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DLN: 93493135020704

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)

2012

Open to Public Inspection

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

4 FO	ir the 20.			ng 07-01-2012 , 2012, and en	aing 06-30	-2013			
3 Ch	eck ıf applı	cable	C Name of organization St Vincent's Birmingham				D Emplo	yer iden	tification number
Add	dress chan	ge	Doing Business As				63-02	288864	
Na	me change	2	Doing business AS						
_ Init	tial return		Number and street (or P O box if	E Telepho	E Telephone number				
Ter	rmınated		810 St Vincents Drive					939-70	
– Am	nended retu	ım	City or town, state or country, and Birmingham, AL 35205	d ZIP + 4	<u> </u>		(203)	939-70	700
App	plication pe	ending	biiiiiiigiiaiii, AL 33203				G Gross r	eceipts \$	388,897,278
			F Name and address of pr	rıncıpal officer		H(a) Is	s this a group	return f	
			John O'Neil 810 St Vincents Drive			af	ffiliates?		┌ Yes 🗸 No
			Birmingham, AL 35205			H(b) △	re all affiliate	s includ	ed? 「Yes 「No
									see instructions)
Та	x-exempt	status	▼ 501(c)(3)	(insert no) 4947(a)(1) or	527		Trailin avament		har b 0029
W	ebsite: Þ	- www	vstvhs com			H(c)	sroup exemp	ion num	ber ► 0928
Forr	m of organ	ızatıon	Corporation Trust Associat	tion Other ►		L Year o	of formation 18	98 M 9	State of legal domicile AL
			mary			•		l	
	1 Bri	efly de	scribe the organization's miss	ion or most significant activitie					
				s as well as community service					
<u>ر</u> <u>د</u>									
aovemance									
<u>.</u>	2 Ch	eck th	ıs box ► ıf the organization (discontinued its operations or d	lisposed of	more tha	an 25% of its	net ass	ets
5			·						
	1			rning body (Part VI, line 1a) .				3	14
ACUMINES &	4 Nu	mber	of independent voting members	s of the governing body (Part V)	I, line 1b)			4	13
	5 Tot	tal nur	nber of individuals employed in	n calendar year 2012 (Part V , I	ıne 2a) .			5	2,538
į			mber of volunteers (estimate if			6	73		
	1			Part VIII, column (C), line 12				7a	368,779
	b Ne	t unrel	ated business taxable income	from Form 990-T, line 34 .				7b	-47,546
							Prior Year		Current Year
a.	1		- · · · · · · · · · · · · · · · · · · ·	line 1h)			708,		704,533
anue	9 F	rogra	m service revenue (Part VIII,	line 2g)		377,650,651		372,485,852	
Reven	I		ment income (Part VIII, colun		3,110,	244	2,940,282		
ш.	1), lines 5, 6d, 8c, 9c, 10c, and		17,143,	555	10,413,958	
			evenue—add lines 8 through 1		398,613,276 345,569		386,544,625		
	1		and similar amounts paid (Pa				330,874		
				: IX, column (A), line 4)	0		0	0	
	15	Salarıe	es, other compensation, emplo	yee benefits (Part IX, column (/					
\$		5-10)				121,880,	- 	117,956,898	
Expenses	16a F	rofes	sional fundraising fees (Part I)	K, column (A), line 11e)		0		0	
五	1		ndraising expenses (Part IX, column (· · · · · · · · · · · · · · · · · · ·					
				, lines 11a-11d, 11f-24e) .			229,075,		229,592,477
	1			ust equal Part IX, column (A),			351,301,		347,880,249
. 07	19 F	Revenu	ue less expenses Subtract lin	e 18 from line 12		+	47,311,		38,664,376
Fend Balances						Begin	ning of Curre Year	nt	End of Year
2 mg	20 T	otal a	issets (Part X, line 16)				497,777,	253	546,565,119
1 P	1						187,948,		195,994,188
ź	1			t line 21 from line 20			309,828,		350,570,931
Pai	rt II	Sign	ature Block					•	
Inde ny ki	r penaltı	es of p	perjury, I declare that I have e pelief, it is true, correct, and co	xamined this return, including a property of prepare					
							2014-05-15		
Sign		Signa	ture of officer				Date		
ler	e		Cauble EVP/CFO - STVHS						
			or print name and title		,			I n==-:	
			rınt/Type preparer's name ebecca Lyons	Preparer's signature	Da ⁻ 20:	te 14-05-08	Check if self-employed	PTIN P014871	.05
Paid			ırm's name 🕨 Deloitte Tax LLP		1		Firm's EIN > 8		
	parer			0.1.4000			DI (=:-	. 701 = ::	20
Jse	Only	Fi	ırm's address 🟲 250 East Fıfth Street	Suite 1900			Phone no (513	i) /84-71(JU
			Cincinnati, OH 4520	2					

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

✓ Yes 厂No

orn	n 990 (2012)				Page 2
Par		ent of Program Servi Schedule O contains a resp	ce Accomplishments onse to any question in this Par	t III	٠
1	Briefly describe	the organization's mission			
/uln	erable Our Cathol	lic health ministry is dedica	ted to spirtually centered, holis	all persons with special attention to tic care which sustains and improv iety through our actions and our wo	es the health of
2			nt program services during the	year which were not listed on	
	the prior Form 99	90 or 990-EZ? e these new services on Sc			┌ Yes ┌ No
3	Did the organiza		ake significant changes in how	it conducts, any program	
	If "Yes," describ	e these changes on Schedu	le O		
4	expenses Section	on 501(c)(3) and 501(c)(4)		s three largest program services, a eport the amount of grants and allow	
4a	(Code) (Expenses \$	312,946,069 including grants of \$	330,874) (Revenue \$	375,174,918)
	delivery of patient		ndigent, patient education and health	e health of the individuals and communities awareness programs for the community Fo	
4b	(Code) (Expenses \$	including grants of \$) (Revenue \$)
4 c	(Code) (Expenses \$	including grants of \$) (Revenue \$)
4d	Other program (Expenses \$	services (Describe in Sche inclu	dule O) ıdıng grants of \$) (Revenue \$)
4e	Total program s	service expenses 🕨	312,946,069		

Part IV	Checklist of	Required	Schedules

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

Par	t IV Checklist of Required Schedules (continued)						
21	Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21	Yes				
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22		No			
23	current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J						
24a	a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25						
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b					
С	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c					
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d					
25a	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	25a		No			
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b		No			
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II	26		No			
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III	27		No			
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)						
а	A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part						
	IV	28a	Yes				
	A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b	Yes				
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	28c		N o			
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29		No			
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30		No			
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31		No			
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	32		N o			
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I	33		No			
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	34	Yes				
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes				
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35b	Yes				
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	36		No			
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI	37		No			
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	38	Yes				

	Check if Schedule O contains a response to any question in this Part V	•	Yes	 N
1a	Enter the number reported in Box 3 of Form 1096 Enter -0 - if not applicable 1a 0		1 63	- 1
	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable 1b 0			
	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			
h	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			
ט	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b	Yes	
	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	Yes	
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b	Yes	
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		N
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			
	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		N
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		N
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	_		
_	Describe annual manual	5c		_
oa	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		N
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).			
	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		٨
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to			
	file Form 8282?	7c		١
d	If "Yes," indicate the number of Forms 8282 filed during the year			
_	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit			
	contract?	7e		N
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		Ν
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as			
	required?	7g		
	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.			
а	Did the organization make any taxable distributions under section 4966?	9a		
	Did the organization make a distribution to a donor, donor advisor, or related person?	9b		
0	Section 501(c)(7) organizations. Enter			
	Initiation fees and capital contributions included on Part VIII, line 12 10a			
	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities			
1	Section 501(c)(12) organizations. Enter			
	Gross income from members or shareholders			
	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)			
-				
	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? If "Yes," enter the amount of tax-exempt interest received or accrued during the	12a		
	year			
	Section 501(c)(29) qualified nonprofit health insurance issuers.			
а	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		
Ь	Enter the amount of reserves the organization is required to maintain by the states			
ט	in which the organization is licensed to issue qualified health plans			
c	Enter the amount of reserves on hand			
1 a	Did the organization receive any payments for indoor tanning services during the tax year?	14a		N
	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b		

