Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning OCT 1, 2011 , and ending SEP 30, 2012

Name of foundation: ENDOWMENT FOR HEALTH, INC.

A Employer identification number: 02-0512290

Number and street (or P O box number if mail is not delivered to street address): 14 SOUTH STREET

Room/suite:

B Telephone number: 603-228-2448

City or town, state, and ZIP code: CONCORD, NH 03301

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 78,514,274.

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

		Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received	300.		N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	57,976.	57,976.		
	4	Dividends and interest from securities	1,570,464.	1,570,464.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	753,955.			
	b	Gross sales price for all assets on line 6a 32,946,509.				
	7	Capital gain net income (from Part IV, line 2)		753,955.		
	8	Net short-term capital gain				
	9	Income modifications			176,679.	
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	2,382,695.	2,382,395.	176,679.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	200,781.	0.		200,781.
	14	Other employee salaries and wages	360,789.	0.		360,789.
	15	Pension plans, employee benefits	226,563.	0.		226,563.
	16a	Legal fees STMT 1	2,800.	0.		2,800.
	b	Accounting fees STMT 2	20,586.	0.		20,586.
	c	Other professional fees STMT 3	342,061.	167,561.		174,500.
	17	Interest				
	18	Taxes STMT 4	45,457.	0.		0.
	19	Depreciation and depletion	1,147.	0.		
	20	Occupancy	89,254.	0.		89,254.
	21	Travel, conferences, and meetings	81,574.	0.		83,775.
	22	Printing and publications	12,307.	0.		13,629.
	23	Other expenses STMT 5	58,313.	0.		58,240.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,441,632.	167,561.		1,230,917.
	25	Contributions, gifts, grants paid	2,098,321.			1,178,960.
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,539,953.	167,561.		2,409,877.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	<1,157,258.>			
	b	**Net investment income** (if negative, enter -0-)		2,214,834.		
	c	**Adjusted net income** (if negative, enter -0-)			176,679.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	54,356.	45,664.	45,664.
	2	Savings and temporary cash investments	1,222,199.	170,592.	170,592.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	2,005.		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	35,826.	34,668.	34,668.
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 6	69,518,206.	76,578,258.	76,578,258.
	14	Land, buildings, and equipment basis ▶ 155,428.			
		Less accumulated depreciation ▶ 151,698.	4,877.	3,730.	3,730.
	15	Other assets (describe ▶ STATEMENT 7)	1,755,000.	1,681,362.	1,681,362.
	16	**Total assets** (to be completed by all filers)	72,592,469.	78,514,274.	78,514,274.
Liabilities	17	Accounts payable and accrued expenses	98,139.	72,611.	
	18	Grants payable	2,671,121.	1,458,219.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	2,769,260.	1,530,830.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☒ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	69,823,209.	76,983,444.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	69,823,209.	76,983,444.	
	31	**Total liabilities and net assets/fund balances**	72,592,469.	78,514,274.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	69,823,209.
2	Enter amount from Part I, line 27a	2	<1,157,258.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	8,317,493.
4	Add lines 1, 2, and 3	4	76,983,444.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	76,983,444.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	32,946,509.		32,192,554.	753,955.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				753,955.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	753,955.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	4,077,475.	77,991,413.	.052281
2009	3,348,659.	73,357,289.	.045649
2008	4,604,546.	65,938,820.	.069831
2007	6,377,664.	96,282,156.	.066239
2006	5,708,115.	101,288,869.	.056355

2 Total of line 1, column (d)	2	.290355
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.058071
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	75,432,695.
5 Multiply line 4 by line 3	5	4,380,452.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,148.
7 Add lines 5 and 6	7	4,402,600.
8 Enter qualifying distributions from Part XII, line 4	8	2,409,877.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	44,297.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3	Add lines 1 and 2			3	44,297.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	44,297.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	66,610.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	66,610.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	22,313.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 22,313. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	X	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) STATEMENT 8 STMT 9	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.ENDOWMENTFORHEALTH.ORG

14 The books are in care of ▶ SUSAN FULTON Telephone no ▶603-228-2448

Located at ▶14 SOUTH ST, CONCORD, NH ZIP+4 ▶03301

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

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ ______ , ______ , ______ , ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (If not paid, enter -0-)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE STATEMENT 10		199,731.	66,145.	1,050.

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
KIM FIRTH	PROGRAM DIRECTOR			
14 SOUTH STREET, CONCORD, NH 03301	37.50	77,770.	27,008.	0.
KAREN AGER	DIR COMMUNICATIONS			
14 SOUTH STREET, CONCORD, NH 03301	37.50	81,147.	21,666.	0.
SUE FULTON	GRANTS/FINANCIAL DIRECTOR			
14 SOUTH STREET, CONCORD, NH 03301	37.50	73,600.	20,507.	0.
KELLY LAFLAMME	PROGRAM DIRECTOR			
14 SOUTH STREET, CONCORD, NH 03301	30.00	61,049.	6,005.	0.
CHERYL DEMPSEY	ADMIN MANAGER			
14 SOUTH STREET, CONCORD, NH 03301	37.50	46,200.	18,827.	0.

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
PRIME BUCHHOLZ AND ASSOCIATES - PEASE INTERNATIONAL TRADEPORT, 273 CORPORATE DRIVE,	INVESTMENT ADVISOR	89,181.
E. CAITLIN DONNELLY 360 PAYSON ROAD, BELMONT, MA 02478	RECRUITMENT FIRM	77,066.
KAREN HORSCH CONSULTING, LLC 1025 CHESTNUT STREET, MANCHESTER, NH 03104	EVALUATION CONSULTANT	55,205.

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	74,676,827.
b	Average of monthly cash balances			1b	508,133.
c	Fair market value of all other assets			1c	1,396,456.
d	**Total** (add lines 1a, b, and c)			1d	76,581,416.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	76,581,416.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	1,148,721.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	75,432,695.
6	**Minimum investment return.** Enter 5% of line 5			6	3,771,635.

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

1	Minimum investment return from Part X, line 6			1	3,771,635.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	44,297.		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	44,297.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,727,338.
4	Recoveries of amounts treated as qualifying distributions			4	176,679.
5	Add lines 3 and 4			5	3,904,017.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	3,904,017.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,409,877.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,409,877.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,409,877.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					3,904,017.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2011					
a From 2006					
b From 2007					
c From 2008	422,430.				
d From 2009					
e From 2010	81,265.				
f Total of lines 3a through e		503,695.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 2,409,877.					
a Applied to 2010, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2011 distributable amount					2,409,877.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)		503,695.			503,695.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount - see instructions			0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr				0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					990,445.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		0.			
10 Analysis of line 9					
a Excess from 2007					
b Excess from 2008					
c Excess from 2009					
d Excess from 2010					
e Excess from 2011					

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE ATTACHED LIST				1,178,960.
Total			▶ 3a	1,178,960.
b *Approved for future payment* SEE ATTACHED LIST				1,021,040.
Total			▶ 3b	1,021,040.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	57,976.	
4 Dividends and interest from securities			14	1,570,464.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	753,955.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		2,382,395.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 2,382,395.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee	Date	Title
	2-13-13	President

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WILLIAM G. STEELE JR., CPA	William G Steele Jr	2/8/13		P00801253

Firm's name ▶ WILLIAM STEELE & ASSOCIATES, P.C.

Firm's EIN ▶ 02-0383073

Firm's address ▶ 40 STARK STREET
MANCHESTER, NH 03101

Phone no (603)622-8881

Form 990-PF (2011)

123622
12-02-11

FORM 990-PF LEGAL FEES STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	2,800.	0.		2,800.
TO FM 990-PF, PG 1, LN 16A	2,800.	0.		2,800.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	20,586.	0.		20,586.
TO FORM 990-PF, PG 1, LN 16B	20,586.	0.		20,586.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING - INVESTMENT	89,181.	89,181.		0.
CONSULTING	174,500.	0.		174,500.
INVESTMENT FEES	78,380.	78,380.		0.
TO FORM 990-PF, PG 1, LN 16C	342,061.	167,561.		174,500.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE	45,457.	0.		0.
TO FORM 990-PF, PG 1, LN 18	45,457.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE EXPENSE	17,658.	0.		17,658.
OFFICE EXPENSE	19,168.	0.		19,110.
TELEPHONE EXPENSE	9,303.	0.		9,288.
REPAIRS & MAINTENANCE	8,623.	0.		8,623.
FREIGHT/POSTAGE	1,844.	0.		1,844.
MISCELLANEOUS	1,717.	0.		1,717.
TO FORM 990-PF, PG 1, LN 23	58,313.	0.		58,240.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	FMV	73,740,201.	73,740,201.
INVESTMENT IN LTD PARTNERSHIP	FMV	2,838,057.	2,838,057.
TOTAL TO FORM 990-PF, PART II, LINE 13		76,578,258.	76,578,258.

FORM 990-PF OTHER ASSETS STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	5,000.	5,500.	5,500.
LOAN RECEIVABLE	1,750,000.	1,675,000.	1,675,000.
OTHER RECEIVABLE	0.	862.	862.
TO FORM 990-PF, PART II, LINE 15	1,755,000.	1,681,362.	1,681,362.

FORM 990-PF TRANSFERS TO CONTROLLED ENTITIES STATEMENT 8
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
HEALTH STRATEGIES OF NEW HAMPSHIRE, INC	20-8632971

ADDRESS

14 SOUTH STREET
CONCORD 03301

DESCRIPTION OF TRANSFER

	AMOUNT OF TRANSFER
	290,628.
TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES	290,628.

FORM 990-PF LIST OF CONTROLLED ENTITIES STATEMENT 9
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
HEALTH STRATEGIES OF NEW HAMPSHIRE, INC	20-8632971

ADDRESS

14 SOUTH STREET
CONCORD 03301

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN R. CHOLLET 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 2.00	0.	0.	0.
RANDY FOOSE 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 2.00	0.	0.	0.
MARGARET FRANCKHAUSER 14 SOUTH STREET CONCORD, NH 03301	SECRETARY 2.00	0.	0.	0.
CAROLINE MCCARLEY 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
ORVILLE FITCH 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
YVONNE GOLDSBERRY 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.

