED BY THE BOARD OF DIRECTORS. ANY VACANCY OF AN APPOINTED EXECUTIVE COMMITTEE MEMBERSHIP MAY BE FILLED FOR THE UNEXPIRED PORTION OF THE TERM IN THE MANNER THAT THE ORIGINAL COMMITTEE MEMBER WAS APPOINTED EXCEPT AS PROVIDED BY LAW, THE EXECUTIVE COMMITTEE SHALL HAVE AND MAY EXERCISE SUCH POWERS AS MAY BE DELEGATED TO IT BY THE BOARD OF DIRECTORS. ALL ACTIONS TAKEN BY THE EXECUTIVE COMMITTEE SHALL BE PROMPTLY REPORTED TO THE BOARD OF DIRECTORS AT THE NEXT REGULAR OR ANNUAL MEETING OF THE BOARD OF DIRECTORS. THE EXECUTIVE COMMITTEE SHALL MEET AT SUCH TIMES AS SHALL BE DETERMINED BY THE CHAIRPERSON. THE EXECUTIVE COMMITTEE SHALL KEEP REGULAR MINUTES OF ITS PROCEEDINGS AND REPORT THE SAME TO THE BOARD OF DIRECTORS AT EACH REGULAR MEETING OF THE BOARD.</p>   |
| FORM 990, PART VI, SECTION A, LINE 6  | CLASSES OF MEMBERS OR STOCKHOLDERS                         | <p>ACCORDING TO THE BYLAWS OF ST. JOSEPH HOSPITAL FOUNDATION, INC., THE ENTITY'S SOLE MEMBER IS SAINT JOSEPH HEALTH SYSTEM, INC., A KENTUCKY NONPROFIT CORPORATION</p>  |
| FORM 990, PART VI, SECTION A, LINE 7A | MEMBERS OR STOCKHOLDERS ELECTING MEMBERS OF GOVERNING BODY | <p>PURSUANT TO SECTION 6.4 OF THE ORGANIZATION'S BYLAWS, DIRECTORS OF THE CORPORATION SHALL BE APPOINTED BY THE CORPORATE MEMBER NO LATER THAN JUNE 30 OF EACH YEAR. PRIOR TO EACH ANNUAL MEETING OF THE CORPORATE MEMBER, OR SUCH OTHER MEETING CALLED FOR THE PURPOSE OF APPOINTING DIRECTORS OF THE CORPORATION, THE NOMINATING COMMITTEE SHALL SELECT AND SUBMIT TO THE BOARD OF DIRECTORS A SLATE OF NOMINEES QUALIFIED TO SERVE ON THE BOARD OF DIRECTORS OF THE CORPORATION. THE BOARD OF DIRECTORS SHALL REVIEW THE NAMES AND QUALIFICATIONS OF EACH INDIVIDUAL ON THE RECOMMENDED SLATE AND SHALL VOTE TO ACCEPT OR REFUSE EACH NOMINEE. THE NAMES AND QUALIFICATIONS OF EACH INDIVIDUAL ACCEPTED BY THE BOARD OF DIRECTORS SHALL THEN BE SUBMITTED TO THE CORPORATE MEMBER, WHO SHALL THEN APPOINT OR REFUSE EACH NOMINEE IN ACCORDANCE WITH THE CORPORATE MEMBER'S BYLAWS AND WITH THE ENDORSEMENT OF THE EXECUTIVE VICE PRESIDENT AND CHIEF OPERATING OFFICER OR OTHER DESIGNEE. NOTWITHSTANDING ANYTHING IN THESE BYLAWS TO THE CONTRARY, THE CORPORATE MEMBER MAY UNILATERALLY APPOINT ONE OR MORE INDIVIDUALS TO THE BOARD OF DIRECTORS SHOULD THE BOARD FAIL TO FURNISH THE CORPORATE MEMBER WITH A LIST OF INDIVIDUALS QUALIFIED TO SERVE ON THE BOARD OF DIRECTORS OF THE CORPORATION IN ACCORDANCE WITH THIS SECTION.</p>  |
| FORM 990, PART VI, SECTION A, LINE 7B | DECISIONS REQUIRING APPROVAL BY MEMBERS OR STOCKHOLDERS    | <p>PURSUANT TO SECTION 5.4 OF THE ORGANIZATION'S BYLAWS, BOTH SAINT JOSEPH HEALTH SYSTEM, INC. ("SJHS"), KENTUCKYONE HEALTH, INC (SJHS' SOLE CORPORATE MEMBER), AND CATHOLIC HEALTH INITIATIVES ("CHI") (KENTUCKYONE HEALTH, INC.'S CONTROLLING CORPORATE MEMBER) HAVE RESERVED POWERS AS OUTLINED IN THE CHI GOVERNANCE MATRIX</p> <p>PURSUANT TO THE GOVERNANCE MATRIX, THE FOLLOWING RIGHTS ARE HELD BY THE SJHS BOARD</p>   |

| Return Reference                       | Identifier  | Explanation  |
|--|---|--|
|  |   | <ul style="list-style-type: none"> <li>APPROVE MEMBERS OF THE SJHF BOARD</li> <li>AMENDMENT OF THE CORPORATE DOCUMENTS OF SJHF</li> <li>APPROVE REMOVAL OF A MEMBER OF THE GOVERNING BODY OF SJHF</li> <li>ADOPTION OF LONG RANGE AND STRATEGIC PLANS FOR SJHF</li> </ul> <p>THE FOLLOWING RIGHTS ARE RESERVED TO THE CHI BOARD DIRECTLY OR THROUGH POWERS DELEGATED TO THE CHI CHIEF EXECUTIVE OFFICER:</p> <ul style="list-style-type: none"> <li>• SUBSTANTIAL CHANGE IN THE MISSION OR PHILOSOPHY OF SJHF</li> <li>• REMOVAL OF A MEMBER OF THE GOVERNING BODY OF SJHF</li> <li>• APPROVAL OF ISSUANCE OF DEBT BY SJHF</li> <li>• APPROVAL OF PARTICIPATION OF SJHF IN A JOINT VENTURE</li> <li>• APPROVAL OF FORMATION OF A NEW CORPORATION BY SJHF</li> <li>• APPROVAL OF A MERGER INVOLVING SJHF</li> <li>• APPROVAL OF THE SALE OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF SJHF</li> <li>• TO REQUIRE THE TRANSFER OF ASSETS BY SJHF TO CHI TO ACCOMPLISH CHI'S GOALS AND OBJECTIVES, AND TO SATISFY CHI DEBTS.</li> </ul> <p>IN ADDITION, PURSUANT TO SECTION 5.5.2 OF THE ORGANIZATION'S BYLAWS, SJHS, KENTUCKYONE HEALTH, INC., OR CHI MAY, IN EXERCISE OF ITS APPROVAL POWERS, GRANT OR WITHHOLD APPROVAL IN WHOLE OR IN PART, OR MAY, IN ITS COMPLETE DISCRETION, AFTER CONSULTATION WITH THE BOARD AND THE PRESIDENT AND CHIEF EXECUTIVE OFFICER OF THE ORGANIZATION, RECOMMEND SUCH OTHER OR DIFFERENT ACTIONS AS IT DEEMS APPROPRIATE.</p> |
| FORM 990, PART VI, SECTION B, LINE 11B | REVIEW OF FORM 990 BY GOVERNING BODY  | ONCE THE RETURN IS PREPARED, THE RETURN IS REVIEWED BY THE PRESIDENT/CEO. THE PRESIDENT/CEO PRESENTS THE RETURN TO SAINT JOSEPH HOSPITAL FOUNDATION'S BOARD AT A BOARD MEETING. SUBSEQUENT TO PRESENTATION TO THE BOARD THE TAX DEPARTMENT FILES THE RETURN WITH THE APPROPRIATE FEDERAL AND STATE AGENCIES, MAKING ANY NON-SUBSTANTIVE CHANGES NECESSARY TO EFFECT E-FILING ANY SUCH CHANGES ARE NOT RE-SUBMITTED TO THE BOARD.   |
| FORM 990, PART VI, SECTION B, LINE 12C | CONFLICT OF INTEREST POLICY   | THE CONFLICT OF INTEREST POLICY COVERS ALL DIRECTORS, OFFICERS, AND AFFILIATES OF THE CORPORATION. A CONFLICT EXISTS WHEN THE ACTION OF AN INDIVIDUAL, ON BEHALF OF THE CORPORATION, INVOLVES OBTAINING A DIRECT OR INDIRECT PERSONAL GAIN OR CREATING AN ADVERSE OR POTENTIALLY ADVERSE EFFECT ON THE CORPORATION'S INTERESTS. EACH DIRECTOR MUST REPORT TO THE BOARD CHAIR SITUATIONS THAT MAY CREATE A CONFLICT OF INTEREST WHEN HE OR SHE BECOMES AWARE OF SUCH SITUATIONS. IN THE CASE OF AN OFFICER, DISCLOSURE MUST BE MADE TO THE CORPORATION'S CEO WHO WILL REPORT SUCH DISCLOSURE TO THE BOARD CHAIR. A WRITTEN RECORD OF THE DISCLOSURE WILL BE MADE. IN ADDITION TO THE ONGOING DISCLOSURE OBLIGATION, THE CORPORATION'S CHIEF EXECUTIVE OFFICER SHALL ANNUALLY SEND TO ALL DIRECTORS AND OFFICERS A COPY OF THIS POLICY AND THE CONFLICT OF INTEREST DISCLOSURE STATEMENT. THE STATEMENTS MUST BE COMPLETED, SIGNED, AND REVIEWED BY THE CHIEF EXECUTIVE OFFICER AND BOARD CHAIR.   |
| FORM 990, PART VI, LINE 14             | DOCUMENT RETENTION AND DESTRUCTION POLICY   | THE DOCUMENT RETENTION AND DESTRUCTION POLICY IS MORE OF AN OPERATIONAL POLICY. THESE TYPES OF POLICIES USUALLY DO NOT GO TO THE BOARD OF DIRECTORS (BOD) THIS HAS NOT BEEN APPROVED BY THE BOD  |
| FORM 990, PART VI, LINE 15A            | PROCESS USED TO ESTABLISH COMPENSATION OF TOP MANAGEMENT OFFICIAL                                 | SAINT JOSEPH HOSPITAL FOUNDATION'S PRESIDENT AND CEO IS COMPENSATED BY SAINT JOSEPH HEALTH SYSTEM, INC (SJHS), A RELATED NON-PROFIT ORGANIZATION. SJHS' EXECUTIVE LEADERSHIP COMPENSATION IS REVIEWED BY THE EXECUTIVE COMMITTEE TO THE BOARD. AN OUTSIDE CONSULTANT PROVIDED COMPARATIVE DATA BASED ON BASE COMPENSATION, TOTAL COMPENSATION, AND EXECUTIVE BENEFITS  |
| FORM 990, PART VI, LINE 15B            | PROCESS USED TO ESTABLISH COMPENSATION OF OTHER OFFICERS/KEY EMPLOYEES                            | DURING THE TAX YEAR ENDED 6/30/12, NO OTHER OFFICERS, DIRECTORS OR TRUSTEES RECEIVED COMPENSATION FROM THE ORGANIZATION. ANY EXECUTIVE COMPENSATION PAID TO OFFICERS, DIRECTORS OR TRUSTEES BY RELATED ORGANIZATIONS WAS SET BY THE RELATED ORGANIZATION'S COMPENSATION COMMITTEE UTILIZING BOTH AN INDEPENDENT CONSULTANT AND COMPARABILITY STUDIES TO DETERMINE COMPENSATION. THEREFORE, THESE QUESTIONS ARE MORE APPROPRIATELY ANSWERED "N/A," BUT HAVE BEEN ANSWERED "NO" IN ACCORDANCE WITH THE FORM 990 INSTRUCTIONS.  |
| FORM 990, PART VI, SECTION C, LINE 19  | GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC | THE ORGANIZATION'S FINANCIAL STATEMENTS ARE INCLUDED IN CATHOLIC HEALTH INITIATIVES' CONSOLIDATED AUDITED FINANCIAL STATEMENTS THAT ARE AVAILABLE AT <a href="http://WWW.CATHOLICHEALTHINITIATIVES.ORG">WWW.CATHOLICHEALTHINITIATIVES.ORG</a> OR AT <a href="http://WWW.DACBOND.ORG">WWW.DACBOND.ORG</a> . THE ORGANIZATION'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY ARE AVAILABLE UPON REQUEST FROM THE ADMINISTRATION DEPARTMENT. IN ADDITION, THE ORGANIZATION'S ARTICLES OF INCORPORATION ARE AVAILABLE FROM THE SECRETARY OF STATE   |
| FORM 990, PART VII, SECTION A, LINE 1A | ESTIMATE OF HOURS DEVOTED TO RELATED ORGANIZATIONS  | COMPENSATION REPORTED ON FORM 990, PART VII WAS PAID TO THESE INDIVIDUALS BY RELATED ORGANIZATIONS IN EXCHANGE FOR THE FULFILLMENT OF THEIR DUTIES AS FULL-TIME, 60 HOUR-PER-WEEK EMPLOYEES.   |
| FORM 990, PART VIII, LINE 8A           | SPECIAL EVENTS AND ACTIVITIES   | <p>SAINT JOSEPH HOSPITAL FOUNDATION HOSTS AN ANNUAL STARS EVENT AND GOLF TOURNAMENT. PROCEEDS FROM THESE EVENTS WILL GO TOWARDS SUPPORTING SAINT JOSEPH HOSPITAL, SAINT JOSEPH EAST, AND SAINT JOSEPH JESSAMINE.</p> <p>TOTAL INCOME EARNED FROM THESE EVENTS DURING THE CURRENT YEAR WAS \$98,298 COMPUTED AS FOLLOWS:</p> <p>GROSS RECEIPTS \$180,591 (INCLUDES CONTRIBUTIONS OF \$115,742)<br/>     DIRECT EXPENSES \$82,293<br/>     TOTAL NET INCOME \$98,298</p>   |