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

	Check if Schedule O contains a response to any question in this Part VI			,
Se	ection 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			
b	Enter the number of voting members included in line 1a, above, who are independent			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? .	3		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets? .	5		No
6	Did the organization have members or stockholders?	6	Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
а	The governing body?	8a	Yes	
Ь	Each committee with authority to act on behalf of the governing body?	8b		No
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9		No
Se	ection B. Policies (This Section B requests information about policies not required by the Internal R	eveni	ıe Cod	e.)
			Yes	No
L0a	Did the organization have local chapters, branches, or affiliates?	10a		
	Did the organization have local chapters, branches, or affiliates?			No
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters,	10a		No
b L1a	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing	10a 10b	Yes	No
b l1a b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	10a 10b	Yes	No
b L1a b L2a	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990	10a 10b 11a	Yes	No
b L1a b L2a b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	10a 10b 11a 12a	Yes	No
b L1a b L2a b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	10a 10b 11a 12a 12b	Yes Yes Yes	No
b l1a b l2a b c	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	10a 10b 11a 12a 12b	Yes Yes Yes Yes	No
b 11a b 12a b c	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Did the organization have a written whistleblower policy?	10a 10b 11a 12a 12b 12c 13	Yes Yes Yes Yes	No No
b l1a b l2a b c	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Did the organization have a written whistleblower policy? Did the organization have a written document retention and destruction policy? Did the process for determining compensation of the following persons include a review and approval by	10a 10b 11a 12a 12b 12c 13	Yes Yes Yes Yes	No No
b 11a b 12a b c 13 14	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Did the organization have a written whistleblower policy? Did the organization have a written document retention and destruction policy? 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?	10a 10b 11a 12a 12b 12c 13 14	Yes Yes Yes Yes Yes	No No
b 11a b 12a b c 13 14	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Did the organization have a written whistleblower policy? Did the organization have a written document retention and destruction policy? 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? The organization's CEO, Executive Director, or top management official	10a 10b 11a 12a 12b 12c 13 14	Yes Yes Yes Yes Yes Yes	No No
b l1a b l2a c l3 l4 l5 a	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? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Did the organization have a written whistleblower policy? Did the organization have a written document retention and destruction policy? 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? The organization's CEO, Executive Director, or top management official	10a 10b 11a 12a 12b 12c 13 14	Yes Yes Yes Yes Yes Yes	No No
b l1a b l2a b c l3 l4 l5 a b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Did the organization have a written whistleblower policy? Did the organization have a written document retention and destruction policy? 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? The organization's CEO, Executive Director, or top management official Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions) Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? 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	10a 10b 11a 12a 12b 12c 13 14	Yes Yes Yes Yes Yes Yes Yes	No No
b 11a b 12a b c 13 14 15 a b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	10a 10b 11a 12a 12b 12c 13 14	Yes Yes Yes Yes Yes Yes Yes	No No
b 11a b 12a b c 13 14 15 a b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? Describe in Schedule O the process, if any, used by the organization to review this Form 990 Did the organization have a written conflict of interest policy? If "No," go to line 13 Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done Did the organization have a written whistleblower policy? Did the organization have a written document retention and destruction policy? 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? The organization's CEO, Executive Director, or top management official Other officers or key employees of the organization If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions) Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? 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?	10a 10b 11a 12a 12b 12c 13 14 15a 15b	Yes Yes Yes Yes Yes Yes Yes Yes	No No
b 11a b 12a b c 13 14 15 a b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	10a 10b 11a 12a 12b 12c 13 14 15a 15b	Yes Yes Yes Yes Yes Yes Yes Yes	No No

- (3)s only) available for public inspection Indicate how you made these available Check all that apply
 - Own website Another's website V Upon request Other (explain in Schedule O)
- 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
- $State\ the\ name,\ physical\ address,\ and\ telephone\ number\ of\ the\ person\ who\ possesses\ the\ books\ and\ records\ of\ the\ organization$ ▶David Cauble 810 St Vincents Drive Birmingham, AL (205) 939-7079

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

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

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

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

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

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

(A) Name and Title	(B) A verage hours per week (list any hours	(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-	(E) Reportable compensation from related organizations	(F) Estimated amount of other compensation from the	
	for related organizations below dotted line)	Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	(W- 2/1099- MISC)	(W- 2/1099- MISC)	rrom the organization and related organizations	
(1) Robert Barnett	2 00	V		Х				0	0		
Chairman - Health System	4 00	Х		^				0	U	C	
(2) Kent J Graeve	2 00	х		Х				0	0	C	
Vice Chair - Health System	4 00	L^_							U		
(3) Douglas B Nunnelley	50	V		Х							
Secretary - Health Systems	2 00	X		×				0	0	C	
(4) James D Davis	2 00	,,		,,				_		_	
Treasurer - Health System	4 00	X		Х				0	0	C	
(5) Marc E Bloomston MD	50										
Board Member - Health System	2 00	X						0	0	C	
(6) Tina N Corr	50										
Board Member - Health System	2 00	Х						0	0	C	
(7) Sr Mary Elizabeth Cullen DC	50										
		х						0	0	C	
Board Member - Health System (8) Norman B Davis end 1012	2 00										
		х						0	0	C	
Board Member - Health System (9) Morton Goldfarb MDend 313	2 00										
	50	х						0	0	(
Board Member - Health System	2 00										
(10) Benny M LaRussa Jr	50	x						0	0	(
Board Member - Health System	2 00										
(11) William H McClanahanJr MD	50	x						0	0	(
Board Member - Health System	2 00							<u> </u>			
(12) Willie H Parker	50	x						0	0	O	
Board Member - Health System	2 00	L^		L	L						
(13) Daniel F Sansone	50	· ·									
Board Member - Health System	2 00	X						0	0	C	
(14) Zeke Smith start 712	50										
Board Member - Health System	2 00	X						0	0	C	
(15) Stan Starnes	50										
Board Member - Health System	2 00	X						0	0	C	
(16) John D O'Neil	20 00										
,		х		Х				0	1,900,939	24,085	
President/CEO System (17) David A Cauble	30 00										
` ,				х				0	602,305	25,894	
EVP/CFO - STVHS	30 00										

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

(A) Name and Title	(B) A verage hours per week (list any hours	more pers	than on is	one bot	not box h ar	chec (, unle n offic	ess er	(D) Reportable compensation from the organization	(E) Reportable compensation from related organizations	(F) Estimated amount of other compensation from the
	for related organizations below dotted line)	Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	(W- 2/1099- MISC)	(W- 2/1099- MISC)	organization and related organizations
(18) Vicki L Briggs	20 00			x				(638,819	19,928
EVP/COO	30 00			L^					030,019	19,920
(19) Nan M Priest	20 00			х				(489,675	22,934
EVP/CS0	30 00								,	,
(20) Gregory L James SVP & CMO	20 00			×				C	577,576	16,746
(21) Carol A Maietta	30 00		-							
Sr VP HR/CLO	30 00			×				C	331,083	16,998
(22) William A Davis	49 00									
•				X				512,508	0	25,421
President/COO Birmingham (23) Christopher L Moore	1 00 50 00									
• •					х			309,202	2 0	24,024
VP Patient Care (24) Janith Gannon	0 00		-			-				
• ,					х			169,028	0	8,567
VP Surgical Services (25) Brian K Mader	0 00		-							
` '						х		198,040	0	21,048
Physicist (26) Lydia E Esty	0 00 50 00		-							
Director Pharmacy - Bham FT ACC	0 00					х		173,974	0	14,273
(27) Sam A Faircloth	50 00									
Pharmacist Clinical FT PD	0 00					X		181,147	0	20,866
(28) Roger Lee Quinn	50 00									
Pharmacist FT PD	0 00					X		172,279	0	16,056
(29) Dianne W Norris	50 00									
Mgr , Medication Safety FT ACC	0 00					X		169,805	0	16,082
(30) Neeysa C Biddle end 611	0 00									
Former Executive VP/COO	0 00						Х	(143,177	C
1b Sub-Total						<u></u>				l
c Total from continuation sheets t						▶ ├				
d Total (add lines 1b and 1c) .						▶ ⊢		1,885,983	4,683,574	272,922
2 Total number of individuals (incli						\leftarrow			• •	,

Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization►8

			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	3	Yes	
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such			
	ındıvıdual	4	Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5		No

Section B. Independent Contractors

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)	(B)	(C)
Name and business address	Description of services	Compensation
TriMedx LLC PO Box 636129 Cincinnati OH 452636129	Medical Equipment	6,882,520
Morrison Management Specialists PO Box 102289 Atlanta GA 303682289	Dietary Services	6,822,608
Touchpoint Support Services 4721 Morrison Drive Suite 300 Mobile AL 36609	Dietary & Environmental Services	4,177,314
Star Electrical Contractors 205 20th Avenue South Birmingham AL 35205	Electrical Work	1,446,119
Crothall Services Group 200 16th Street South Birmingham AL 352331600	Environmental Services	1,363,203

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 ►33

Form 99								Page 9
Part V	7111		o f Revenue ule O contains a respor	nse to any question	ın thıs 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
s &	1a	Federated cam	paigns 1a					
ant	ь	Membership du	es 1b					
ية ق	С	Fundraising eve	ents 1c					
ifs, ir ∆	d	Related organiz	zations 1d	594,529				
છું.≌	e	Government grants		67,346				
Sir	f	_		42,658		ļ		
uti.	T	similar amounts no	ons, gifts, grants, and 1f ot included above					
를등	g	Noncash contribute 1a-1f \$	ons included in lines					
Contributions, Giffs, Grants and Other Similar Amounts	h	Total. Add lines	s 1a-1f	🗼	704,533			
				Business Code				
àШа	2a	Net Patient Reveni	ue	621990	370,989,333	370,845,731	143,602	
₽e.	ь	Investment - JV's		621990	1,013,253	1,013,253		
Program Service Revenue	С	Lab Revenue		621990	483,266	258,089	225,177	
že.	d							
<u> </u>	е							
0.018	f	All other progra	am service revenue					
Ě	g	Total. Add lines	s 2a-2f	🕨	372,485,852			
	3		ome (including dividen		2,895,257			2,895,257
	4		ar amounts) stment of tax-exempt bond		, ,			, ,
	5	Royalties		▶				
			(ı) Real	(II) Personal				
	6a	Gross rents	199,631					
	Ь	Less rental expenses	91,470					
	С	Rental income or (loss)	108,161					
	d	Net rental inco	me or (loss)		108,161			108,161
		Gross amount	(ı) Securities	(II) O ther				
	7a	from sales of assets other than inventory		69,916				
	Ь	Less cost or other basis and		24,891				
	c	sales expenses Gaın or (loss)		45,025				
	d		L	·	45,025			45,025
in e	8a	Gross income f events (not inc						
Other Revenue		\$ of contributions See Part IV , lin	reported on line 1c)					
her	ь	Less direct ex	penses b					
ಕ	С		(loss) from fundraising	events 🛌				
	9a		rom gaming activities ne 19 a					
	ь	Less direct ex	penses b					
	С		(loss) from gamıng actı [،]	vities				
	10a	Gross sales of						
		returns and allo	owances . a	4,018,497				
	b	Less cost of a	oods sold b	2,236,292				
	С		ا loss) from sales of ۱nve)		1,782,205			1,782,205
		Miscellaneous	s Revenue	Business Code				
	_	ARRA Funds		900099	3,680,668			3,680,668
	b	Parking Revenu		812930	1,504,835			1,504,835
	C	Child Care Cen	_	900099	280,244 3,057,845	3,057,845		280,244
	d e	Total. Add lines	ue s 11a-11d	🕨	3,037,845	3,037,845		
				. -	8,523,592			
	12	i ota i revenue.	See Instructions .	· · · · •	386,544,625	375,174,918	368,779	10,296,395