JAMES SQUIRES 14 SOUTH STREET CONCORD, NH 03301	PRESIDENT 37.50	60,330.	9,233.	1,050.
MARY VALLIER-KAPLAN 14 SOUTH STREET CONCORD, NH 03301	INTERIM PRESIDENT 37.50	116,735.	56,080.	0.
ELEANOR DUNFEY-FREIBURGER 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
CORDELL JOHNSTON 14 SOUTH STREET CONCORD, NH 03301	CHAIR 3.00	0.	0.	0.
RICHARD H SHOWALTER, JR 14 SOUTH STREET CONCORD, VT 03301	DIRECTOR 1.00	0.	0.	0.
KARIN CARUSO 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
SANDRA PELLETIER 14 SOUTH STREET CONCORD, NH 03301	VICE CHAIR 2.00	0.	0.	0.
EDDIE EDWARDS 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
ESTABAN LOPEZ 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
MARSHALL ROWE 14 SOUTH STREET CONCORD, NH 03301	TREASURER 3.00	0.	0.	0.
CINDY ROSENWALD 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
ADRIEENE RUPP 14 SOUTH STREET CONCORD, NH 03301	DIRECTOR 1.00	0.	0.	0.
G. STEVEN ROWE 14 SOUTH STREET CONCORD, NH 03301	PRESIDENT 37.50	22,666.	832.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		199,731.	66,145.	1,050.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 11
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ENDOWMENT FOR HEALTH, INC.
14 SOUTH STREET
CONCORD, NH 03301

TELEPHONE NUMBER

603-228-2448

FORM AND CONTENT OF APPLICATIONS

CALL 603-228-2448 FOR GRANT APPLICATION OR SEE THE ENDOWMENT'S WEBSITE: WWWW.ENDOWMENTFORHEALTH.ORG

ANY SUBMISSION DEADLINES

VARIOUS DATES DEPENDING ON TYPE OF GRANT: SEE APPLICATION FOR DETAILS

RESTRICTIONS AND LIMITATIONS ON AWARDS

PROJECTS MUST BENEFIT THE CITIZENS OF NEW HAMPSHIRE AND BE HEALTH RELATED. RECIPIENTS MUST BE 501(C)(3) ORGANIZATIONS OR MUNICIPALITIES. SEE APPLICATION GUIDELINES FOR ADDITIONAL RESTRICTIONS.

Endowment for Health, Inc.
EIN: 02-0512290
2011 Form 990-PF

Part XII, Line 3b: Cash Distribution Test

See Part XV for detail of grants paid and approved.
Purposes of projects and amounts are included in detail.

The Part XV amounts set aside wil be paid for the specific projects listed within 60 months of the set aside.

Minimum Distribution - Full Payment Period

Tax Year	% Required	Distributable Amount	Amount Disbursed	Balance Due
9/30/2007	100%	5,223,201	4,988,740	234,461
9/30/2008	100%	4,736,139	5,652,731	(916,592)
9/30/2009	100%	3,222,938	5,723,467	(2,500,529)
9/30/2010	100%	3,578,805	4,546,411	(967,606)
9/30/2011	100%	3,996,210	4,123,792	(127,582)

Set-Asides (Grants Payable):

		9/30/07	**9/30/08**	**9/30/09**	**9/30/10**	**9/30/11**
Set-Aside:	9/30/2007	3,356,583				
	9/30/2008		3,548,233			
	9/30/2009			2,188,194		
	9/30/2010				1,238,250	
	9/30/2011					1,754,683
Payments:	9/30/2007					
	9/30/2008	(2,241,858)				
	9/30/2009	(638,047)	(2,540,292)			
	9/30/2010	(340,304)	(588,386)	(1,507,312)		
	9/30/2011	(96,219)	(222,299)	(426,865)	(991,397)	
	9/30/2012	(40,155)	(95,938)	(254,017)	(231,288)	(1,549,474)
		-	**101,318**	-	**15,565**	**205,209**

Endowment for Health, Inc
EIN· 02-0512290
2011 Form-990-PF
Part XV· Supplement Information
3. Grants and Contributions Paid During the Year or Approved for Future Payment

EH ID	Organization	Relationship	Foundation Status of Recepient	Project Title	Project Description	FY 12 Grant Award Amount	3a. FY12 Grants Paid During Year	3b. FY12 Grants Approved for Future Payment
1510 07	Blue Cross Blue Shield of Massachusetts Foundation Landmark Center 401 Park Drive Boston, MA 02215	N/A	PF	The Health Coverage Fellowship	To deepen national and regional New England media understanding of the intricate and dynamic world of medicine and health care, with an emphasis on the overall health system and special problems facing low-income and uninsured individuals and families	18,000	18,000	0
2297	Child & Family Services of NH 464 Chestnut St, PO Box 448 Manchester, NH 03105	N/A	509(a)(2)	Summit on Fetal Alcohol Spectrum Disorders Prenatal to Grave	To raise awareness and knowledge among professionals and the general population about the harms of alcohol use during pregnancy and the effects of fetal alcohol spectrum disorders by convening a day-long summit	3,625	3,625	0
1590 07	Children's Alliance of NH Two Delta Drive Suite 201 Concord, NH 03301	N/A	509(a)(1)	Sustaining the Children's Alliance of NH	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	25,000	0	25,000
2163 01	Children's Alliance of NH Two Delta Drive Suite 201 Concord, NH 03301	N/A	509(a)(1)	Oral Health Workforce Expansion Initiative	To improve access to oral health for the children of NH by expanding the types of oral health providers in NH	1,000	0	1,000
2312	City of Manchester Department of Health 1528 Elm Street Manchester, NH 03101	N/A	Public entity, town	Roadmaps to Healthy Communities	To create healthier and safer neighborhoods in Manchester, NH by implementing the city's change to multi-use, integrated and resident-engaged schools	25,000	25,000	0
2295	Community Alliance of Human Services PO Box 188, 27 John Stark Highway Newport, NH 03773	N/A	509(a)(2)	Community Alliance of Human Services - Volunteer Driver Program	To continue and expand the Sullivan County volunteer driver program	10,000	10,000	0
1813 03	Community Bridges 2 Whitney Road Concord, NH 03301	N/A	509(a)(1)	New Hampshire's Early Childhood and Family Mental Health Competencies	To improve the availability of and access to high quality early childhood mental health supports and services for NH's young children (aged birth to six) and their families by creating and implementing a state early childhood mental health competency system for NH professionals serving this population and by collaborating with the NH Early Childhood Advisory Council on systems building	46,119	0	46,119
2277	Council on Fund Raising NH (CONFR) PO Box 3514 Concord, NH 03302	N/A	509(a)(2)	Federal Grant Workshop	To provide a workshop to introduce to those NH nonprofits unfamiliar with federal grants, or those with limited or disappointing experience, with the basics about approaching a federal agency or department for a discretionary/competitive grant, formula/block grant, cooperative agreement, or contract	2,500	2,500	0
2281	Court Appointed Special Advocates (CASA) of NH P O Box 1327 Manchester, NH 03105-1327	N/A	509(a)(1)	"I Am for the Child" Statewide Outreach Campaign	To increase CASA of New Hampshire's organizational capacity and sustainability by conducting a comprehensive statewide outreach campaign called "I Am for the Child"	25,000	25,000	0

Endowment for Health, Inc
EIN: 02-0512290
2011 Form-990-PF
Part XV: Supplement Information
3 Grants and Contributions Paid During the Year or Approved for Future Payment

EH ID	Organization	Relationship	Foundation Status of Recepient	Project Title	Project Description	FY 12 Grant Award Amount	3a. FY12 Grants Paid During Year	3b. FY12 Grants Approved for Future Payment
2112 02	Endowment for Health 14 South Street Concord, NH 03301	N/A	PF	New Hampshire Nursing Diversity Pipeline Project	To expand diversity within the nursing workforce and nursing education faculty in NH by promoting awareness of the nursing profession among youth from diverse cultures and supporting underrepresented populations to earn a Master's degree in nursing and join the nursing faculty in NH	26,802	26,802	0
2053 03	Families in Transition 122 Market Street Manchester, NH 03101	N/A	509(a)(2)	The Family Place	To improve the mental health and academic outcomes of homeless children by providing evidence-based, family strengthening therapeutic treatment and advocacy integrated within trauma-informed preschool and afterschool programming	100,000	0	100,000
2227 01	Families in Transition 122 Market Street Manchester, NH 03101	N/A	509(a)(2)	Homelessness Policy Expansion	To effectively and efficiently inform the development of state and federal policies that will facilitate providing services to NH's homeless population and eventually end homelessness in NH	16,000	16,000	0
1767 03	Foundation for Healthy Communities 125 Airport Road Concord, NH 03301	N/A	509(a)(2)	Healthy Eating/Active Living Plan	To implement the NH Healthy Eating/Active Living (HEAL) Plan by establishing and sustaining a lead organization to coordinate the implementation and to support communities to implement the Plan	50,000	50,000	0
2067 01	Foundation for Healthy Communities 125 Airport Road Concord, NH 03301	N/A	509(a)(2)	Transportation Solutions New Hampshire	To inform and guide the policy debate on NH's transportation system through a broad based coalition of organizations and a public messaging campaign	19,950	9,975	9,975
2258	Foundation for Healthy Communities 125 Airport Road Concord, NH 03301	N/A	509(a)(2)	NH Health & Equity Partnership	To promote health and equity in NH and address health disparities in NH by developing the NH Health & Equity Partnership (H&EP) focusing on strengthening partnerships through advancing leadership, enhancing knowledge, and fostering networking and collaboration	58,923	0	58,923
2244	Grafton County Senior Citizens Council, Inc 10 Campbell St, P O Box 433 Lebanon, NH 03766	N/A	509(a)(2)	Planning to Improve Health Outcomes for Older Adults	To improve health and mitigate hospital readmission of Medicare-eligible adults with multiple chronic illnesses by conducting planning, in partnership with the Dartmouth Centers for Health and Aging, to explore an innovative role for paraprofessionals and volunteers in an Accountable Care Organization	5,000	5,000	0
1950 02	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Health Strategies	To support the operations of Health Strategies to implement the Endowment for Health's work as an organization to advance leadership, foster networking and collaboration, enhance knowledge and support the NH safety net	3,000	3,000	0
1951 05	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Leadership and Capacity Development	To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers	7,500	7,500	0

Endowment for Health, Inc.
EIN. 02-0512290
2011 Form-990-PF
Part XV: Supplement Information
3 Grants and Contributions Paid During the Year or Approved for Future Payment

EH ID	Organization	Relationship	Foundation Status of Recepient	Project Title	Project Description	FY 12 Grant Award Amount	3a. FY12 Grants Paid During Year	3b. FY12 Grants Approved for Future Payment
1951 06	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Leadership and Capacity Development	To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers	10,000	10,000	0
1951 07	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Leadership and Capacity Development	To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers	10,000	10,000	0
2137 06	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Health Reform Implementation Support	To promote the effective implementation of federal health reform in New Hampshire by providing support to key groups and stakeholders foster collaboration and information sharing and to develop needed knowledge and technical capacity	10,000	10,000	0
2138 01	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	New Hampshire Children's Behavioral Health Collaborative Creating a unified system of care	To improve the mental health of NH's children and their families by convening a children's mental health collaborative of diverse interests, establishing a baseline of knowledge among participants, developing a statewide, comprehensive, strategic plan, and broadly disseminating it	14,240	14,240	0
2255	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Immigrant Integration Conference	To advance inclusion and immigrant integration by convening a conference for cross-fertilization and knowledge sharing across New Hampshire's regions, while also offering concrete learning opportunities of best practices for formal and informal helpers who make immigrant integration happen in our state	3,000	3,000	0
2289	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	NH BPI Partners Initiative	To improve specialty medical care for rural populations served by critical access hospitals and the financial viability of the institutions that serve them by the design and implementation of Bundled Payments pursuant to the CMMI bundled payment initiative	10,000	10,000	0
2291	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Core Capacity Assessment Tool Assistance	To strengthen nonprofit organizational capacity by assessing the nonprofit organization's effectiveness in relation to four core capacities—leadership, adaptability, management, and technical capacities—as well as organizational culture using the Core Capacity Assessment Tool Assistance and consultation expertise	4,200	4,200	0
2311	Health Strategies of NH 14 South Street Concord, NH 03301	N/A	POF	Health Reform	To improve the health and health care system of NH especially for the vulnerable and underserved through health reform strategies especially public policy	218,688	218,688	0

