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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)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0047

2012Open to Public
Inspection**A** For the 2012 calendar year, or tax year beginning OCT 1, 2012 and ending JUN 30, 2013

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization ST. ELIZABETH HOSPITAL FOUNDATION		D Employer identification number 39-1256677
	Doing Business As		E Telephone number 920-738-2000
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1506 S. ONEIDA STREET		
	City, town, or post office, state, and ZIP code APPLETON, WI 54915		G Gross receipts \$ 9,102,680.
	F Name and address of principal officer: JEFF BADGER SAME AS C ABOVE		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: ▶ STEFOUNDATION.AFFINITYHEALTH.ORG			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶ L Year of formation: 1976 M State of legal domicile: WI			

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities. THE MISSION OF THE ST. ELIZABETH HOSPITAL FOUNDATION IS TO LIVE OUT THE HEALING MINISTRY OF CHRIST			
	2 Check this box <input type="checkbox"/> 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	20	
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	16	
	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	335	
	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	0.		
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year	
	9 Program service revenue (Part VIII, line 2g)	1,106,666.	4,645,312.	
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	41,311.	142,092.	
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	695,931.	389,775.	
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	92,947.	0.	
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	1,936,855.	5,177,179.	
	14 Benefits paid to or for members (Part IX, column (A), line 4)	1,704,817.	1,902,798.	
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.	
	16a Professional fundraising fees (Part IX, column (A), line 11e)	377,442.	346,373.	
	16b Total fundraising expenses (Part IX, column (D), line 25) ▶ 195,958.	30,566.	0.	
Expenses	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	318,323.	252,508.	
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	2,431,148.	2,501,679.	
	19 Revenue less expenses. Subtract line 18 from line 12	<494,293.>	2,675,500.	
	Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
		21 Total liabilities (Part X, line 26)	11,187,843.	13,873,333.
		22 Net assets or fund balances. Subtract line 21 from line 20	159,004.	144,886.
			11,028,839.	13,728,447.

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	Signature of officer	Date			
	JEFF BADGER, MHC VP CORPORATE FINANCE & TREASURER Type or print name and title	5/13/17			
Paid Preparer Use Only	Print/Type preparer's name RACHEL BECKER	Preparer's signature Rachel Becker	Date 5/12/14	Check if self-employed <input type="checkbox"/>	PTIN P00966076
	Firm's name ▶ DELOITTE TAX LLP	Firm's EIN ▶ 86-1065772	Phone no. 414-270-3000		
	Firm's address ▶ 555 EAST WELLS ST. SUITE 1400 MILWAUKEE, WI 53202				

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

SCANNED JUN 23 2014

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Part III Statement of Program Service Accomplishments

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

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

THE MISSION OF THE ST. ELIZABETH HOSPITAL FOUNDATION, AS ADOPTED BY THE BOARD, IS TO LIVE OUT THE HEALING MINISTRY OF CHRIST WITH A SPECIAL EMPHASIS ON THOSE IN NEED BE GENERATING, STEWARDING, AND DISTRIBUTING FUNDS TO ENHANCE THE QUALITY OF AFFINITY HEALTH SYSTEMS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?☐ Yes ☒ No

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

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

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

4a (Code _____) (Expenses \$ 1,858,786. Including grants of \$ 1,826,131.) (Revenue \$ _____)
 ONE OF THE PRIMARY PURPOSES OF THE FOUNDATION IS TO RAISE FUNDS IN SUPPORT OF PROJECTS AND PROGRAMS AT ST. ELIZABETH HOSPITAL AND RELATED ENTITIES, INCLUDING AFFINITY MEDICAL GROUP CLINICS AND CALUMET MEDICAL CENTER. DURING FISCAL 2013, THE FOUNDATION PROVIDED GRANTS TO ST. ELIZABETH HOSPITAL, CALUMET MEDICAL CENTER AND AFFINITY MEDICAL GROUP FOR CRITICAL PATIENT PROGRAMS, RESEARCH, AND MEDICAL EQUIPMENT. IN ADDITION, THE FOUNDATION IS IN THE PROCESS OF RAISING FUNDS FOR A MAJOR RENOVATION AND EXPANSION PROJECT AT ST. ELIZABETH HOSPITAL, INCLUDING PROVIDING FUNDS FOR THE NEW BED TOWER AT THE HOSPITAL.

4b (Code _____) (Expenses \$ 62,567. Including grants of \$ 62,567.) (Revenue \$ _____)
 THE OTHER PRIMARY PURPOSE OF THE FOUNDATION IS TO BE INVOLVED IN COMMUNITY DEVELOPMENT BY ENGAGING IN AND GIVING GRANTS TO NUMEROUS EVENTS AND ACTIVITIES THROUGHOUT THE APPLETON, WISCONSIN AREA WHICH BENEFIT THE COMMUNITY'S HEALTH CARE, POOR, AND UNDER-PRIVILEGED. THE FOUNDATION SUPPORTS PROGRAMS AND SERVICES FOR ITS ECONOMICALLY DISADVANTAGED NEIGHBORS WHO ARE UNDERINSURED, UNINSURED OR LACK THE FINANCIAL MEANS TO ADEQUATELY COVER THEIR MEDICAL BILLS.