	Statement of Functional Expenses	l		laha aaluman (A.)	
ecui	on 501(c)(3) and 501(c)(4) organizations must complete all columns Al Check if Schedule O contains a response to any question in this Pa				
Do no	et include amounts reported on lines 6b,	(A)	(B)	(C)	(D)
b, 8Ł	, 9b, and 10b of Part VIII.	Total expenses	Program service expenses	Management and general expenses	Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21	330,874	330,874		
2	Grants and other assistance to individuals in the United States See Part IV, line 22				
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	901,032	810,929	90,103	
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	97,034,624	87,331,161	9,703,463	
8	Pension plan accruals and contributions (include section $401(k)$ and $403(b)$ employer contributions)	2,199,398	1,979,458	219,940	
9	Other employee benefits	10,611,853	9,550,668	1,061,185	
LO	Payroll taxes	7,209,991	6,488,992	720,999	
.1	Fees for services (non-employees)				
а	Management	752,351	677,116	75,235	
b	Legal				
c	Accounting				
d	Lobbying	15,601	15,601		
e	Professional fundraising services See Part IV, line 17				
f	Investment management fees				
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	28,358,479	25,522,631	2,835,848	
2	Advertising and promotion	37,181	33,463	3,718	
- 3	Office expenses	1,545,273	1,390,746	· · ·	
4	Information technology	16,112,446	14,501,201	1,611,245	
- 5	Royalties	10,112,440	14,301,201	1,011,243	
6	Occupancy	10,714,726	9,643,253	1,071,473	
7	Travel				
8	Payments of travel or entertainment expenses for any federal, state, or local public officials	55,423	49,881	5,542	
9	Conferences, conventions, and meetings	36,371	32,734	3,637	
0	Interest	4,115,176	3,703,658	411,518	
1	Payments to affiliates				
2	Depreciation, depletion, and amortization	18,790,697	16,911,627	1,879,070	
3	Insurance	731,300	658,170	73,130	
4	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)				
а	Medical Supplies	87,812,148	79,030,933	8,781,215	
b	Corporate Allocation	29,372,148	26,434,933	2,937,215	
c	Provider Tax	17,139,629	15,425,666	1,713,963	
d	Medical/Surgical Rental	4,310,521	3,879,469	431,052	
e	All other expenses	9,693,007	8,542,905	1,150,102	
25	Total functional expenses. Add lines 1 through 24e	347,880,249	312,946,069	34,934,180	
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ► ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

ra	rt X	Check if Schedule O contains a response to any question in the	nis Pa	rt X			
					(A) Beginning of year		(B) End of year
	1	Cash—non-interest-bearing			278,908	1	68,088
	2	Savings and temporary cash investments				2	
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net			38,788,876	4	47,412,118
	5	Loans and other receivables from current and former officers, employees, and highest compensated employees Complete F Schedule L	art II	of		5	
ste	6	Loans and other receivables from other disqualified persons ($4958(f)(1)$), persons described in section $4958(c)(3)(B)$, and and sponsoring organizations of section $501(c)(9)$ voluntary organizations (see instructions) Complete Part II of Schedule	conti emplo	ibuting employers		6	
Assets	7	Notes and loans receivable, net				7	
ď	8	Inventories for sale or use			5,184,979	8	6,867,264
	9	Prepaid expenses and deferred charges			490,526	9	698,516
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a	496,902,296	·		
	Ь	Less accumulated depreciation	10b	311,505,220	195,131,381	10c	185,397,076
	11	Investments—publicly traded securities	•			11	
	12	Investments—other securities See Part IV, line 11				12	
	13	Investments—program-related See Part IV, line 11			2,030,030	13	2,276,751
	14	Intangible assets			300,450	14	645,846
	15	Other assets See Part IV, line 11			255,572,103	15	303,199,460
	16	Total assets. Add lines 1 through 15 (must equal line 34) .			497,777,253	16	546,565,119
	17	Accounts payable and accrued expenses			7,537,879	17	20,620,959
	18	Grants payable				18	
	19	Deferred revenue			27,664	19	513,277
	20	Tax-exempt bond liabilities			,	20	<u>'</u>
	21	Escrow or custodial account liability Complete Part IV of Sch				21	
Liabilities	22	Loans and other payables to current and former officers, direct key employees, highest compensated employees, and disqua	tors,				
वृह		persons Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parti	es .			23	
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities (including federal income tax, payables to rel and other liabilities not included on lines 17-24) Complete P	art X	of Schedule	400 000 000		474.050.050
		D			180,383,026	25	174,859,952
	26	Total liabilities. Add lines 17 through 25			187,948,569	26	195,994,188
ÜČ	27	lines 27 through 29, and lines 33 and 34. Unrestricted net assets			309,626,448	27	350,400,557
Fund Balances	27	Temporarily restricted net assets			202,236	28	170,374
<u> </u>				• •	202,230		170,574
ĭ	29	Permanently restricted net assets				29	
or Fi		Organizations that do not follow SFAS 117 (ASC 958), check complete lines 30 through 34.	nere I	- and			
\$	30	Capital stock or trust principal, or current funds				30	
Assets or	31	Paid-in or capital surplus, or land, building or equipment fund				31	
đ	32	Retained earnings, endowment, accumulated income, or other				32	
Net	33	Total net assets or fund balances			309,828,684	33	350,570,931
	34	Total liabilities and net assets/fund balances			497,777,253	34	546,565,119

Par	Reconcilliation of Net Assets Check if Schedule O contains a response to any question in this Part XI				৮
1	Total revenue (must equal Part VIII, column (A), line 12)	1		386,5	544,625
2	Total expenses (must equal Part IX, column (A), line 25)	2		347,8	380,249
3	Revenue less expenses Subtract line 2 from line 1	3		38,6	564,376
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4		309,8	328,684
5	Net unrealized gains (losses) on investments	5		2,2	260,111
6	Donated services and use of facilities	6			
7	Investment expenses	7			
8	Prior period adjustments	8			
9	Other changes in net assets or fund balances (explain in Schedule O)	9		- 1	182,240
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10		350,5	570,931
Par	t XII Financial Statements and Reporting				
	Check if Schedule O contains a response to any question in this Part XII				. $ abla$
				Yes	No
1	Accounting method used to prepare the Form 990				
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		2a		No
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed a separate basis, consolidated basis, or both	∍d on			
	Separate basis Consolidated basis Both consolidated and separate basis				
b	Were the organization's financial statements audited by an independent accountant?		2b	Yes	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separa basis, consolidated basis, or both	ite			
	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 audit, review, or compilation of its financial statements and selection of an independent accountant?	of the	2c	Yes	
	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?		3a		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the rec	uired	3b		

Software ID: Software Version:

EIN: 63-0288864

Name: St Vincent's Birmingham

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Form 990, Part VII - Compensation of Compensated Employees, and Independent			,,,,,,	1516	es,	Rey	, E11	iipioyees, nigile	5 L	
(A) Name and Title	(B) Average hours per week (list any	dire	than pers office ctor/t	not one on is ran trust	box s bot d a tee)	, th	.	(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
	hours for related organizations below dotted line)	Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former			organizations
Robert Barnett Chairman - Health System	2 00 4 00	х		х				0	0	0
Kent J Graeve Vice Chair - Health System	2 00 4 00	х		х				0	0	0
Douglas B Nunnelley Secretary - Health Systems	50 2 00	х		х				0	0	0
James D Davis Treasurer - Health System	2 00 4 00	х		х				0	0	0
Marc E Bloomston MD Board Member - Health System	50 2 00	x						0	0	0
Tina N Corr Board Member - Health System	50 2 00	×						0	0	0
Sr Mary Elizabeth Cullen DC Board Member - Health System	50 2 00	×						0	0	0
Norman B Davis end 1012 Board Member - Health System	50 2 00	×						0	0	0
Morton Goldfarb MDend 313 Board Member - Health System	50 2 00	×						0	0	0
Benny M LaRussa Jr Board Member - Health System	50 2 00	×						0	0	0
William H McClanahanJr MD Board Member - Health System	50 2 00	×						0	0	0
Willie H Parker Board Member - Health System	50 2 00	×						0	0	0
Daniel F Sansone Board Member - Health System	50 2 00	х						0	0	0
Zeke Smith start 712 Board Member - Health System	50 2 00	х						0	0	0
Stan Starnes Board Member - Health System	50 2 00	x						0	0	0
John D O'Neil President/CEO System	20 00 30 00	х		х				0	1,900,939	24,085
David A Cauble EVP/CFO - STVHS	20 00 30 00			х				0	602,305	25,894
Vicki L Briggs EVP/COO	20 00 30 00			х				0	638,819	19,928
Nan M Priest EVP/CSO	20 00 30 00			х				0	489,675	22,934
Gregory L James SVP & CMO	20 00 30 00			х				0	577,576	16,746
Carol A Maietta Sr VP HR/CLO	20 00 30 00			х				0	331,083	16,998
William A Davis President/COO Birmingham	49 00 1 00			х				512,508	0	25,421
Christopher L Moore VP Patient Care	50 00 0 00				х			309,202	0	24,024
Janith Gannon VP Surgical Services	50 00 0 00				х			169,028	0	8,567
Brian K Mader Physicist	50 00 0 00					х		198,040	0	21,048

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list		than	not one son i er an	box s bo d a	,		(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
	any hours for related organizations below dotted line)	Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former			related organizations
Lydia E Esty Director Pharmacy - Bham FT ACC	50 00 0 00					х		173,974	0	14,273
Sam A Faircloth Pharmacist Clinical FT PD	50 00 0 00					х		181,147	0	20,866
Roger Lee Quinn Pharmacist FT PD	50 00 0 00					х		172,279	0	16,056
Dianne W Norris Mgr , Medication Safety FT ACC	50 00 0 00					х		169,805	0	16,082
Neeysa C Biddle end 611 Former Executive VP/COO	0 00						х	0	143,177	0