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EH ID	Organization	Relationship	Foundation Status of Recepient	Project Title	Project Description	FY 12 Grant Award Amount	3a. FY12 Grants Paid During Year	3b. FY12 Grants Approved for Future Payment
2286	International Institute of Boston/NH 1 Milk Street Boston, MA 02109	N/A	509(a)(1)	Manchester Food Hub Planning Project	To develop a viable Manchester-based food hub that will improve the health outcomes of low-income Manchester consumers through democratized access to fresh produce by conducting a feasibility study to understand consumer demands and needs, document production capacity, develop a simulated financial model, and determine optimal operational structure	30,597	30,597	0
2185 01	Lakes Region Partnership for Public Health, Inc 67 Water Street, Suite 105 Laconia, NH 03246	N/A	509(a)(1)	Laconia New American Integration Initiative	To improve the health and well-being of the refugee population in Laconia by 1) conducting health education and outreach, 2) building capacity and a local network of cultural competency trainers in the health care system, and 3) developing a team of volunteers to help address the basic health needs of newly-arrived refugees while promoting self-sufficiency and integration	98,078	33,867	64,211
2287	Lakes Region United Way, Inc 95 Water St , Suite 1 Laconia, NH 03246	N/A	509(a)(1)	Collective Impact Institute, LRUW	To strategically position organizations and teams NH to utilize Collective Impact strategies to move beyond collaboration and transform communities by offering a learning institute presented expert thought leaders	5,000	5,000	0
1773 05	Leadership NH 36 Lowell Street, Suite 204 Manchester, NH 03101	N/A	509(a)(2)	Sustaining Leadership NH	To build a community of informed leaders in NH to increase civic engagement and strengthen communities through connecting and educating a diverse pool of engaged or emerging leaders about the State of New Hampshire	10,000	10,000	0
2276	Leadership NH 36 Lowell Street, Suite 204 Manchester, NH 03101	N/A	509(a)(2)	Leadership New Hampshire 20th Anniversary Video	Development of a video documenting the accomplishments of Leadership New Hampshire over its first 20 years, showing through interviews with a representative sample of its 600+ graduates their experience of going through the program and the lasting impact of it as evidenced by their increased civic engagement	5,000	5,000	0
2261	Manchester Community Health Center 145 Hollis Streeet Manchester, NH 03101	N/A	Hospital	NH CIH (Collaboration to Improve Health)	To receive a CMS Health Care Innovations grant (ACA related) to create and implement at statewide CHW system for NH's community health centers	3,250	3,250	0
1796 05	National Alliance on Mental Illness-NH 85 North State Street Concord, NH 03301	N/A	509(a)(1)	Sustaining the National Alliance on Mental Illness	To ensure quality advocacy, knowledge development and nonprofit capacity building for the mental health system which supports NH's children and their families by sustaining the general operations of key related NH nonprofits	25,000	25,000	0

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EH ID	Organization	Relationship	Foundation Status of Recepient	Project Title	Project Description	FY 12 Grant Award Amount	3a. FY12 Grants Paid During Year	3b. FY12 Grants Approved for Future Payment
2294	National Alliance on Mental Illness-NH 85 North State Street Concord, NH 03301	N/A	509(a)(1)	Validating the refugee experience & promoting emotional wellbeing	To support a partnership between NAMI NH and the Bhutanese Community of New Hampshire to promote emotional well-being in the Bhutanese community by 1) providing "postvention" supports to suicide survivors and 2) developing mental health awareness and capacity for suicide prevention within the refugee community	12,600	12,600	0
2242	New Futures 10 Ferry St - Suite 307 Concord, NH 03301	N/A	509(a)(1)	It's Not the Daily Planet Anymore - Working With the Media to Effectively Get Your Message Out	To provide nonprofit leaders with the knowledge and tools needed to capture media attention and effectively convey messages by convening a communications workshop that features media professionals providing practical, "how-to" messaging and communications advice	2,500	2,500	0
1592 07	NH Center for Nonprofits 84 Silk Farm Road Suite 1 Concord, NH 03302	N/A	509(a)(2)	Sustaining the NH Center for Nonprofits	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	25,000	0	25,000
1945 03	NH Center for Nonprofits 84 Silk Farm Road Suite 1 Concord, NH 03302	N/A	509(a)(2)	Creating Nonprofit Advocacy Capacity in NH	To maintain and leverage the NH Center for Nonprofits' advocacy capacity momentum and progress to increase the capacity and effectiveness of nonprofit advocacy in New Hampshire	30,641	30,641	0
2192 01	NH Center for Nonprofits 84 Silk Farm Road Suite 1 Concord, NH 03302	N/A	509(a)(2)	Nonprofit Sector Messaging Project Part II	To increase awareness and enhance the knowledge of business, government and nonprofit leaders of the impact nonprofit services have on the health and well-being of NH citizens, especially those struggling to access health service due to economic barriers	5,200	5,200	0
2291 01	NH Center for Nonprofits 84 Silk Farm Road Suite 1 Concord, NH 03302	N/A	509(a)(2)	Advocacy Capacity Tool Pilot Project	To help advocacy organizations plan and strategically work to improve their ability to be effective by piloting an assessment and consultation model using the Alliance for Justice's Advocacy Capacity Tool (ACT)	5,507	0	5,507
1591 07	NH Center for Public Policy Studies 1 Eagle Square Suite 510 Concord, NH 03301	N/A	509(a)(1)	Sustaining the NH Center for Public Policy Studies	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	25,000	0	25,000
2241	NH Center for Public Policy Studies 1 Eagle Square Suite 510 Concord, NH 03301	N/A	509(a)(1)	Assessing NH State Budget Changes	To increase understanding of the impacts major state budget changes from 2008 through 2013 have had or will have by documenting changes, reporting how changes have been implemented at the state executive agency and community levels, and how these changes have affected the service provision of the health and social services systems	35,645	35,645	0

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2310	NH Charitable Foundation 37 Pleasant Street Concord, NH 03301	N/A	509(a)(1)	The NH Advocacy Project	To improve quality of life outcomes (physical, mental and social well-being) for low income and vulnerable residents of NH by enhancing the range of advocacy resources which support the work of the NH health and human service non-profit sector	50,000	50,000	0
2231	NH Children's Trust Fund 10 Ferry Street, Suite 315 Concord, NH 03301	N/A	509(a)(1)	Strengthening Families Summit	To build stronger communities and improve child welfare by increasing the degree of understanding, collaboration and mutual support around the Strengthening Families approach between early childhood providers, family support providers, home visitors, medical providers, schools and state agencies	5,000	5,000	0
2301	NH Children's Trust Fund 10 Ferry Street, Suite 315 Concord, NH 03301	N/A	509(a)(1)	CAN prevention-Public Health Education	To increase awareness among the public and professionals about efforts to eliminate child abuse and neglect and to increase outreach to potential contributors, volunteers, and collaborators by enhancing electronic communications capacity	5,000	0	5,000
2075 03	NH Citizens Alliance 4 Park Street, Suite 304 Concord, NH 03301	N/A	509(a)(1)	Health Care Access and Affordability	To ensure that individuals and small business leaders in NH have adequate understanding of the new health law as well as Medicare and Medicaid to support adequate implementation of the law by providing education and training opportunities	40,000	30,000	10,000
1826 05	NH Fiscal Policy Institute 11 Depot Street 2nd Floor Concord, NH 03301	N/A	509(a)(2)	Sustaining the NH Fiscal Policy Institute	To ensure quality advocacy and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	50,000	0	50,000
2228 01	NH Fiscal Policy Institute 11 Depot Street 2nd Floor Concord, NH 03301	N/A	509(a)(2)	Communications	To expand the reach and deepen the influence of the research and analysis efforts of the NH Fiscal Policy Institute, by hiring a full-time Communications and Outreach Coordinator	8,334	0	8,334
1788 03	NH Legal Assistance 117 North State Street Concord, NH 03301	N/A	509(a)(1)	New Hampshire Legal Assistance Youth Law Project	To ensure delinquent and CHINS youth receive the mental health, educational and other services they need by providing civil legal services in collaboration with courts, juvenile services officers, public defenders, mental health providers, schools and other key organizations serving children and youth	142,968	0	142,968
1946 04	NH Legal Assistance 117 North State Street Concord, NH 03301	N/A	509(a)(1)	Sustaining NH Legal Assistance	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	25,000	0	25,000
2238	NH Psychological Association Educational Foundation	N/A	509(a)(2)	Psychology Internship Consortium	To assure a high quality workforce that meets the mental health needs of NH residents with a special emphasis on children and underserved populations by increasing the number of doctoral level internship opportunities in the state	36,765	36,765	0

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2254	NH Public Broadcasting 268 Mast Road Durham, NH 03824	N/A	509(a)(1)	A New Hampshire Public Television Special Presentation - NH Health Care Is There Good News?	To increase awareness among NH citizens of varying models of health care practices throughout the state and country by hosting several screenings of the PBS documentary film, US Health Care -- The Good News and follow-up panel discussions comprised of key stakeholders, policy makers, and health care subscribers, that encourage dialogue	8,905	8,905	0
1681 06	NH Public Health Association 4 Park Street, Suite 403 Concord, NH 03301	N/A	509(a)(1)	Sustaining NH Public Health Association	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	25,000	0	25,000
1732 05	NH Public Health Association 4 Park Street, Suite 403 Concord, NH 03301	N/A	509(a)(1)	New Hampshire Oral Health Coalition	To improve the oral health of the people of New Hampshire through effective oral health advocacy and public policy in New Hampshire	25,000	0	25,000
2069 02	NH Public Health Association 4 Park Street, Suite 403 Concord, NH 03301	N/A	509(a)(1)	Oral Health Forum	To strengthen State and local capacity to deliver high-quality oral health services by providing access to expert speakers on important oral health issues	1,000	1,000	0
1680 06	NH Public Radio 2 Pillsbury Street, 6th Floor Concord, NH 03301	N/A	509(a)(1)	Sustaining New Hampshire Public Radio	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	25,000	0	25,000
1821 05	NH Voices for Health 4 Park Street Concord, NH 03301	N/A	509(a)(1)	New Hampshire Voices for Health	To enhance public policy and health advocacy in NH by building operational and management capacity of the organization	150,000	150,000	
2252	North Country Health Consortium 262 Cottage Street, Suite 230 Littleton, NH 03561	N/A	509(a)(1)	North Country Health Improvement Initiative	To improve the health of Coos and northern Grafton County residents by engaging key stakeholders in a strategic planning process to prioritize health factors and to create an action plan	3,940	3,940	0
2239	Opportunities Now 21 South Fruit Street, Suite 22 Concord, NH 03301	N/A	509(a)(1)	Advocacy for Autism Treatment and Supports	To increase access to health insurance coverage for the evidence-based treatment of Autism Spectrum Disorders (ASDs) across all segments of the health insurance market in New Hampshire by monitoring compliance with Connor's Law (legislative mandate), Early Periodic Screening, Diagnosis and Treatment federal requirements and by educating self-funded plans, policymakers, family advocates and providers about evidence-based treatment of ASDs	30,000	30,000	0