| Return Reference          | Identifier                                   | Explanation                                     |            |
|---------------------------|--|---|------------|
|                           |  | (a) Description                                 | (b) Amount |
| FORM 990, PART XI, LINE 5 | OTHER CHANGES IN NET ASSETS OR FUND BALANCES | NET UNREALIZED GAINS (LOSSES) ON INVESTMENTS    | 285,762    |
|                           |  | CHANGE IN BENEFICIAL INTEREST OF OUTSIDE TRUSTS | 355,845    |

**SCHEDULE R**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Name of the organization

SAINT JOSEPH HOSPITAL FOUNDATION, INC

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Employer identification number

61-1159649

**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.

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

|     | (a)<br>Name, address, and EIN of disregarded entity | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Total income | (e)<br>End-of-year assets | (f)<br>Direct controlling entity |
|-----|---|-------------------------|--|---------------------|---------------------------|----------------------------------|
| (1) |   |                         |  |                     |                           |                                  |
| (2) |   |                         |  |                     |                           |                                  |
| (3) |   |                         |  |                     |                           |                                  |
| (4) |   |                         |  |                     |                           |                                  |
| (5) |   |                         |  |                     |                           |                                  |
| (6) |   |                         |  |                     |                           |                                  |

**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)<br>Name, address, and EIN of related organization | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status (if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>Section 512(b)(1)(C) controlled entity? | Yes | No |
|--|---|-------------------------|--|----------------------------|---|----------------------------------|--|-----|----|
| (1) ALEGENT HEALTH - BERGAN MERCY HEALTH SYS (47-0484764)      | 7500 MERCY ROAD, OMAHA, NE 68124                      | HEALTHCARE              | NE   | 501(C)(3)                  | 3   | CHI                              |  | ✓   |    |
| (2) ALEGENT HEALTH - MERCY HOSPITAL CORNING, IOWA (42-0782518) | P.O. BOX 368, CORNING, IA 50841                       | HEALTHCARE              | IA   | 501(C)(3)                  | 3   | AHBMHS                           |  | ✓   |    |
| (3) ALVERNA APARTMENTS (41-1351177)                            | 300 SE 8TH AVENUE, LITTLE FALLS, MN 56345             | TERM CARE               | MN   | 501(C)(3)                  | 3   | CHI                              |  | ✓   |    |
| (4) APPLETREE COURT (41-1850500)                               | 601 OAK STREET, BRECKENRIDGE, MN 56520                | SENIOR HOMES            | MN   | 501(C)(3)                  | 9   | SFH                              |  | ✓   |    |
| (5) BISHOP DRUMM RETIREMENT CENTER (42-0725196)                | 1111 6TH AVENUE, DES MOINES, IA 50314                 | TERM CARE               | IA   | 501(C)(3)                  | 9   | CHI-IA CORP                      |  | ✓   |    |
| (6) BORNEMANN HEALTHCARE CORPORATION (23-2187242)              | 2500 BERNVILLE RD, PO BOX 316, READING, PA 19603      | HEALTHCARE              | PA   | 501(C)(3)                  | 9   | CHI                              |  | ✓   |    |
| (7) CARRINGTON HEALTH CENTER (45-0227311)                      | 800 NORTH 4TH STREET, CARRINGTON, ND 58421            | HEALTHCARE              | ND   | 501(C)(3)                  | 3   | CHI                              |  | ✓   |    |

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

Cat. No. 50135Y

Schedule R (Form 990) 2011

**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.)

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Predominant income related, unrelated, excluded from tax under sections 512-514) | (f) Share of total income | (g) Share of end-of-year assets | (h) Disproportionate allocations? | (i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065) | (j) General or managing partner? | (k) Percentage ownership |
|--|----------------------|---|-------------------------------|--|---------------------------|---------------------------------|-----------------------------------|---|----------------------------------|--------------------------|
|  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |
| (1) See Statement                                  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |
| (2)  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |
| (3)  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |
| (4)  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |
| (5)  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |
| (6)  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |
| (7)  |                      |   |                               |  |                           |                                 |                                   |   |                                  |                          |

**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.)

| (a) Name, address, and EIN of related organization  | (b) Primary activity   | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Type of entity (C corp, S corp, or trust) | (f) Share of total income | (g) Share of end-of-year assets | (h) Percentage ownership |
|---|------------------------|---|-------------------------------|---|---------------------------|---------------------------------|--------------------------|
|   |                        |   |                               |   |                           |                                 |                          |
| (1) ALTERNATIVE INSURANCE MANAGEMENT SERVICE (84-112049)<br>3900 OLYMPIC BOULEVARD, SUITE 400, ERLANGER, KY 41018               | MANAGEMENT SERVICES CO | CHI   | C CORPORATION                 |   | 0                         | 3,267,441                       | 100                      |
| (2) AMERICAN NURSING CARE (31-1085414)<br>1700 EDISON DRIVE, MILFORD, OH 45150  | HOME HEALTH            | OH  | CHS                           | C CORPORATION                                 | 4,648,726                 | 44,654,199                      | 100                      |
| (3) AMERIMED, INC (31-1158699)<br>1700 EDISON DRIVE, MILFORD, OH 45150  | HOME HEALTH            | OH  | ANC                           | C CORPORATION                                 | 662,062                   | 11,666,874                      | 100                      |
| (4) BC HOLDING COMPANY, INC (31-1542851)<br>1850 BLUEGRASS AVE, LOUISVILLE, KY 40215  | FITNESS CLUB           | KY  | JH                            | C CORPORATION                                 | 0                         | 0                               | 100                      |
| (5) CADUCEUS MEDICAL ASSOCIATES, INC (62-1570736)<br>5600 BRAINERD ROAD, SUITE 500, CHATTANOOGA, TN 37411                       | HEALTHCARE             | TN  | MHCS                          | C CORPORATION                                 | 0                         | 1,008                           | 100                      |
| (6) CAPTIVE MANAGEMENT INITIATIVES (98-0663022)<br>PO BOX 1073, APO, GEORGETOWN, GRAND CAYMAN, KY-1001, C.I.                    | CAPTIVE MANAGEMENT     | CJ  | CHI                           | C CORPORATION                                 | 0                         | 0                               | 100                      |
| (7) CATHOLIC HEALTH INITIATIVES CENTER FOR TRANSLATIONAL RESEARCH (27-2269511)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112 | RESEARCH               | CO  | CIRI                          | TRUST   | -2,864,605                | 2,809,707                       | 100                      |