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As Filed Data -

DLN: 93493135020704

Employer identification number

OMB No 1545-0047

SCHEDULE A

(Form 990 or 990EZ)

Name of the organization

Department of the Treasury Internal Revenue Service

St Vincent's Birmingham

Public Charity Status and Public Support

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

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

Open to Public Inspection

									63-0288			
Pai				blic Charity Sta						instruction	ıs.	
The o	rganı:			e foundation becaus			= -					
1	<u>_</u>			on of churches, or a				section 170	(b)(1)(A)(i)	•		
2		A scho	ol described	in section 170(b)(1	L)(A)(ii). (At	tach Sched	ule E)					
3	굣	A hosp	ital or a coo	perative hospital se	rvice organiz	zatıon descı	rıbed ın secti	on 170(b)(:	1)(A)(iii).			
4	Γ			n organization operat	ted ın conjun	iction with a	i hospital des	scribed in s	ection 170(b)(1)(A)(iii).	Enter the	
_	_			ty, and state	+ - 6 11							
5	ı	_	<u>.</u>	erated for the benefi	_	e or univers	ity owned or	operated by	a governme	ntai unit des	scribed in	
_	_			A)(iv). (Complete P	•		1 1	. 470(1)	(4)(4)(
6	<u> </u>			local government or								
7 8	 	describ	oed in sectio	at normally receives on 170(b)(1)(A)(vi). described in section	(Complete F	Part II)		J	nental unit or	from the ge	neral public	
9	Ė	A community trust described in section 170(b)(1)(A)(vi) (Complete Part II) An organization that normally receives (1) more than 331/3% of its support from contributions, membership fees, and gross										
_	'			ities related to its ex								
				oss investment inco								
				ganızatıon after June						ı caxyıromı.	34511165565	
10	\vdash	•	-	ganized and operated	-			-	-			
11	<u>'</u>	_		ganized and operated							t the nurnoses of	
	,			ly supported organiz								
				bes the type of supp								
		а	┌ Type I	b	┌ Type II	I - Function	nally integrat	ed d	Type III - I	Non-functioi	nally integrated	
e	Γ	othert		ox, I certify that the on managers and ot								
f				received a written de	etermination	from the IF	RS that it is a	Type I. Ty	pe II. or Tvp	e III suppo	rtıng organization.	
			this box					- / / - /	,, , ,			
g			-	2006, has the organi	ızatıon accep	oted any gif	t or contribut	ion from an	y of the			
			ng persons?	rectly or indirectly o	antrolo outh	ar alana ar	to gothor wet	naraana d	occubad in (W N-	
								i persons u	escribed iii (Yes No	
				governing body of th		_	11.7				lg(i)	
			•	er of a person descri	• •		-6				g(ii)	
L				lled entity of a perso						11	g(iii)	
h		Provide	e the following	ng information about	the support	ed organiza	tion(s)					
(i) Nam	ne of	(ii) EIN	(iii) Type of	(iv) Is	the	(v) Did yo	u notify	(vi) I	s the	(vii) A mount of	
_	uppor		` ´	organization	organizat		the organ	•	organiza		monetary	
or	ganiza	ation		(described on	col (i) lıs		ın col (i)		col (i) o		support	
				lines 1 - 9 above	your gove		suppo	rt?	in the	US?		
				or IRC section (see	docume	int'						
				instructions))	W		+	T	+ ,,		\dashv	
					Yes	No	Yes	No	Yes	No		
								1	-			
Total								+				

Sch	edule A (Form 990 or 990-EZ) 2012							Page 2
Pa	(Complete only if you o	hecked the bo	x on line 5, 7,	or 8 of Part I o	r if the organiza	ation faile	ed to q	
	Part III. If the organiza ection A. Public Support	tion fails to qu	alify under the	tests listed bel	ow, please com	<u>iplete Pa</u>	rt III.)	
	endar year (or fiscal year beginning					1		
	in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2	312	(f) Total
1	Gifts, grants, contributions, and							
	membership fees received (Do not include any "unusual							
	grants ")							
2	Tax revenues levied for the							
	organization's benefit and either							
	paid to or expended on its behalf							
3	The value of services or facilities							
•	furnished by a governmental unit to							
	the organization without charge							
4	Total. Add lines 1 through 3							
5	The portion of total contributions by each person (other than a							
	governmental unit or publicly							
	supported organization) included on							
	line 1 that exceeds 2% of the							
	amount shown on line 11, column							
6	(f) Public support. Subtract line 5 from							
	line 4							
S	ection B. Total Support							
Cal	endar year (or fiscal year beginning	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 20)12	(f) Total
_	in) ► A mounts from line 4		. ,		. ,	, ,		. ,
7 8	Gross income from interest,							
0	dividends, payments received on							
	securities loans, rents, royalties							
	and income from similar							
9	sources Net income from unrelated							
9	business activities, whether or not							
	the business is regularly carried							
	on							
10	Other income Do not include gain or loss from the sale of capital							
	assets (Explain in Part IV)							
11	Total support (Add lines 7 through							
4.0	10)		<u> </u>					
12	Gross receipts from related activitie					12		
13	First five years. If the Form 990 is this box and stop here							ization, check
	ection C. Computation of Pub				<u> </u>	<u> </u>		
14	Public support percentage for 2012			11, column (f))		14		
15	Public support percentage for 2011			, , , , , , ,		15		
	33 1/3% support test—2012. If the o	· ·	•	on line 13 and l	ine 14 is 33 1/20%		chack ti	nie hov
104	and stop here. The organization qua				me 1 1 13 33 1/3/0	or more,	JIICCK CI	► □
b	33 1/3% support test—2011. If the				and line 15 is 33	3 1/3% or n	nore, ch	eck this
	box and stop here. The organization						. 4 4	▶□
1/a	10%-facts-and-circumstances test- is 10% or more, and if the organizat							•
	in Part IV how the organization mee							
	organization				4	r	,rF3	▶ □
b	10%-facts-and-circumstances test-							
	15 is 10% or more, and if the organ Explain in Part IV how the organizat							lv
	supported organization	ion meets the T	acts-ana-cncum:	stances test III	ic organization qu	uiiiiE5 45 i	a public	·y ▶□
18	Private foundation. If the organizat	on did not check	c a box on line 13	, 16a, 16b, 17a,	or 17b, check thi	s box and	see	·
	instructions							▶ ┌

Schedule A (Form 990 or 990-EZ) 2012 Page 3 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 (a) 2008 **(b)** 2009 (c) 2010 (d) 2011 (e) 2012 (f) Total in) 🟲 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants") 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						
3	furnished by a governmental unit to						
	the organization without charge						
6	Total. Add lines 1 through 5						
	Amounts included on lines 1, 2,						
<i>7</i> a	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						
С	Add lines 7a and 7b						
8	Public support (Subtract line 7c						
	from line 6)						
_Se	ction B. Total Support						
Cale	ndar year (or fiscal year beginning	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
	in) ►	(u) 2000	(6) 2003	(6) 2010	(4) 2011	(6) 2012	(1) 10tai
9	A mounts from line 6						
10a	Gross income from interest,						
	dividends, payments received on						
	securities loans, rents, royalties						
	and income from similar						
	sources						
Ь	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						
11	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)			Librari Corretto con	6.01	E04(-)(2)	
14	First five years. If the Form 990 is for	or the organization	on's first, second	i, thira, fourth, or	ππη tax year as a	1 501(c)(3) org	anization, ►
	check this box and stop here	a Cunnaut Da					<u> </u>
	ction C. Computation of Public			1.2		T I	
15	Public support percentage for 2012			13, column (T))		15	
16	Public support percentage from 2011	L Schedule A, Pa	art III, line 15			16	
Se	ction D. Computation of Inve	stment Inco	me Percenta	ge			
17	Investment income percentage for 20				nn (f))	17	
					. , ,		
18	Investment income percentage from					18	
19a	33 1/3% support tests—2012. If the o						ıd lıne 17 ıs not ▶□

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 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Schedule A (Form 990 or 990-EZ) 2012

DLN: 93493135020704

OMB No 1545-0047

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527 ▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Inspection

Internal Revenue Service If the organization answered "Yes" to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C ◆ Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B ◆ Section 527 organizations Complete Part I-A only If the organization answered "Yes" to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then ◆ Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B • Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A If the organization answered "Yes" to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then ◆ Section 501(c)(4), (5), or (6) organizations Complete Part III Name of the organization **Employer identification number** St Vincent's Birmingham 63-0288864 Complete if the organization is exempt under section 501(c) or is a section 527 organization. Provide a description of the organization's direct and indirect political campaign activities in Part IV 2 Political expenditures 3 Volunteer hours Part I-B Complete if the organization is exempt under section 501(c)(3). Enter the amount of any excise tax incurred by the organization under section 4955 2 Enter the amount of any excise tax incurred by organization managers under section 4955 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? 3 Was a correction made? ☐ Yes □ No If "Yes," describe in Part IV Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3). Enter the amount directly expended by the filing organization for section 527 exempt function activities Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities 3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b Did the filing organization file Form 1120-POL for this year? 4 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV **(c)** EIN (e) A mount of political (a) Name (b) Address (d) A mount paid from contributions received filing organization's and promptly and funds If none, enter -0directly delivered to a separate political organization If none, enter-0-

e Grassroots ceiling amount (150% of line 2d, column (e))