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2240	Planned Parenthood of Northern New England 18 Low Ave Concord, NH 03301	N/A	509(a)(1)	NH Public Policy Program	To maximize opportunities for women's health care and safety-net family planning services and ensure these issues are represented in state health policy planning and rulemaking by enhancing public affairs capacity and increasing community engagement and leadership	65,000	65,000	0
2303	Second Start 17 Knight St Concord, NH 03301 Concord, NH 03301	N/A	509(a)(1)	Building community based leadership and after school programs for/with immigrants and refugees of NH	To increase the capacity of New American Africans to offer parent leadership and after school programming in Concord and Greater Manchester that will reinforce cultural identity, community strengths-based solutions, and understanding of both concerns and hopes in immigrant and refugee communities by supporting a community planning process and the development of tools/curriculum	17,700	0	17,700
2234	Southeastern Regional Education Service Center, INC (SERESC) 29 Commerce Drive Bedford, NH 03110	N/A	509(a)(1)	Interagency Collaboration Improving Outcomes for Children with Autism Spectrum Disorders	To improve access to care and education for children, adolescents and young adults with Autism Spectrum Disorders (ASD) and their families by convening a forum of providers and parents to propose and prioritize solutions to promote best practices, coordinated and cost-effective care, and increased communication among providers	7,631	7,631	0
2285	Sunset Hill Educational Institute P O Box 435 South Sutton, NH 03273	N/A	509(a)(2)	Wheelchair Health In Motion	To provide the tools for improving quality of life and wellness in the physically-disabled, wheelchair using population of New Hampshire by creating 1) a safe and accessible fitness environment in multiple communities 2) a peer-driven, grass roots wheelchair exercise program 3) a peer support, networking group that shares health promotion and disease prevention information	24,250	12,125	12,125
1764 01	Tri County Community Action Program, Inc 30 Exchange Street Berlin, NH 03570	N/A	509(a)(2)	Tamworth Dental Center	To improve oral health practice management by having Safety Net Solutions conduct an assessment of the program that will include an analysis of the dental program's current financial viability, operational strength, productivity and clinical quality	9,080	9,080	0
1984 03	University of New England 716 Stevens Avenue Portland, Maine 04103	N/A	School	University of New England College of Dental Medicine Planning Grant	To create and implement a targeted, multi-year business and action plan for the start-up of the University of New England School of Dental Medicine	25,000	0	25,000
1593 07	University of NH School of Law 2 White Street Concord, NH 03301	N/A	School	Sustaining the Institute for Health, Law & Ethics	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the general operations of key NH nonprofits	25,000	0	25,000

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1575 08	University of NH 4 Library Way, 202 Hewitt Hall Durham, NH 03824	N/A	School	NH Citizen's Health Initiative	To ensure quality advocacy, nonprofit capacity building and knowledge development for the health system in NH in order to improve the health of NH residents by sustaining the operations of key NH nonprofits	114,882	0	114,882
1857 02	University of NH 4 Library Way, 202 Hewitt Hall Durham, NH 03824	N/A	School	RENEW III Creating A Sustainable Infrastructure for the Delivery of RENEW to New Hampshire's Youth	To improve the educational and community outcomes of youth with emotional and behavioral challenges in New Hampshire as they transition from adolescence to adult life by building the capacity of community mental health centers to train and coach their staff to implement the RENEW model, assist the centers to build strong linkages with schools and community agencies, and continue to facilitate a leadership process to problem solve around funding, implementation, and administrative barriers that prevent full implementation and access to high-quality transition services for youth with emotional and behavioral challenges	107,526	0	107,526
2134 03	University of NH 4 Library Way, 202 Hewitt Hall Durham, NH 03824	N/A	School	Implementation of Core Competencies of Personnel Working in Children's Behavioral Health in New Hampshire	To improve the outcomes for children, youth and their families who need behavioral health services and supports, by continuously assessing and improving the competencies of the child-serving behavioral health workforce, and thereby improving the quality, consistency, and efficiency of the service delivery system	65,507	65,507	0
2243	University of NH 4 Library Way, 202 Hewitt Hall Durham, NH 03824	N/A	School	Planning for NH Health Roadmap Process	To help assure a healthy population and health care system for New Hampshire by developing a plan for a Roadmap for New Hampshire Health	13,703	13,703	0
2292	University of NH 4 Library Way, 202 Hewitt Hall Durham, NH 03824	N/A	School	Convening Leaders in Aging and Long Term Care Policy	To develop a common understanding among policy makers about (1) the issues associated with aging and long-term care needs and the potential impact of those issues on New Hampshire's health and (2) the role that policy makers can play in advancing the efforts for a more balanced system of care for the aging population and future needs of long term care services by convening aging thought leaders and stakeholders to identify factors influencing the future of the long term care system in New Hampshire, identify policy implications and gaps, and propose policy solutions, and educate the New Hampshire legislature about those issues and opportunities	4,974	4,974	0
2215 01	West Central Behavioral Health 9 Hanover St , Suite 2 Lebanon, NH 03766	N/A	509(a)(1)	Integrated Mental Health at the Tiger Treatment Center	To improve behavioral health outcomes and access to care at Newport Middle High School by integrating behavioral health services at a school-based health clinic	41,770	0	41,770

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2296	White Mountain Community Health Center PO Box 2800 Conway, NH 03818	N/A	509(a)(2)	Consultation/Negotiation with Managed Care Organizations	To assist in the sustainability of the health center by utilizing a consultant to negotiate contracts with the three Medicaid managed care organizations at or above cost to serve prenatal and pediatric patients	3,500	3,500	0
						2,200,000	1,178,960	1,021,040

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Statement under IRC §4945(h)(3) Regarding Expenditure Responsibility

Pursuant to Treas. Reg. §53.4945-5(d), Endowment for Health, Inc. submits the following information regarding grants made in the year ended 9/30/10 subject to expenditure responsibility.

FY 2010 Grants

Grant ID: 1950.01

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 7/19/2010
   - $3,000
3. **Purpose of Grant:** To support the operations of Health Strategies to implement the Endowment for Health's work as an organization to advance leadership, foster networking and collaboration, enhance knowledge and support the NH safety net.
4. **Amount Spent by Grantee:** $2,634 was expended; $366 was returned to the Endowment.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012.
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 2138

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 9/20/2010
   - $57,025
3. **Purpose of Grant:** To improve the mental health of NH's children and their families by convening a children's mental health collaborative of diverse interests, establishing a baseline of knowledge among participants, developing a statewide, comprehensive, strategic plan, and broadly disseminating it.
4. **Amount Spent by Grantee:** $57,025.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012.
7. **Date of verification of the grantee's reports.** June 30, 2012.

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2010 Form 990-PF
Statement under IRC §4945(h)(3) Regarding Expenditure Responsibility

Pursuant to Treas. Reg. §53.4945-5(d), Endowment for Health, Inc. submits the following information regarding grants made in the year ended September 30, 2011 subject to expenditure responsibility.

FY 2011 GRANTS

Grant ID: 1510.06

1. **Name and Address of Grantee:**
   Blue Cross Blue Shield of Massachusetts Foundation
   Landmark Center
   401 Park Drive
   Boston, MA 02215
2. **Dates and Amount of Grant:**
   - 7/11/2011
   - $17,000
3. **Purpose of Grant:** To deepen national and regional New England media understanding of the intricate and dynamic world of medicine and health care, with an emphasis on the overall health system and special problems facing low-income and uninsured individuals and families.
4. **Amount Spent by Grantee:** $17,000
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 18, 2012.
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 1914.01

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 5/2/2011
   - $15,000
3. **Purpose of Grant:** To help create lasting system change to improve the health and reduce the burden of illness for the people of New Hampshire by training health system stakeholders in the use of systems dynamics modeling to effectively address health system challenges.
4. **Amount Spent by Grantee:** $14,982 was expended; $17 was returned to the Endowment.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 1951.03

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 6/20/2011
   - $5,000
3. **Purpose of Grant:** To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers.
4. **Amount Spent by Grantee:** $5,000
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 1951.04

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 9/29/2011
   - $5,000
3. **Purpose of Grant:** To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers.
4. **Amount Spent by Grantee:** $5,000
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012
7. **Date of verification of the grantee's reports.** June 30, 2012

Grant ID: 2137.03

1. **Name and Address of Grantee:**
   HNHFoundation
   14 Dixon Ave.
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 4/4/2011
   - $5,000
3. **Purpose of Grant:** To assist NH state government agencies to submit well-developed proposals to compete for the opportunities provided by the Patient Protection and Affordable Care Act (ACA) by supporting technical assistance with collaboration with other NH funders and matching funds from the GIH Grant Writing Initiative.
4. **Amount Spent by Grantee:** No funds were expended. Grant funds were returned to the Endowment on 9/24/2012.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No funds expended.
6. **Date of reports received by the Grantee.** No reports received. Grant terminated.

7. **Date of verification of the grantee's reports.** No verification needed.

Grant ID: 2137.04

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 6/20/2011
   - $20,000
3. **Purpose of Grant:** To promote the effective implementation of federal health reform in New Hampshire by providing support to key groups and stakeholders foster collaboration and information sharing and to develop needed knowledge and technical capacity.
4. **Amount Spent by Grantee:** $20,000
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 2137.05

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 9/29/2011
   - $20,000
3. **Purpose of Grant:** To promote the effective implementation of federal health reform in New Hampshire by providing support to key groups and stakeholders foster collaboration and information sharing and to develop needed knowledge and technical capacity.
4. **Amount Spent by Grantee:** $20,000
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** September 30, 2012.
7. **Date of verification of the grantee's reports.** September 30, 2012.