Schedule R (Form 990) 2011

**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?

|   | Yes | No |
|---|-----|----|
| 1a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity   | ✓   |    |
| 1b Gift, grant, or capital contribution to related organization(s)                                | ✓   |    |
| 1c Gift, grant, or capital contribution from related organization(s)                              | ✓   |    |
| 1d Loans or loan guarantees to or for related organization(s)                                     | ✓   |    |
| 1e Loans or loan guarantees by related organization(s)  | ✓   |    |
| 1f Sale of assets to related organization(s)  | ✓   |    |
| 1g Purchase of assets from related organization(s)  | ✓   |    |
| 1h Exchange of assets with related organization(s)  | ✓   |    |
| 1i Lease of facilities, equipment, or other assets to related organization(s)                     | ✓   |    |
| 1j Lease of facilities, equipment, or other assets from related organization(s)                   | ✓   |    |
| 1k Performance of services or membership or fundraising solicitations for related organization(s) | ✓   |    |
| 1l Performance of services or membership or fundraising solicitations by related organization(s)  | ✓   |    |
| 1m Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)  | ✓   |    |
| 1n Sharing of paid employees with related organization(s)   | ✓   |    |
| 1o Reimbursement paid to related organization(s) for expenses                                     | ✓   |    |
| 1p Reimbursement paid by related organization(s) for expenses                                     | ✓   |    |
| 1q Other transfer of cash or property to related organization(s)                                  | ✓   |    |
| 1r 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)<br>Name of other organization | (b)<br>Transaction type (a-r) | (c)<br>Amount involved | (d)<br>Method of determining amount involved |
|-----------------------------------|-------------------------------|------------------------|--|
| (1)                               |                               |                        |  |
| (2)                               |                               |                        |  |
| (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)<br>Name, address, and EIN of entity | (b)<br>Primary activity | (c)<br>Legal domicile<br>(state or foreign<br>country) | (d)<br>Predominant<br>income (related,<br>unrelated, excluded<br>from tax under<br>section 512-514) | (e)<br>Are all partners<br>section<br>501(c)(3)<br>organizations?<br><br><b>Yes</b> <b>No</b> | (f)<br>Share of<br>total income | (g)<br>Share of<br>end-of-year<br>assets | (h)<br>Disproportionate<br>allocations?<br><br><b>Yes</b> <b>No</b> | (i)<br>Code V—UBI<br>amount in box 20<br>of Schedule K-1<br>(Form 1065) | (j)<br>Code V—UBI<br>amount in box 20<br>of Schedule K-1<br>(Form 1065) | (k)<br>General or<br>managing<br>partner?<br><br><b>Yes</b> <b>No</b> |
|---|-------------------------|--|---|---|---------------------------------|--|---|---|---|---|
|   |                         |  |   |   |                                 |  |   |   |   |   |
| (1)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (2)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (3)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (4)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (5)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (6)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (7)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (8)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (9)                                     |                         |  |   |   |                                 |  |   |   |   |   |
| (10)                                    |                         |  |   |   |                                 |  |   |   |   |   |
| (11)                                    |                         |  |   |   |                                 |  |   |   |   |   |
| (12)                                    |                         |  |   |   |                                 |  |   |   |   |   |
| (13)                                    |                         |  |   |   |                                 |  |   |   |   |   |
| (14)                                    |                         |  |   |   |                                 |  |   |   |   |   |
| (15)                                    |                         |  |   |   |                                 |  |   |   |   |   |
| (16)                                    |                         |  |   |   |                                 |  |   |   |   |   |

**Part II Identification of Related Tax-Exempt Organizations (continued)**

| (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                   |   |                         |  |                               |   |
| (9) CATHOLIC HEALTH INITIATIVES (47-0617373)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112  | HEALTHCARE           | CO  | 501(C)(3)               | 9  | N/A                           | ✓   |
| (9) CATHOLIC HEALTH INITIATIVES COLORADO FOUNDATION (84-0902211)<br>6385 CORPORATE DRIVE, COLORADO SPRINGS, CO 80919                 | FUNDRAISING          | CO  | 501(C)(3)               | 7  | CHIC                          | ✓   |
| (10) CATHOLIC HEALTH INITIATIVES INSTITUTE FOR RESEARCH AND INNOVATION (27-1050365)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112 | HEALTHCARE           | CO  | 501(C)(3)               | 11 - TYPE I                                      | CHI                           | ✓   |
| (11) CATHOLIC HEALTH INITIATIVES NATIONAL FOUNDATION (27-0930004)<br>6385 CORPORATE DRIVE, COLORADO SPRINGS, CO 80919                | FUNDRAISING          | CO  | 501(C)(3)               | 9  | CHI                           | ✓   |
| (12) CATHOLIC HEALTH INITIATIVES-COLORADO (84-0405257)<br>188 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112                              | HEALTHCARE           | CO  | 501(C)(3)               | 3  | CHI                           | ✓   |
| (13) CENTENNIAL MEDICAL GROUP, INC (26-3946191)<br>2700 STEWART PARKWAY, ROSEBURG, OR 97470  | PHYSICIANS           | OR  | 501(C)(3)               | 9  | MMC                           | ✓   |
| (14) CENTRAL KANSAS MEDICAL CENTER (48-0543724)<br>3515 BROADWAY, GREAT BEND, KS 67530   | SURGERY CNTR         | KS  | 501(C)(3)               | 3  | CHI                           | ✓   |
| (15) CHI HEALTH CONNECT AT HOME - FARGO (27-1966847)<br>4816 AMBER VALLEY PARKWAY, FARGO, ND 58104                                   | HEALTHCARE           | ND  | 501(C)(3)               | 3  | CHI                           | ✓   |
| (16) CHI KENTUCKY, INC (20-2741651)<br>3900 OLYMPIC BLVD, SUITE 400, ERLANGER, KY 41018  | HEALTHCARE           | KY  | 501(C)(3)               | 11 - TYPE I                                      | CHI                           | ✓   |
| (17) CHI NATIONAL HOME CARE (45-1261716)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112  | HEALTHCARE           | CO  | 501(C)(3)               | 11 - TYPE I                                      | CHI NS                        | ✓   |
| (18) CHI NATIONAL SERVICES (45-2532084)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112   | HEALTHCARE           | CO  | 501(C)(3)               | 9  | CHI                           | ✓   |
| (19) CHI NEBRASKA (36-32233121)<br>6940 O STREET, SUITE 200, LINCOLN, NE 68510   | HEALTHCARE           | NE  | 501(C)(3)               | 11 - TYPE I                                      | CHI                           | ✓   |
| (20) CONTINUING CARE HOSPITAL (61-1400619)<br>150 NORTH EAGLE CREEK DRIVE, LEXINGTON, KY 40509                                       | LTACH                | KY  | 501(C)(3)               | 3  | SJHS                          | ✓   |
| (21) COVENANT HOME CARE (23-2018429)<br>1223 POTTSVILLE PIKE, SHOEMAKERSVILLE, PA 19555  | HOME HEALTH          | PA  | 501(C)(3)               | 11 - TYPE II                                     | N/A                           | ✓   |
| (22) ENUMCLAW REGIONAL HOSPITAL ASSOCIATION (91-0715805)<br>1450 BATTERSBY AVENUE, ENUMCLAW, WA 98022                                | HEALTHCARE           | WA  | 501(C)(3)               | 3  | FHS                           | ✓   |
| (23) FLAGET HEALTHCARE, DB/A FLAGET MEMORIAL HOSPITAL (61-1345363)<br>4305 NEW SHEPHERDSVILLE ROAD, BARDSTOWN, KY 40004              | HEALTHCARE           | KY  | 501(C)(3)               | 3  | KOH                           | ✓   |
| (24) FLAGET MEMORIAL HOSPITAL FOUNDATION, INC (56-2351341)<br>4305 NEW SHEPHERDSVILLE ROAD, BARDSTOWN, KY 40004                      | FUNDRAISING          | KY  | 501(C)(3)               | 11 - TYPE I                                      | FH                            | ✓   |
| (25) FRANCISCAN FOUNDATION (91-1145592)<br>1717 SOUTH J STREET, TACOMA, WA 98405   | FUNDRAISING          | WA  | 501(C)(3)               | 9  | FHS                           | ✓   |
| (26) FRANCISCAN HEALTH SYSTEM FKA FRANCISCAN HEALTH SYSTEM WEST (91-056491)<br>1708 SOUTH YAKIMA AVENUE, TACOMA, WA 98405            | HEALTHCARE           | WA  | 501(C)(3)               | 9  | FHS                           | ✓   |
| (28) FRANCISCAN VILLA OF SOUTH MILWAUKEE, INC (39-1093829)<br>3601 SOUTH CHICAGO AVENUE, SOUTH MILWAUKEE, WI 53172                   | HEALTHCARE           | WI  | 501(C)(3)               | 9  | CHI                           | ✓   |
| (29) GETTYSBURG MEDICAL CENTER (46-0234354)  | HEALTHCARE           | SD  | 501(C)(3)               | 3  | SMHC                          | ✓   |

