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Form 990  Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)	OMB No 1545-0047 2012 Open to Public Inspection
	The organization may have to use a copy of this return to satisfy state reporting requirements	

A For the 2012 calendar year, or tax year beginning 04-01-2012 , 2012, and ending 03-31-2013

B Check if applicable ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	C Name of organization GOOD SAMARITAN FOUNDATION		D Employer identification number 23-7017276	
	Doing Business As			
	Number and street (or P O box if mail is not delivered to street address) PO BOX 4484	Room/suite	E Telephone number (503) 415-5600	
	City or town, state or country, and ZIP + 4 PORTLAND, OR 97208		G Gross receipts \$ 10,483,987	
	F Name and address of principal officer K RENA WHITTAKER C/O 1919 NW LOVEJOY STREET PORTLAND, OR 97209		H(a) Is this a group return for affiliates? ☐ Yes ☒ No H(b) Are all affiliates included? ☐ Yes ☒ No If "No," attach a list (see instructions) H(c) Group exemption number ▶	
I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no) ☐ 4947(a)(1) or ☐ 527				
J Website: ▶ WWW.LEGACYHEALTH.ORG				
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶			L Year of formation 1969	M State of legal domicile OR

Part I	Summary
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Activities & Governance	1 Briefly describe the organization's mission or most significant activities GOOD SAMARITAN FOUNDATION HAS ENCOURAGED CHARITABLE GIVING FROM THE COMMUNITY SINCE ITS ESTABLISHMENT IN 1969 THE FOUNDATION SUPPORTS THE ADVANCEMENT OF RESEARCH, EDUCATION AND TECHNOLOGY IN MEDICAL SCIENCE AT LEGACY GOOD SAMARITAN HOSPITAL & MEDICAL CENTER		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	16
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	13
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	0
	6 Total number of volunteers (estimate if necessary)	6	60
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
	7b Net unrelated business taxable income from Form 990-T, line 34	7b	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 3,114,911	Current Year 2,867,591
	9 Program service revenue (Part VIII, line 2g)		0
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,896,808	7,611,101
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	880	5,065
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	5,012,599	10,483,757
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	4,726,734
14 Benefits paid to or for members (Part IX, column (A), line 4)			0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)			0
16a Professional fundraising fees (Part IX, column (A), line 11e)			0
b Total fundraising expenses (Part IX, column (D), line 25) ⁰			
17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)			0
18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)		4,726,734	7,462,989
19 Revenue less expenses Subtract line 18 from line 12		285,865	3,020,768
Net Assets or Fund Balances		Beginning of Current Year	
	20 Total assets (Part X, line 16)	82,759,483	85,779,658
	21 Total liabilities (Part X, line 26)	9,683	9,090
	22 Net assets or fund balances Subtract line 21 from line 20	82,749,800	85,770,568

Part II Signature Block

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

Sign Here	*****			2014-02-18	
	Signature of officer			Date	
	K RENA WHITTAKER Executive Director Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date
	Check ☐ if self-employed		PTIN		
	Firm's name			Firm's EIN	
	Firm's address			Phone no	

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

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

GOOD SAMARITAN FOUNDATION HAS ENCOURAGED CHARITABLE GIVING FROM THE COMMUNITY SINCE ITS ESTABLISHMENT IN 1969. THE FOUNDATION SUPPORTS THE ADVANCEMENT OF RESEARCH, EDUCATION AND TECHNOLOGY IN MEDICAL SCIENCE AT LEGACY GOOD SAMARITAN HOSPITAL & MEDICAL CENTER.

If "Yes," describe these new services on Schedule O

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

GOOD SAMARITAN FOUNDATION HAS ENCOURAGED CHARITABLE GIVING FROM THE COMMUNITY SINCE ITS ESTABLISHMENT IN 1969. THE FOUNDATION SUPPORTS THE ADVANCEMENT OF RESEARCH, EDUCATION, AND TECHNOLOGY IN MEDICAL SCIENCE AT LEGACY GOOD SAMARITAN MEDICAL CENTER. LEGACY GOOD SAMARITAN MEDICAL CENTER, FOUNDED IN 1875 BY THE EPISCOPAL DIOCESE OF OREGON, STANDS IN THE HEART OF NORTHWEST PORTLAND AS ONE OF THE PACIFIC NORTHWEST'S OLDEST AND MOST ADVANCED MEDICAL CENTERS. LEGACY GOOD SAMARITAN PROVIDES A FULL RANGE OF INPATIENT AND OUTPATIENT SERVICES, WITH SPECIAL EMPHASIS ON ITS CENTERS OF EXCELLENCE, INCLUDING * CANCER SERVICES* CRITICAL CARE* DEVEREUX EYE INSTITUTE* DIABETES SERVICES* HEART SERVICES* LEGACY HOSPICE SERVICES* LEGACY RESEARCH INSTITUTE* REHABILITATION INSTITUTE OF OREGON. IN FISCAL YEAR 2013, PHILANTHROPIC CONTRIBUTIONS SUPPORTED PROGRAMS IN THREE MAJOR AREAS: PATIENT CARE \$ 4,442,039; EDUCATION & TRAINING \$ 709,278; RESEARCH \$ 2,311,672. SOME OF THE SPECIFIC PROJECTS FUNDED IN THIS YEAR WERE AS FOLLOWS: * PURCHASED THREE NEW 3D MAMMOGRAPHY UNITS FOR THE BREAST HEALTH CENTER * PURCHASED A CARTO 3 EP NAVIGATION SYSTEM TO ENHANCE PATIENT CARE WITH ADVANCED CATHETER LOCATION * SUPPORTED SCREENINGS AND EXAMINATIONS AT DEVEREUX EYE INSTITUTE FOR PATIENTS WITHOUT INSURANCE OR OTHER FINANCIAL RESOURCES * PROVIDED OPERATING SUPPORT FOR LEGACY HOSPICE SERVICES * PROVIDED PRESCRIPTION ASSISTANCE AND DURABLE MEDICAL EQUIPMENT TO PATIENTS WITHOUT INSURANCE OR OTHER FINANCIAL RESOURCES * SUPPORTED THE REMODEL OF THE LEGACY GOOD SAMARITAN INPATIENT CANCER CARE UNIT * SUPPORTED A NEW COLLABORATIVE PROJECT TO STUDY THE DYNAMIC AUTO REGULATION OF THE OPTIC NERVE HEAD * SUPPORTED THE ESTABLISHMENT OF NEW RESEARCH PROGRAMS IN COCHLEAR IMPLANTATION * SUPPORTED THE ACCELERATION OF NEW RESEARCH ON THE CONNECTION BETWEEN ADENOSINE AND NEUROLOGICAL DISEASES * PROVIDED SCHOLARSHIPS FOR NURSING STUDENTS ATTENDING THE LINFIELD-GOOD SAMARITAN SCHOOL OF NURSING * SUPPORTED CONTINUING EDUCATION FOR LEGACY GOOD SAMARITAN MEDICAL CENTER STAFF * SUPPORTED THE CARE AND MAINTENANCE OF THE STENZEL HEALING GARDEN * SUPPORTED THE OPERATIONS OF GREEN GABLES GUEST HOUSE.