f Grassroots lobbying expenditures

Sch	nedule C (Form 990 or 990-EZ) 2012					Page 2
Pa	art II-A Complete if the organization	is exempt under	section 501(c)(3) and fil	ed Form 5768	(election
_	under section 501(h)). Check ► if the filing organization belongs to a	an affiliated group (and	lict in Part IV os	ach affiliated are	un mambar's nam	o addross EIN
	expenses, and share of excess lobb	ying expenditures)		_	up member s nam	e, address, LTN
<u>B</u>	Check Frifthe filing organization checked box	x A and "limited contro	ıl" provisions apı	oly		
	Limits on Lobbying E (The term "expenditures" means an		l .)		(a) Filing organization's totals	(b) Affiliated group totals
1a	Total lobbying expenditures to influence public o	pınıon (grass roots lob	bying)			
b	Total lobbying expenditures to influence a legisla	ative body (direct lobb	yıng)			
c	Total lobbying expenditures (add lines 1a and 1b	o)				
d	O ther exempt purpose expenditures					
e	Total exempt purpose expenditures (add lines 1c	c and 1d)				
f	Lobbying nontaxable amount Enter the amount fo	rom the following table	ın both			
	If the amount on line 1e, column (a) or (b) is:	The lobbying nontax	able amount is:			
	Not over \$500,000	20% of the amount on li	ne 1e			
	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the	e excess over \$500,0	000		
	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the	e excess over \$1,000	0,000		
	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the	excess over \$1,500,	.000		
	Over \$17,000,000	\$1,000,000				
	Grassroots nontaxable amount (enter 25% of lin	e 1f)				
_	Subtract line 1g from line 1a If zero or less, ente	•		-		
i	Subtract line 1f from line 1c If zero or less, ente			-		
_	If there is an amount other than zero on either lin		organization file	Form 4720 rep	ortina	1
-	section 4911 tax for this year?					┌ Yes ┌ No
_	4-Voor Av	veraging Period U	Inder Section	F01/b)		
	(Some organizations that made a scolumns below. See the	section 501(h) el	ection do not	have to cor		ne five
	Lobbying Expe	enditures During	4-Year Avera	ging Period		1
	Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2a	Lobbying nontaxable amount					
b	Lobbying ceiling amount (150% of line 2a, column(e))					
c	Total lobbying expenditures					
d	Grassroots nontavable amount					

Par	II-B Complete if the organization is exempt under section 501(c)(3) and has N filed Form 5768 (election under section 501(h)).	ОТ				
For eac	th "Yes" response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying	(a	1)	1	(b)	
activit		Yes	No	A	mou	nt
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of					
а	Volunteers?		Νo			
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		Νo			
C	Media advertisements?		Νo			
d	Mailings to members, legislators, or the public?		Νo			
e	Publications, or published or broadcast statements?		Νo			
f	Grants to other organizations for lobbying purposes?		Νo			
g	Direct contact with legislators, their staffs, government officials, or a legislative body?		Νo			
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		Νo			
i	O ther activities?	Yes				15,601
j	Total Add lines 1c through 1i					15,601
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		Νo			
b	If "Yes," enter the amount of any tax incurred under section 4912			1		
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912					
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?					
Part	Complete if the organization is exempt under section $501(c)(4)$, section $501(c)(6)$.	01(c)(5),	or se	ctio	n
					Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?			1		
2	Did the organization make only in-house lobbying expenditures of \$2,000 or less?			2		
3	Did the organization agree to carry over lobbying and political expenditures from the prior year?			3		
Part	III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "N line 3, is answered "Yes."					
1	Dues, assessments and similar amounts from members	1				
2	Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).					
а	Current year	2a				
b	Carryover from last year	2b				
C	Total	2c				
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3				
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and	4				
5	political expenditure next year? Taxable amount of lobbying and political expenditures (see instructions)	5				
	rt IV Supplemental Information	5				
			, , , , ,			
	plete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Par II-A, line 2, and Part II-B, line 1 Also, complete this part for any additional information	t II-A	(affilia	ted gi	oup I	ıst),
	I dentifier Return Reference Explanati	ion				
Part I	V, Supplemental Information Part II-B, Line 1(i), Other Lobbying expenses represent the portion of d state hospital associations that is solobying St Vincent's Birmingham intervene in (including the publishing statements), any political campaigropposition to) any candidate for publications.	ues pa specifi does i g or d n on be	aid to n cally a not par istribut shalf of	iation llocat ticipa ting of	aland ole to te in f	

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DLN: 93493135020704

OMB No 1545-0047

Department of the Treasury

SCHEDULE D (Form 990)

> ► 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.

Supplemental Financial Statements

Open to Public
Inspection

JIIIai	F Attacil to Folia	ii 990. F See separate ilistructions.			Inspect	
	ne of the organization ncent's Bırmıngham			oloyer identific 0288864	cation numbe	er
Pai	Organizations Maintaining Donor Advorganization answered "Yes" to Form 990,				s. Complet	e if the
		(a) Donor advised funds		(b) Funds and	lotheraccou	ints
	Total number at end of year					
	Aggregate contributions to (during year)					
	Aggregate grants from (during year)					
	Aggregate value at end of year					
	Did the organization inform all donors and donor adviso funds are the organization's property, subject to the organization's		nor adv	ısed	☐ Yes	┌ No
	Did the organization inform all grantees, donors, and do used only for charitable purposes and not for the benefic conferring impermissible private benefit?				┌ Yes	┌ No
a r	Conservation Easements. Complete if	the organization answered "Yes" t	o Forr	n 990, Part I	V, line 7.	
	Purpose(s) of conservation easements held by the organ Preservation of land for public use (e.g., recreation of protection of natural habitat Preservation of open space Complete lines 2a through 2d if the organization held a	or education) Preservation of ar Preservation of a	certifie	d historic stru	cture	
	easement on the last day of the tax year			1		
	Total number of conservation easements			Held at th	e End of the	Year
			2a			
	Total acreage restricted by conservation easements Number of conservation easements on a certified history	ric structure included in (a)	2b			
	Number of conservation easements included in (c) acqu	. ,	2c			
	historic structure listed in the National Register		2d			
	Number of conservation easements modified, transferre	ed, released, extinguished, or terminate	ea by ti	ie organizacion	Tauring	
	the tax year ▶					
	Number of states where property subject to conservation	on easement is located ►				
	Does the organization have a written policy regarding the enforcement of the conservation easements it holds?	ne periodic monitoring, inspection, han	dling of	f violations, an	rid ┌ Yes	┌ No
	Staff and volunteer hours devoted to monitoring, inspect	ting, and enforcing conservation easei	ments (during the year	r	
	A mount of expenses incurred in monitoring, inspecting,	and enforcing conservation easement	s durın	g the year		
	* \$					
	Does each conservation easement reported on line 2(d and section $170(h)(4)(B)(II)$?				☐ Yes	┌ No
	In Part XIII, describe how the organization reports con balance sheet, and include, if applicable, the text of the the organization's accounting for conservation easemen	footnote to the organization's financia nts	l state	ments that des	scribes	
П	Organizations Maintaining Collections Complete if the organization answered "Ye		or Ot	her Similar	Assets.	
	If the organization elected, as permitted under SFAS 1: works of art, historical treasures, or other similar asset service, provide, in Part XIII, the text of the footnote to	16 (ASC 958), not to report in its reverse held for public exhibition, education,	or rese	earch in furthei		
)	If the organization elected, as permitted under SFAS 1: works of art, historical treasures, or other similar asset service, provide the following amounts relating to these	16 (ASC 958), to report in its revenue is held for public exhibition, education,	statem	nent and balan		ıc
	(i) Revenues included in Form 990, Part VIII, line 1			► \$		
	(ii) Assets included in Form 990, Part X					
	If the organization received or held works of art, historic following amounts required to be reported under SFAS 1					
	Revenues included in Form 990, Part VIII, line 1			► \$		
,				· +		
)	Assets included in Form 990, Part X			F \$		

Part	Organizations Maintaining Co	llections of Ar	t, His	stori	<u>cal Tı</u>	reas	ures, or C	the	<u>r Simila</u>	r Asse	ets (co	ntınued)
3	Using the organization's acquisition, access collection items (check all that apply)	ion, and other reco	rds, cl	heck	any of	the fol	lowing that	are a	ısıgnıfıcan	t use of	its	
а	Public exhibition		d	Γ	Loan	orex	change prog	rams	;			
b	Scholarly research		e	Γ	Othe	r						
c	Preservation for future generations											
4	Provide a description of the organization's co	ollections and expla	aın ho	w the	y furthe	er the	organızatıor	ı's ex	kempt purp	ose in		
5	During the year, did the organization solicit								nılar	_		_
	assets to be sold to raise funds rather than t										Yes	No
Par	Escrow and Custodial Arrang Part IV, line 9, or reported an an						n answere	d "Y	'es" to Fo	rm 990	J,	
1a	Is the organization an agent, trustee, custoo included on Form 990, Part X?	lian or other interm	iediary	y for c	ontribi	utions	or other ass	sets	not	Г	Yes	┌ No
b	If "Yes," explain the arrangement in Part XII	II and complete the	e follo	wing t	able		Г		ı			
_							}	•		Amo	ınt	
C	Beginning balance							1c				
d	Additions during the year						}	1d				
e	Distributions during the year						}	1e				
f	Ending balance						L	1f				
2a	Did the organization include an amount on Fo	orm 990, Part X, Iır	ne 21?	?						Γ	Yes	┌ No
b	If "Yes," explain the arrangement in Part XII	I Check here if the	e expla	anatıd	n has	been	provided in F	art	XIII			Г
Pa	rt V Endowment Funds. Complete											
		(a)Current year	(b)Prior	year	b (c)	Two years bac	k (d)	Three years	back (e	:)Four ye	ears back
1a	Beginning of year balance					<u> </u>		+				
Ь	Contributions					<u> </u>		+				
С	Net investment earnings, gains, and losses											
d	Grants or scholarships											
e	Other expenditures for facilities and programs											
f	Administrative expenses											
g	End of year balance											
2	Provide the estimated percentage of the cur	rent year end balan	nce (lır	ne 1g	colum	nn (a))	held as					
а	Board designated or quasi-endowment 🕨											
b	Permanent endowment ►											
C	Temporarily restricted endowment ► The percentages in lines 2a, 2b, and 2c sho	uld equal 100%										
За	Are there endowment funds not in the posse	ssion of the organiz	zatıon	that	are hel	d and	admınıstere	d for	the			
	organization by									2-(:)	Yes	No
	(i) unrelated organizations		•			•		•		3a(i) 3a(ii)	Yes	
ь	(ii) related organizations					• •		٠.		3b	1	<u> </u>
4	Describe in Part XIII the intended uses of the										1	<u> </u>
Par	t VI Land, Buildings, and Equipme					10.						
	Description of property		·		Cost or (invest		(b)Cost or of basis (othe		(c) Accumu deprecia		(d) Boo	ok value
1 a	_and			1			8,790	,157			,	8,790,157
	Buildings						205,766		89,0	65,040		6,701,154
	_easehold improvements						6,181		· ·	78,209		1,203,550
	Equipment						274,335	105	217,4	61 971		6,873,134
d i	-4		-			I	2/4,333	,100		01,7/1	,	, ,
	Other						1,829		21771	01,571		1,829,081