| (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                   |   |                         |  |                               |   |
| 606 EAST GARFIELD AVENUE, GETTYSBURG, SD 57442  |                      |   |                         |  |                               |   |
| (30) GLOBAL HEALTH INITIATIVES (20-1526108)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112                          | MINISTRIES           | CO  | 501(C)(3)               | 11 - TYPE I                                      | CHI                           | ✓   |
| (31) GOOD SAMARITAN COLLEGE OF NURSING & HEALTH SCIENCE (31-1778403)<br>375 DIXMYTH AVE, CINCINNATI, OH 45220         | EDUCATION            | OH  | 501(C)(3)               | 2  | GSH                           | ✓   |
| (32) GOOD SAMARITAN FOUNDATION OF CINCINNATI, INC (31-1206047)<br>619 OAK STREET, ACCOUNTING-3 W CINCINNATI, OH 45206 | FUNDRAISING          | OH  | 501(C)(3)               | 11 - TYPE I                                      | GSH                           | ✓   |
| (33) GOOD SAMARITAN HOSPITAL (47-0373755)<br>PO BOX 1990, KEARNEY, NE 68848   | HEALTHCARE           | NE  | 501(C)(3)               | 3  | CHI NEBRASKA                  | ✓   |
| (34) GOOD SAMARITAN HOSPITAL FOUNDATION (47-0659443)<br>111 W 31ST STREET, KEARNEY, NE 68847                          | FUNDRAISING          | NE  | 501(C)(3)               | 7  | GSH                           | ✓   |
| (35) HEALTH SET (84-1102943)<br>4200 WEST CONEJO PLACE, #436, DENVER, CO 80204  | LOW INC CARE         | CO  | 501(C)(3)               | 7  | CHIC                          | ✓   |
| (36) HEALTHCARE AND WELLNESS FOUNDATION (76-0761782)<br>2400 ST FRANCIS DRIVE, BRECKENRIDGE, MN 56520                 | FUNDRAISING          | MN  | 501(C)(3)               | 11 - TYPE I                                      | SFMC                          | ✓   |
| (37) HOSPITAL ASSOCIATION FOR ST. JOSEPH HOSPITAL (52-6050777)<br>7601 OSLER DRIVE, TOWSON, MD 21204                  | HEALTHCARE           | MD  | 501(C)(3)               | 9  | SJMC                          | ✓   |
| (38) HOUSE OF MERCY (42-1323808)<br>1111 6TH AVENUE, DES MOINES, IA 50314   | SHELTER              | IA  | 501(C)(3)               | 7  | CHI-JA CORP                   | ✓   |
| (39) JEWISH HOSPITAL AND ST. MARY'S HEALTHCARE (61-1029768)<br>200 ABRAHAM FLEXNER WAY, LOUISVILLE, KY 40202          | HEALTHCARE           | KY  | 501(C)(3)               | 3  | KOH                           | ✓   |
| (40) JEWISH PHYSICIAN GROUP, INC (61-1352729)<br>200 ABRAHAM FLEXNER WAY, LOUISVILLE, KY 40215                        | HEALTHCARE           | KY  | 501(C)(3)               | 9  | JHSMH                         | ✓   |
| (41) KENTUCKYONE HEALTH, INC FKA JH PROPERTIES, INC (61-1029769)<br>200 ABRAHAM FLEXNER WAY, LOUISVILLE, KY 40202     | HEALTHCARE           | KY  | 501(C)(3)               | 9  | CHI                           | ✓   |
| (42) LAKEWOOD HEALTH CENTER (41-0756434)<br>600 MAIN AVENUE SOUTH, BAUDETTE, MN 56623                                 | HEALTHCARE           | MN  | 501(C)(3)               | 3  | CHI                           | ✓   |
| (43) LINUS OAKES, INC (93-0821381)<br>2700 STEWART PARKWAY, ROSEBURG, OR 97470  | SENIOR LIVING        | OR  | 501(C)(3)               | 9  | MMC                           | ✓   |
| (44) LISBON AREA HEALTH SERVICES (82-0558836)<br>905 MAIN STREET, LISBON, ND 58054                                    | HEALTHCARE           | ND  | 501(C)(3)               | 3  | CHI                           | ✓   |
| (45) MEMORIAL HEALTH CARE SYSTEM FOUNDATION (62-1839548)<br>2525 DE SALES AVENUE, CHATTANOOGA, TN 37404               | FUNDRAISING          | TN  | 501(C)(3)               | 7  | MHCS                          | ✓   |
| (46) MEMORIAL HEALTH CARE SYSTEM, INC (62-05332345)<br>2525 DE SALES AVENUE, CHATTANOOGA, TN 37404                    | HEALTHCARE           | TN  | 501(C)(3)               | 3  | CHI                           | ✓   |
| (47) MEMORIAL HEALTH PARTNERS FOUNDATION, INC (03-0417049)<br>6028 SHALLOWFORD ROAD, CHATTANOOGA, TN 37421            | HEALTHCARE           | TN  | 501(C)(3)               | 9  | MHCS                          | ✓   |
| (48) MERCY AUXILIARY OF CENTRAL IOWA (42-6076069)<br>1111 6TH AVENUE, DES MOINES, IA 50314                            | AUXILIARY            | IA  | 501(C)(3)               | 11 - TYPE I                                      | CHI-JA CORP                   | ✓   |
| (49) MERCY CLINICS, INC. (42-1193699)   | PHYSICIAN            | IA  | 501(C)(3)               | 9  | CHI-JA CORP                   | ✓   |
| (50) MERCY COLLEGE OF HEALTH SCIENCES (42-1511682)  | EDUCATION            | IA  | 501(C)(3)               | 2  | CHI-JA CORP                   | ✓   |
| (51) MERCY FOUNDATION OF DES MOINES, IA (23-7358794)  | FUNDRAISING          | IA  | 501(C)(3)               | 7  | CHI-JA CORP                   | ✓   |
| (52) MERCY FOUNDATION, INC. (93-6088946)<br>2700 STEWART PARKWAY, ROSEBURG, OR 97470                                  | FUNDRAISING          | OR  | 501(C)(3)               | 7  | MMC                           | ✓   |
| (53) MERCY HEALTH CARE FOUNDATION (42-1461064)<br>P O BOX 368, CORNING, IA 50841                                      | FUNDRAISING          | NE  | 501(C)(3)               | 11 - TYPE I                                      | AHMH                          | ✓   |

| (a) Name, address and EIN of related organization  | (b) Primary Activity | (c) Legal domicile<br>(state or foreign country) | (d) Exempt Code<br>Section | (e) Status (if section<br>501(c)(3)) | (f) Direct<br>controlling entity | (g) Section<br>512(b)(13)<br>controlled entity? |    |
|--|----------------------|--|----------------------------|--------------------------------------|----------------------------------|---|----|
|  |                      |  |                            |                                      |                                  | Yes   | No |
| (54) MERCY HEALTHCARE FOUNDATION (45-02265553)<br>570 CHAUTAUQUA BOULEVARD, VALLEY CITY, ND 58072                                      | FUNDRAISING          | ND   | 501(C)(3)                  | 11 - TYPE I                          | MHVC                             | ✓   |    |
| (55) MERCY HOSPITAL FOUNDATION, COUNCIL BLUFFS, IA (42-1178204)<br>800 MERCY DRIVE, COUNCIL BLUFFS, IA 51503                           | FUNDRAISING          | IA   | 501(C)(3)                  | 11 - TYPE I                          | AHBMHS                           | ✓   |    |
| (56) MERCY HOSPITAL OF DEVILS LAKE (45-0227012)<br>1031 SEVENTH STREET NE, DEVILS LAKE, ND 58301                                       | HEALTHCARE           | ND   | 501(C)(3)                  | 3                                    | CHI                              | ✓   |    |
| (57) MERCY HOSPITAL OF VALLEY CITY (45-0226553)<br>570 CHAUTAUQUA BOULEVARD, VALLEY CITY, ND 58072                                     | HEALTHCARE           | ND   | 501(C)(3)                  | 3                                    | CHI                              | ✓   |    |
| (58) MERCY MEDICAL CENTER (93-0386868)<br>2700 STEWART PARKWAY, ROSEBURG, OR 97470   | HEALTHCARE           | OR   | 501(C)(3)                  | 3                                    | CHI                              | ✓   |    |
| (59) MERCY MEDICAL CENTER (45-0231183)<br>1301 15TH AVENUE WEST, WILLISTON, ND 58801   | HEALTHCARE           | ND   | 501(C)(3)                  | 3                                    | CHI                              | ✓   |    |
| (60) CATHOLIC HEALTH INITIATIVES-IA CORP. DBA MERCY MEDICAL<br>CENTER DES MOINES (42-0680448)<br>1111 6TH AVENUE, DES MOINES, IA 50314 | HEALTHCARE           | IA   | 501(C)(3)                  | 3                                    | CHI                              | ✓   |    |
| (61) MERCY MEDICAL FOUNDATION (45-0381803)<br>1301 15TH AVENUE WEST, WILLISTON, ND 58801   | FUNDRAISING          | ND   | 501(C)(3)                  | 11 - TYPE I                          | MMC                              | ✓   |    |
| (62) MERCY PROFESSIONAL PRACTICE ASSOCIATES, INC (42-11470935)<br>1111 6TH AVENUE, DES MOINES, IA 50314                                | PHYSICIAN            | IA   | 501(C)(3)                  | 9                                    | CHI-IA CORP                      | ✓   |    |
| (63) MLIFECARES (43-1305163)<br>2727 MCCLELLAND BLVD, JOPLIN, MO 64804   | PROPERTY<br>MGMT     | MO   | 501(C)(3)                  | 11 - TYPE I                          | SJRCMC                           | ✓   |    |
| (64) MNMICH, INC (48-1216238)<br>220 NORTH PENNSYLVANIA, COLUMBUS, KS 66725  | HEALTHCARE           | KS   | 501(C)(3)                  | 3                                    | SJRCMC                           | ✓   |    |
| (65) MT ST JOSEPH, INC. (93-0386870)<br>3060 SE STARK STREET, PORTLAND, OR 97214   | NURSING CARE         | OR   | 501(C)(3)                  | 9                                    | CHI                              | ✓   |    |
| (66) NEBRASKA HEART HOSPITAL (39-2031968)<br>7500 SOUTH 91ST STREET, LINCOLN, NE 68526   | HEALTHCARE           | NE   | 501(C)(3)                  | 3                                    | CHI NEBRASKA                     | ✓   |    |
| (67) OAKES COMMUNITY HOSPITAL (45-0231675)<br>314 SOUTH 8TH STREET, OAKES, ND 58474  | HEALTHCARE           | ND   | 501(C)(3)                  | 3                                    | CHI                              | ✓   |    |
| (68) OAKES COMMUNITY HOSPITAL FOUNDATION (71-0966606)<br>1200 N 7TH STREET, OAKES, ND 58474  | FUNDRAISING          | ND   | 501(C)(3)                  | 11 - TYPE I                          | OCH                              | ✓   |    |
| (69) PUEBLO STEPUP (84-1234295)<br>1925 EAST ORMAN AVE, SUITE G52, PUEBLO, CO 81004  | COMMUNITY            | CO   | 501(C)(3)                  | 7                                    | CHIC                             | ✓   |    |
| (70) S.E.T. OF COLORADO SPRINGS, INC (84-1183335)<br>825 E. PIKE PEAK AVENUE, BLDG 29, COLORADO SPRINGS, CO 80903                      | LTERM CARE           | CO   | 501(C)(3)                  | 7                                    | CHIC                             | ✓   |    |
| (71) SAINT CLARE'S COMMUNITY CARE (22-2876836)<br>25 POCONO ROAD, DENVILLE, NJ 07834   | HEALTHCARE           | NJ   | 501(C)(3)                  | 11 - TYPE II                         | SCHS                             | ✓   |    |
| (72) SAINT CLARE'S FOUNDATION, INC (22-2502997)<br>25 POCONO ROAD, DENVILLE, NJ 07834  | FUNDRAISING          | NJ   | 501(C)(3)                  | 7                                    | SCHS                             | ✓   |    |
| (73) SAINT CLARE'S HEALTH SERVICES, INC (22-3639733)<br>25 POCONO ROAD, DENVILLE, NJ 07834   | MANAGEMENT           | NJ   | 501(C)(3)                  | 7                                    | CHI                              | ✓   |    |
| (74) SAINT CLARE'S HOSPITAL (22-3319886)<br>25 POCONO ROAD, DENVILLE, NJ 07834   | HEALTHCARE           | NJ   | 501(C)(3)                  | 3                                    | SCHS                             | ✓   |    |
| (75) SAINT ELIZABETH FOUNDATION (47-0625523)<br>555 SOUTH 70TH STREET, LINCOLN, NE 68510   | FUNDRAISING          | NE   | 501(C)(3)                  | 7                                    | SERMC                            | ✓   |    |
| (76) SAINT ELIZABETH HEALTH SERVICES (36-3233120)<br>555 SOUTH 70TH STREET, LINCOLN, NE 68510  | HEALTHCARE           | NE   | 501(C)(3)                  | 3                                    | SERMC                            | ✓   |    |
| (77) SAINT ELIZABETH REGIONAL MEDICAL CENTER (47-0379836)<br>555 SOUTH 70TH STREET, LINCOLN, NE 68510                                  | HEALTHCARE           | NE   | 501(C)(3)                  | 3                                    | CHI NEBRASKA                     | ✓   |    |
| (78) SAINT FRANCIS MEDICAL CENTER (47-0376601)   | HEALTHCARE           | NE   | 501(C)(3)                  | 3                                    | CHI NEBRASKA                     | ✓   |    |