[illegible][illegible]

4e	Total program service expenses	7,462,989
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Part IV

Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A 	1 Yes	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 	2 Yes	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3	No
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	4	No
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	5	No
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I 	6	No
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II 	7	No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III 	8	No
9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV 	9	No
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V 	10 Yes	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI 	11a	No
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII 	11b Yes	
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII 	11c	No
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX 	11d	No
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X 	11e Yes	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X 	11f	No
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII 	12a	No
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional 	12b Yes	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13	No
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV	14b	No
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV	15	No
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV	16	No
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) 	17	No
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II 	18 Yes	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III 	19	No
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a	No
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		No
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b		No
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

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

☐

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	0	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a	0
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).		2b	No
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?		3a	No
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.		3b	No
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a	No
b If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a	No
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b	No
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		5c	
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6a	No
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b	
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		7a	Yes
b If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b	Yes
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c	No
d If "Yes," indicate the number of Forms 8282 filed during the year.		7d	0
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e	No
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f	No
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g	No
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h	No
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8	No
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?		9a	No
b Did the organization make a distribution to a donor, donor advisor, or related person?		9b	No
10 Section 501(c)(7) organizations. Enter			
a Initiation fees and capital contributions included on Part VIII, line 12.		10a	
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		10b	
11 Section 501(c)(12) organizations. Enter			
a Gross income from members or shareholders.		11a	
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		11b	
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		12a	No
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		12b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		13a	No
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		13b	
c Enter the amount of reserves on hand.		13c	
14a Did the organization receive any payments for indoor tanning services during the tax year?		14a	No
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		14b	

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	16	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
1b	Enter the number of voting members included in line 1a, above, who are independent	13	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	Yes
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	Yes
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	Yes
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	Yes
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	8a	Yes
8b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

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

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

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	OR
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☐ Own website ☒ Another's website ☒ Upon request ☐ Other (explain in Schedule O)	
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization	KATHY SLININGER 1919 NW LOVEJOY STREET PORTLAND, OR (503) 415-5600

Part VII

Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

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

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

- 1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year
- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) ROBERT W BIRGE Secretary	1 00 0 00	X		X				0	0	0
(2) ANTHONY J MELARAGNO MD EX-OFFICIO	1 00 40 00	X						0	446,032	107,389
(3) ANNE T GREER ASST SECRETARY	1 00 40 00	X						0	144,372	32,783
(4) PATRICIA M GIANELLI ASST TREASURER	1 00 40 00	X						0	208,008	49,727
(5) K RENA WHITTAKER EX-OFFICIO	40 00 5 00	X		X				0	144,215	27,725
(6) MAUREEN A BRADLEY EX-OFFICIO	1 00 40 00	X						0	293,638	39,299
(7) DOUGLAS E STRAND Treasurer	1 00 0 00	X		X				0	0	0
(8) LEE TAYLOR THOMAS Trustee	1 00 0 00	X						0	0	0
(9) SANDRA J LEWIS Trustee	1 00 0 00	X						0	0	0
(10) ANNE C R MUNCH Trustee	1 00 0 00	X						0	0	0
(11) BARBARA MAXWELL Trustee	1 00 0 00	X						0	0	0
(12) JOAN M WARDWELL Trustee	1 00 0 00	X						0	0	0
(13) DIANE L POLSCER Trustee	1 00 0 00	X						0	0	0
(14) CHRISTOPHER MONGRAIN Trustee	1 00 0 00	X						0	0	0
(15) DAVID MERTENS Trustee	1 00 0 00	X						0	0	0
(16) MARCY LEHMAN Trustee	1 00 0 00	X						0	0	0
(17) JENNIFER E APONTE MD VICE CHAIR	1 00 1 00	X		X				0	9,622	0

Part VII

1b	Sub-Total	▼			
c	Total from continuation sheets to Part VII, Section A	▼			
d	Total (add lines 1b and 1c)	▼		2,321,500	331,945

2 Total number of individuals (including but not limited to those I
\$100,000 of reportable compensation from the organization) 0

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3 Yes	
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4 Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

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

Part VIII

Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns . . .	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c	10,785			
	d	Related organizations	1d	50,300			
	e	Government grants (contributions)	1e	2,615			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	2,803,891			
	g	Noncash contributions included in lines 1a-1f \$		126,874			
	h	Total. Add lines 1a-1f		2,867,591			
Program Service Revenue	2a		Business Code				
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		0			
	Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		7,611,101		7,611,101
4		Income from investment of tax-exempt bond proceeds . .		0			
5		Royalties		0			
6a		Gross rents	(i) Real	(ii) Personal			
b		Less rental expenses					
c		Rental income or (loss)					
d		Net rental income or (loss)			0		
7a		Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
b		Less cost or other basis and sales expenses					
c		Gain or (loss)					
d		Net gain or (loss)			0		
8a		Gross income from fundraising events (not including \$ 10,785 of contributions reported on line 1c) See Part IV, line 18					
a				5,295			
b		Less direct expenses	b	230			
c		Net income or (loss) from fundraising events . .			5,065		5,065
9a		Gross income from gaming activities See Part IV, line 19					
a							
b		Less direct expenses	b				
c		Net income or (loss) from gaming activities . .			0		
10a		Gross sales of inventory, less returns and allowances .					
a							
b	Less cost of goods sold	b					
c	Net income or (loss) from sales of inventory . .			0			
Miscellaneous Revenue		Business Code					
11a							
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d			0			
12	Total revenue. See Instructions			10,483,757		7,616,166	

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	7,462,989	7,462,989		
2	Grants and other assistance to individuals in the United States. See Part IV, line 22.	0			
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	0			
4	Benefits paid to or for members.	0			
5	Compensation of current officers, directors, trustees, and key employees.	0			
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
7	Other salaries and wages.	0			
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	0			
9	Other employee benefits.	0			
10	Payroll taxes.	0			
11	Fees for services (non-employees):				
a	Management.	0			
b	Legal.	0			
c	Accounting.	0			
d	Lobbying.	0			
e	Professional fundraising services. See Part IV, line 17.	0			
f	Investment management fees.	0			
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	0			
12	Advertising and promotion.	0			
13	Office expenses.	0			
14	Information technology.	0			
15	Royalties.	0			
16	Occupancy.	0			
17	Travel.	0			
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19	Conferences, conventions, and meetings.	0			
20	Interest.	0			
21	Payments to affiliates.	0			
22	Depreciation, depletion, and amortization.	0			
23	Insurance.	0			
24	Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O).				
a					
b					
c					
d					
e	All other expenses.	0			
25	Total functional expenses. Add lines 1 through 24e.	7,462,989	7,462,989	0	0
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720).				

Part X

Balance Sheet

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

☒

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing			1,569	1	1,663
	2	Savings and temporary cash investments				2	0
	3	Pledges and grants receivable, net			953,193	3	922,313
	4	Accounts receivable, net				4	0
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L				5	0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L				6	0
	7	Notes and loans receivable, net				7	0
	8	Inventories for sale or use				8	0
	9	Prepaid expenses and deferred charges				9	0
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a			10c	0
	b	Less accumulated depreciation	10b				
	11	Investments—publicly traded securities				11	0
	12	Investments—other securities See Part IV, line 11			78,477,998	12	81,741,953
	13	Investments—program-related See Part IV, line 11				13	0
	14	Intangible assets				14	0
	15	Other assets See Part IV, line 11			3,326,723	15	3,113,729
16	Total assets. Add lines 1 through 15 (must equal line 34)			82,759,483	16	85,779,658	
Liabilities	17	Accounts payable and accrued expenses				17	
	18	Grants payable				18	
	19	Deferred revenue				19	
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D				21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties				23	
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D			9,683	25	9,090
	26	Total liabilities. Add lines 17 through 25			9,683	26	9,090
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☒ and complete lines 27 through 29, and lines 33 and 34.						
	27	Unrestricted net assets			47,668,219	27	50,338,277
	28	Temporarily restricted net assets			23,757,308	28	23,904,914
	29	Permanently restricted net assets			11,324,273	29	11,527,377
	Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.						
	30	Capital stock or trust principal, or current funds				30	
	31	Paid-in or capital surplus, or land, building or equipment fund				31	
	32	Retained earnings, endowment, accumulated income, or other funds				32	
	33	Total net assets or fund balances			82,749,800	33	85,770,568
	34	Total liabilities and net assets/fund balances			82,759,483	34	85,779,658

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	10,483,757
2	Total expenses (must equal Part IX, column (A), line 25)	2	7,462,989
3	Revenue less expenses Subtract line 2 from line 1	3	3,020,768
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	82,749,800
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	85,770,568

Part XII Financial Statements and Reporting

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

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

SCHEDULE A

(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization GOOD SAMARITAN FOUNDATION	Employer identification number 23-7017276
---	--

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

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

- 1

☐

A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____
- 5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7

☐

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)
- 8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9

☐

An organization that normally receives (1) more than 33¹/₃% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33¹/₃% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10

☐

An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11

☒

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a

☒

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Non-functionally integrated
- e

☐

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i)

A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii)

A family member of a person described in (i) above?