Grant ID: 2161

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 12/20/2010
   - $5,600
3. **Purpose of Grant:** To identify the best structure for a sustainable advocacy voice for minority health in NH by convening key stakeholders.
4. **Amount Spent by Grantee:** $5,600.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No

6. **Date of reports received by the Grantee.** November 30, 2011.
7. **Date of verification of the grantee's reports.** November 30, 2011

Grant ID: 2163

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 12/20/2010
   - $15,430
3. **Purpose of Grant:** To improve access to dental care for children in NH by developing & securing the introduction of legislation to establish a new type of primary care dental practitioner.
4. **Amount Spent by Grantee:** $8,138 expended; $7,292 returned to the Endowment.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 2193

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 4/4/2011
   - $4,150
3. **Purpose of Grant:** To create knowledge on ACA for small business by implementing a communication plan.
4. **Amount Spent by Grantee:** $1,035 expended; $3,115 returned to the Endowment.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012.
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 2199

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 4/4/2011
   - $3,884
3. **Purpose of Grant:** To provide technical assistance and support in the preparation of a grant application to the US Department of Health and Human Services, Substance Abuse and Mental Health Services Administration under its Cooperative Agreements for Comprehensive Community Mental Health Services for Children and Their Families Program.

4. **Amount Spent by Grantee:** $3,884.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012
7. **Date of verification of the grantee's reports.** June 30, 2012

Grant ID: 2204

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 5/2/2011
   - $26,725
3. **Purpose of Grant:** To enhance system practice and performance and improve outcomes for youth in NH's juvenile justice system, many of whom have unmet behavioral health needs, by conducting a process evaluation
4. **Amount Spent by Grantee:** $25,639 expended; $1,086 returned to the Endowment.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012
7. **Date of verification of the grantee's reports.** June 30, 2012

Endowment for Health, Inc.
EIN: 02-0512290
2011 Form 990-PF
Statement under IRC §4945(h)(3) Regarding Expenditure Responsibility

Pursuant to Treas. Reg. §53.4945-5(d), Endowment for Health, Inc. submits the following information regarding grants made in the year ended 9/30/12 subject to expenditure responsibility.

Grant ID: 1510.07

1. **Name and Address of Grantee:**
   Blue Cross Blue Shield of Massachusetts Foundation
   Landmark Center
   401 Park Drive
   Boston, MA 02215
2. **Dates and Amount of Grant:**
   - 6/18/2012
   - $18,000
3. **Purpose of Grant:** To deepen national and regional New England media understanding of the intricate and dynamic world of medicine and health care, with an emphasis on the overall health system and special problems facing low-income and uninsured individuals and families.
4. **Amount Spent by Grantee:** None reported
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported
6. **Date of reports received by the Grantee.** Grant Report due June 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified June 30, 2013

Grant ID: 2112.02

1. **Name and Address of Grantee:**
   Endowment for Health
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 6/18/2012
   - $26,802
3. **Purpose of Grant:** To expand diversity within the nursing workforce and nursing education faculty in NH by promoting awareness of the nursing profession among youth from diverse cultures and supporting underrepresented populations to earn a Master's degree in nursing and join the nursing faculty in NH.
4. **Amount Spent by Grantee:** None reported
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported
6. **Date of reports received by the Grantee.** Grant Report due September 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified September 30, 2013

Grant ID: 1950.02

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 9/17/2012
   - $3,000
3. **Purpose of Grant:** To support the operations of Health Strategies to implement the Endowment for Health's work as an organization to advance leadership, foster networking and collaboration, enhance knowledge and support the NH safety net.
4. **Amount Spent by Grantee:** None reported
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported
6. **Date of reports received by the Grantee.** Grant Report due June 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified June 30, 2013

Grant ID: 1951.05

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 3/19/2012
   - $7,500
3. **Purpose of Grant:**To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers.
4. **Amount Spent by Grantee:** $7,500
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012

7. **Date of verification of the grantee's reports.** June 30, 2012

Grant ID: 1951.06

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 6/18/2012
   - $10,000
3. **Purpose of Grant:** To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers.
4. **Amount Spent by Grantee:** $10,000
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** September 30, 2012
7. **Date of verification of the grantee's reports.** September 30, 2012

Grant ID: 1951.07

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 9/17/2012
   - $10,000
3. **Purpose of Grant:** To enhance the capacity of NH's leaders and organizations by providing resources to support national and statewide learning opportunities and funding for grant writers.
4. **Amount Spent by Grantee:** None reported
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported
6. **Date of reports received by the Grantee.** Grant Report due June 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified June 30, 2013

Grant ID: 2137.06

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 9/17/2012
   - $10,000
3. **Purpose of Grant:** To promote the effective implementation of federal health reform in New Hampshire by providing support to key groups and stakeholders foster collaboration and information sharing and to develop needed knowledge and technical capacity.
4. **Amount Spent by Grantee:** None reported
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported
6. **Date of reports received by the Grantee.** Grant Report due June 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified June 30, 2013

Grant ID: 2138.01

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 6/18/2012
   - $14,240
3. **Purpose of Grant:** To improve the mental health of NH's children and their families by convening a children's mental health collaborative of diverse interests, establishing a baseline of knowledge among participants, developing a statewide, comprehensive, strategic plan, and broadly disseminating it.
4. **Amount Spent by Grantee:** None reported
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported
6. **Date of reports received by the Grantee.** Grant Report due June 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified June 30, 2013

Grant ID: 2255

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 3/19/2012
   - $3,000
3. **Purpose of Grant:**
   To advance inclusion and immigrant integration by convening a conference for cross-fertilization and knowledge sharing across New Hampshire's regions, while also offering concrete learning opportunities of best practices for formal and informal helpers who make immigrant integration happen in our state.
4. **Amount Spent by Grantee:** $3,000.
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** September 30, 2012.
7. **Date of verification of the grantee's reports.** September 30, 2012.

Grant ID: 2289

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 5/2/2012
   - $10,000
3. **Purpose of Grant:** To improve specialty medical care for rural populations served by critical access hospitals and the financial viability of the institutions that serve them by the design and implementation of Bundled Payments pursuant to the CMMI bundled payment initiative.

4. **Amount Spent by Grantee**: $10,000
5. **Has the Grantee diverted any portion of the funds for other purposes?** No
6. **Date of reports received by the Grantee.** June 30, 2012.
7. **Date of verification of the grantee's reports.** June 30, 2012.

Grant ID: 2291

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 5/2/2012
   - $4,200
3. **Purpose of Grant:** To strengthen nonprofit organizational capacity by assessing the nonprofit organization's effectiveness in relation to four core capacities—leadership, adaptability, management, and technical capacities—as well as organizational culture using the Core Capacity Assessment Tool Assistance and consultation expertise.
4. **Amount Spent by Grantee:** None to date.
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported.
6. **Date of reports received by the Grantee.** Report due June 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified June 30, 2013.

Grant ID: 2311

1. **Name and Address of Grantee:**
   Health Strategies of New Hampshire
   14 South Street
   Concord, NH 03301
2. **Dates and Amount of Grant:**
   - 9/26/2012
   - $218,688
3. **Purpose of Grant:** To improve the health and health care system of NH especially for the vulnerable and underserved through health reform strategies especially public policy.
4. **Amount Spent by Grantee:** None reported
5. **Has the Grantee diverted any portion of the funds for other purposes?** None reported
6. **Date of reports received by the Grantee.** Grant Report due June 30, 2013
7. **Date of verification of the grantee's reports.** Will be verified June 30, 2013

Amended as of May 8, 2012

BYLAWS

OF

ENDOWMENT FOR HEALTH, INC.

ARTICLE I

ARTICLES OF AGREEMENT

The name and purposes of this corporation (the "Foundation") shall be as set forth in the Foundation's Articles of Agreement. These Bylaws, the powers of the Foundation and of its Board of Directors (the "Board"), Advisory Council (the "Council"), Directors, Council Members, and Officers and all matters concerning the conduct and regulation of the affairs of the Foundation shall be subject to the Foundation's Articles of Agreement and applicable laws as are in effect and as the same may be amended from time to time.

ARTICLE II

ORIGINS; INDEPENDENCE; MISSION

Section 2.1 Origins

This Foundation was established to receive the net proceeds of the sale of the assets of New Hampshire-Vermont Health Service d/b/a Blue Cross and Blue Shield New Hampshire ("BCBS-NH") to Anthem Insurance Companies, Inc. (together with its affiliates and any successors, "Anthem") in a transaction subject to the provisions of RSA 7:19-b.

Section 2.2 Independence

In accordance with the provisions of RSA 7:19-b, II(f), control of the assets of the Foundation shall at all times remain independent of Anthem.

Section 2.3 Mission

In accordance with the provisions of RSA 7:19-b, II(e), the assets of the Foundation shall continue to be devoted to charitable purposes consistent with the charitable objectives of BCBS-NH and the needs of the community which it serves. In carrying out those objectives, the members of the Board and the Council and the Officers of the Foundation shall give due consideration to the historical mission of BCBS-NH, the substantial public input received in connection with the seven public hearings conducted during June of 1999 under the auspices of the Office of the Attorney General and the eighth public hearing conducted during September of 1999. Transcripts of those hearings, together with an executive summary thereof, shall be included with the Foundation's permanent records located at its principal office.

ARTICLE III

BOARD OF DIRECTORS

Section 3.1 Powers; Responsibilities; Accountability

3.1.1 The business and affairs of the Foundation shall be managed by the Board who shall have and may exercise all the powers to which the Foundation may be entitled pursuant to applicable law, the Articles of Agreement and the Bylaws of the Foundation.

3.1.2 The Board shall have ultimate responsibility for the affairs of the Foundation. The Board's role is one of strategic leadership in defining and implementing the vision, mission and core values of the Foundation. It shall adopt policies to ensure the effective stewardship and management of the Foundation's human and financial resources and shall also oversee management's adherence to these policies.

3.1.3 Annually the Board shall appoint a firm of independent certified public accountants to examine and audit the Foundation's accounts. Reports of annual audit shall be submitted by the Foundation to the Attorney General's Office, Charitable Trust Unit, to the Council and to other governmental entities as are required by law.

3.1.4 The Board shall be fully accountable to both the Foundation and the community at large for its stewardship of the Foundation and for the accomplishment of the Foundation's charitable mission and purposes.

Section 3.2 Number of Directors

3.2.1 The Board shall from time to time establish the number of persons to serve as Directors, which number shall be not less than 15 and not more than 17. When the Board has established the number of Directors, it shall endeavor at all times to maintain that number of Directors on the Board, but the failure to do so shall not constitute a violation of these Bylaws. The number so established may be changed by resolution of the Board at any annual, regular or special meeting of the Board; provided, notice for such meeting expressly states that one of the purposes of the meeting is to change the number of authorized Directors; and provided further that the approval of seventy percent (70%) of the entire Board shall be required in order to change the number of authorized Directors.

3.2.2 The membership of the Board shall be elected in accordance with the procedures established in Section 3.4 hereof.

Section 3.3 Term of Service

3.3.1 Directors[1] shall be elected for terms of three (3) years, such terms to be staggered such that one-third of the total number of Directors (or such number as approximates one-third insofar as practicable) shall be elected each year. Directors shall hold office until their qualified successors have been duly elected.