| (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                   |   |                         |  |                               |   |
| 2620 WEST FAIDLEY, GRAND ISLAND, NE 68803                       |                      |   |                         |  |                               |   |
| (79) SAINT FRANCIS MEDICAL CENTER FOUNDATION (47-0630267)       | FUNDRAISING          | NE  | 501(C)(3)               | 7  | SFMC                          | ✓   |
| (80) SAINT JOSEPH BEREAL HOSPITAL FOUNDATION, INC (26-0152877)  | FUNDRAISING          | KY  | 501(C)(3)               | 7  | SJHS                          | ✓   |
| 305 ESTILL STREET, BEREAL, KY 40403                             |                      |   |                         |  |                               |   |
| (81) SAINT JOSEPH HEALTH SYSTEM, INC (61-1334601)               | HEALTHCARE           | KY  | 501(C)(3)               | 3  | CHI                           | ✓   |
| 424 LEWIS HARGETT CIRCLE, #160, LEXINGTON, KY 40509             |                      |   |                         |  |                               |   |
| (82) SAINT JOSEPH LONDON FOUNDATION, INC (26-0438748)           | FUNDRAISING          | KY  | 501(C)(3)               | 11 - TYPE I                                      | SJHS                          | ✓   |
| 310 EAST NINTH STREET, LONDON, KY 40741                         |                      |   |                         |  |                               |   |
| (83) SAINT JOSEPH MEDICAL FOUNDATION, INC (31-1539059)          | PHY PRACTICES        | KY  | 501(C)(3)               | 3  | SJHS                          | ✓   |
| ONE ST. JOSEPH DRIVE, LEXINGTON, KY 40504                       |                      |   |                         |  |                               |   |
| (84) SAINT JOSEPH MOUNT STERLING FOUNDATION, INC. (27-2884584)  | FUNDRAISING          | KY  | 501(C)(3)               | 7  | SJHS                          | ✓   |
| 50 STERLING AVENUE, MOUNT STERLING, KY 40353                    |                      |   |                         |  |                               |   |
| (85) SAINT JOSEPH'S HOSPITAL FOUNDATION (36-3418207)            | FUNDRAISING          | ND  | 501(C)(3)               | 11 - TYPE I                                      | SJHHC                         | ✓   |
| 30 WEST 7TH STREET, DICKINSON, ND 58601                         |                      |   |                         |  |                               |   |
| (86) SAMARITAN BEHAVIORAL HEALTH (02-0633634)                   | HEALTHCARE           | OH  | 501(C)(3)               | 3  | SHP                           | ✓   |
| 601 S EDWIN C MOSES BLVD, DAYTON, OH 45408                      |                      |   |                         |  |                               |   |
| (87) SAMARITAN HEALTH FOUNDATION (23-7286923)                   | FUNDRAISING          | OH  | 501(C)(3)               | 7  | SHP                           | ✓   |
| 2222 PHILADELPHIA DRIVE, DAYTON, OH 45406                       |                      |   |                         |  |                               |   |
| (88) SAMARITAN HEALTH PARTNERS (31-1107411)                     | HEALTHCARE           | OH  | 501(C)(3)               | 11 - TYPE I                                      | CHI                           | ✓   |
| 2222 PHILADELPHIA DRIVE, DAYTON, OH 45406                       |                      |   |                         |  |                               |   |
| (89) SJM GROUP (43-1882377)                                     | PHYS PRACTICE        | MO  | 501(C)(3)               | 9  | SJRC                          | ✓   |
| 2727 MCCLELLAND BLVD, JOPLIN, MO 64804                          |                      |   |                         |  |                               |   |
| (90) SJRC, JOPLIN MISSOURI (44-0545809)                         | HEALTHCARE           | MO  | 501(C)(3)               | 3  | CHI                           | ✓   |
| 2727 MCCLELLAND BLVD, JOPLIN, MO 64804                          |                      |   |                         |  |                               |   |
| (91) ST. JOSEPH HEALTH MINISTRIES (23-2342997)                  | HEALTH               | PA  | 501(C)(3)               | 11 - TYPE I                                      | CHI                           | ✓   |
| 1929 LINCOLN HWY E, STE 150, LANCASTER, PA 17602                |                      |   |                         |  |                               |   |
| (92) ST. ANTHONY HOSPITAL (93-0391614)                          | HEALTHCARE           | OR  | 501(C)(3)               | 3  | CHI                           | ✓   |
| 1601 S E COURT AVENUE, PENDLETON, OR 97801                      |                      |   |                         |  |                               |   |
| (93) ST. ANTHONY HOSPITAL FOUNDATION (93-0992727)               | FUNDRAISING          | OR  | 501(C)(3)               | 11 - TYPE I                                      | SA HOSPITAL                   | ✓   |
| 1601 S.E. COURT AVENUE, PENDLETON, OR 97801                     |                      |   |                         |  |                               |   |
| (94) ST. ANTHONY'S HOSPITAL ASSOCIATION (71-0245507)            | HEALTHCARE           | AR  | 501(C)(3)               | 3  | SVIMC                         | ✓   |
| FOUR HOSPITAL DRIVE, MORRILTON, AR 72110                        |                      |   |                         |  |                               |   |
| (95) ST. CATHERINE HOSPITAL (48-0543721)                        | HEALTHCARE           | KS  | 501(C)(3)               | 3  | CHI                           | ✓   |
| 401 EAST SPRUCE STREET, GARDEN CITY, KS 67846                   |                      |   |                         |  |                               |   |
| (96) ST. CATHERINE HOSPITAL DEVELOPMENT FOUNDATION (20-0598702) | FUNDRAISING          | KS  | 501(C)(3)               | 11 - TYPE I                                      | SCH                           | ✓   |
| 401 EAST SPRUCE STREET, GARDEN CITY, KS 67846                   |                      |   |                         |  |                               |   |
| (97) ST. DOMINIC OF ONTARIO, OREGON (93-0433692)                | HEALTHCARE           | OR  | 501(C)(3)               | 3  | CHI                           | ✓   |
| 351 S W 9TH STREET, ONTARIO, OR 97914                           |                      |   |                         |  |                               |   |
| (98) ST. FRANCIS HOME (41-0729978)                              | LT TERM CARE         | MN  | 501(C)(3)               | 9  | CHI                           | ✓   |
| 2400 ST FRANCIS DRIVE, BRECKENRIDGE, MN 56520                   |                      |   |                         |  |                               |   |
| (99) ST. FRANCIS LIFE CARE CORPORATION (22-2536017)             | ELDERLY CARE         | NJ  | 501(C)(3)               | 9  | SCHS                          | ✓   |
| 19 POCONO ROAD, DENVILLE, NJ 07834                              |                      |   |                         |  |                               |   |
| (100) ST. FRANCIS MEDICAL CENTER (41-0985598)                   | HEALTHCARE           | MN  | 501(C)(3)               | 3  | CHI                           | ✓   |
| 2400 ST FRANCIS DRIVE, BRECKENRIDGE, MN 56520                   |                      |   |                         |  |                               |   |
| (101) ST. FRANCIS OF BAKER CITY (93-0412495)                    | HEALTHCARE           | OR  | 501(C)(3)               | 3  | CHI                           | ✓   |
| 3325 POCAHONTAS ROAD, BAKER CITY, OR 97814                      |                      |   |                         |  |                               |   |
| (102) ST. JOHN'S MERCY REGIONAL FOUNDATION (43-1308084)         | FUNDRAISING          | MO  | 501(C)(3)               | 7  | SURMC                         | ✓   |
| 2727 MCCLELLAND BLVD, JOPLIN, MO 64804                          |                      |   |                         |  |                               |   |