(iii)

A 35% controlled entity of a person described in (i) or (ii) above?
- h

☐

Provide the following information about the supported organization(s)

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

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A) LEGACY VISITING NURSE ASSOCIATION	930848530	9	Yes		Yes		Yes		350,629
(B) LEGACY GOOD SAMARITAN HOS & MED CTR	930386793	3	Yes		Yes		Yes		4,421,990
Total									4,772,619

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support (Add lines 7 through 10)						
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage						
14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))		14				
15 Public support percentage for 2011 Schedule A, Part II, line 14		15				
16a 33 1/3% support test—2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization						▶
b 33 1/3% support test—2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization						▶
17a 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization						▶
b 10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization						▶
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions						▶

Part IIIPart III

Support Schedule for Organizations Described in Section 509(a)(2)
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
b 33 1/3% support tests—2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶		

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
GOOD SAMARITAN FOUNDATION

Employer identification number
23-7017276

Part I

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

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

Part II

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

1

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

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

☐ Preservation of an historically important land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

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

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

3

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

4

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

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes☐ No

6

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

7

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

8

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

☐ Yes☐ No

9

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

Part III

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

1a

If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b

If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

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

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b

Assets included in Form 990, Part X

▶ \$ _____

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

Cat No 52283D

Schedule D (Form 990) 2012

Part III

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

- 3

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

a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other
- 4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5

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

☐ Yes

☐ No

Part IV

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

- 1a

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

☐ Yes

☐ No
- b

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

	Amount
1c	
1d	
1e	
1f	
- 2a

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

☐ Yes

☐ No
- b

If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

☐

Part V

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

	(a)Current year	(b)Prior year	b (c)Two years back	(d)Three years back	(e)Four years back
1a Beginning of year balance	35,081,583	35,272,458	33,005,250	26,682,647	1,483,331
b Contributions	1,129,648	1,567,294	623,897	1,648,302	-2,409,556
c Net investment earnings, gains, and losses	2,557,569	627,433	3,237,074	6,436,823	
d Grants or scholarships					2,153,871
e Other expenditures for facilities and programs	3,336,506	2,385,600	1,593,763	1,762,522	
f Administrative expenses					26,682,647
g End of year balance	35,432,294	35,081,585	35,272,458	33,005,250	26,682,647

- 2

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

a

Board designated or quasi-endowment ▶ 67 470 %

b

Permanent endowment ▶ 32 530 %

c

Temporarily restricted endowment ▶
The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a

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

(i) unrelated organizations

3a(i)

☐ Yes

☐ No

(ii) related organizations

3a(ii)

☐ Yes

☐
- b

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

3b

☐ Yes

☐
- 4

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

Part VI

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

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

Part XI

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	11,339,703
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII)	2d	855,946
e	Add lines 2a through 2d	2e	855,946
3	Subtract line 2e from line 1	3	10,483,757
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	10,483,757

Part XII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	8,318,935
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII)	2d	855,946
e	Add lines 2a through 2d	2e	855,946
3	Subtract line 2e from line 1	3	7,462,989
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	7,462,989

Part XIII

Supplemental Information

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

Identifier	Return Reference	Explanation
Part XII, Line 2d	Part XII, Line 2d Other expenses and losses per audited F/S	MGMT, GENERAL & FUNDRAISING EXPENSES \$855946
Part XI, Line 2d	Part XI, Line 2d Other revenue amounts included in F/S but not included on form 990	MGMT, GENERAL & FUNDRAISING EXPENSES \$855946
Part V, Line 4	Part V, Line 4 Intended uses of the endowment fund	Endowment funds are used to improve the healthcare of the community as designated by the donors. Legacy follows the guidance in the Uniform Prudent Management of Institutional Funds Act (UPMIFA) in determining the net asset classification of all donor-restricted endowment funds. In accordance with UPMIFA and board policy, assets classified as permanent endowments in accordance with donor intent are only utilized for current period expenditures to the extent that earnings on the endowment exceed the original fair value of the donation. To the extent earnings on endowment funds exceed identified expenditures on which to apply those earnings, the earnings are classified as temporarily restricted net assets. Legacy has adopted investment and spending policies for endowment assets to provide a predictable stream of funding to programs supported by its endowment and to maintain the value of the endowment assets. Asset allocation is reviewed quarterly with respect to: i) Legacy's tolerance for risk based on its financial condition and need for cash from investments to support operations, ii) expected asset class return, risk and correlation characteristics, iii) changes in accounting guidance or tax law and iv) changes in bond covenants or other restrictions. Legacy's spending practices are intended to comply with donor's wishes and meet all applicable laws and regulations. Spending must be for a purpose that is consistent with the documented intent of the donor, and may not exceed the amounts annually determined by Legacy. Factors that are considered in addressing the annual spending allocation are: i) market value of the fund relative to the principal of the gift and ii) the level of spending in prior years. From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires Legacy to retain as a fund of perpetual duration. Deficiencies of this nature are reported as a reduction to unrestricted net assets and are excluded from the performance indicator.

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		2013 KIDNEY TRANSPLANT LUNCHEON (event type)	(event type)	(total number)	(add col (a) through col (c))
Revenue	1	Gross receipts	12,680		12,680
	2	Less Contributions . . .	8,880		8,880
	3	Gross income (line 1 minus line 2)	3,800		3,800
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs . . .			
	7	Food and beverages . .			
	8	Entertainment			
	9	Other direct expenses .			
	10	Direct expense summary Add lines 4 through 9 in column (d) ▶			
	11	Net income summary Combine line 3, column (d), and line 10 ▶			

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1	Gross revenue			
Direct Expenses	2	Cash prizes			
	3	Non-cash prizes			
	4	Rent/facility costs			
	5	Other direct expenses . . .			
	6	Volunteer labor			
	7	Direct expense summary Add lines 2 through 5 in column (d) ▶			
	8	Net gaming income summary Combine lines 1 and 7 in column (d) ▶			

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

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

b If "No," explain _____

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

b If "Yes," explain _____

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

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

13 Indicate the percentage of gaming activity operated in

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

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

Name ▶

Address ▶

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

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

c If "Yes," enter name and address of the third party

Name ▶

Address ▶

16 Gaming manager information

Name ▶

Gaming manager compensation ▶ \$

Description of services provided ▶

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

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

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

Identifier	Return Reference	Explanation
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Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization
GOOD SAMARITAN FOUNDATION

Employer identification number
23-7017276

Part I

General Information on Grants and Assistance

- 1

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

☒ Yes ☐ No
- 2

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

Part II

Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) LEGACY VISITING NURSE ASSOCIATION 815 NE DAVIS ST PORTLAND,OR 97210	93-0848530	501(c)(3)	350,629	0			
(2) LEGACY HEALTH 1919 NW LOVEJOY ST PORTLAND,OR 97209	23-7426300	501(c)(3)	265,504	0			
(3) LEGACY GOOD SAMARITAN HOSPITAL & MED CTR 1015 NW 22ND AVE PORTLAND,OR 97210	93-0386793	501(c)(3)	4,421,990	0			
(4) LEGACY EMANUEL HOSPITAL & HEALTH CENTER 2801 N GANTENBEIN AVE PORTLAND,OR 97227	93-0386823	501(c)(3)	2,424,866	0			

2

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

4

3

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

0

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance

Part IV

Supplemental Information.

Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information

Identifier	Return Reference	Explanation
Grantmaker's Description of How Grants are Used		THE FOUNDATION ONLY AWARDS GRANTS AND/OR SCHOLARSHIPS AFTER A THOROUGH REVIEW AND DISCUSSION OF THE EXPENDITURES GRANT PROPOSALS ARE SUBMITTED DURING THE ANNUAL GRANT APPLICATION PROCESS ALL GRANT PROPOSALS ARE INITIALLY REVIEWED BY LEGACY HEALTH'S EXECUTIVE COUNCIL TO DETERMINE THEIR APPLICABILITY TO LEGACY'S GOALS AND STRATEGIC PLAN GRANT PROPOSALS ARE THEN REVIEWED BY THE FOUNDATION'S OWN GRANT COMMITTEE ONCE A GRANT IS APPROVED BY THE FOUNDATION, MONIES ARE NOT TRANSFERRED UNTIL PROOF OF THE EXPENDITURE IS PROVIDED TO THE GRANT STEWARDSHIP ARM OF THE FOUNDATION

Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
GOOD SAMARITAN FOUNDATION

Employer identification number
23-7017276

Part I	Questions Regarding Compensation		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Travel for companions ☐ Tax idemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. ☐ Compensation committee ☐ Independent compensation consultant ☐ Form 990 of other organizations ☐ Written employment contract ☐ Compensation survey or study ☐ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization: a Receive a severance payment or change-of-control payment? b Participate in, or receive payment from, a supplemental nonqualified retirement plan? c Participate in, or receive payment from, an equity-based compensation arrangement? If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.	4a		No
		4b	Yes	
		4c		No
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of: a The organization? b Any related organization? If "Yes," to line 5a or 5b, describe in Part III.	5a		No
		5b	Yes	
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of: a The organization? b Any related organization? If "Yes," to line 6a or 6b, describe in Part III.	6a		No
		6b	Yes	
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.	7		No
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.	8		No
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		No

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1)PATRICIA M GIANELLI ASST TREASURER	(i)							
	(ii)	195,971	17,030	-4,993	24,495	25,232	257,735	
(2)MONICA C WEHBY MD FORMER TRUSTEE	(i)							
	(ii)	735,583	158,475	54,619	33,577	20,824	1,003,078	
(3)MAUREEN A BRADLEY EX-OFFICIO	(i)							
	(ii)	235,001	53,468	5,169	19,568	19,731	332,937	
(4)KEVIN G NORWOOD MD FORMER TRUSTEE	(i)							
	(ii)	109,843	875	16,218	5,158	15,463	147,557	
(5)K RENA WHITTAKER EX-OFFICIO	(i)							
	(ii)	137,926	8,973	-2,684	3,552	24,173	171,940	
(6)ANTHONY J MELARAGNO MD EX-OFFICIO	(i)							
	(ii)	363,477	70,345	12,210	77,238	30,151	553,421	
(7)ANNE T GREER ASST SECRETARY	(i)							
	(ii)	136,636	11,033	-3,297	14,136	18,647	177,155	

Part III Supplemental Information

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

Identifier	Return Reference	Explanation
Sch J, Part III, Additional Information	Part III, Additional Information	SCHEDULE J REPORTING OF TRUSTEE AND OFFICERS ON LEGACY AFFILIATE RETURNS The Foundation Ex-Officio Trustees and Officers who are also Legacy employees have their compensation paid from Legacy Health, Legacy Emanuel Hospital & Health Center or Legacy Good Samaritan Hospital. The compensation is reported for informational purposes on the Foundation return. Dr. Aponte received a stipend as Department Chair of Medicine at Legacy Good Samaritan Hospital.
Sch J, Part I, Line 6b	Part I, Line 6b Explanation of organization compensation contingent on net earnings from related or	Legacy has an at-risk incentive compensation plan for management. The plan is based on meeting goals related to employee engagement, work processes, customer service, clinical quality, financial management, and certain key strategic tactics. In order to payout any at-risk incentive compensation, Legacy must exceed operating margin targets.
Sch J, Part I, Line 5b	Part I, Line 5b Explanation of organization compensation based on revenues of related organization	Physicians employed by Legacy related entities are paid a bonus contingent upon their revenue generated during the year measured by industry standard relative value units (RVU).

SCHEDULE M
(Form 990)

Noncash Contributions

OMB No 1545-0047

2012

Open to Public Inspection

►Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.

Name of the organization
GOOD SAMARITAN FOUNDATION

Employer identification number
23-7017276

Part I

Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded	X	2	126,644	
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (_____)				
26 Other ► (_____)				
27 Other ► (_____)				
28 Other ► (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement29

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

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

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

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

Yes

No

No

Yes

Yes

Part II

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

Identifier	Return Reference	Explanation
Part I, Line 32, Hire and Use of Third Parties		IF THE FOUNDATION RECEIVES A VEHICLE DONATION, VOLUNTEERS OF AMERICA PROCESSES THE DONATION FOR THE FOUNDATION

SCHEDULE O
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ****Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.**
▶ **Attach to Form 990 or 990-EZ.**

OMB No 1545-0047

2012**Open to Public
Inspection**Name of the organization
GOOD SAMARITAN FOUNDATION**Employer identification number**

23-7017276

Identifier	Return Reference	Explanation
	Form 990, Schedule D	Legacy Health (Legacy), EIN 23-7426300, the parent organization for all Legacy Affiliates, pays for all management, general and fundraising expenses of its affiliated foundations. This includes salaries, payments to external contractors, supplies, office equipment, and other administrative expenses. The expenses paid by Legacy are donated to the Foundations as institutional support. This institutional support is included as both revenue and expense on the Foundation's internal financial statements but is not included for Form 990 reporting purposes. Because of this arrangement, there are no management and fundraising expenses, number of employees, employee compensation, or payment to independent contractors reflected on the Foundation's return. The only expenditures, other than grants, are certain special event expenses which are not donated by Legacy but are paid directly by the Foundation and reported on Form 990, part VIII, line 8B. The amount donated by Legacy to Good Samaritan Foundation for the year ended 3/31/13 to cover management, general and fundraising expenses was \$855,946.

Identifier	Return Reference	Explanation
	Form 990, Part X	Good Samaritan Foundation (GSF) participates in the Legacy investment pooled funds which include professionally managed equity and fixed income securities in both separately managed portfolios and commingled investment accounts. Investment returns are prorated according to each affiliate's share of the pool.