3.3.2 In the interests of Board diversity, no Director shall serve for more than two (2) consecutive terms of three (3) years. Any Director serving for such period shall stand down for a period of at least one (1) year before being eligible to stand for re-election or re-appointment to the Board. Notwithstanding the foregoing, any person elected Chair or Vice-Chair may serve on the Board for an additional three-year term if necessary to complete his or her term as Chair or Vice-Chair. A Director whose term as Vice-Chair expires at the end of his or her second three-year term may, at the end of that term, be elected to a third three-year term if he or she is at the same time elected Chair of the Board.

3.3.3 The term of any Director elected to fill a vacancy prior to the expiration of a term due to death, resignation or other cause shall be for the remainder of the term of the Director whose death, resignation, or other cause created the vacancy. Notwithstanding section 3.3.2, a Director who is elected to fill such a vacancy shall be eligible to serve two (2) full consecutive terms of three (3) years after completion of the original unexpired term.

Section 3.4 Successor and Additional Directors

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[1] Initial Directors were appointed by the Attorney General's Office for the following Terms: Term Expiration 2000 Moral, Gustavo; Nisbet, Jane; Rhee,Y.B.; Shumway, Donald; and Therriault, Monique; Term Expiration 2001 Abrams, Elizabeth; Chollet, Susan; Howard, Deanna; Peters, Ann; and Tuttle, Georgia; Term Expiration 2002 Dupuis, Sylvio; Kuenning, Tess; Oates, James; Quinn, John; and Wiebusch, Richard.

3.4.1 Successor Directors and additional Directors shall be nominated and elected in accordance with the procedures set forth in this Section 3.4.1. The Board will elect successor and additional Directors from the slate of nominees developed by the Board, after consideration of any names submitted by the Council and other sources.

3.4.2 If the office of any Director is vacant prior to the expiration of his or her term, due to death, resignation or other cause, the remaining Directors by majority vote at a duly called meeting, may elect a successor from the most currently developed Nominee List.

Section 3.5 Compensation for Services

Except as provided in Article IX, Directors shall be precluded from rendering services for compensation to the Foundation in any capacity. However, Directors may be reimbursed for reasonable expenses associated with carrying out their duties as members of the Board in accordance with such policies as may be established by the Board from time to time.

Section 3.6 Removal

A Director may be removed with cause by a vote of a majority of the Directors present and voting at any annual, regular or special meeting (whether present in person or duly represented), provided that the notice for such a meeting of the Directors expressly states that one of the purposes of the meeting is removal of a Director and that a quorum of the Board, excluding the subject director, is present at said meeting.

Section 3.7 Resignation

A Director may resign at any time by delivering written notice of resignation to the Chair of the Board or to the President. Such resignation shall be effective upon receipt of such written notice (unless specified to be effective at a later date) and acceptance thereof shall not be necessary to make it effective unless such notice so states.

Section 3.8 Regular, Annual and Special Meetings

3.8.1 Regular meetings of the Board may be held at such times as the Board may determine.

3.8.2 Special meetings of the Board may be held at any time when called by the Chair of the Board or by at least one third (1/3) of the Board.

3.8.3 An annual meeting of the Board shall be held on a date determined by the Board at such place and time as may be determined by the Chair of the Board or by the Board.

Section 3.9 Notice of Meeting

3.9.1 All meetings of the Board shall be held at the principal office of the Foundation or at such other locations in the State of New Hampshire as shall be specified in the notice of the meeting. Reasonable notice of the time and place of all meetings shall be given by the Chair of the Board or the Secretary. Notice of a regular meeting need not specify the purpose of the meeting, unless otherwise required by law, the Articles of Agreement of the Foundation, or these Bylaws. However, the purposes for which a special meeting is being called shall be set forth in the notice of that special meeting.

3.9.2 Except as otherwise expressly provided herein or required by law, it shall be reasonable and sufficient if written notice to a Director is sent by (a) first class U.S. mail at least five (5) days prior to the meeting, (b) overnight private courier at least forty-eight (48) hours prior to the meeting, or (c) electronic transmission at least forty-eight (48) hours before the meeting, addressed to such Director at his or her usual or last known business or residence address.

3.9.3 Whenever notice of a meeting is required, such notice need not be given to any Director if a written waiver of notice, executed by him or her (or his or her attorney thereunto authorized) before or after the meeting, is filed with the records of the meeting, or to any Director who attends the meeting without protesting the lack of notice prior to the meeting itself or at its commencement.

Section 3.10 Quorum

At any meeting of the Board, a majority of the Directors then in office shall constitute a quorum. Any meeting may be adjourned to a later date or dates by a majority of the votes cast upon the question, whether or not a quorum is present.

Section 3.11 Action by Vote

Each Director shall have one (1) vote. When a quorum is present at any meeting, a majority of the votes properly cast by Directors shall decide any questions, unless otherwise provided by law, the Articles of Agreement or these Bylaws.

Section 3.12 Action by Writing

Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if the entire Board consent to the action in writing and each of the written consents are filed with the records of the meetings of the Board. Such consents shall be treated for all purposes as a vote at a meeting.

Section 3.13 Presence through Electronic Means

Directors may participate in a meeting of the Board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear one another at the same time and participation by such means shall constitute presence in person at a meeting.

Section 3.14 Proxies

Directors may vote either in person or by written proxy, which proxies shall be filed before being voted with the Secretary or other person responsible for recording the proceedings of the meeting. Unless otherwise specifically limited by their terms, such proxies shall entitle the holders thereof to vote at any meeting adjourned to a later date; but the proxy shall terminate after the final adjournment of such meeting.

Section 3.15 Standard of Care

3.15.1 A Director shall perform the duties of a Director, including as a member of any Board committee on which the Director may serve, in good faith, in a manner such Director believes to be in the best interest of the Foundation and with such care, including reasonable inquiry, as an ordinary prudent person in a like situation would use under similar circumstances.

3.15.2 The Board shall avoid speculation in connection with the investment, reinvestment, purchase, acquisition, exchange, sale and management of the Foundation's investments, looking instead to the permanent disposition of the funds, considering the probable income as well as the probable safety of the Foundation's capital. No investment violates this section where it conforms to provisions authorizing such investment contained in an instrument or agreement pursuant to which the assets were contributed to the Foundation. The Board may adopt a spending policy consistent with the provisions of RSA 292-B, provided however, that in the first instance such spending policy shall comply in all respects with the minimum distributable amount of annual qualifying distributions as required for a private foundation under Internal Revenue Code §4942. If I.R.C. §4942 requires an appropriation in excess of the amount otherwise allowed under RSA 292-B, the distribution requirements of I.R.C. §4942 shall control. However, without the approval of at least seventy percent (70%) of the entire Board and thirty (30) days' prior written notice to the Director of Charitable Trusts, the Board shall not authorize the appropriation of funds in any fiscal year in an amount greater than six percent (6%) of the fair market value of the assets of the Foundation's endowment funds (calculated on the basis of market values determined at least quarterly and averaged over a period of 3 or more years).

Section 3.16 Inspection

Every Director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents, and to inspect the physical properties of the Foundation.

Section 3.17 Community Outreach and Accountability

Throughout the year the Board shall strive to undertake community outreach activities. In consultation with, and with support from, the Council, the Board shall establish a varied program of community outreach activities designed to assess community needs, encourage participation by communities and individuals that are intended to benefit from the Foundation's activities, and listen to, and obtain feedback from, members of the community about the Foundation's grant making goals and activities. The Board shall not absolve itself of this responsibility by delegating it to the Council. The Board shall prepare and issue an annual report of its activities for public review, as contemplated by Section 10.2 hereof.

ARTICLE IV

ADVISORY COUNCIL

Section 4.1 Advisory Council

4.1.1 The Foundation shall have an Advisory Council ("Council") consisting of no fewer than twenty (20) nor more than twenty five (25) individuals, whose membership shall reflect the diversity of the State of New Hampshire and diverse healthcare interests, including but not limited to, consumers, healthcare providers, and people affected by lack of affordable access to the healthcare system in New Hampshire and those without health insurance coverage.

4.1.2 The Council shall include at least one (1) representative from each of the counties of the State of New Hampshire (10 members).

4.1.3 The Council shall at all times be composed of a majority of individuals who are members of the "general public". For purposes of this Section 4.1.3, an individual is a member of the "general public" unless such individual (1) is a Director, (2) is engaged in the practice of a health care profession, or (3) is an employee, officer or director of an organization that primarily sells health care services.

4.1.4 The Council initially shall be comprised of individuals approved by the Probate Court from nominations made by the Attorney General's Office after consultation with BCBS-NH and shall serve for a term of three (3) years. The Advisory Council shall develop a plan for the succession of membership of the Council, providing for staggered terms to ensure continuity, upholding procedures for soliciting recommendations for membership on the Council from, among others, representatives of the charitable, business, medical, social and governmental sectors, and consumer and faith-based groups. The Council shall keep the Board fully apprised of its activities to staff its ranks.

4.1.5 The Council shall select its own chair and secretary to facilitate contact with the Foundation's Board.

4.1.6 The responsibilities of the Council include the following:

(a) Identifying suitable candidates for consideration as nominees as members of the Board. The Council may submit the names of those individuals for consideration by the Board no later than April 1 each year;

(b) Serving as one link between the Foundation and the local communities in an effort to determine local healthcare needs; and

(c) Supporting the Board's efforts to be accountable to the community.

4.1.7 The Board shall report to the Council regularly and shall meet with the Council not less than twice annually at such location(s) within the State of New Hampshire as the Board may determine.

4.1.8 The Board shall provide each member of the Council with the Foundation's Form 990, its audited financial statements, and a summary of the Foundation's outreach activities and community grant report.

4.1.9 Every Council member shall have the right at any reasonable time to inspect and copy all books, records, and documents, and to inspect the physical properties of the Foundation, subject to such reasonable conditions as may be established by the Board for purposes of maintaining confidentiality of information relating to the Foundation or its grant applicants.

ARTICLE V

QUALIFICATIONS OF MEMBERS OF THE BOARD

Section 5.1 Qualifications

5.1.1 To ensure the membership of the Board is broadly representative of and reflects the depth and diversity of the state-wide community it serves, the following principles, qualities and skills shall be taken into consideration in connection with the nomination, election and appointment of candidates for Board membership.

5.1.2 The Board as a whole should be seen by the community it serves, the government, and the broader community as capable, experienced and well able to lead the Foundation.

5.1.3 The membership of the Board should be selected so as to encompass both generic qualities in all Directors and the range of skills, expertise and perspectives needed by the Board to meet its responsibilities.

5.1.4 The generic qualities in all members of the Board should include: understanding of the distinction between the strategic and policy role of the Board and the day-to-day operational responsibilities of management; capability to provide leadership in connection with the development of the Foundation; commitment to the vision, mission and core values of the Foundation; ability to work as a member of a team; respect for the views of others; recognition of the time commitment needed and willingness to devote the time and energy necessary to perform the role of Director.