Part VII Investments—Other Securities. Se	ee Form 990, Part X, line 12	2.
(a) Description of security or category	(b)Book value	(c) Method of valuation
(including name of security)		Cost or end-of-year market value
(1)Financial derivatives		
(2)Closely-held equity interests		
Other		
Tatal (Column (b) must equal Form 000, Part V col (B) Inc. 12.)	F	
Total. (Column (b) must equal Form 990, Part X, col (B) line 12) Part VIII Investments—Program Related.		12
(a) Description of investment type	(b) Book value	(c) Method of valuation
(a) Description of investment type	(b) Book value	Cost or end-of-year market value
	-	
Total. (Column (b) must equal Form 990, Part X, col (B) line 13)	F	
Part IX Other Assets. See Form 990, Part X,	line 15.	
(a) Des		(b) Book value
(1) Intercompany Receivables		234,908,979
(2) Interest in Investment Held by Ascension Health Al	liance	54,729,029
(3) Other Long-Term Investments		11,663,911
(4) Other Receivables		1,017,241
(5) Other Long-Term Assets		709,926
(6) Restricted Assets		170,374
. ,		,
Total. (Column (b) must equal Form 990, Part X, col.(B) line	15.)	
Part X Other Liabilities. See Form 990, Par		
1 (a) Description of liability	(b) Book value	
Federal income taxes		
Intercompany Debt to Ascension Health	117,525,751	
Other Non-Current Liability	47,295,303	
Estimated Third Party Payables	6,036,686	
Patient AR Credit Balances	3,368,774	
Physician Guarantee Liability Pact Patrament Repolits	397,382	
Post Retirement Benefits Other Current Lightly 199	156,910	
Other Current Liabilities	79,146	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25)	174,859,952	
2 Fin 49 (ASC 740) Footpoto In Bart VIII provide the	++ - f +b - f++- +- +b	

j Par	Reconciliation of Revenue per Audited Financial Statements with Revenue per Retur	<u>n</u>
1	Total revenue, gains, and other support per audited financial statements	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12	
а	Net unrealized gains on investments	
b	Donated services and use of facilities	
c	Recoveries of prior year grants	
d	Other (Describe in Part XIII)	
e	Add lines 2a through 2d	
3	Subtract line 2e from line 1	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1	
а	Investment expenses not included on Form 990, Part VIII, line 7b . 4a	
b	Other (Describe in Part XIII)	
C	Add lines 4a and 4b	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	
Part	t XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Ret	urn
1	Total expenses and losses per audited financial statements	
2	A mounts included on line 1 but not on Form 990, Part IX, line 25	
а	Donated services and use of facilities	
b	Prior year adjustments	
C	Other losses	
d	Other (Describe in Part XIII)	
e	Add lines 2a through 2d	
3	Subtract line 2e from line 1	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:	
а	Investment expenses not included on Form 990, Part VIII, line 7b 4a	
b	Other (Describe in Part XIII)	
C	Add lines 4a and 4b	
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	
Part	t XIII Supplemental Information	
Com	nplete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines $1a$ and 4 , Part IV, lines	1b and 2b,

Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

Identifier Return Reference Explanation

OMB No 1545-0047

Open to Public Inspection

SCHEDULE H (Form 990)

Department of the Treasury Internal Revenue Service

► Complete if the organization answered "Yes" to Form 990, Part IV, question 20. ► Attach to Form 990. ► See separate instructions.

Hospitals

Name of the organization St Vincent's Birmingham

Employer identification number

63-0288864

Pa	Part I Financial Assistance and Certain Other Community Benefits at Cost								
								Yes	No
1a	Did the organization have	a financial as	ssistance po	licy during the tax year?	' If "No," skıp to questı	on 6a	1a	Yes	
ь	If "Yes," was it a written p	policy?					1b	Yes	
2	If the organization had multiple hospital facilities, indicate which of the following best describes application of the financial assistance policy to its various hospital facilities during the tax year								
	Applied uniformly to a Generally tailored to i				mly to most hospital fac	cilities			
3	Answer the following base organization's patients du			nce eligibility criteria th	at applied to the larges	t number of the			
а	Did the organization use f If "Yes," indicate which o					providing <i>fre</i> e care?	3a	Yes	
	┌ 100% ┌ 150% ┌	200%	ther						
b	Did the organization use I which of the following was				_	•	3b	Yes	
	□ 200% □ 250% □ 300% □ 350% □ 400% □ 0ther								
c If the organization used factors other than FPG in determining eligibility, describe in Part VI the income based criteria for determining eligibility for free or discounted care. Include in the description whether the organization used an asset test or other threshold, regardless of income, as a factor in determining eligibility for free or discounted care.									
4	4 Did the organization's financial assistance policy that applied to the largest number of its patients during the tax year								
5a	provide for free or discounted care to the "medically indigent"?								
.	the tax year?						<u>5a</u>	Yes	
	If "Yes" to line 5b, as a re						5b	Yes	
	care to a patient who was	_			· · · · · ·		5c		No
6a	Did the organization prep	are a commur	nity benefit re	eport during the tax year	r?		6a	Yes	
b	If "Yes," did the organiza	tion make it a	vailable to th	ne public?			6b	Yes	
	Complete the following ta worksheets with the Sche	_	worksheets ¡	provided in the Schedule	e H instructions Do not	t submit these			
7				munity Benefits at Co	st				
	ancial Assistance and Means-Tested overnment Programs	(a) Number of activities or programs (optional)	(b) Persons served (optional)	(c) Total community benefit expense	(d) Direct offsetting revenue	(e) Net community ben expense		f) Perce otal exp	
a	Financial Assistance at cost (from Worksheet 1)	,		7,252,604		7,252,	504	2 0	80 %
b	Medicaid (from Worksheet 3, column a)			26,745,080	16,092,197	10,652,			60 %
С	Costs of other means-tested government programs (from Worksheet 3, column b)								
d							487	5 1	40 %
Other Benefits							\dashv		
е	Improvement services and community benefit operations							00.9/-	
f	Health professions education								
g	(from Worksheet 5) Subsidized health services	5	361	619,378	295,919	323,	459	0 0	90 %
h	(from Worksheet 6) Research (from Worksheet 7)	3	4,822 5	25,220 163,852	9,975	15, 163,	245	0.0	0 % 50 %
1	Cash and in-kind contributions for community			·					
1	benefit (from Worksheet 8) Total. Other Benefits	7 39	1,500 18,913	288,911 1,774,813	306,146	288, 1,468,	_		80 % 10 %
k	Total. Add lines 7d and 7j .	39	18,913	35,772,497	16,398,343	19,374,			50 %

	rt II Community Buildi	na Astivitio	a Complete t	bic table if the or	a 2 21 7 2 to	00.00	nduct	ad any commun	.	ld.o.	Page
Pa	rt II Community Building activities during the of the communities in	tax year, an									
	or the communices	(a) Number of activities or programs (optional)	(b) Persons served (optional)	(c) Total community building expense		rect off revenue	_	(e) Net communit building expense		(f) Perce total ex	
1	Physical improvements and housing										
2	Economic development	2		824	1				824		0 %
3	Community support	5	4,310	7,28	7			7,	,287		0 %
4	Environmental improvements										
5	Leadership development and training										
6	for community members Coalition building								_		
7	Community health improvement advocacy										
8	Workforce development										
9	Other	2	8,200	8,13	3			8,	138		0 %
10	Total	9	12,510	16,24	9			16,	,249		
	It IIII Bad Debt, Medicar ion A. Bad Debt Expense	e, & Collec	tion Practic	es						T v = -	NI-
Se сі	Did the organization report ba	d debt expense	e in accordance	e with Heathcare Fin	ancıal M	anage	ment A	ssociation		Yes	No
2	Statement No 15? Enter the amount of the organi	 Ization's had d	 eht eynense F	volain in Part VI the		I	 I		1	+-+	No
_	methodology used by the orga		•	-	· .	2		12,497,777			
3	Enter the estimated amount of patients eligible under the org the methodology used by the	anızatıon's fına	ancıal assıstan	ce policy Explain in	Part VI						
	any, for including this portion				• •	3					
4	Provide in Part VI the text of to the page number on which to						rıbes b	ad debt expense			
Sect	ion B. Medicare						ı				
5	Enter total revenue received f		`	•		5		132,210,517			
6	Enter Medicare allowable cost					6		137,837,428			
7 8	Subtract line 6 from line 5 Th Describe in Part VI the extent Also describe in Part VI the c Check the box that describes	to which any so	shortfall report ology or source	ed in line 7 should b							
	Cost accounting system	r c∘	st to charge ra	tio Г	Other						
Sect	ion C. Collection Practices										
9a b	Did the organization have a wr If "Yes," did the organization's contain provisions on the colle	collection polection pol	licy that applied s to be followed	d to the largest num d for patients who ai	ber of its e known	patie to qua	alify for	financial	9a 9b	Yes	
Pa	rt IV Management Comp										ions)
	(a) Name of entity		D) Description of pi activity of entit	rımary	(c) Organia profit % o ownersh	zation's r stock	((d) Officers, directors, trustees, or key employees' profit % r stock ownership %	(e	Physic ofit % or ownership	ans' stock
1											
2											
3											
4											
5											
6											
7											
8							\perp				
9							\perp				
10							\perp				
11							\perp				
12											