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 19	Form 990, Part VI, Line 19 Other Organization Documents Publicly Available	Legacy Health's audited and interim consolidated financial statements are publicly available on the Electronic Municipal Market Access(EMMA) (www emma msrb org) and DAC Bond (www dacbond com) websites Legacy's audited consolidated financial statements include consolidating schedules w hich highlights the Legacy Foundations's financial results When changes are made to the GSF Articles or Bylaws, GSF discloses and attaches copies to the IRS Form 990, which are publicly available by request or on various public websites such as Guidestar(www guidestar org) Other governing documents are not available to the public

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 15b	Form 990, Part VI, Line 15b Compensation Review and Approval Process for Officers and Key Employees	The following describes the compensation practices of Legacy and its affiliates. Executive compensation for Legacy is designed to recruit, retain and motivate qualified senior management personnel. The comprehensive compensation plan is designed for positions that have a significant impact on the high-level strategic and policy direction of Legacy and its affiliates. Base pay and total compensation (including incentive compensation) for similar positions is established at a level comparable to market compensation for healthcare organizations. External consultants are regularly used to review published compensation surveys of comparable organizations and comparable benchmark positions in the market. The Compensation Committee of the Board of Directors, none of whom is a Legacy employee, reviews the compensation for key executive positions. The Committee oversees the system's governance procedures with respect to the evaluation of reasonableness of compensation. The Committee reports to the Board in sufficient detail to enable the entire Board to take such actions as are required to obtain the rebuttable presumption of reasonableness. The Compensation Committee also reviews tax-reporting disclosures.

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 12c	Form 990, Part VI, Line 12c Explanation of Monitoring and Enforcement of Conflicts	The following is a summary of Legacy's policy and procedures for conflict of interest disclosure, monitoring and resolution All Legacy employees and non-employees in leadership positions (e g , Board members, Foundation Trustees, Medical Directors) are required to disclose potential conflicts of interest as the conflict arises All employees are required to disclose any conflict of interest per the Standard of Conduct policy Certain groups have annual formal disclosure requirements, Executives and non-employees in leadership positions complete the Conflict Disclosure Statement from the Standards of Conduct policy annually Officers, Directors, Trustees, Key and Highly Compensated employees are also required to complete a questionnaire covering business relationships, business transactions with interested parties, loans and grants Conflict Disclosure Statements and questionnaires are returned to Legacy Corporate Compliance or Tax Departments for review of the disclosure If a conflict is disclosed, or identified through any other means, Legacy Corporate Compliance ensures that management mitigates the risk (e g , discontinues relationship with vendor, segregates responsibilities, recuses Board member from voting in area of conflict) and that the conflict and mitigation steps are reported to the appropriate level (e g , Compliance Committee, Audit Committee of the Board)

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 11b	Form 990, Part VI, Line 11b Form 990 Review Process	The Foundation Board received a copy of the 990 return prior to filing The Board receives a memorandum with the return highlighting key areas The return is prepared with the assistance of the Legacy Health Foundation Accountants and the Foundation Staff Review of the conflict of interest, compensation or other disclosures is reviewed by the Legacy Health Audit and Compensation committees

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 7b	Form 990, Part VI, Line 7b Describe Decisions of Governing Body Approval by Members or Shareholders	The LGSHMC Board of Directors has discretion to review any proposed transactions of the Foundation which the Board deems to involve significant questions of policy or which would have a substantial impact, financial or otherwise, upon the Foundation or LGSHMC LGSHMC can approve or disapprove any such transaction

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 7a	Form 990, Part VI, Line 7a How Members or Shareholders Elect Governing Body	The LGSHMC Board of Directors approves trustees appointed to the Foundation Board

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 6	Form 990, Part VI, Line 6 Explanation of Classes of Members or Shareholder	Legacy Good Samaritan Hospital & Medical Center(LGSHMC) is the sole member of Good Samaritan Foundation

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 4	Form 990, Part VI, Line 4 Description of Significant Changes to Organizational Documents	The Good Samaritan Foundation amended and restated its bylaws to reflect a structure and governance policies consistent with those of Legacy Health and to have better community representation on its board

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 3	Form 990, Part VI, Line 3 Description of Delegated Duties to Management Company	Legacy Health (Legacy) provides management services for all of its affiliated companies w hich includes, accounting, purchasing, contracting, legal, human resources, information technology, billing, facilities, budgeting, transcription, security, public relations, strategic planning, organization development

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
GOOD SAMARITAN FOUNDATION

Employer identification number
23-7017276

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)					
(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)							
(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
See Additional Data Table							

Part III

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

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

Part IV

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end- of-year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

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

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

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

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

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

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

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

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

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

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

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

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

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

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

Yes

No

1a

No

1b

Yes

1c

Yes

1d

No

1e

No

1f

No

1g

No

1h

No

1i

Yes

1j

Yes

1k

Yes

1l

Yes

1m

Yes

1n

Yes

1o

Yes

1p

Yes

1q

Yes

1r

Yes

1s

Yes

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

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved

Schedule R (Form 990) 2012

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Software ID: 12000229

Software Version: 2012v2.0

EIN: 23-7017276

Name: GOOD SAMARITAN FOUNDATION

Part VII

Supplemental Information

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

Identifier	Return Reference	Explanation	
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**AMENDED AND RESTATED
BYLAWS
OF
GOOD SAMARITAN FOUNDATION**

Adopted October 4, 2001

Amended May 21, 2002

Amended February 6, 2003

Amended September 20, 2006

Amended February 14, 2007

Amended and Restated January 8, 2009

Amended and Restated March 8, 2012

**AMENDED AND RESTATED BYLAWS
OF
GOOD SAMARITAN FOUNDATION**

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**AMENDED AND RESTATED BYLAWS
OF
GOOD SAMARITAN FOUNDATION
(2012)**

ARTICLE 1

Purpose

Section 1.1 PURPOSE OF GOOD SAMARITAN FOUNDATION

The purpose of Good Samaritan Foundation (hereinafter the “Foundation”) is to operate exclusively for charitable, scientific or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, acting as a supporting organization of Legacy Good Samaritan Hospital and Medical Center within the meaning of Section 509 of the Internal Revenue Code, and raising funds to be distributed to or for the benefit of Legacy Good Samaritan Hospital and Medical Center so that Legacy Good Samaritan Hospital and Medical Center may achieve its tax-exempt purposes

Section 1.2 MISSION OF GOOD SAMARITAN FOUNDATION

The mission of Good Samaritan Foundation is to advance research, education and technology in medical science in the tradition of Legacy Good Samaritan Hospital and Medical Center. The Foundation encourages charitable giving from the community and strives to provide faithful stewardship of the community’s philanthropy.

Section 1.3 VISION OF LEGACY GOOD SAMARITAN HOSPITAL AND MEDICAL CENTER

Legacy Good Samaritan Hospital and Medical Center will be the preferred provider of health services in the communities we serve, including such specialty services as cardiac care and rehabilitation services. We will contribute to the promotion of health in our community by providing a full range of services to meet our customers’ needs for healthcare. As a community institution and employer we will actively participate in community partnerships to promote the welfare of our citizens and the growth of our community. As an operating unit of Legacy Health, we will promote and participate in opportunities for integration between physicians, health plans, hospitals, and outpatient services to provide access and an appropriate level of quality service to our customers at affordable and competitive prices.

Section 1.4 MISSION OF LEGACY GOOD SAMARITAN HOSPITAL AND MEDICAL CENTER

Consistent with its historical connection to the Episcopal Church, Diocese of Oregon, Legacy Good Samaritan Hospital and Medical Center is committed to fulfilling charitable purposes by improving the health of our community. Our purpose is to provide and manage comprehensive, accessible, integrated healthcare services. We dedicate ourselves to creating a culture in which each individual actively applies the values of quality, community, caring and belonging within our organization and to those we serve.