5.1.5 The membership of the Board should be comprised of individuals with a demonstrated interest in, and understanding of, the community and individuals intended to benefit from the Foundation's activities. The range of skills, expertise and perspectives which should ideally be reflected among members of the Board include:

prior experience in governance as a board member; strategic planning experience; understanding of health needs, issues and trends; understanding the diverse needs of the different regions of the State; previous experience in the health field; demonstrated leadership on behalf of needs of consumers, families, people with disabilities and the elderly; understanding of fiscal, financial and legal matters; human resource management; communications and information technology; marketing experience; and government and public relations.

5.1.6 The Board shall at all times be composed of a majority of individuals who are members of the "general public". For purposes of this Section 5.1.6, an individual is a member of the "general public" unless such individual (1) is an employee, officer or director of an organization that primarily sells health care services or (2) is engaged in the practice of a health care profession.

5.1.7 Each Board member shall be required to execute the EH conflict of interest policy on an annual basis. A copy of the current policy is attached in Appendix A.

ARTICLE VI

BOARD COMMITTEES

Section 6.1 Committees of the Board

The Board may, by resolution adopted by a majority of the Directors then in office, create any committee (standing, special, or ad hoc), appoint persons to serve as members thereof, and change the composition of the committees. Unless otherwise provided by these Bylaws or restricted by law, each committee shall have members who are Directors; and a majority of any committee shall constitute a quorum. Unless the Board otherwise designates, committees shall conduct their affairs in the same manner as is provided in these Bylaws for the Board.

Section 6.1.1 Appointment of Chairs and Members of Committees

The Chair of the Board will appoint members and Chairs of Committees, subject to ratification or amendment by the Board.

Section 6.1.2 Non-Member Participation in Board Committee Meetings

The Chair of each Committee of the Board may, from time to time, recommend to the Chair of the Board that members of the Advisory Council or others be appointed to serve as Members of that Committee, for a term to expire at the end of Board's election year; except as otherwise provided in these Bylaws, as the number of Board members of each Committee shall always constitute a majority of that Committee. The Chair of the Board shall either approve or disapprove the recommendation, subject to ratification or amendment by Board. Upon approval by the Chair, the persons nominated shall become members of the Committee and shall fully participate in all Committee deliberations but shall not preside over any Committee meetings.

Section 6.2.1 Executive Committee

The Executive Committee shall include, at a minimum, the Chair, Vice-Chair, Secretary, Treasurer, and immediate past Chair of the Board of Directors. Ratification of this Charge by the Board shall constitute the prior written authorization to exercise the power and authority of the Board between meetings of the Board, provided, however, that all actions taken by the Executive Committee between meetings of the Board shall be presented to the full Board for ratification at the next Board meeting. The Executive Committee shall review the current budget with the President on a quarterly basis and shall review the proposed annual budget for the next fiscal year with the President of the Foundation prior to its presentation to the full Board. The Executive Committee shall not change or adopt any new policies or change policies previously adopted by the full Board.

Section 6.2.2 Investment Committee

The Board has delegated to this Committee authority to implement the Board approved May 1, 2001 Investment Policy and subsequent amendments and authority to manage the Foundation's investment affairs, and has expressly authorized the Investment Committee to have a majority of its members be non-board members. The Committee shall be responsible for reporting to the Board on a regular basis. In carrying out its responsibilities, this Committee and its agents shall act in accordance with the Investment Policy, the provisions of the Foundation's Articles of Agreement and Bylaws, and applicable laws and regulations. The Committee is authorized to delegate investment responsibility and/or investment management responsibility to the Designated Investment Officer, and also is authorized to retain one or more Investment Consultants, Investment Managers and/or Custodians, to assist them in carrying out their responsibilities hereunder. In discharging its authority, the Committee in conjunction with the President can act in the place and stead of the Board and may receive reports from, enter into agreements with and delegate investment management responsibility or investment responsibility to Investment Consultants, Investment Managers and/or Custodians. The Committee will establish and follow appropriate procedures for the selection of Investment Consultants, Investment Managers and/or

Custodians. When delegating discretionary investment authority to the Designated Investment Officer, Investment Managers and/or Custodian(s), the Committee will convey to each the scope of their respective authority, the Foundation's expectations, and the requirement of full compliance with the Investment Policy.

The Committee shall discharge its duties in good faith with the care of an ordinary prudent investor in a like position would exercise under similar circumstances and in a manner the Committee reasonably believes to be in the best interest of the Foundation. The specific responsibilities of the Committee relating to the investment management of the Foundation's assets include:

- Projecting the Foundation's financial needs, and communicating such needs to the Investment Managers on a timely basis.
- Determining the Foundation's risk tolerance and Investment Horizon, and communicating these to the appropriate parties.
- Prudently and diligently selecting qualified investment professionals, including Investment Manager(s), Investment Consultant(s), and Custodian(s).
- Regularly evaluating the performance of the Investment Manager(s) and Custodian(s) to assure adherence to policy guidelines and monitor investment objective progress.
- Developing and enacting proper control procedures, e.g. replacing Investment Manager(s) due to fundamental change in investment management process or failure to comply with established guidelines.
- Delegating, at any time or from time to time, specified rights, powers, duties and authority with respect to the investment and management of the Foundation's financial assets to the Designated Investment Officer.
- Reporting to the Board, on at least a quarterly basis, regarding the status of the Foundation's investments.

Section 6.3 Powers and Authority of Committees of the Board

Board committees may be given all the authority of the Board, except for the powers to:

(a) Elect directors or remove Directors without cause;

(b) Fill vacancies on the Board or on any Board committee;

(c) Amend or appeal these Bylaws or adopt new Bylaws;

(d) Adopt amendments to the Articles of Agreement of the Foundation;

(e) Create any other Board committees or appoint the members of any Board committee; or

(f) Approve any merger, reorganization, voluntary dissolution, or disposition of substantially all of the assets of the Foundation.

ARTICLE VII

OFFICERS AND AGENTS

Section 7.1 Officers of the Board

7.1.1 The Officers of the Board shall be a Chair, a Vice-Chair, a Treasurer and a Secretary and such other Officers, if any, as the Board may determine. The Board may also have such agents, if any, as the Board may appoint. Except as otherwise provided in this Section 7.1, a person may hold more than one office at the same time.

7.1.2 The Chair, Vice-Chair, the Treasurer, the Secretary, and such other specified Officers of the Board shall be elected by the Board for a term of two years. No Officer other than the Treasurer shall serve consecutive terms, except that if an Officer is elected to serve an unexpired term of his or her predecessor in office, he or she may serve one full term following completion of the unexpired term. The Treasurer may serve up to three consecutive terms. If the Treasurer is elected to serve an unexpired term of his or her predecessor in office, he or she may serve up to three consecutive full terms following completion of the unexpired term. Each such Officer shall hold office until his or her successor is elected and qualified, or until he or she resigns, dies, or is removed from office. Each agent shall retain his or her authority at the pleasure of the Board. If the office of any Officer becomes vacant, the Board may elect a successor to serve the unexpired term.

7.1.3 Except as provided in Article IX, the Officers of the Board shall be precluded from rendering services for compensation to the Foundation in any capacity. However, Officers may be reimbursed for reasonable expenses associated with carrying out their duties as Officers of the Board, in accordance with such policies as may be established by the Board from time to time.

Section 7.2 Chair of the Board

The Chair of the Board shall be elected by the Board and shall preside at all meetings of the Board of Directors, except as the Board shall otherwise determine and shall have such other powers and duties as may be determined by the Board. The Chair shall not also be the Treasurer, nor shall the Chair serve as President of the Foundation. The Chair shall be elected by a majority of the entire Board.

Section 7.3 Vice-Chair

The Vice-Chair shall have such duties and powers as designated by the Board or the Chair. In the event of the absence or disability of the Chair of the Board, the Vice-Chair shall preside at all meetings of the Board.

Section 7.4 Treasurer

The Treasurer shall oversee the Foundation's financial affairs. The Treasurer shall make at least quarterly reports to the Board, one of which shall be an annual report which shall include an accounting of the funds of the Foundation The Treasurer shall have such other duties and powers as designated by the Board or the Chair.

Section 7.5 Secretary

The Secretary shall ensure that records of all proceedings of the Board are maintained in a book kept for that purpose, which book shall be kept within the State of New Hampshire at the principal office of the Foundation and shall be open at all reasonable times to the inspection of any Director and Council member. Such book or books shall also contain the original, or certified copies, of the Articles of Agreement and Bylaws and names and addresses of all Directors and Council members.

Section 7.6 President and Agents of the Foundation

The Directors shall elect a President and such other agents as they may deem appropriate, if any.

7.6.1 The President shall serve as the chief executive officer/executive director of the Foundation and have general supervision of the business and affairs of the Foundation and shall see that all orders and resolutions of the Board are carried into effect. The President shall also perform such other duties and may exercise such other powers as from time to time may be assigned to him or her by these Bylaws or by the

Board. The election of any President shall require the approval of a majority of the entire Board.

7.6.2 At no time shall any person who serves as an employee, or member of the governing board of Anthem Successors and Assigns, or of any New Hampshire or regional Advisory Board to Anthem, simultaneously be eligible for consideration, election or appointment as Director, Officer, President, consultant or as a member of the Foundation's management team, or serve the Foundation in any other paid or compensated capacity.

Section 7.7 Removal

An Officer, the President or any agent may be removed from such capacity with or without cause by a vote of a majority of Directors present and voting at any meeting at which a quorum is present.

Section 7.8 Resignation

An Officer may resign by delivering a written resignation to the Chair of the Board or to the President. Such resignation shall be effective upon receipt (unless specified to be effective at some later date), and acceptance thereof shall not be necessary to make it effective unless it so states.

ARTICLE VIII

GENERAL PROVISIONS

Section 8.1 Principal Office

The principal office of the Foundation shall be located at 14 South Street, Concord, New Hampshire 03301.

Section 8.2 Fiscal Year

The fiscal year of the Foundation shall end on September 30 of each year, unless the Board determines otherwise.

Section 8.3 Execution of Papers

Except as the Board may generally or in particular cases authorize the execution thereof in some other manner or consistent with current policy all deeds, leases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted, or endorsed by the Foundation shall be signed by the Chair, the President, Vice President, Secretary or Treasurer.

Section 8.3.1 Electronic Transfers

Notwithstanding, only the President or the President's designee may authorize electronic transfers of funds between accounts held by or for the benefit of the Endowment, provided that the President or the President's designee shall maintain documentation of each transfer.

Section 8.4 Governing Law

In all matters not specified in these Bylaws, or in the event these Bylaws shall not comply with applicable law, the laws of the State of New Hampshire as then in effect shall apply.

Section 8.5 Nondiscrimination Policy

The policy of the Foundation prohibits discrimination on the basis of age, sex, religion, race, color, creed, sexual orientation, physical or mental disability, national or ethnic origin, or marital or parental status in the recruitment and employment of employees, in the awarding and acceptance of grants and funds, and in the operation of all programs and services; provided, however, that nothing herein to the contrary shall limit or restrict the Foundation from awarding grants or other financial support to programs and services designed to meet the special health needs of specific populations or groups of New Hampshire citizens.