| (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 |
| (103) ST. JOSEPH COMMUNITY HEALTH (71-0897107)<br>300 CENTRAL AVE SW SUITE 3000, ALBUQUERQUE, NM 87102                   | COMMUNITY            | NM  | 501(C)(3)               | 11 - TYPE I                                      | CHI                           | ✓   |    |
| (104) ST. JOSEPH HOSPITAL FOUNDATION, INC (61-1159649)<br>305 ESTILL STREET, LEXINGTON, KY 40504                         | FUNDRAISING          | KY  | 501(C)(3)               | 11 - TYPE I                                      | SJHS                          | ✓   |    |
| (105) ST. JOSEPH MEDICAL CENTER FOUNDATION (23-2649362)<br>2500 BERNVILLE ROAD, PO BOX 316, READING, PA 19603            | FUNDRAISING          | PA  | 501(C)(3)               | 11 - TYPE I                                      | SJRH                          | ✓   |    |
| (106) ST. JOSEPH MEDICAL CENTER FOUNDATION, INC. (52-1681044)<br>7601 OSLER DRIVE, TOWSON, MD 21204                      | FUNDRAISING          | MD  | 501(C)(3)               | 7  | SJMC                          | ✓   |    |
| (107) ST. JOSEPH MEDICAL CENTER, INC (52-0591461)<br>7601 OSLER DRIVE, TOWSON, MD 21204                                  | HEALTHCARE           | MD  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (108) ST. JOSEPH MEDICAL GROUP (20-8544021)<br>2500 BERNVILLE ROAD, PO BOX 316, READING, PA 19603                        | HEALTHCARE           | PA  | 501(C)(3)               | 9  | BHC                           | ✓   |    |
| (109) ST. JOSEPH PHYSICIAN ENTERPRISES (52-1311775)<br>7601 OSLER DRIVE, TOWSON, MD 21204                                | PHYSICIANS           | MD  | 501(C)(3)               | 11 - TYPE I                                      | SJMC                          | ✓   |    |
| (110) ST. JOSEPH REGIONAL HEALTH NETWORK (23-1352211)<br>2500 BERNVILLE ROAD, PO BOX 316, READING, PA 19603              | HEALTHCARE           | PA  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (111) ST. JOSEPH'S AREA HEALTH SERVICES (41-0693603)<br>600 PLEASANT AVENUE, PARK RAPIDS, MN 56470                       | HEALTHCARE           | MN  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (112) ST. JOSEPH'S HOSPITAL AND HEALTH CENTER (45-0226429)<br>30 WEST 7TH STREET, DICKINSON, ND 58601                    | HEALTHCARE           | ND  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (113) MERCY MEDICAL CENTER - CENTERVILLE (42-0680308)<br>ONE ST. JOSEPH'S DRIVE, CENTERVILLE, IA 52544                   | HEALTHCARE           | IA  | 501(C)(3)               | 3  | CHI-A CORP                    | ✓   |    |
| (114) ST. MARY'S COMMUNITY HOSPITAL (47-0443636)<br>1314 3RD AVENUE, NEBRASKA CITY, NE 68410                             | HEALTHCARE           | NE  | 501(C)(3)               | 3  | CHI NEBRASKA                  | ✓   |    |
| (115) ST. MARY'S HEALTHCARE CENTER (46-0230199)<br>801 EAST SIOUX AVENUE, PIERRE, SD 57501                               | HEALTHCARE           | SD  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (116) ST. MARY'S HOSPITAL FOUNDATION (47-0707604)<br>1314 3RD AVENUE, NEBRASKA CITY, NE 68410                            | FUNDRAISING          | NE  | 501(C)(3)               | 7  | SMH                           | ✓   |    |
| (117) ST. VINCENT FOUNDATION (51-0169537)<br>TWO ST. VINCENT CIRCLE, LITTLE ROCK, AR 72205                               | FUNDRAISING          | AR  | 501(C)(3)               | 11 - TYPE I                                      | SVIMC                         | ✓   |    |
| (118) ST. VINCENT INFIRMARY MEDICAL CENTER (71-0236917)<br>TWO ST. VINCENT CIRCLE, LITTLE ROCK, AR 72205                 | HEALTHCARE           | AR  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (119) ST. VINCENT MEDICAL GROUP (71-0830696)<br>TWO ST. VINCENT CIRCLE, LITTLE ROCK, AR 72205                            | HEALTHCARE           | AR  | 501(C)(3)               | 9  | SVIMC                         | ✓   |    |
| (120) THE COMMUNITY LIMITED CARE DIALYSIS CENTER (23-7419853)<br>619 OAK STREET, ACCOUNTING-3 W, CINCINNATI, OH 45206    | DIALYSIS             | OH  | 501(C)(2)               |  | GSH                           | ✓   |    |
| (121) THE GOOD SAMARITAN HOSPITAL OF CINCINNATI, OH (31-0537486)<br>619 OAK STREET, ACCOUNTING-3 W, CINCINNATI, OH 45206 | HEALTHCARE           | OH  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (122) THE MERCY HOSPITAL OF DEVILS LAKE FDN (35-2367360)<br>1031 SEVENTH STREET NE, DEVILS LAKE, ND 58301                | FUNDRAISING          | ND  | 501(C)(3)               | 7  | MHDL                          | ✓   |    |
| (123) THE PHYSICIAN NETWORK (47-0780857)<br>2000 Q STREET, SUITE 500, LINCOLN, NE 68503                                  | PHYS PRACTICE        | NE  | 501(C)(3)               | 11 - TYPE I                                      | CHI NEBRASKA                  | ✓   |    |
| (124) TOTAL HEALTHCARE (84-0927232)<br>188 INVERNESS DRIVE WEST, SUITE 500, ENGLEWOOD, CO 80112                          | HEALTHCARE           | CO  | 501(C)(3)               | 3  | CHIC                          | ✓   |    |
| (125) UNITY FAMILY HEALTHCARE (41-0721642)<br>815 2ND STREET SE, LITTLE FALLS, MN 56345                                  | HEALTHCARE           | MN  | 501(C)(3)               | 3  | CHI                           | ✓   |    |
| (126) VILLA NAZARETH, INC (45-0226714)<br>801 PAGE DRIVE, FARGO, ND 58103  | L T CARE             | ND  | 501(C)(3)               | 9  | CHI                           | ✓   |    |
| (127) VISITING NURSE ASSOCIATION OF SAINT CLARE'S (22-1768334)<br>191 WOODPORT ROAD, SPARTA, NJ 07871                    | HOME HEALTH          | NJ  | 501(C)(3)               | 9  | SCHS                          | ✓   |    |

**Part III Identification of Related Organizations Taxable as a Partnership (continued)**

| (a) Name, address and EIN of related organization  | (b) Primary Activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Predominant income related, unrelated, excluded from tax under sections 512-514 | (f) Share of total income | (g) Share of end-of-year assets | (h) Disproportionate allocation? | (i) Code V-BI amount in box 20 of Schedule K-1 (Form 1065) | (j) General or managing partner? | (k) Percentage ownership |
|--|----------------------|---|-------------------------------|---|---------------------------|---------------------------------|----------------------------------|--|----------------------------------|--------------------------|
| Yes  | No                   | Yes   | No                            | Yes   | No                        | Yes                             | No                               | Yes  | No                               | Yes                      |
| (1) AUDUBON LAND COMPANY LLC (84-1513085) 5390 N ACADEMY BLVD SUITE 300, COLORADO SPRINGS, CO 80918    | REAL ESTATE          | CO  | CHIC                          | RELATED   | 34,991                    | -694,032                        | ✓                                | ✓  | ✓                                | 50 1                     |
| (2) AVANTAS, LLC (39-2045003) 11128 JOHN GALT BLVD, SUITE 400, OMAHA, NE 68137                         | HEALTHCARE           | NE  | AHBMHS                        | RELATED   | -2,862,040                | -2,537,888                      | ✓                                | ✓  | ✓                                | 95                       |
| (3) BERYWOOD OFFICE PROPERTIES, LLC (62-1875199) 400 BERYWOOD TRAIL, CLEVELAND, TN 37312               | PHYS OFFICE          | TN  | MHCS                          | RELATED   | 57,545                    | 1,013,237                       | ✓                                | ✓  | ✓                                | 63                       |
| (4) BLUEGRASS REGIONAL IMAGING CENTER (61-1386736) 1218 SOUTH BROADWAY, SUITE 310, LEXINGTON, KY 40504 | DIAGNOSTIC           | KY  | SJHS                          | RELATED   | ✓                         | ✓                               | ✓                                | ✓  | ✓                                | 65                       |
| (5) CENTRAL NEBRASKA HOME CARE SERVICES (47-0692112) PO BOX 1146-4510 SECOND AVENUE, KEARNEY, NE 68848 | HEALTHCARE           | SRVC  | N/A                           | RELATED   | -92,336                   | 745,068                         | ✓                                | ✓  | ✓                                | 100                      |
| (6) CENTRAL NEBRASKA REHAB SERVICE (81-0653461) 3004 W FAIDLEY AVE, GRAND ISLAND, NE 68802             | PHYSICAL THERAPY     | NE  | SFMC                          | RELATED   | 1,835,812                 | 2,199,571                       | ✓                                | ✓  | ✓                                | 51                       |
| (7) CHI OPERATING INVESTMENT PROGRAM, LP (47-0727942) 198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112    | INVESTMENTS          | CO  | CHI                           | UNRELATED   | 397,241,271               | 6,272,650,880                   | ✓                                | ✓  | ✓                                | 100                      |
| (8) HEALTHCARE SUPPORT SERVICES (72-1546196) PO BOX 9804, GRAND ISLAND, NE 68802                       | LAUNDRY              | NE  | N/A                           | RELATED   | -11,179                   | 3,069,835                       | ✓                                | ✓  | ✓                                | 100                      |
| (9) MRI AT ST JOSEPH MEDICAL CENTER, LLC (52-1958002) 7253 AMBASSADOR ROAD, BALTIMORE, MD 21244        | MEDICAL IMAGING      | MD  | SJMC                          | RELATED   | 423,167                   | 2,174,155                       | ✓                                | ✓  | ✓                                | 51                       |
| (10) NORTH RIVER SURGERY CENTER, LLC (71-0799771) 2209 WILDWOOD AVENUE, SHERWOOD, AR 72120             | AMBUL SURG CTR       | AR  | SVIMC                         | RELATED   | 81,071                    | 1,077,536                       | ✓                                | ✓  | ✓                                | 57 44                    |
| (11) O'DEA MEDICAL ARTS LIMITED PARTNERSHIP (52-1682964) 7601 OSLER DRIVE, TOWSON, MD 21204            | REAL ESTATE          | MD  | TOWSON MANAGEM ENT, INC       | RELATED   | 111,933                   | 5,418,117                       | ✓                                | ✓  | ✓                                | 65 1215                  |
| (12) ORTHOCOLORADO, LLC (37-1577105) 11650 WEST 2ND PLACE, LAKEWOOD, CO 80255                          | ORTHO HOSPITAL       | CO  | CHIC                          | RELATED   | -3,249,434                | -2,760,206                      | ✓                                | ✓  | ✓                                | 60                       |
| (13) PENINSULA RADIATION ONCOLOGY (71-0799771) 315 MARTIN LUTHER KING JR. WAY #111, TACOMA, WA 98405   | HEALTHCARE           | WA  | FHS                           | RELATED   | 135,014                   | 85,985                          | ✓                                | ✓  | ✓                                | 60                       |
| (14) PENRAD IMAGING (84-1072619) 1390 KELLY JOHNSON BLVD, COLORADO SPRINGS, CO 80920                   | MEDICAL IMAGING      | CO  | CHIC                          | RELATED   | 715,094                   | 2,397,488                       | ✓                                | ✓  | ✓                                | 70                       |
| (15) RUXTON SURGICENTER, LLC (52-2095835) 8322 BELLONA AVENUE, SUITE 201, BALTIMORE, MD 21244          | SURGERY CENTER       | MD  | SJMC                          | RELATED   | -69,345                   | 2,802,932                       | ✓                                | ✓  | ✓                                | 51                       |