Section 1.5 PURPOSE OF LEGACY GOOD SAMARITAN HOSPITAL AND MEDICAL CENTER AND LEGACY HEALTH

Legacy Good Samaritan Hospital and Medical Center is a part of Legacy Health. The mission of Legacy Good Samaritan Hospital and Medical Center is consistent with the foundation, mission and vision of Legacy Health, which is as follows:

(a) Historical Foundation of Legacy Health

Legacy Health is a unique healthcare system founded on the tradition and values of community healthcare organizations, the healing ministries of the Lutheran and Episcopal churches, and community physicians. This partnership of healthcare providers is dedicated to caring, compassion and excellence. The individual strengths and traditions that each bring enable us, as a system, to be of greater benefit to the communities we serve in our common mission.

(b) Mission

Legacy's Mission is good health for our people, our patients, our communities and our world.

(c) Vision

Legacy's Vision is to be essential to the health of our region.

ARTICLE 2

Member

Section 2.1 SOLE MEMBER

The sole member of the Foundation shall be Legacy Good Samaritan Hospital and Medical Center, an Oregon nonprofit corporation (the "Member"). Except to the extent limited in the Articles of Incorporation of the Foundation or these Bylaws, as amended and restated, the Member shall have voting rights to the fullest extent allowed to the membership of nonprofit corporations under the Oregon Nonprofit Corporation Act. The power of Legacy Good Samaritan Hospital and Medical Center to act as Member under these Articles of Incorporation and the Bylaws shall be exercised by the Board of Directors of the

Member or as the Board of Directors of the Member may, by resolution, direct

Section 2.2 ACTIONS BY MEMBER; PLAN AND BUDGET RESPONSIBILITY

(a) Unless a greater number is required by its articles of incorporation, by its bylaws or by law, the Member may act (in its capacity as member of the Foundation) by a majority vote of its Board of Directors at a meeting at which a quorum is present, by unanimous written consent without a meeting, or otherwise as the Board of Directors may, by resolution, direct

(b) Plans and budgets of the Foundation shall be prepared by the management and staff of the Foundation and, prior to implementation, may be reviewed by the Member

(c) The Member shall have the discretion to review any proposed transactions of the Foundation which the Member, in its sole discretion, deems to involve significant questions of policy or which would have a substantial impact, financial or otherwise, upon the Foundation or Legacy Good Samaritan Hospital and Medical Center. The Member shall have the sole right to approve or disapprove any such transaction

Section 2.3 MEETINGS

An annual meeting of the Member (in its capacity as member of the Foundation) shall be held each year at such time and date as the Board of Directors of the Member shall determine. Special meetings of the Member (in its capacity as member of the Foundation) may be called by the Board of Trustees of the Foundation, or by the president or the chair of the Board of Directors of the Member

Section 2.4 NOTICE OF MEETINGS

Written or printed notice stating the place, day and hour of the meeting shall be delivered to the Member not less than seven (7) nor more than fifty (50) days prior to the date of a meeting of the Member. Notice shall be given either personally or by mail, by or at the direction of the Chair or the Secretary of the Foundation. In the case of a special meeting, the notice shall state the purpose or purposes for which the meeting is called

Section 2.5 PLACE OF MEETINGS

Meetings may be held either within or without the State of Oregon at such place or places as shall be designated by the Member

ARTICLE 3

Board of Trustees

Section 3.1 MANAGEMENT

The affairs of the Foundation shall be managed by a Board of Trustees, and each member thereof individually shall be known as a Trustee

Section 3.2 NUMBER

The Board of Trustees shall consist of not less than three (3) nor more than forty (40) trustees, not including *ex officio* Trustees. The exact number of Trustees shall be fixed by the Member, Legacy Good Samaritan Hospital and Medical Center

Section 3.3 SELECTION, TERM AND REMOVAL

(a) The Board of Trustees of the Foundation shall nominate and elect Trustees to serve for a term of three years (or in the case of a vacancy to serve the remainder of the term). No such election will be effective unless such election is approved by the Member. Trustees elected after January 1, 2011 shall be limited to two three-year terms. Trustees completing two (2) full terms may be elected for up to two (2) subsequent terms after not serving as a Trustee for a period of at least one (1) year. Trustees completing their service may request status as honorary emeritus trustees. The rights and obligations of honorary emeritus trustees shall be established by the Board of Trustees. In the event of a vacancy on the Board of Trustees and the Board of Trustees has failed to nominate and elect a Trustee at a meeting called for that purpose or upon the failure to call an annual meeting, then the Member may proceed to elect such a replacement Trustee.

(b) The Executive Director of the Foundation, Legacy's Chief Development Officer, the Administrative Officer of Legacy Good Samaritan Hospital and Medical Center, the Chair of the Women of Good Samaritan, and the President of the Volunteer Services of Legacy Good Samaritan Hospital and Medical Center shall be *ex officio* Trustees with full right to vote.

(c) A Trustee of the Foundation may be removed from office by the Member at any time, with or without cause.

Section 3.4 VACANCIES

A vacancy on the Board of Trustees shall exist upon the death or resignation of a Trustee, upon removal of any Trustee by the Member, or upon the creation of an additional Trustee position. The Board of Trustees may nominate and elect a new Trustee to fill the vacancy and such election shall be effective upon approval by the Member, Legacy Good Samaritan Hospital and Medical Center.

Section 3.5 ANNUAL MEETINGS

An annual meeting of the Board of Trustees shall be held each year. At the annual meeting, the Board of Trustees shall elect officers and the Chair. Notice of annual meetings shall be given not less than seven (7) and not more than fifty (50) days before the date of the meeting. Such notice may be given in any reasonable manner.

Section 3.6 REGULAR MEETINGS

Regular meetings of the Board of Trustees shall be held at such times as the Board of Trustees may determine by resolution. The Secretary shall mail or otherwise deliver a copy of such resolution to any Trustee who was not present when it was adopted, but no further notice of such regular meetings need be given.

Section 3.7 SPECIAL MEETINGS

Special meetings of the Board of Trustees may be called by the Executive Director, the Chair, or upon written request by at least twenty percent (20%) of the Trustees in office setting forth the business they wish to have conducted at the special meeting. Notice of special meetings shall be given at least twenty-four (24) hours before the meeting if called by the Executive Director or Chair and at least seventy-two (72) hours before the meeting if called by the Trustees. Such notice may be given in any reasonable manner.

Section 3.8 PLACE OF MEETINGS; OTHER MEANS OF COMMUNICATION

All meetings of the Board of Trustees shall be held at such place as is designated in the notice of meeting. Any or all Trustees may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication by which all Trustees participating in the meeting may simultaneously hear each other during the meeting. A Trustee participating in a meeting by such means shall be deemed present in person at the meeting.

Section 3.9 QUORUM

One-third (1/3) of the Trustees in office shall constitute a quorum for the transaction of business. A minority of the Trustees in the absence of a quorum may adjourn the meeting but may not transact any business.

Section 3.10 ACTION

The act of a majority of the Trustees present at a meeting where there is a quorum shall be the act of the Board of Trustees, unless otherwise provided in the Articles of Incorporation, these Bylaws, or by law. Except as specifically provided to the contrary in the Articles of Incorporation or these Bylaws, all Trustees and committee members, including without limitation *ex officio* Trustees and committee members, shall have voting rights in their capacity as members of the Board of Trustees and committees on which they serve.