Section 8.6 Indemnification of Officers and Directors

8.6.1 The Foundation may indemnify any person who was or is a party to any pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a Director or Officer of the Foundation, against expense (including attorney fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such action, suit or proceeding, but only if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Foundation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. Subject to the foregoing and to the provisions of 8.6.3 hereof, the Foundation may indemnify any such person in such circumstances to the fullest extent permitted by law. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction or upon a plea of *nolo contendere* or its equivalent shall not of itself create a presumption that the person (a) did not act in good faith and in a manner which he or she reasonably believed to be in the best interests of the Foundation and/or, (b) with respect to any criminal action or proceeding, had reasonable cause to believe his or her conduct was lawful.

8.6.2 Notwithstanding anything in this Section 8.6 to the contrary, the Foundation shall not indemnify any Director or Officer in connection with a proceeding by or in the right of the Foundation; or in connection with any other proceeding charging improper personal benefit to him or her, whether or not involving action in his or her official capacity, in which he or she was adjudged liable on the basis that personal benefit was improperly received by him or her.

8.6.3 To the extent that a Director or Officer of the Foundation has been wholly successful on the merits in defense of any action, suit, or proceeding referred to in this Section 8.6, he or she shall be indemnified against expenses (including attorney fees) actually and reasonably incurred by him or her in connection therewith to the fullest extent permitted by law.

8.6.4 Expenses (including attorney fees) incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Foundation in advance of the final disposition of such action, suit, or proceeding as authorized in this Section 8.6 if:

(a) the Director or Officer furnishes to the Foundation a written affirmation of his or her good faith belief that he or she has met the standard of conduct required herein;

(b) the Director or Officer furnishes to the Foundation a written undertaking, executed personally or on his or her behalf, to repay the advance if it is ultimately determined that he or she did not meet the standard of conduct required herein; and

(c) a determination in accordance with the terms of RSA 293-A:8.50-58 is made that the facts then known to those making the determination would not preclude indemnification.

The undertakings required by this Section 8.6.4 must be an unlimited general obligation of the director or officer, but need not be secured, and may be accepted without reference to financial ability to pay.

8.6.5 The indemnification provided by this Section 8.6 shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, or vote of disinterested Directors, or otherwise, and any procedure provided for by any of the foregoing, both as to action in his or her official capacity and as to action in another capacity (held at the express request of the Foundation) while holding such office, and shall continue as to a person who has ceased to be a Director or Officer and shall inure to the benefit of heirs, executors, and administrators of such a person.

8.6.6 The Foundation may purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Foundation against liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Foundation would have the power to indemnify him or her against such liability under provisions of this Section 8.6.

8.6.7 All references herein to (i) the Code shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended, (ii) the RSA shall be deemed to refer to said statutes as now in force or hereafter amended, and (iii) particular sections of the Code or the RSA shall be deemed to refer to similar or successor provisions hereafter adopted.

ARTICLE IX

PROHIBITED TRANSACTIONS; CONFLICT OF INTEREST

Section 9.1 Loans

The Foundation shall not make any loan of money or property to, or guarantee the obligation of, any Director, Council Member, Officer or agent.

Section 9.2 Sale of Real Estate

The Foundation shall not sell, lease, purchase, or convey any real estate or interest in real estate to or from a Director, Council Member or Officer of the Foundation without the prior approval of the probate court; provided, however, that this section shall not prohibit the Foundation from accepting a bona fide gift of an interest in real estate by a Director, Council Member or Officer.

Section 9.3 Pecuniary Benefit Transactions

Except as provided in Section 9.4 hereof, the Board shall not approve, or permit the Foundation to engage in, any pecuniary benefit transaction. A pecuniary benefit transaction is a transaction to which the Foundation is a party and in which one or more of its Directors has a direct or indirect financial interest in excess of $500 on an annual aggregate basis. A Director shall be deemed to have an indirect interest in any pecuniary benefit transaction involving a person or entity of which a Director, or a member of the immediate family of a Director, is a proprietor, partner, employee, or officer. The following shall not be considered pecuniary benefit transactions:

(a) Reasonable compensation for services of a President, and expenses incurred in connection with official duties of a Director or Officer;

(b) A benefit provided to a Director, Council Member or Officer or member of the immediate family thereof if: (1) the benefits are provided or paid as part of programs, benefits, or payments to members of the general public; (2) the Foundation has adopted written eligibility criteria for such benefit in accordance with its bylaws and applicable laws; and (3) the Director, Council Member, Officer or family member meets all of the eligibility criteria for receiving such benefit; and

(c) A continuing transaction entered into by the Foundation, merely because a person with a financial interest therein subsequently becomes a Director, Council Member or Officer of the Foundation.

Section 9.4 Approval

The Foundation may engage in a pecuniary benefit transaction if all of the following conditions are met:

9.4.1 The transaction is for goods or services purchased or benefits provided in the ordinary course of the business of the Foundation, for the actual or reasonable value of the goods or services or for a discounted value, and the transaction is fair to the Foundation.

9.4.2 The transaction receives affirmative votes from at least a two-thirds majority of all the disinterested members of the Board, which majority shall also equal or exceed any quorum requirement specified in these Bylaws after full and fair disclosure of the material facts of the transaction to the Board and after notice and full discussion of the transaction by the Board.

9.4.3 Without participation, voting, or presence of any Director or Officer with a financial interest in the transaction or who has had a pecuniary benefit transaction with the charitable trust in the same fiscal year, except as the Board may require to answer questions regarding the transaction; and a record of the action on the matter is made and recorded in the minutes of the Board.

9.4.4 The Foundation maintains a list of disclosing each and every pecuniary benefit transaction, including the names of those to whom the benefit accrued and the amount of the benefit, and keeps such list available for inspection by members of the Board and the Council. The list shall also be reported to the Director of Charitable Trusts each year as part of the Foundation's annual report required under RSA 7:28.

9.4.5 If the transaction, or the aggregate of transactions with the same Director or Officer within one fiscal year, is in the amount of $5,000 or more, the Foundation publishes notice thereof in a newspaper of general circulation in the state, and gives written notice to the Director of Charitable Trusts, before consummating the transaction. At a minimum, such notice shall state that it is given in compliance with this section and shall include the name of the Foundation, the name of any Director or Officer receiving pecuniary benefit from the transaction, the nature of the transaction, and the specific dollar amount of the transaction.

Section 9.5 Compliance with Private Foundation Rules

Any provision of these Bylaws or the Articles of Agreement of the Foundation to the contrary notwithstanding, so long as the Foundation is deemed to be a "private foundation" as defined in Section 509 of the Internal Revenue Code of 1986, as amended (the "Code"), the Foundation:

9.5.1 Shall distribute its income for each taxable year (and principal, if necessary) at such time and in such manner as not to subject the Foundation to tax under Section 4942 of the Code;

9.5.2 Shall not approve of, or engage in, any act of self-dealing as defined in subsection (d) of Section 4941 of the Code;

9.5.3 Shall not retain any excess business holdings as defined in subsection (c) of Section 4943 of the Code;

9.5.4 Shall not make any investments in such a manner as to subject this Foundation to tax under Section 4944 of the Code; and

9.5.5 Shall not make any taxable expenditure as defined in subsection (d) of Section 4945 of the Code.

Section 9.6 Conflict of Interest Provisions

A conflict of interest or an appearance of a conflict of interest may arise when a Director has a direct or indirect interest in another entity which enters into a transaction with the Foundation, including, but not limited to, applications for grant or loan support. Direct or indirect interest includes any legal, equitable or fiduciary interest or position in an entity by a Director or a member of a Director's family. Any such interest shall be disclosed and made a matter of record at the time of election to the Board and maintained through an annual procedure and when the interest becomes a matter of Board action. No Director having a conflict of interest in any matter shall be counted in determining the quorum for the meeting, nor present when the matter is discussed or voted on. Meeting minutes shall reflect that the disclosure was made, that the Director abstained and was not present during the discussion or vote, and that a quorum existed not counting such Director. The conflict-of-interest provisions of this Section 9.6 shall be in addition to and not in lieu of the applicable provisions of New Hampshire law regarding conflicts of interest.

Applications for grants from agencies or organizations that employ members of the Board of Directors of the Endowment for Health in a managerial capacity will not be accepted during, and for one year after, the term of office of the Board member. Notwithstanding the foregoing, in the case of institutional or governmental applicants, applications for grants from departments, divisions or programs other than the department, division or program in which the Board member is employed in a managerial capacity may be accepted, provided that the Board member has no involvement in the application and receives no direct or indirect personal financial benefit from any grant awarded.

Section 9.7 Consent Agenda for Grant Recommendations

The board may use a consent agenda for action on grant recommendations. When this method is used, action on grant recommendations will first be approved by the Program Committee, and the Board Chair will then place the proposed actions on a consent agenda for the next regularly scheduled board meeting.

All items on the consent agenda shall be described in sufficient detail for the board to understand the proposed action and for individual members to identify any potential conflicts of interest. Any board member may request that any item be removed from the consent agenda, and upon such request the item shall be removed for separate discussion and vote. The board will then take action on the items remaining on the consent agenda in a single vote.

Prior to any such vote, all directors present shall indicate in writing the presence or absence of a conflict of interest or appearance of a conflict of interest as appears in section 9.6. Any Director who has a conflict of interest or appearance of a conflict of interest shall identify the conflict in writing on a form to be provided, but shall not be required to remove the item from the consent agenda and shall not be required to leave the room, notwithstanding the provisions of section 9.6. The conflict shall be noted in the minutes of the meeting, and the director shall not be counted in determining a quorum. For any item that is removed from the consent agenda for discussion, any director who has a conflict of interest shall leave the room during the discussion and vote on the item.

ARTICLE X

GRANTS ADMINISTRATION

Section 10.1 Purpose of Grants

The Foundation shall have the power to make grants and contributions and to render other financial assistance for the purposes expressed in the Foundation's Articles of Agreement.

Section 10.2 Grant Responsibility

The Board shall have control over grants, contributions, and other financial assistance given by the Foundation. The Board shall oversee the solicitation, review, and decision-making regarding all grants and contributions. The Board shall provide to the public annually a list of grant awards and contributions made by the foundation.

ARTICLE XI

AMENDMENTS TO THE BYLAWS

Unless otherwise provided, these Bylaws may be amended or repealed, and new Bylaws may be adopted in whole or in part, by the affirmative vote of a majority of the Directors of the Foundation then in office; provided, however, that thirty (30) days notice of the time and place of the meeting is given by the Chair of the Board or Secretary and the Bylaws of the Foundation may not be amended in a manner inconsistent with the Foundation's Articles of Agreement, applicable New Hampshire law or the requirements for maintaining the Foundation's qualification as a tax-exempt organization for federal income tax purposes. Anything to the contrary herein, any amendment to a provision of these Bylaws which contemplates or requires the approval of the Director of Charitable Trusts and/or the Probate Court shall require the approval of the Director of Charitable Trusts and/or the Probate Court as the case may be.