4c (Code _____) (Expenses \$ 12,100. Including grants of \$ 12,100.) (Revenue \$ _____)
 EACH YEAR, THE FOUNDATION OFFERS AWARDS FOR ACADEMIC STUDY TO ELIGIBLE AFFINITY HEALTH SYSTEM EMPLOYEE CHILDREN FROM AREA HIGH SCHOOLS (PUBLIC, PRIVATE, OR HOME-SCHOOLED) WHO HAVE DEMONSTRATED EXCELLENCE IN SCHOLASTIC ACHIEVEMENT, HIGH MORAL CHARACTER AND A STATED INTEREST IN HUMAN HEALTH SERVICE CAREERS. IN CONJUNCTION WITH AFFINITY HEALTH SYSTEM'S MISSION, VISION AND VALUES, SPECIAL CONSIDERATION IS GIVEN TO THOSE STUDENTS IN NEED.

4d Other program services (Describe in Schedule O.)

(Expenses \$ 2,000. Including grants of \$ 2,000.) (Revenue \$ _____)

4e Total program service expenses **1,935,453.**

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)? <i>If "Yes," complete Schedule A</i>	1 X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	2 X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	3	X
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? <i>If "Yes," complete Schedule C, Part II</i>	4	X
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? <i>If "Yes," complete Schedule C, Part III</i>	5	X
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? <i>If "Yes," complete Schedule D, Part I</i>	6	X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	7	X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	8	X
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? <i>If "Yes," complete Schedule D, Part IV</i>	9	X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	10 X	
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? <i>If "Yes," complete Schedule D, Part VI</i>	11a	X
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? <i>If "Yes," complete Schedule D, Part VII</i>	11b X	
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? <i>If "Yes," complete Schedule D, Part VIII</i>	11c	X
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? <i>If "Yes," complete Schedule D, Part IX</i>	11d	X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	11e	X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	11f X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	12a	X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	12b X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	13	X
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	X
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? <i>If "Yes," complete Schedule F, Parts I and IV</i>	14b	X
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? <i>If "Yes," complete Schedule F, Parts II and IV</i>	15	X
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? <i>If "Yes," complete Schedule F, Parts III and IV</i>	16	X
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? <i>If "Yes," complete Schedule G, Part I</i>	17	X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	18	X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	19	X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	20a	X
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)

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

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

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a 0		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 0		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		2b	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?		3a X	
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		3b X	
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	X
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	X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b	X
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	X
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 X	
b If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c	X
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	X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f	X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h	
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	
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?		9a	
b Did the organization make a distribution to a donor, donor advisor, or related person?		9b	
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	
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	
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	X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		14b	

Form 990 (2012)

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

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

☒**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	20	
1b Enter the number of voting members included in line 1a, above, who are independent	16	
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?		X
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?		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6 Did the organization have members or stockholders?	X	
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?	X	
7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	X	
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
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		X

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?		X
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?		
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
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	X	
12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13 Did the organization have a written whistleblower policy?	X	
14 Did the organization have a written document retention and destruction policy?	X	
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?		
a The organization's CEO, Executive Director, or top management official	X	
b Other officers or key employees of the organization	X	
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?		X
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?		

Section C. Disclosure

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

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ 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: **JEFF BADGER, VP CORP FIN & TRS - (920) 720-1300**
222 W. COLLEGE AVENUE, 3RD FLOOR, APPLETON, WI 54911

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below 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) DEBRA MICHIELS CHAIR	0.30 0.00	X		X				0.	0.	0.
(2) PATRICK F. KOENEN VICE CHAIR	0.30 0.00	X		X				0.	0.	0.
(3) TERRI M. TRANTOW SECRETARY	0.30 0.00	X		X				0.	0.	0.
(4) RONALD J. ALTENBURG, CPA TREASURER	0.30 0.00	X		X				0.	0.	0.
(5) TRAVIS D. ANDERSEN (SCH O) PRESIDENT STE HOSPITAL	0.30 40.00	X		X				0.	360,833.	52,042.
(6) TONYA L. DEDERING EXECUTIVE DIRECTOR	40.00 0.00	X		X				104,932.	0.	21,874.
(7) MICHAEL S. ARIENS BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(8) EDWARD D. BAYER, M.D. (SCH O) BOARD MEMBER	1.00 40.00	X						0.	214,671.	36,729.
(9) DEIDRE A. FLANAGAN, M.D. (SCH O) BOARD MEMBER	1.00 40.00	X						0.	373,974.	44,067.
(10) TIMOTHY F. GOGGINS, M.D. BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(11) RANDALL A. HAAK BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(12) WENDY A. JANU BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(13) PAUL J. MCCANN BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(14) KATHRYN M. MEYER, M.D. BOARD MEMBER	1.00 39.00	X						0.	375,447.	42,998.
(15) ANDREW J. ROSSMEISSL (START 1/1) BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(16) ALBERT G. SCHMIDT BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(17) MARY K. SCHMIDT BOARD MEMBER	0.30 0.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below 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			
(18) DAVID L. SICKELS, M.D. BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(19) NANCY J. STRECK (START 1/13) BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(20) BRIAN R. WALLACE BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(21) MARJORIE D. WEISS, PHD, APNP BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(22) PAUL J. HOFFMAN (END 12/12) BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(23) JEFFREY D. SANDEE (END 12/12) BOARD MEMBER	0.30 0.00	X						0.	0.	0.
(24) JEFF BADGER MHC VP CORPORATE FINANCE & TREASURER	0.50 39.50			X				0.	499,207.	72,228.
(25) JEFFREY FRANCIS MINISTRY HEALTH CARE CFO	0.50 39.50			X				0.	544,868.	118,082.
(26) NICK DESIEN MINISTRY HEALTH CARE CEO	0.50 39.50			X				0.	2,082,433.	52,493.
1b Sub-total								104,932.	4,451,433.	440,513.
c Total from continuation sheets to Part VII, Section A								0.	866,665.	91,275.
d Total (add lines 1b and 1c)								104,932.	5,318,098.	531,788.