Licensed hospital	General medical & suiç	Children's hospital	Teaching hospital	Ortical access hospital	Research facility	ER-24 hours	ER-other		
	gical			_				O ther (Describe)	Facility reporting group
х	х					х			
	hospital	medical & surgical d hospital	hospital redical & surgical hospital	hospital hospital redical & surgical hospital	hospital hospital hospital hedical & surgical hospital	facility cess hospital hospital hospital hedical & surgical hospital	facility cess hospital hospital hospital hospital hospital	facility facility cess hospital hospital hospital hospital	facility facility hospital hospital hospital

Schedule H (Form 990) 2012

Part V Facility Information (continued)

Section B. Facility Policies and Practices

(Complete a separate Section B for each of the hospital facilities or facility reporting groups listed in Part V, Section A)
St Vincent's Birmingham

	St vincent's biriningnam
Name of hospital facility or facility reporting group	

For	single facility filers only: line Number of Hospital Facility (from Schedule H, Part V, Section A)			
			Yes	No
Con	munity Health Needs Assessment (Lines 1 through 8c are optional for tax years begining on or before March 23, 2012)			
1	During the tax year or either of the two immediately preceding tax years, did the hospital facility conduct a community			
	health needs assessment (CHNA)? If "No," skip to line 9	1	Yes	<u> </u>
	If "Yes," indicate what the CHNA report describes (check all that apply)			
а	A definition of the community served by the hospital facility			
Ь	Demographics of the community			
C	Existing health care facilities and resources within the community that are available to respond to the health needs of the community			
d	How data was obtained			
e	The health needs of the community			
f	Primary and chronic disease needs and other health issues of uninsured persons, low-income persons, and minority groups			
g	The process for identifying and prioritizing community health needs and services to meet the community health needs			
h	The process for consulting with persons representing the community's interests			
i	Information gaps that limit the hospital facility's ability to assess the community's health needs			
j	Other (describe in Part VI)			
2	Indicate the tax year the hospital facility last conducted a CHNA $$ 20 $$ $$ $$ 20 $$ $$ $$ $$ $$ 20 $$ $$ $$ $$ $$ $$ $$ $$ $$ $$			
3	In conducting its most recent CHNA, did the hospital facility take into account input from representatives of the community			
	served by the hospital facility, including those with special knowledge of or expertise in public health? If "Yes," describe in Part VI how the hospital facility took into account input from persons who represent the community, and identify the			
	persons the hospital facility consulted	3	Yes	
4	Was the hospital facility's CHNA conducted with one or more other hospital facilities? If "Yes," list the other hospital			
_	facilities in Part VI	4	ļ	No
5	Did the hospital facility make its CHNA report widely available to the public?	5	Yes	
	If "Yes," indicate how the CHNA report was made widely available (check all that apply)			
а	✓ Hospital facility's website			
Ь	A vailable upon request from the hospital facility			
C	Other (describe in Part VI)			
6	If the hospital facility addressed needs identified in its most recently conducted CHNA, indicate how (check all that apply			
a	to date) Adoption of an implementation strategy that addresses each of the community health needs identified through the CHNA			
ь	Execution of the implementation strategy			
С	Participation in the development of a community-wide plan			
d	Participation in the execution of a community-wide plan			
e	✓ Inclusion of a community benefit section in operational plans			
	Adoption of a budget for provision of services that address the needs identified in the CHNA			
a				
h	Prioritization of services that the hospital facility will undertake to meet health needs in its community			
	Other (describe in Part VI)			
7	Did the hospital facility address all of the needs identified in its most recently conducted CHNA? If "No," explain in Part VI			
•	which needs it has not addressed and the reasons why it has not addressed such needs	7	Yes	
8a	Did the organization incur an excise tax under section 4959 for the hospital facility's failure to conduct a CHNA as			
_	required by section 501(r)(3)?	8a		No
	If "Yes" to line 8a, did the organization file Form 4720 to report the section 4959 excise tax?	8b	ļ	
С	If "Yes" to line 8b, what is the total amount of section 4959 excise tax the organization reported on Form 4720 for all of its			
	hospital facilities? \$			

Р	Part V Facility Information (continued)				
	nancial Assistance Policy		Yes	No	
_	Did the hospital facility have in place during the tax year a written financial assistance policy that				
	Explained eligibility criteria for financial assistance, and whether such assistance includes free or discounted care?	9	Yes		
10	Used federal poverty guidelines (FPG) to determine eligibility for providing free care?	10	Yes		
	If "Yes," indicate the FPG family income limit for eligibility for free care 200 00000000000%				
	If "No," explain in Part VI the criteria the hospital facility used				
11	Used FPG to determine eligibility for providing <i>discounted</i> care?	11	Yes		
	If "Yes," indicate the FPG family income limit for eligibility for discounted care 300 0000000000000% If "No," explain in Part VI the criteria the hospital facility used				
12	Explained the basis for calculating amounts charged to patients?	12	Yes	<u> </u>	
	If "Yes," indicate the factors used in determining such amounts (check all that apply)				
а	▼ Income level				
b	Asset level				
c	▼ Medical indigency				
d	Insurance status				
е	Uninsured discount				
f	Medicaid/Medicare				
g	State regulation				
h	Other (describe in Part VI)				
13	Explained the method for applying for financial assistance?	13	Yes		
14	Included measures to publicize the policy within the community served by the hospital facility?	14	Yes		
	If "Yes," indicate how the hospital facility publicized the policy (check all that apply)				
а	The policy was posted on the hospital facility's website				
b	The policy was attached to billing invoices				
c	lacksquare The policy was posted in the hospital facility's emergency rooms or waiting rooms				
d	The policy was posted in the hospital facility's admissions offices				
е	The policy was provided, in writing, to patients on admission to the hospital facility				
f	The policy was available upon request				
g	Other (describe in Part VI)				
Bil	lling and Collections				
15	Did the hospital facility have in place during the tax year a separate billing and collections policy, or a written financial		[,		
16	assistance policy (FAP) that explained actions the hospital facility may take upon non-payment?	15	Yes	\vdash	
10	the tax year before making reasonable efforts to determine the patient's eligibility under the facility's FAP			1	
а	Reporting to credit agency				
b	Lawsuits				
c	Liens on residences				
d	Body attachments				
е	Other similar actions (describe in Part VI)			1	
17	Did the hospital facility or an authorized third party perform any of the following actions during the tax year before making reasonable efforts to determine the patient's eligibility under the facility's FAP?	17		No	
	If "Yes," check all actions in which the hospital facility or a third party engaged			1	
а	Reporting to credit agency			1	
b	Lawsuits			1	
c	Liens on residences			1	
d	Body attachments			1	
-	C Other similar actions (describe in Part VI)			1	

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Page

Pa	art V Facility Information (continued)			
18	Indicate which efforts the hospital facility made before initiating any of the actions listed in line 17 (check all that apply)			
а	Notified individuals of the financial assistance policy on admission			
b	Notified individuals of the financial assistance policy prior to discharge			
c	Notified individuals of the financial assistance policy in communications with the patients regarding the patients' bills			
d	Documented its determination of whether patients were eligible for financial assistance under the hospital facility's			
	financial assistance policy			
e	Other (describe in Part VI)			
Po	licy Relating to Emergency Medical Care			
			Yes	No
19	Did the hospital facility have in place during the tax year a written policy relating to emergency medical care that requires			
	the hospital facility to provide, without discrimination, care for emergency medical conditions to individuals regardless of their eligibility under the hospital facility's financial assistance policy?	10	Yes	
	If "No," indicate why	1	1 03	
а				
b				
_				
С				
d				
	arges to Individuals Eligible for Assistance under the FAP (FAP-Eligible Individuals)			
20	Indicate how the hospital facility determined, during the tax year, the maximum amounts that can be charged to FAP-			
а	eligible individuals for emergency or other medically necessary care The hospital facility used its lowest negotiated commercial insurance rate when calculating the maximum amounts that			
_	can be charged			
b				
	maximum amounts that can be charged			
C	The hospital facility used the Medicare rates when calculating the maximum amounts that can be charged			
	Other (describe in Part VI)			
21	During the tax year, did the hospital facility charge any FAP-eligible individuals to whom the hospital facility provided			
	emergency or other medically necessary services, more than the amounts generally billed to individuals who had insurance covering such care?	21		l No
	If "Yes," explain in Part VI			140
22	During the tax year, did the hospital facility charge any FAP-eligible individuals an amount equal to the gross charge for any			
	service provided to that individual?	22		Νo
	If "Yes," explain in Part VI			

	ule H (Form 990) 20:	12
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8 9

Part V	Facility	Information	(continued
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Section C.	Other Health	Care Facilities	That Are Not	t Licensed,	Registered,	or Similarly	Recognized a	ıs a
Hospital F	acility					_	_	

(list in order of size, from largest to smallest)

Ho	w many non-hospital health care facilities did the	organization operate during the tax year?	
<u>Na</u>	me and address	Type of Facility (describe)	
1	Access to Care Network 810 St Vincents Drive POB 1-Ste 105	Medical Clinic	
	Birmingham, AL 35205		
2			
3			
4			
5			
6			
7			