| (a) Name, address and EIN of related organization  | (b) Primary Activity   | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Predominant income related, unrelated, excluded from tax under sections 512-514 | (f) Share of total income | (g) Share of end-of-year assets | (h) Disproportionate allocation? | (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                        | Yes                             | No                               | Yes   | No                               | Yes                      |
| MD 21204   | (16) SAINT JOSEPH - SCA HOLDINGS, LLC (45-3801157)<br>424 LEWIS HARGETT CIRCLE, STE 160, LEXINGTON, KY 40503 | OP SURGERY                                    | DE                            | SJHS  | RELATED                   |                                 | ✓                                | ✓   |                                  | 51                       |
| (17) SCA PREMIER SURGERY CENTER OF LOUISVILLE, LLC (72-1386840)<br>200 ABRAHAM FLEXNER WAY, LOUISVILLE, KY 40202 | SURGERY CENTER   | KY  | JH                            | RELATED   | 68,676                    | 446,063                         | ✓                                | ✓   |                                  | 51                       |
| (18) ST FRANCIS LAND COMPANY (26-3134100)<br>5390 N ACADEMY BLVD SUITE 300, COLORADO SPRINGS, CO 80918           | REAL ESTATE  | CO  | CHIC                          | RELATED   | -130,967                  | 408,090                         | ✓                                | ✓   |                                  | 51                       |
| (19) ST FRANCIS MEDICAL CENTER ASSOCIATES (91-135298)<br>1717 SOUTH J STREET, TACOMA, WA 98405                   | MED OFFICE   | WA  | FHS                           | RELATED   | 110,986                   | 1,672,098                       | ✓                                | ✓   |                                  | 54,21                    |
| (20) ST. JOSEPH-PAML, LLC (45-2116736)<br>424 LEWIS HARGETT CIRCLE, STE 160, LEXINGTON, KY 40503                 | MGMT SVCS  | KY  | SJHS                          | RELATED   |                           | ✓                               | ✓                                | ✓   |                                  | 62,5                     |
| (21) SUPERIOR MEDICAL IMAGING, LLC (26-2884555)<br>5000 NORTH 26TH STREET, LINCOLN, NE 68521                     | OP DIAGNOSTICS   | NE  | SERMC                         | RELATED   | -254,775                  | 796,941                         | ✓                                | 0   | ✓                                | 51                       |
| (22) SURGERY CENTER OF LEXINGTON, LLC (62-1179539)<br>424 LEWIS HARGETT CIRCLE, STE 160, LEXINGTON, KY 40503     | SURGERY CENTER   | DE  | SJHS                          | RELATED   | 393,519                   | 2,214,599                       | ✓                                | ✓   |                                  | 51                       |
| (23) SURGERY CENTER OF LOUISVILLE, LLC (62-1179537)<br>200 ABRAHAM FLEXNER WAY, LOUISVILLE, KY 40202             | SURGERY CENTER   | KY  | JH                            | RELATED   | -3,676                    | 395,845                         | ✓                                | ✓   |                                  | 51                       |

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust (continued)**

| (a) Name, address and EIN of related organization  | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Type of entity (C-corp, S-corp or trust) | (f) Share of total income | (g) Share of end-of-year assets | (h) Percentage ownership |
|--|----------------------|---|-------------------------------|--|---------------------------|---------------------------------|--------------------------|
| (8) CGH REALTY COMPANY, INC (23-2326801)<br>215 N 12TH ST, READING, PA 19603                                     | REAL ESTATE          | PA  | SJHM                          | C CORPORATION                                |                           |                                 | 100                      |
| (9) COMCARE SERVICES (84-0904813)<br>4231 W 16TH AVENUE, DENVER, CO 80204  | INACTIVE             | CO  | CHIC                          | C CORPORATION                                | 0                         | 0                               | 100                      |
| (10) CONSOLIDATED HEALTH SERVICES (31-1378212)<br>1700 EDISON DRIVE, MILFORD, OH 45150                           | HOME HEALTH          | OH  | CHI                           | C CORPORATION                                | -1,525,246                | 65,844,862                      | 100                      |
| (11) DAVID DEYLE CHARITABLE REMAINDER UNITRUST (47-6192395)<br>PO BOX 1810, KEARNEY, NE 68848                    | INVESTMENTS          | NE  | GSHF                          | TRUST  |                           |                                 | 100                      |
| (12) DES MOINES MEDICAL CENTER INC (42-0837382)<br>11116TH AVENUE, DES MOINES, IA 50314                          | REAL ESTATE          | IA  | CHI-A CORP                    | C CORPORATION                                | 71,497                    | 1,221,667                       | 92.98                    |
| (13) FIRST INITIATIVES INSURANCE LTD (98-02023038)<br>PO BOX 10073, APO, GEORGETOWN, GRAND CAYMAN, KY1-1001, C.J | INSURANCE            | CJ  | CHI                           | C CORPORATION                                | 0                         | 0                               | 100                      |
| (14) FRANCISCAN SERVICES, INC. (23-2487967)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112                     | HEALTHCARE           | CO  | CHI                           | C CORPORATION                                | -5,719                    | 5,837,142                       | 100                      |
| (15) GOOD SAMARITAN OUTREACH SERVICES (47-0659440)<br>PO BOX 1980, KEARNEY, NE 68848                             | MEDICAL CLINIC       | NE  | CHI NEBRASKA                  | C CORPORATION                                | -165,666                  | 355,110                         | 100                      |
| (16) HAROLD W. RASE 1895 CHARITABLE UNITRUST (45-6090420)<br>30 WEST 7TH STREET, DICKINSON, ND 58601             | INVESTMENTS          | ND  | SJHHC                         | TRUST  | 1,240                     | 22,148                          | 100                      |
| (17) HAROLD W. RASE 1896 CHARITABLE UNITRUST (20-6037112)<br>30 WEST 7TH STREET, DICKINSON, ND 58601             | INVESTMENTS          | ND  | SJHHC                         | TRUST  | 1,057                     | 15,462                          | 100                      |
| (18) HAROLD W. RASE 1897 CHARITABLE UNITRUST (20-6037104)<br>30 WEST 7TH STREET, DICKINSON, ND 58601             | INVESTMENTS          | ND  | SJHHC                         | TRUST  | 0                         | 20,520                          | 100                      |
| (19) HAROLD W. RASE 1899 CHARITABLE UNITRUST (20-6037099)<br>30 WEST 7TH STREET, DICKINSON, ND 58601             | INVESTMENTS          | ND  | SJHHC                         | TRUST  | 0                         | 25,036                          | 100                      |
| (20) HEALTH SYSTEMS ENTERPRISES, INC (47-0664558)<br>PO BOX 1990, KEARNEY, NE 68848                              | MANAGEMENT           | NE  | GSH                           | C CORPORATION                                | 102,136                   | 1,443,049                       | 100                      |
| (21) HEALTHCARE MGMT. SERVICES ORG, INC (91-1865474)<br>1149 MARKET ST., TACOMA, WA 98402                        | HEALTH ORG.          | WA  | FHS                           | C CORPORATION                                | 0                         | 0                               | 100                      |
| (22) JAMES & HENRIETTA NISLIER UNITRUST (20-6021899)<br>30 WEST 7TH STREET, DICKINSON, ND 58601                  | INVESTMENTS          | ND  | SJHHC                         | TRUST  | 692                       | 39,075                          | 100                      |
| (23) JEANNE DEYLE CHARITABLE REMAINDER UNITRUST (47-6192398)<br>PO BOX 1810, KEARNEY, NE 68848                   | INVESTMENTS          | NE  | GSHF                          | TRUST  |                           |                                 | 100                      |
| (24) JOSEPH A SCHUSTER ANNUITY TRUST #1 (42-1195122)<br>400 UNIVERSITY AVENUE, DES MOINES, IA 50314              | INVESTMENTS          | IA  | MFDM                          | TRUST  | 7,834                     | 416,349                         | 100                      |
| (25) LODESCA MILLER CHARITABLE REMAINDER UNITRUST (47-6186933)<br>PO BOX 1810, KEARNEY, NE 68848                 | INVESTMENTS          | NE  | GSHF                          | TRUST  |                           |                                 | 100                      |
| (26) MEDQUEST (45-0392137)<br>1301 15TH AVENUE WEST, WILLISTON, ND 58801   | SALE OF DME          | ND  | MMC WILLISTON                 | C CORPORATION                                | 151,498                   | 962,554                         | 100                      |
| (27) MERCY PARK APARTMENTS, LTD (42-1202422)<br>1111 6TH AVENUE, DES MOINES, IA 50314                            | HOUSING              | IA  | CHI-A CORP                    | C CORPORATION                                | 369,905                   | 1,937,220                       | 100                      |
| (28) MERCY SERVICES CORP (93-0824308)<br>2700 STEWART PARKWAY, ROSEBURG, OR 97470                                | RETAIL SALES         | OR  | MMC                           | C CORPORATION                                | 0                         | 956,003                         | 100                      |
| (29) MH SERVICES CORPORATION (43-1457881)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112                       | DME                  | MO  | SJRC                          | C CORPORATION                                | -4,061                    | 0                               | 100                      |
| (30) MOUNTAIN MANAGEMENT SERVICES INC (62-1570739)   | MGMT SVC             | TN  | MHCS                          | C  | -33,152                   | 4,679,435                       | 100                      |