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

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	X	
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? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

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
NONE		

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**

SEE PART VII, SECTION A CONTINUATION SHEETS

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[illegible]

Part VIII Statement of RevenueCheck 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	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d	3,300,000.				
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	1,345,312.				
	g Noncash contributions included in lines 1a-1f \$		748,571.				
	h Total. Add lines 1a-1f			4,645,312.			
Program Service Revenue	2 a GIFT SHOP	Business Code	453220	142,092.			142,092.
	b						
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f			142,092.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			195,322.			195,322.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other	4,119,954.			
	b Less: cost or other basis and sales expenses			3,925,501.			
	c Gain or (loss)			194,453.			
	d Net gain or (loss)			194,453.			194,453.
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
	b Less: direct expenses	b					
	c Net income or (loss) from fundraising events						
	9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
10 a 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							
Miscellaneous Revenue			Business Code				
11 a							
b							
c							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions.				5,177,179.	0.	0.	531,867.

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	1,826,131.	1,826,131.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	76,667.	76,667.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	98,989.	8,186.	57,142.	33,661.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	204,288.	21,249.	115,185.	67,854.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	43,096.		27,120.	15,976.
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	76,537.		76,537.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	43,950.		41,550.	2,400.
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy	430.		430.	
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a GIFT SHOP SUPPLIES	72,442.			72,442.
b MISCELLANEOUS	59,149.	3,220.	52,304.	3,625.
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	2,501,679.	1,935,453.	370,268.	195,958.
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 SheetCheck if Schedule O contains a response to any question in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	139,672.	1	32,532.
	2 Savings and temporary cash investments	106,563.	2	642,964.
	3 Pledges and grants receivable, net	2,578,472.	3	5,062,263.
	4 Accounts receivable, net	3,307.	4	3,186.
	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 instr). Complete Part II of Sch 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		
	b Less: accumulated depreciation	10b	10c	
	11 Investments - publicly traded securities	8,359,829.	11	7,225,606.
	12 Investments - other securities See Part IV, line 11		12	906,782.
	13 Investments - program-related. See Part IV, line 11		13	0.
	14 Intangible assets		14	0.
	15 Other assets. See Part IV, line 11		15	0.
16 Total assets. Add lines 1 through 15 (must equal line 34)	11,187,843.	16	13,873,333.	
Liabilities	17 Accounts payable and accrued expenses	159,004.	17	144,886.
	18 Grants payable		18	0.
	19 Deferred revenue		19	0.
	20 Tax-exempt bond liabilities		20	0.
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	0.
	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	0.
	23 Secured mortgages and notes payable to unrelated third parties		23	0.
	24 Unsecured notes and loans payable to unrelated third parties		24	0.
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	0.
	26 Total liabilities. Add lines 17 through 25	159,004.	26	144,886.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	5,290,657.	27	4,913,851.
	28 Temporarily restricted net assets	3,921,685.	28	6,969,279.
	29 Permanently restricted net assets	1,816,497.	29	1,845,317.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	11,028,839.	33	13,728,447.
34 Total liabilities and net assets/fund balances	11,187,843.	34	13,873,333.	

Form 990 (2012)

Part XI Reconciliation of Net AssetsCheck 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	5,177,179.
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,501,679.
3	Revenue less expenses Subtract line 2 from line 1	3	2,675,500.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	11,028,839.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	24,108.
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	13,728,447.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

- 1** Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a** Were the organization's financial statements compiled or reviewed by an independent accountant?
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
- b** 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
- c** If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 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?
- b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		<input checked="" type="checkbox"/>
2b	<input checked="" type="checkbox"/>	
2c	<input checked="" type="checkbox"/>	
3a		<input checked="" type="checkbox"/>
3b		

Form **990** (2012)

Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number

39-1256677

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

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

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

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

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

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

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

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

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

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

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

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

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - 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)		
11g(ii)		
11g(iii)		

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

[illegible]

Schedule A (Form 990 or 990-EZ) 2012

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.")	669,590.	1,329,839.	3,508,653.	1,106,666.	1,345,312.	7,960,060.
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	669,590.	1,329,839.	3,508,653.	1,106,666.	1,345,312.	7,960,060.
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)						220,775.
6 Public support. Subtract line 5 from line 4						7,739,285.

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	669,590.	1,329,839.	3,508,653.	1,106,666.	1,345,312.	7,960,060.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	222,972.	193,277.	241,819.	246,668.	195,322.	1,100,058.
9 Net income from unrelated business activities, whether or not the business is regularly carried on		151.				151.
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						9,060,269.

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 section 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 85.42 %

15 Public support percentage from 2011 Schedule A, Part II, line 14 15 80.75 %

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 ☐

Schedule A (Form 990 or 990-EZ) 2012

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

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 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 section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

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).