Section 3.11 CONFLICTS OF INTEREST

(a) A conflict of interest transaction is a transaction with the Foundation in which a Trustee has a direct or indirect interest. A conflict of interest transaction is not voidable by the Foundation solely because of the Trustee's interest in the transaction if the transaction was (1) fair to the Foundation, or (2) authorized, approved or ratified by the vote of the Board of Trustees, or of a committee having and exercising the authority of the Board of Trustees over such transaction, after disclosure to the Board of Trustees or the committee of the material facts of the transaction and the Trustee's interest.

(b) For the purposes of this section, a Trustee has an indirect interest in a transaction if (1) another entity in which the Trustee has a material interest or in which the Trustee is a general partner is a party to the transaction, or (2) the Trustee is a director, officer, or trustee of another entity which is not described in the last sentence of this paragraph and is a party to the transaction, and the transaction is or should be considered by the Board of Trustees. A Trustee does not have a direct or indirect interest in a transaction solely by serving as the director, officer, or trustee of the Member, of Legacy Health, or of an entity which substantially controls, is under substantially common control with, is wholly owned by or is substantially controlled by the Foundation, the Member, or Legacy Health.

(c) For purposes of this section, a conflict of interest transaction is authorized, approved, or ratified if it receives the affirmative vote of a majority of the Trustees on the Board of Trustees, or on the committee, who have no direct or indirect interest in the transaction. A transaction may not be authorized, approved, or ratified under this section by a single Trustee. Notwithstanding any provision of these Bylaws to the contrary, if a majority of the Trustees who have no direct or indirect interest in the transaction vote to authorize, approve, or ratify the transaction, a quorum is present for the purpose of taking action under this section. The presence of, or a vote cast by, a Trustee with a direct or indirect interest in the transaction does not affect the validity of any action taken under this section if the transaction is otherwise authorized, approved or ratified as provided in this section.

ARTICLE 4

Officers

Section 4.1 DESIGNATION AND QUALIFICATION

The officers of the Foundation shall be a Chair, a Vice Chair, an Executive Director, a Secretary, and a Treasurer. Only Trustees shall be eligible to serve as the Chair and Vice Chair. Trustees serving as officers shall retain their right to vote as Trustees on matters presented to the Board of Trustees. The Chair may from time to time elect to be referred to as the "Chairman," "Chairwoman," or "Chairperson," and the Vice Chair may make a similar election.

Section 4.2 ELECTION AND VACANCY

(a) The Board of Trustees shall elect the officers, except the Executive Director. No such election shall be effective unless approved by the Member.

(b) The Member shall appoint an Executive Director. Such appointment shall be pursuant to a process which involves the Board of Trustees of the Foundation in the search and selection of the Executive Director. The Chair shall appoint Trustees to participate in the search and selection process. The Member shall give full consideration to the opinions of Trustees involved in the search and selection process in appointing the Executive Director. The Member may remove the Executive Director and fill vacancies in the office after consultation with the Executive Committee of the Foundation. Unless invited by a majority of the members of the Executive Committee, the Executive Director shall not be present at such consultations.

(c) A vacancy in any office except the Executive Director because of death, resignation, removal, disqualification or otherwise shall be filled by the Board of Trustees, at any meeting, for the unexpired portion of the term in the manner prescribed in these Bylaws for regular elections to such office.

Section 4.3 TERM

Each officer shall hold office for a term of one year commencing immediately following the annual meeting of the Board of Trustees in the year of election, and until his or her successor is elected.

Section 4.4 RESIGNATION AND REMOVAL

An officer, other than the Executive Director, may be removed, either with or without cause, by the Member or the Board of Trustees, provided, however that the removal shall not prejudice any rights otherwise accorded to the officer under the provisions of an employment contract between the Foundation and the officer. The removal of any officer by the Board of Trustees shall be subject to the written approval of the President of the Member. Subject to the provisions of any employment contract, an officer may resign at any time by giving written notice to the Board of Trustees, the Chair or the Secretary.

Section 4.5 CHAIR

(a) The Chair shall preside at all meetings of the Board of Trustees. The Chair shall have such other powers and perform such other duties as the Board of Trustees or these Bylaws may prescribe.

(b) Unless otherwise provided in these Bylaws, the Chair shall serve *ex*

officio on all Board and Management Committees and shall be counted for purposes of a quorum and, except as may be limited by the Board of Trustees, shall have the right to vote

Section 4.6 VICE CHAIR

In the absence of the Chair, the Vice Chair shall perform the duties of the Chair. The Vice Chair shall have such other powers and perform such other duties as the Board of Trustees or these Bylaws may prescribe.

Section 4.7 SECRETARY

The Secretary shall cause minutes to be kept of all meetings of the Board of Trustees. The Secretary shall cause appropriate notices to be given in accordance with these Bylaws, shall perform the customary duties pertaining to the office of Secretary, and shall perform such other duties as the Board of Trustees or these Bylaws may prescribe.

Section 4.8 TREASURER

The Treasurer shall be responsible for the financial affairs of the Foundation. The Treasurer shall perform the customary duties pertaining to the office of Treasurer, and shall perform such other duties as the Board of Trustees or these Bylaws may prescribe. Notwithstanding any provision of these Bylaws to the contrary, if the Foundation has a Chief Financial Officer, the Board of Trustees may elect that the Foundation shall have no Treasurer, in which event all responsibilities of the office of Treasurer shall be performed by the Chief Financial Officer.

Section 4.9 ASSISTANTS

The Board of Trustees may appoint or authorize the appointment of assistants to the Secretary or Treasurer or both. Such assistants may exercise the power of the Secretary or Treasurer, as the case may be, and shall perform such duties as the Board of Trustees may prescribe. Such assistants shall not be Trustees, and shall have no right to vote.

Section 4.10 EXECUTIVE DIRECTOR

(a) The Executive Director shall be an *ex officio* member of the Board of Trustees with full voting rights. The Executive Director shall be the Chief Executive Officer of the Foundation and shall perform the customary duties of a chief executive officer. In serving the Foundation, the Executive Director shall develop and maintain for the approval of the Board of Trustees plans of operation and short-term and long-term objectives on all developments relating to the Foundation's operations and shall attend generally to the business and affairs of the Foundation. The Executive Director shall serve at the pleasure of the President of the Member and will be an employee of the Member. The Executive Director shall report to the President of the Member or his or her designee.

(b) The Executive Director, subject to the authority and policies of the President of the Member and the Board of Trustees, shall have responsibility for the overall management of the Foundation. The Executive Director shall provide administrative liaison between Legacy Health, the Member and the Board of Trustees of the Foundation. The Executive Director shall cause reports on the activities of the Foundation to be submitted to the President of the Member.

(c) Unless otherwise provided in these Bylaws, the Executive Director shall serve *ex officio* on all Management Committees and shall be counted for purposes of a quorum.

Section 4.11 OTHER ADMINISTRATIVE OFFICERS

With the prior approval of the President of the Member, the Executive Director may appoint such additional administrative officers with such titles and responsibilities as may be appropriate.

ARTICLE 5

Committees

Section 5.1 BOARD COMMITTEES

The Board of Trustees may, by resolution adopted by a majority of Trustees in office, designate Board Committees, each of which shall consist of two or more Trustees. To the extent permitted by law, these Bylaws and provided in resolution, Board Committees shall have and exercise the authority of the Board of Trustees in the management of the Foundation. Unless otherwise provided in these Bylaws, the Chair shall appoint the chair and all members of Board Committees. The Foundation shall have at least the following Board Committees: an Executive Committee, a Nominating Committee, a Grants Committee, an Investment Committee and a Development Committee. Each committee member shall hold office at the pleasure of the Board of Trustees.