| (a) Name, address and EIN of related organization  | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Type of entity (C-corp, S-corp or trust) | (f) Share of total income | (g) Share of end-of-year assets | (h) Percentage ownership |
|--|----------------------|---|-------------------------------|--|---------------------------|---------------------------------|--------------------------|
| 5600 BRAINERD ROAD, SUITE 500, CHATTANOOGA, TN 37411   | ORG                  |   |                               | CORPORATION                                  |                           |                                 |                          |
| (31) NAZARETH ASSURANCE COMPANY (03-0304831)<br>PO BOX 10073, APO, GEORGETOWN, GRAND CAYMAN, KY1-1001, CJ    | INSURANCE            | CJ  | CHI                           | C CORPORATION                                | 0                         | 0                               | 100                      |
| (32) PATIENT TRANSPORT SERVICES, INC (31-1100798)<br>1700 EDISON DRIVE, MILFORD, OH 45150                    | HOME HEALTH          | OH  | ANC                           | C CORPORATION                                | 479,940                   |                                 | 100                      |
| (33) PHYSICIAN HEALTH SYSTEM NETWORK (91-1746721)<br>1149 MARKET ST, TACOMA, WA 98402                        | HEALTH ORG           | WA  | FHS                           | C CORPORATION                                | 0                         | 0                               | 100                      |
| (34) RAY & SHIRLEY DAVID 1999 UNITRUST (20-6037077)<br>30 WEST 7TH STREET, DICKINSON, ND 58601               | INVESTMENTS          | ND  | SJHHC                         | TRUST  | 0                         | 26,110                          | 100                      |
| (35) ROBERT & WANDA CHARITABLE REMAINDER UNITRUST (26-6191916)<br>PO BOX 1810, KEARNEY, NE 68484             | INVESTMENTS          | NE  | GSHF                          | TRUST  |                           |                                 | 100                      |
| (36) SAINT CLARE'S PRIMARY CARE, INC (22-2441202)<br>66 FORD ROAD, DENVILLE, NJ 07834                        | BILLING SERVICES     | NJ  | SCCC                          | C CORPORATION                                | 469,962                   | 1,772,016                       | 100                      |
| (37) SAMARITAN FAMILY CARE, INC. (31-1299450)<br>40 W FOURTH ST, #1700, DAYTON, OH 45402                     | HEALTHCARE           | OH  | SHP                           | C CORPORATION                                |                           |                                 | 100                      |
| (38) SJH SERVICES CORPORATION (23-2307408)<br>198 INVERNESS DRIVE WEST, ENGLEWOOD, CO 80112                  | HEALTHCARE           | CO  | FSI                           | C CORPORATION                                | -192,777                  | 2,973,858                       | 100                      |
| (39) SJL PHYSICIAN MANAGEMENT SERVICES, INC (27-0164198)<br>424 LEWIS HARGETT CR #160, LEXINGTON, KY 40503   | MANAGEMENT           | KY  | SJHS                          | C CORPORATION                                | 0                         | 0                               | 100                      |
| (40) ST ANTHONY DEVELOPMENT COMPANY (93-1216943)<br>1415 SOUTHGATE, PENDLETON, OR 97801                      | ATHLETIC CLUB        | OR  | SAH                           | C CORPORATION                                | 92,139                    | 3,007,550                       | 100                      |
| (41) ST VINCENT COMMUNITY HEALTH SERVICES, INC (71-0710785)<br>TWO ST VINCENT CIRCLE, LITTLE ROCK, AR 72205  | HEALTHCARE           | AR  | SVIMC                         | C CORPORATION                                | 2,804,485                 | 14,049,374                      | 100                      |
| (42) ST. JOSEPH DEVELOPMENT COMPANY, INC (91-1480569)<br>1717 SOUTH J STREET, TACOMA, WA 98405               | RENTAL               | WA  | FSI                           | C CORPORATION                                | 63,164                    | 11,845,439                      | 100                      |
| (43) ST. JOSEPH OFFICE PARK ASSOCIATION (61-1079899)<br>1401 HARRODSBURG ROAD, BLDG B70, LEXINGTON, KY 40504 | MANAGEMENT           | KY  | SJHS                          | C CORPORATION                                |                           | 882,139                         | 85                       |
| (44) TOM DEYLE CHARITABLE REMAINDER UNITRUST (47-6192333)<br>PO BOX 1810, KEARNEY, NE 68484                  | INVESTMENTS          | NE  | GSHF                          | TRUST  |                           |                                 | 100                      |
| (45) TOWSON MANAGEMENT, INC (52-1710750)<br>7601 OSLER DRIVE, TOWSON, MD 21204                               | MANAGEMENT SERVICES  | MD  | FSI                           | C CORPORATION                                | (325,476)                 | 266,960                         | 100                      |

**Application for Extension of Time To File an  
Exempt Organization Return**

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for *Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ►

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Enter filer's identifying number, see instructions

|  |   |   |
|--|---|---|
| Type or print<br>File by the due date for filing your return. See instructions | Name of exempt organization or other filer, see instructions<br>SAINT JOSEPH HOSPITAL FOUNDATION, INC.          | Employer identification number (EIN) or<br><input checked="" type="checkbox"/> 61-1159649 |
|  | Number, street, and room or suite no. If a P O box, see instructions<br>ONE SAINT JOSEPH DRIVE                  | Social security number (SSN)<br><input type="checkbox"/>                                  |
|  | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br>LEXINGTON, KY 40504 |   |

Enter the Return code for the return that this application is for (file a separate application for each return)

0  1 

| Application Is For                       | Return Code | Application Is For       | Return Code |
|--|-------------|--------------------------|-------------|
| Form 990                                 | 01          | Form 990-T (corporation) | 07          |
| Form 990-BL                              | 02          | Form 1041-A              | 08          |
| Form 990-EZ                              | 01          | Form 4720                | 09          |
| Form 990-PF                              | 04          | Form 5227                | 10          |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05          | Form 6069                | 11          |
| Form 990-T (trust other than above)      | 06          | Form 8870                | 12          |

• The books are in the care of ► JAMIE LUNDIEN

Telephone No. ► (719)548-7090

FAX No. ►

• If the organization does not have an office or place of business in the United States, check this box ► 

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ►  . If it is for part of the group, check this box ►  and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until February 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

►  calendar year 20 \_\_\_\_ or►  tax year beginning July 01, 2011, and ending June 30, 2012.

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

|   |       |
|---|-------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.                                   | 3a \$ |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b \$ |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.             | 3c \$ |

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box . . . . . ►

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

|  |   |   |
|--|---|---|
| <b>Type or print</b>   | Name of exempt organization or other filer, see instructions.<br>SAINT JOSEPH HOSPITAL FOUNDATION, INC.         | Employer identification number (EIN) or<br><input checked="" type="checkbox"/> 61-1159649 |
|  | Number, street, and room or suite no. If a P.O. box, see instructions.<br>ONE SAINT JOSEPH DRIVE                | Social security number (SSN)<br><input type="checkbox"/>                                  |
| File by the due date for filing your return. See instructions. | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br>LEXINGTON, KY 40504 |   |

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . .

0  1

| Application Is For                       | Return Code | Application Is For | Return Code |
|--|-------------|--------------------|-------------|
| Form 990                                 | 01          | Form 1041-A        | 08          |
| Form 990-BL                              | 02          | Form 4720          | 09          |
| Form 990-EZ                              | 01          | Form 5227          | 10          |
| Form 990-PF                              | 04          | Form 6069          | 11          |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05          | Form 8870          | 12          |
| Form 990-T (trust other than above)      | 06          |                    |             |

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of ► JAMIE LUNDIEN  
Telephone No. ► (719)548-7090 FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box . . . . . ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box . . . . ►  . If it is for part of the group, check this box . . . . ►  and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until May 15, 20 13.
- For calendar year , or other tax year beginning July 01, 20 11, and ending June 30, 20 12.
- If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period
- State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

|    |   |    |    |
|----|---|----|----|
| 8a | If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.  | 8a | \$ |
| b  | If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. | 8b | \$ |
| c  | Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.   | 8c | \$ |

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ► Kimberly K. Williams

Title ► Tax Supervisor

Date ► 2/10/2013

Form 8868 (Rev. 1-2012)