EFFECTIVE APRIL 1, 2013, MINISTRY HEALTH CARE, THE PARENT OF THE FILING

ORGANIZATION, WAS ACQUIRED BY ASCENSION HEALTH. ASCENSION HEALTH IS A

SUBSIDIARY OF ASCENSION HEALTH ALLIANCE. AS PART OF THE ACQUISITION, THE

ORGANIZATION CHANGED ITS TAX YEAR TO JUNE 30 IN ORDER TO ALIGN WITH THE

TAX YEAR OF ASCENSION HEALTH. AMOUNTS REPORTED ON SCHEDULE A, PART II FOR

THE 2012 TAX YEAR REPRESENT THE SHORT PERIOD OCTOBER 1, 2012 THROUGH JUNE

30, 2013.

SCHEDULE D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**▶ Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012Open to Public
Inspection

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number

39-1256677

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

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

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

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

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

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

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

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

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

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

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part 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	▶ \$ _____

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	

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

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	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	2,781,425.	2,343,302.	2,321,016.	3,600,777.	3,756,448.
b Contributions	32,527.	28,071.	109,247.	127,455.	167,173.
c Net investment earnings, gains, and losses	43,984.	344,925.	<38,916.>	221,679.	<80,095.>
d Grants or scholarships					
e Other expenditures for facilities and programs	41,807.	<65,127.>	48,045.	1,628,895.	242,749.
f Administrative expenses					
g End of year balance	2,816,129.	2,781,425.	2,343,302.	2,321,016.	3,600,777.

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

a Board designated or quasi-endowment ☐ 29.00 %

b Permanent endowment ☐ 65.00 %

c Temporarily restricted endowment ☐ 6.00 %

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

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

(i) unrelated organizations

(ii) related organizations

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

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

4 Describe in Part 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)) ☐ 0.

Schedule D (Form 990) 2012

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) ALTERNATIVE INVESTMENTS	906,782.	END-OF-YEAR MARKET VALUE
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	906,782.	

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

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

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

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

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

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

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII ☒

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
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	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
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	

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements		1
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	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
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	

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.

PART V, LINE 4: OUR INTENDED USE OF ENDOWMENT FUNDS IS TO PROVIDE

FINANCIAL RESOURCES TO SUPPORT THE MISSION OF ST. ELIZABETH HOSPITAL TO

PURCHASE NECESSARY EQUIPMENT, SUPPLIES, PROGRAM SUPPORT, FUNDING OUR

CHARITY CARE, OR OTHER NECESSARY ITEMS THAT OUR BUDGET OTHERWISE COULD NOT

SUPPORT.

PART X, LINE 2: AS INDICATED ON SCHEDULE A, PART IV, MINISTRY HEALTH

CARE, THE PARENT OF THE FILING ORGANIZATION, WAS ACQUIRED BY ASCENSION

Part XIII Supplemental Information (continued)

HEALTH, EFFECTIVE APRIL 1, 2013. THE FILING ORGANIZATION WAS INCLUDED IN

MINISTRY HEALTH CARE AUDITED FINANCIAL STATEMENTS FOR THE PERIOD OCTOBER

1, 2012 THROUGH MARCH 31, 2013, AND IN THE ASCENSION HEALTH FINANCIAL

STATEMENTS FOR THE PERIOD APRIL 1, 2013 THROUGH JUNE 30, 2013. THE

FINANCIAL STATEMENTS FOR MINISTRY HEALTH CARE INCLUDED THE FOLLOWING

FOOTNOTE RELATED TO UNCERTAIN TAX POSITIONS: MINISTRY RECOGNIZES THE TAX

BENEFIT FROM AN UNCERTAIN TAX POSITION ONLY IF IT IS MORE LIKELY THAN NOT

THAT THE TAX POSITION WILL BE SUSTAINED ON EXAMINATION BY TAXING

AUTHORITIES, BASED ON THE TECHNICAL MERITS OF THE POSITION. EXAMPLES OF

TAX POSITIONS FOR MINISTRY'S NOT-FOR-PROFIT CORPORATIONS INCLUDE THEIR

TAX-EXEMPT STATUS AND VARIOUS POSITIONS RELATED TO THE POTENTIAL SOURCES

OF UNRELATED BUSINESS TAXABLE INCOME (UBIT). THE TAX BENEFITS RECOGNIZED

IN THE FINANCIAL STATEMENTS FROM SUCH A POSITION ARE MEASURED BASED ON THE

LARGEST BENEFIT THAT HAS A GREATER THAN 50 PERCENT LIKELIHOOD OF BEING

REALIZED UPON ULTIMATE SETTLEMENT.

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

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number
39-1256677

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.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ST. ELIZABETH HOSPITAL INC. 222 W. COLLEGE AVENUE, 3RD FLOOR APPLETON, WI 54911	39-0816818	501(C)(3)	1,713,757.	0.	FMV		PROVIDE SUPPORT FOR ORGANIZATION'S ACTIVITIES.
CALUMET MEDICAL CENTER 222 W. COLLEGE AVENUE, 3RD FLOOR APPLETON, WI 54911	39-0905385	501(C)(3)	39,078.	0.	FMV		PROVIDE SUPPORT FOR ORGANIZATION'S ACTIVITIES.
NETWORK HEALTH SYSTEM, INC. 222 W. COLLEGE AVENUE, 3RD FLOOR APPLETON, WI 54911	39-1127163	501(C)(3)	69,559.	0.	FMV		PROVIDE SUPPORT FOR ORGANIZATION'S ACTIVITIES.
AFFINITY HEALTH SYSTEM 222 W. COLLEGE AVENUE, 3RD FLOOR APPLETON, WI 54911	39-1568866	501(C)(3)	3,737.	0.	FMV		PROVIDE SUPPORT FOR ORGANIZATION'S ACTIVITIES.