Section 5.2 EXECUTIVE COMMITTEE

Between meetings of the Board of Trustees, the Executive Committee shall have and exercise all the authority of the Board of Trustees except as prohibited by law. The Executive Committee shall review and evaluate annually the Articles of Incorporation and Bylaws of the Foundation, as needed, and make recommendations for amendment to the Board of Trustees. The Executive Committee shall consist of the officers (except the assistant officers), the chairs of the standing committees, and such other members as the Board of Trustees may designate.

Section 5.3 NOMINATING COMMITTEE

(a) The Nominating Committee shall consist of no more than five (5) Trustees, one of whom shall be the Foundation Board Chair.

(b) The Board Chair shall appoint the members of the Nominating Committee, subject to the approval of the Board of Trustees.

(c) The Nominating Committee will annually review overall Board membership, Board Officers, committee structure and chairs, and actively recruit new members to the Board of Trustees. When potential new Trustee candidates are identified, the Committee will evaluate those candidates to ensure that their skills and experience complement those of existing Trustees and meet the needs of the Board for geographical representation, specific areas of expertise or influence, community leadership, commitment to fundraising and diversity. The Committee will present a slate of officers for election at the annual meeting of the Trustees. Whenever possible, the Committee will nominate a sufficient number of new Trustees to ensure that the number of elected Trustees approximates the number identified in Section 3.2 of these Bylaws.

Section 5.4 GRANTS COMMITTEE

(a) The Grants Committee will oversee the grant allocation process of the Foundation.

(b) The Board Chair shall appoint the Chair and all members of the Committee. The Committee Chair may appoint individuals who are not Trustees to serve on the Committee, subject to ratification by the Board of Trustees.

Section 5.5 INVESTMENT COMMITTEE

(a) The Investment Committee shall have and exercise the authority of the Foundation, subject to the limitations of ORS 65.354 and any successor statute, in providing general financial supervision of the Foundation.

(b) The Board Chair shall appoint the Chair and all members of the Committee. The Committee Chair may appoint individuals who are not Trustees to serve on the Committee, subject to ratification by the Board of Trustees.

Section 5.6 OTHER COMMITTEES AND SUBCOMMITTEES

The Board of Trustees may create, assign functions to, and abolish other committees and subcommittees. Such committees and subcommittees shall not have or exercise any authority of the Board of Trustees in the operation and affairs of the Foundation unless authorized by the Board of Trustees to exercise such authority with respect to specific matters. The Chair shall appoint the chair and all members of such committees and subcommittees.

Section 5.7 QUORUM

One-third (1/3) of the voting members of any committee shall constitute a quorum for the conduct of business. Nonvoting members of a committee shall not be counted toward a quorum.

Section 5.8 MEETINGS

(a) Meetings of committees shall be called by the Chair, the chair of the committee, or a majority of the committee's voting members. Each committee shall meet as often as necessary to perform its duties, and, unless required by these Bylaws to meet more frequently, shall meet not less than once each year.

(b) Board committees may provide by resolution for the place, time and hour of regular meetings. Such resolution may provide that its adoption shall constitute notice of such meetings. If no such provision is made, notice of regular meetings shall be given in writing at least seven (7) days prior to the date of the meeting. Special meetings may be held on notice of twenty-four (24) hours given in a reasonable manner.

Section 5.9 MINUTES

Each committee shall keep written minutes of its meetings which shall be transmitted to the Board of Trustees. At least once each year, each committee shall report to the Board of Trustees on its work.

Section 5.10 TENURE, REMOVAL AND VACANCIES

(a) Unless otherwise provided in these Bylaws, the chair and members of each committee shall hold their positions until their successors are appointed, unless they shall sooner resign, be removed from the committee, or cease to hold the position which is the basis for their appointment.

(b) The Board of Trustees may remove any appointed member of any Board

committee Removal from a committee assignment shall not, in and of itself, constitute a removal of that person from their position as a Trustee Any person who is a member of a committee because he or she holds a designated position shall cease to be a member of the committee when he or she ceases to hold such position

(c) Vacancies in any committee may be filled at any time for the unexpired portion of the term in the manner provided in these Bylaws for regular appointment to such position

ARTICLE 6

Records and Execution of Documents

Section 6.1 RECORDS

The Foundation shall maintain adequate and correct books, records and accounts of its business and properties All of such books, records and accounts shall be kept at its place of business

Section 6.2 INSPECTION

All books, records and accounts of the Foundation, and the original or a certified copy of the Articles of Incorporation, the Bylaws and any amendments thereto, shall be open to inspection by the Member and the Trustees in the manner and to the extent required by law

Section 6.3 SIGNATURE AUTHORITY

All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of or payable to Foundation shall be signed or endorsed by such person or persons and in such manner as shall be determined by policies of the Member

Section 6.4 ANNUAL AUDIT

An annual audit or review shall be made of the books and accounts of Foundation by auditors designated by the Member

Section 6.5 FISCAL YEAR

The fiscal year of Foundation shall be the annual period ending March 31

Section 6.6 EXECUTION OF DOCUMENTS

Except as otherwise provided in these Bylaws, an officer or agent may enter into any contract or execute any instrument in the name of and on behalf of Foundation if so authorized by policies of the Member. Such authority may be general or confined to specific instances.

ARTICLE 7

Investment Policy

Foundation shall allocate and manage its funds in a manner consistent with the Master Investment Policy adopted by the Sole Member or by Legacy Health ("Policy"), unless authorized by the Chief Financial Officer of the Sole Member to depart from the terms of the Policy.

ARTICLE 8

Indemnification, Insurance and Limitation of Liability

Indemnification, insurance and limitation of liability shall be as provided in the Articles of Incorporation of the Foundation.

ARTICLE 9

Amendments

These Bylaws may be amended or repealed or new Bylaws adopted upon a vote of the Board of Trustees and approval by the Member. Proposals for amendments to the Bylaws may be made by the Board of Trustees, the Executive Committee or the Member.

ARTICLE 10

General Provisions

Section 10.1 ACTION WITHOUT A MEETING

Any action required or permitted to be taken at any meeting of the Board of Trustees or any committee may be taken without a meeting if a consent in writing, setting forth the action taken, is signed by all persons entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote.

Section 10.2 WAIVER OF NOTICE

A waiver of notice of any meeting of the Member, Board of Trustees or

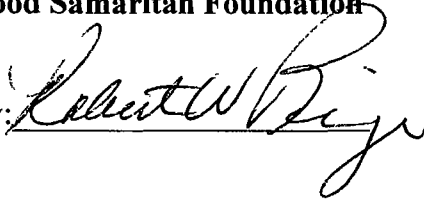
committee which is in writing and signed at any time by the person entitled to notice shall be equivalent to the giving of required notice Attendance at a meeting shall constitute a waiver of notice of such meeting, except where the person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened Notice of the time and place of holding an adjourned meeting need not be given if such time and place is fixed at the meeting adjourned

CERTIFICATE OF SECRETARY

The undersigned hereby certifies that s(he) is the duly elected and acting Secretary of Good Samaritan Foundation. The within and foregoing Bylaws consisting of 14 pages were adopted by the Board of Trustees on July 17, 2001, were amended on May 21, 2002, February 6, 2003, September 20, 2006, February 14, 2007 and were further amended on January 8, 2009. These Bylaws were adopted by the vote of a majority of the number of Trustees in office which vote was taken at a meeting of the Board of Trustees of Good Samaritan Foundation on March 22, 2012 at which a quorum was present and acting throughout, and were approved by the Sole Member, Legacy Good Samaritan Hospital and Medical Center, on March 22, 2012.

Certified this 22nd day of March, 2012.

Good Samaritan Foundation

By: 

Title: Secretary