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

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

4. ▶
▶
0.

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

Schedule I (Form 990) (2012)

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
SCHOLARSHIPS	17	12,100.	0.	FMV	
MISSION TRIPS	2	2,000.	0.	FMV	
EMPLOYEE EMERGENCY LIFE CRISIS	55	18,032.	0.	FMV	
INDIGENT PATIENT CARE	0	44,535.	0.	FMV	
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.					

SCHEDULE I, PART I, LINE 2: SCHEDULE I PART I, LINE 2: CERTAIN FUNDS WITHIN

THE FOUNDATION CAN BE GRANTED IN TOTAL. OTHERS ONLY A CERTAIN PERCENTAGE

CAN BE GRANTED BASED ON DONOR INTENT AND DISBURSEMENT POLICY. THE

PERCENTAGE IS SET BY THE FINANCE COMMITTEE AT THE BEGINNING OF EACH FISCAL

YEAR FOR THOSE FUNDS THAT ONLY A PERCENTAGE IS AVAILABLE FOR GRANTS. THESE

FIGURES ARE THEN USED BY THE GRANTS COMMITTEE FOR THE GRANT PROCESS. GRANT

APPLICATIONS ARE SUBMITTED ACCORDING TO PROCEDURES IN PLACE AND REVIEWED BY

THE COMMITTEE. THE COMMITTEE REVIEWS THE GRANT APPLICATIONS, VERIFY THEY

MEET SET CRITERIA AND ULTIMATELY SUBMITS A LIST OF RECOMMENDED GRANTS AND

Part IV Supplemental Information

DOLLAR AMOUNTS TO THE BOARD FOR APPROVAL. THE BOARD MAKES FINAL GRANT

APPROVALS. QUICKBASE IS USED THROUGHOUT THIS PROCESS AS A MECHANISM TO

TRACK GRANTS FROM THE INITIAL APPLICATION TO THE PAYMENT AND FINAL GRANTEE

REPORT.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number

39-1256677

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

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

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

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

- | | |
|--|--|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?

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

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

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

	Yes	No
1b		
2		
4a		X
4b	X	
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2012

Part III Supplemental Information

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

PART I, LINE 3: MERITER HEALTH CARE, A RELATED ORGANIZATION OF ST.

ELIZABETH HOSPITAL FOUNDATION, USES THE FOLLOWING TO ESTABLISH THE

COMPENSATION OF THE ORGANIZATION'S CEO/EXECUTIVE DIRECTOR:

- COMPENSATION COMMITTEE

- INDEPENDENT COMPENSATION CONSULTANT

- COMPENSATION SURVEY OR STUDY, AND

- APPROVAL BY THE BOARD OR COMPENSATION COMMITTEE

PART I, LINE 4B: THESE EXECUTIVES PARTICIPATE IN A PROGRAM THAT

PROVIDES FOR SUPPLEMENTAL RETIREMENT BENEFITS. THE PAYMENT OF BENEFITS

UNDER THE PROGRAM, IF ANY, IS ENTIRELY DEPENDENT UPON THE FACTS AND

CIRCUMSTANCES UNDER WHICH THE EXECUTIVE TERMINATES EMPLOYMENT WITH THE

ORGANIZATION. BENEFITS UNDER THE PROGRAM ARE UNFUNDED AND NON-VESTED. DUE

TO THE SUBSTANTIAL RISK OF FORFEITURE PROVISION, THERE IS NO GUARANTEE THAT

THESE EXECUTIVES WILL EVER RECEIVE ANY BENEFIT UNDER THE PROGRAM. ANY

AMOUNT ULTIMATELY PAID UNDER THE PROGRAM TO THE EXECUTIVE IS REPORTED AS

COMPENSATION ON FORM 990, SCHEDULE J, PART II, COLUMN B IN THE YEAR PAID.

CONTRIBUTIONS:

Part III Supplemental Information

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

JEFFREY FRANCIS - \$71,804

**SCHEDULE M
(Form 990)**

Department of the Treasury
Internal Revenue Service

Noncash Contributions

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

OMB No 1545-0047

2012

**Open to Public
Inspection**

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number

39-1256677

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	3	27,937.	FMV
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 ► (PLEDGES)	X	21	206,593.	N/A
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 Acknowledgement

29

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

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

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

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

b If "Yes," describe in Part II.

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

	Yes	No
30a		X
31		X
32a		X

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

Schedule M (Form 990) (2012)

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.

[illegible]

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number
39-1256677

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

WITH A SPECIAL EMPHASIS ON THOSE IN NEED, BY GENERATING, STEWARDING AND
DISTRIBUTING FUNDS TO ENHANCE THE QUALITY OF AFFINITY HEALTH SYSTEM'S
SERVICES AND PROGRAMS AND OTHER COMMUNITY HEALTH CARE INITIATIVES.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

SERVICES AND PROGRAMS AND OTHER COMMUNITY HEALTH CARE INITIATIVES.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

THE FOUNDATION ALSO MAINTAINS THE DR. C. CHRISTOPHER WALLACE MEMORIAL
FUND AND THE DR. C. CHRISTOPHER WALLACE PHYSICIAN FUND TO SUPPORT
AFFINITY HEALTH SYSTEM PHYSICIANS AND EMPLOYEES TRAVELING TO
THIRD-WORLD COUNTRIES ON MEDICAL MISSIONS. DURING FY 2013, TWO
INDIVIDUALS RECEIVED GRANTS TOWARDS SUCH MISSION TRIPS TO PROVIDE
MEDICAL CARE TO THIRD WORLD COUNTRIES.
EXPENSES \$ 2,000. INCLUDING GRANTS OF \$ 2,000. REVENUE \$ 0.

FORM 990, PART VI, SECTION A, LINE 6: ST. ELIZABETH HOSPITAL FOUNDATION

HAS A SINGLE CORPORATE MEMBER, ST. ELIZABETH HOSPITAL INC.

FORM 990, PART VI, SECTION A, LINE 7A: ST. ELIZABETH HOSPITAL FOUNDATION

HAS A SINGLE CORPORATE MEMBER, ST. ELIZABETH HOSPITAL INC. WHO HAS THE
ABILITY TO ELECT MEMBERS TO THE GOVERNING BODY OF ST. ELIZABETH HOSPITAL
FOUNDATION.

FORM 990, PART VI, SECTION A, LINE 7B: ALL DECISIONS THAT HAVE A MATERIAL

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

2322211
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization	Employer identification number
ST. ELIZABETH HOSPITAL FOUNDATION	39-1256677

IMPACT TO ST. ELIZABETH HOSPITAL FOUNDATION FINANCIAL INFORMATION OR

CORPORATION AS A WHOLE ARE SUBJECT TO APPROVAL BY ITS SOLE CORPORATE

MEMBER, ST. ELIZABETH HOSPITAL INC.

FORM 990, PART VI, SECTION B, LINE 11: MANAGEMENT, INCLUDING CERTAIN

OFFICERS, WORKS DILIGENTLY TO COMPLETE THE FORM 990 AND ATTACHED SCHEDULES

IN A THOROUGH MANNER. PRIOR TO FILING THE RETURN, ALL BOARD MEMBERS ARE

PROVIDED THE FORM 990 AND MANAGEMENT TEAM MEMBERS ARE AVAILABLE TO ANSWER

ANY BOARD MEMBERS QUESTIONS.

FORM 990, PART VI, SECTION B, LINE 12C: THE ORGANIZATION REGULARLY AND

CONSISTENTLY MONITORS AND ENFORCES COMPLIANCE WITH THE CONFLICT OF INTEREST

POLICY IN THAT ANY DIRECTOR, PRINCIPAL OFFICER, OR MEMBER OF A COMMITTEE

WITH GOVERNING BOARD DELEGATED POWERS, WHO HAS A DIRECT OR INDIRECT

FINANCIAL INTEREST, MUST DISCLOSE THE EXISTENCE OF THE FINANCIAL INTEREST

AND BE GIVEN THE OPPORTUNITY TO DISCLOSE ALL MATERIAL FACTS TO THE

DIRECTORS AND MEMBERS OF THE COMMITTEES WITH GOVERNING BOARD DELEGATED

POWERS CONSIDERING THE PROPOSED TRANSACTION OR ARRANGEMENT. THE REMAINING

INDIVIDUALS ON THE GOVERNING BOARD OR COMMITTEE MEETING WILL DECIDE IF

CONFLICTS OF INTEREST EXIST. EACH DIRECTOR, PRINCIPAL OFFICER AND MEMBER OF

A COMMITTEE WITH GOVERNING BOARD DELEGATED POWERS ANNUALLY SIGNS A

STATEMENT WHICH AFFIRMS SUCH PERSON HAS RECEIVED A COPY OF THE CONFLICTS OF

INTEREST POLICY, HAS READ AND UNDERSTANDS THE POLICY, HAS AGREED TO COMPLY

WITH THE POLICY, AND UNDERSTANDS THAT THE ORGANIZATION IS CHARITABLE AND IN

ORDER TO MAINTAIN ITS FEDERAL TAX EXEMPTION IT MUST ENGAGE PRIMARILY IN

ACTIVITIES WHICH ACCOMPLISH ITS TAX-EXEMPT PURPOSE.

FORM 990, PART VI, SECTION B, LINE 15: COMPENSATION OF THE ORGANIZATION'S

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number

39-1256677

OFFICERS OR KEY EMPLOYEES IS DETERMINED BY AFFINITY HEALTH SYSTEM BECAUSE

THE ORGANIZATION DOES NOT PAY ANY EMPLOYEES DIRECTLY. IN DETERMINING

COMPENSATION OF THE ORGANIZATION'S CEO, EXECUTIVE DIRECTOR, OR TOP

MANAGEMENT OFFICIAL, THE PROCESS INCLUDED A REVIEW AND APPROVAL BY

INDEPENDENT PERSONS, COMPARABILITY DATA, AND CONTEMPORANEOUS SUBSTANTIATION

OF THE DELIBERATION AND DECISION. THE COMPENSATION COMMITTEE, WHICH IS

ASSISTED BY AN INDEPENDENT CONSULTING FIRM, REVIEWED AND APPROVED THE

COMPENSATION. IN THE REVIEW OF THE COMPENSATION, THE CEO, EXECUTIVE

DIRECTOR, AND TOP MANAGEMENT WERE COMPARED TO OTHER ORGANIZATIONS IN THE

AREA THAT HOLD THE SAME TITLE. DURING THE REVIEW AND APPROVAL OF THE

COMPENSATION, DOCUMENTATION OF THE DECISION WAS RECORDED IN THE BOARD

MINUTES. INDIVIDUALS WERE NOT PRESENT WHEN THEIR COMPENSATION WAS DECIDED.

IN DETERMINING COMPENSATION OF OTHER OFFICERS OR KEY EMPLOYEES OF THE

ORGANIZATION, THE PROCESS INCLUDED A REVIEW AND APPROVAL BY INDEPENDENT

PERSONS, COMPARABILITY DATA, AND CONTEMPORANEOUS SUBSTANTIATION OF THE

DELIBERATION AND DECISION. THE COMPENSATION COMMITTEE, ASSISTED BY AN

INDEPENDENT CONSULTING FIRM, REVIEWED AND APPROVED THE COMPENSATION. IN THE

REVIEW OF THE COMPENSATION, THE OTHER OFFICERS OR KEY EMPLOYEES OF THE

ORGANIZATION WERE COMPARED TO OTHER ORGANIZATIONS' EMPLOYEES IN THE AREA

THAT HOLD THE SAME TITLE. DURING THE REVIEW AND APPROVAL OF THE

COMPENSATION, DOCUMENTATION OF THE DECISION WAS RECORDED IN THE BOARD

MINUTES.

FORM 990, PART VI, SECTION C, LINE 19: THE MINISTRY WEB PAGE IS AVAILABLE

TO THE PUBLIC FOR INSPECTION WITH A GOOD DEAL OF INFORMATION REGARDING WHO

MINISTRY HEALTH CARE IS AND THE ENTITIES INCLUDED ALONG WITH OUR MISSION.

THE ARTICLES OF INCORPORATION, BYLAWS, CONFLICTS POLICY AND FINANCIAL

232212
01-04-13

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number

39-1256677

STATEMENTS ARE NOT INCLUDED ON ANY WEB PAGE. HOWEVER, IF ANY INQUIRY IS

MADE FOR ANY DOCUMENTS THEY ARE SHARED AS APPROPRIATE.

FORM 990, PART VII

COMPENSATION

TRAVIS D. ANDERSEN RECEIVED COMPENSATION FROM AFFINITY HEALTH SYSTEM, A

RELATED ORGANIZATION OF ST. ELIZABETH HOSPITAL FOUNDATION. THE

COMPENSATION HE RECEIVED IS FOR HIS ROLE OF PRESIDENT AT ST. ELIZABETH

HOSPITAL INC., AND NOT FOR THE ROLE OF BOARD MEMBER AT ST. ELIZABETH

HOSPITAL FOUNDATION.

EDWARD D. BAYER, M.D., RECEIVED COMPENSATION FROM NETWORK HEALTH

SYSTEM, INC., A RELATED ORGANIZATION OF ST. ELIZABETH HOSPITAL

FOUNDATION. THE COMPENSATION HE RECEIVED IS FOR HIS ROLE OF

PEDIATRICIAN AT AFFINITY MEDICAL GROUP CHILDREN'S HEALTH CENTER, AND

NOT FOR THE ROLE OF BOARD MEMBER AT ST. ELIZABETH HOSPITAL FOUNDATION.

DEIDRE A. FLANAGAN, M.D. RECEIVED COMPENSATION FROM NETWORK HEALTH

SYSTEM, INC., A RELATED ORGANIZATION OF ST. ELIZABETH HOSPITAL

FOUNDATION. THE COMPENSATION SHE RECEIVED IS FOR HER ROLE OF GENERAL

SURGEON AT AFFINITY MEDICAL GROUP MADISON STREET CLINIC, AND NOT FOR

THE ROLE OF BOARD MEMBER AT ST. ELIZABETH HOSPITAL FOUNDATION.

KATHRYN M. MEYER, M.D. RECEIVED COMPENSATION FROM NETWORK HEALTH

SYSTEM, INC., A RELATED ORGANIZATION OF ST. ELIZABETH HOSPITAL

FOUNDATION. THE COMPENSATION SHE RECEIVED IS FOR HER ROLE OF OB/GYN

PHYSICIAN AT AFFINITY MEDICAL GROUP MADISON CENTER, AND NOT FOR THE

ROLE OF BOARD MEMBER AT ST. ELIZABETH HOSPITAL FOUNDATION.

Name of the organization

ST. ELIZABETH HOSPITAL FOUNDATION

Employer identification number

39-1256677

Part II Continuation of Identification of Related Tax-Exempt Organizations

(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 organization?	
						Yes	No
AGAPE COMMUNITY CENTER - 39-1461846 6100 NORTH 42ND STREET MILWAUKEE, WI 53209-3560	COMMUNITY CENTER	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 1	MINISTRY HEALTH CARE, INC.		X
CALUMET MEDICAL CENTER, INC. - 39-0905385 614 MEMORIAL DRIVE CHILTON, WI 53014	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	AFFINITY HEALTH SYSTEM		X
CATALPA HEALTH - 45-4681563 N4642 COUNTY N APPLETON, WI 54914	MENTAL HEALTH FACILITY	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	AFFINITY HEALTH SYSTEM		X
COMMUNITY FOUNDATION OF ST. MICHAEL'S HOSPITAL - 39-1657410, 900 ILLINOIS AVENUE, STEVENS POINT, WI 54481	CHARITABLE FOUNDATION	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 11A	ST. MICHAEL'S HOSP OF STEVENS POINT, INC.		X
DOOR COUNTY MEMORIAL HOSPITAL - 39-0806324 323 SOUTH 18TH AVENUE STURGEON BAY, WI 54235	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
DR KATE NEWCOMB CONVALESCENT CENTER - 39-1357365, P.O. BOX 829, WOODRUFF, WI 54568	LTC FACILITY	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	HOWARD YOUNG HEALTH CARE, INC.		X
EAGLE RIVER MEMORIAL HOSPITAL - 39-0985690 201 HOSPITAL ROAD EAGLE RIVER, WI 54521	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	HOWARD YOUNG MEDICAL CENTER, INC.		X
FOUNDATION OF ST. CLARE'S HOSPITAL OF WESTON, INC. - 73-3193633, 3400 MINISTRY PARWAY, WESTON, WI 54476	CHARITABLE FOUNDATION	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 11A	ST. CLARE'S HOSPITAL OF WESTON, INC.		X
FOUNDATION OF ST. JOSEPH'S HOSPITAL OF MARSHFIELD - 39-1684957, 611 SAINT JOSEPH AVENUE, MARSHFIELD, WI 54449	CHARITABLE FOUNDATION	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 11A	ST. JOSEPH'S HOSPITAL OF MARSHFIELD, INC.		X
GOOD SAMARITAN HEALTH CENTER - 39-0808503 601 SOUTH CENTER AVENUE MERRILL, WI 54452	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
GOOD SAMARITAN HEALTH CENTER FOUNDATION - 39-1627755, 601 SOUTH CENTER AVENUE, MERRILL, WI 54452	CHARITABLE FOUNDATION	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 11A	MINISTRY HEALTH CARE, INC.		X
HOWARD YOUNG FOUNDATION, INC. - 39-1521169 240 MAPLE STREET WOODRUFF, WI 54568	CHARITABLE FOUNDATION	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 7	MINISTRY HEALTH CARE, INC.		X

Part II Continuation of Identification of Related Tax-Exempt Organizations

(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 organization?	
						Yes	No
HOWARD YOUNG HEALTH CARE, INC. - 39-1499115 240 MAPLE STREET WOODRUFF, WI 54568	HOME OFFICE	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
HOWARD YOUNG MEDICAL CENTER - 39-0873606 240 MAPLE STREET WOODRUFF, WI 54568	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	HOWARD YOUNG HEALTH CARE, INC.		X
MERCY HEALTH FOUNDATION, INC. - 23-7140261 P.O. BOX 3370 OSHKOSH, WI 54903	CHARITABLE FOUNDATION	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 9	AFFINITY HEALTH SYSTEM		X
MERCY MEDICAL CENTER - 39-0806268 500 S OAKWOOD ROAD OSHKOSH, WI 54904	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
MINISTRY HOME CARE - 39-1936201 611 ST. JOSEPH AVENUE, 48 MARSHFIELD, WI 54449	HOME CARE/HOSPICE	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
MINISTRY MEDICAL GROUP - 39-1965593 824 ILLINOIS AVENUE STEVENS POINT, WI 54481	CLINICS	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
MINISTRY WEIGHT MANAGEMENT, INC. - 39-1829015, 2251 NORTH SHORE DRIVE, RHINELANDER, WI 54501	HEALTH SERVICES	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	SACRED HEART/ST. MARY'S HOSPITAL, INC.		X
NETWORK HEALTH SYSTEM, INC. - 39-1127163 1570 APPLETON RD. MENASHA, WI 54952	CLINICAL HEALTHCARE SERVICES	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	AFFINITY HEALTH SYSTEM		X
OUR LADY OF VICTORY HOSPITAL, INC. - 39-0807065, 1120 PINE STREET, STANLEY, WI 54768	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
SACRED HEART/ST. MARY'S HOSPITALS - 39-1390638, P.O. BOX 347, STEVENS POINT, WI 54481	HOSPITAL	WISCONSIN	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
ST. CLARE'S HOSPITAL OF WESTON, INC. - 72-1531917, 3400 MINISTRY PARKWAY, WESTON, WI 54476	HOSPITAL	MINNESOTA	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X
ST. ELIZABETH MEDICAL CENTER - 41-0693877 1200 GRANT BLVD, WEST WABASHA, MN 55981	HOSPITAL	MINNESOTA	SECTION 501(C)(3)	SCHEDULE A, LINE 3	MINISTRY HEALTH CARE, INC.		X

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.		Yes	No
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			1a X
b Gift, grant, or capital contribution to related organization(s)			1b X
c Gift, grant, or capital contribution from related organization(s)			1c X
d Loans or loan guarantees to or for related organization(s)			1d X
e Loans or loan guarantees by related organization(s)			1e X
f Dividends from related organization(s)			1f X
g Sale of assets to related organization(s)			1g X
h Purchase of assets from related organization(s)			1h X
i Exchange of assets with related organization(s)			1i X
j Lease of facilities, equipment, or other assets to related organization(s)			1j X
k Lease of facilities, equipment, or other assets from related organization(s)			1k X
l Performance of services or membership or fundraising solicitations for related organization(s)			1l X
m Performance of services or membership or fundraising solicitations by related organization(s)			1m X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)			1n X
o Sharing of paid employees with related organization(s)			1o X
p Reimbursement paid to related organization(s) for expenses			1p X
q Reimbursement paid by related organization(s) for expenses			1q X
r Other transfer of cash or property to related organization(s)			1r X
s Other transfer of cash or property from related organization(s)			1s X
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
(1) ST. ELIZABETH HOSPITAL INC.	B	1,713,757.FMV	
(2) NETWORK HEALTH SYSTEM	B	69,559.FMV	
(3)			
(4)			
(5)			
(6)			

Part VII Supplemental Information

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

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