Schedule H (Form 990) 2012

Part VI Supplemental Information

Complete this part to provide the following information

- 1 Required descriptions. Provide the descriptions required for Part I, lines 3c, 6a, and 7, Part II, Part III, lines 4, 8, and 9b, Part V, Section A, and Part V, Section B, lines 1j, 3, 4, 5c, 6i, 7, 10, 11, 12h, 14g, 16e, 17e, 18e, 19c, 19d, 20d, 21, and 22
- 2 Needs assessment. Describe how the organization assesses the health care needs of the communities it serves, in addition to any needs assessments reported in Part V, Section B
- 3 Patient education of eligibility for assistance. Describe how the organization informs and educates patients and persons who may be billed for patient care about their eligibility for assistance under federal, state, or local government programs or under the organization's financial assistance policy
- 4 Community information. Describe the community the organization serves, taking into account the geographic area and demographic constituents it serves
- **Promotion of community health.** Provide any other information important to describing how the organization's hospital facilities or other health care facilities further its exempt purpose by promoting the health of the community (e.g., open medical staff, community board, use of surplus funds, etc.)
- **Affiliated health care system.** If the organization is part of an affiliated health care system, describe the respective roles of the organization and its affiliates in promoting the health of the communities served
- 7 State filing of community benefit report. If applicable, identify all states with which the organization, or a related organization, files a community benefit report
- **Facility reporting group(s).** If applicable, for each hospital facility in a facility reporting group provide the descriptions required for Part V, Section B, lines 1₁, 3, 4, 5c, 6₁, 7, 10, 11, 12h, 14g, 16e, 17e, 18e, 19c, 19d, 20d, 21, and 22

Identifier	ReturnReference	Explanation
		Part I, Line 7 The cost of providing charity care, means tested government programs, and community benefit programs is estimated using internal cost data, and is calculated in compliance with Catholic Health Association ("CHA") guidelines The organization uses a costing accounting system that addresses all patient segments (for example inpatient, outpatient, emergency room, private insurance, Medicaid, Medicare, uninsured, or self pay) The best available data was used to calculate the amounts reported in the table. For the information in the table, a cost-to-charge ratio were calculated and applied
		Part I, Line 7g The organization employs its physicians at physician clinics, so the associated costs and charges relating to those physician services are included in all relevant categories in Part I

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below 200% of the FPL and applied that percentage to bad debt			under the organization's charity polity was calculated by using
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Identifier	ReturnReference	Explanation
		Part III, Line 8 Ascension Health and related health ministries follow the Catholic Health Association ("CHA") guidelines for determining community benefit CHA community benefit reporting guidelines suggest that Medicare shortfall is not treated as community benefit The cost-to-charge ratio method is used in determining the shortfall
		Part III, Line 9b St Vincent's Health System follows the Ascension guidelines for collection practices related to patients qualifying for charity or financial assistance. A patient can apply for charity or financial assistance at any time during the collection cycle. Once qualifying documentation is received the patient's account is adjusted. Patient accounts for the qualifying patient in the previous six months may also be considered for charity or financial assistance. Once a patient qualifies for charity or financial assistance, all collection activity is suspended.

Identifier	ReturnReference	Explanation
St Vincent's Birmingham		Part V, Section B, Line 3 To prepare the CHNA report data was gathered from multiple sources in an effort to construct a current and accurate snapshot of the health issues in Jefferson County, Alabama Data was obtained from multiple public data bases and opinions were solicited from public health experts, community leaders and patients within the community served bySt Vincent's Birmingham Hospital This information was summarized for final consideration by a CHNA team consisting of hospital and system personnel as well as community members
		Part VI, Line 2 Our most recent community needs assessment was conducted in April 2013 by St Vincent's Birmingham and was limited geographically to the seven counties served by St Vincent's Health System. The assessment was completed by interviewing key stakeholders both within St Vincent's Health System and in the external community. The interviews were conducted between December 2012 and April 2013. Interviewees included a range of CEO's and program managers from area health care organizations, and more than 50 interviews were completed. The needs assessment consists of census data, public health information, and findings from the interviews. These findings include an assessment of the local healthcare infrastructure and the service gaps, especially in regards to those in our community who lack access to basic healthcare services.

Identifier	ReturnReference	Explanation
		Part VI, Line 3 St Vincent's Birmingham uses visual aids to inform patients of available financial assistance. The statement of Patient Financial Services Financial Assistance is displayed at all registration areas throughout the hospital, including the Emergency Department to make patients aware that assistance is available. Our staff, when discussing collections with patients, also makes patients aware of the available assistance if they are unable to pay.
		Part VI, Line 4 St Vincent's Health System primarily services residents of central Alabama in the following seven counties Blount, Cullman, Jefferson, Shelby, St Clair, Talladega, and Walker - Our primary service area consists of both rural and urban communities with a population of 658,931, median income of \$45,750 - Age of population 23 55% age 0-18, 54 7% age 19-64, 13 3% age 65+ - Ethnicity 54 7% White non-Hispanic, 42 3% Black non-Hispanic, 1 9% Other - Language English speaking 94 2%, Non-English age 5+ 5 8% - Insurance coverage breakdown is 49 3% Private, 43 18% Medicare, 3 1% Medicaid, and 4 5% Uninsured - Poverty 16 2% on average in poverty - Hospitals in service area 13 total, 11 Nonprofit, 2 For profit, 1 academic medical center - Health Statistics - Obesity 32% - Leading causes of death Heart disease, Cancer, Stroke

Identifier	ReturnReference	Explanation	1
		Part VI, Line 5 This report illustrates the sig which St Vincent's Health System through its and Health & Wellness facility, contributes to	s four hospitals the positive
		health status of the communities we serve The hospitals include St Vincent's Birmingham, St St Vincent's Blount and St Vincent's St Clai has a separate Tax ID number Each makes a	St Vincent's East, ir Each hospital
		contribution to caring for their community, inc are underserved As a member of Ascension I Vincent's Health System continues to build a sustainable collaborative efforts that benefit t	Health, St nd strengthen
		individuals, families and the community as a v System's mission is to extend the healing mir The hospitals of the health system further the	whole The Health nistry of Christ mission through
		the delivery of patient services, care to the el patient education, and health awareness prog community Our concern for all human life and the dignity of each person leads us to provide	rams for the d commitment to
		to all people in the community without regard national origin, economic status, or ability to Core Values and in the spirit of principles ado	to race, creed, pay Based on our pted by
		Ascension Health, our Health System has tak steps to address those issues that affect according, and the delivery of health care to all especially the uninsured, underinsured, and the	essibility, the I persons,
		The following chart demonstrates the significal patient days and the estimated unreimbursed provide by our four hospitals to the uninsured	ant number of cost of services or underserved
		FY13 Number of Number of Estimated License Days Unreimbursed costSt Vincent's Birming 101,558 13,395,225 St Vincent's East 346 14,195,123St Vincent's Blount 40 4,122 1,	gham 499 81,163
		Vincent's St Clair 40 9,136 2,417,474 Tota 31,343,323St Vincent's Heath System has a commitment to serving the community We ea	l 925 195,979 a deep ırmark a certaın
		percentage of our yearly profits for charitable Through this charitable donation program, we support local chapters of national organization American Cancer Society, the American Hear	are able to ns such as the
		March of Dimes, and Susan G Komen for the Glocal programs and initiatives such as the Uniour executives serve on the boards of these o	Cure We also fund Ited Way Many of Irganizations We
		provide essential medical services to the com- recruit healthcare professionals to serve the i broader community, provide appropriate chari those unable to pay for their health care need:	needs of the ty services to
		services to other organizations that allow their quality services to their patients or constitue services include Liz Moore Low Vision Center	m to provide nts Some of these located at St
		Vincent's East, Jeremiah's Hope Skills Progra Outreach Ministry, Access to Care and Elder program which are all located at St Vincent's goal of the Liz Moore Low Vision Center at St	Care Services Birmingham The
		to assist the person with low vision to use fun the utmost capacity A person with low vision blind but able to function with visual aids that	ctional vision to may be legally enhance the
		remaining vision. With the assistance of magradaptations of the special low vision aids that certain daily tasks, the visually impaired pers with less difficulty. The Vision Center provide	are useful for on can function
		person with low vision These services are deperson's daily life activities, which may be hir visual loss St Vincent's Birmingham Jeremia	signed to benefit a ndered by the h's Hope Skills
		Program focuses on training at-risk individual women, for entry level jobs in the healthcare is more than _ people have graduated from Jerer most are still working in the healthcare indust	ndustry Today, miah's Hope, and
		has also recently partnered with Jeff State Co to begin identifying "under-employed" individu our own workforce and training them to becom	mmunity College uals from within ne nurses
		Philanthropy allowed this revolutionary progra it has now become a model for other healthcar nationwide In 2003, St Vincent's Birminghan Hispanic Outreach program, La Sana Esperan	re facilities n initiated a
		Hope, recognizing the changing demographics This program provides health and medical ass burgeoning Latino population, often an isolate	s in Birmingham sistance to the d sector of our
		community By identifying and placing high-ris Access to Care, we are providing critical care in a fiscally responsible manner. We have provided health screenings, health information, case m	e for those in need vided health fairs,
		assistance, and language assistance to a my within the Birmingham community in order to l barriers that lead to poor heath in the Latino p	riad of persons break down the population Access
		to Care is a healthcare option for the "working Birmingham area, serving individuals who are health insurance The Clinic treats up to _ pat time, providing for all of their healthcare need	employed but lack tients at any given
		patient St Vincent's works with patients to id acquire insurance and screens patients based to make life changes conducive to good health	d on a willingness h This charity
		care is only made possible because of charita provide the equipment, space and staffing the Clinic is a service for those patients who have and is possible because of the many philanthr	Clinic needs The eno other options
		support this ministry The St Vincent's Birmir Services Program was created in response to by a donor to St Vincent's Foundation That of	a need expressed donor is a self-
		described Elder Orphan She has few family m prospects to assist her with care as she ages about her future when the time comes when sh able to drive herself to and from physician app	She worries ne is no longer
		the grocery store She trusts St Vincent's to medical needs and wondered if there was a wa to assist people like her who will need addition	care for her ly for St Vincent's nal assistance as
		they age The idea was presented to Susann N in the Foundation office, and after more than to groups and meetings with St Vincent's assoc was officially launched Initial funding was req	wo years of focus nates, the project
		group of focus group members who were supported about the project and a grant was obtained from the outline of Services.	m the Daughters ices that the Elder
		Care Services Program might provide Just in Elder Care Program has hopes to become one original donor and those like her who will need in their twilight years We Are Called To - Se	that assists our I support services
		Generosity of spirit, especially for persons mo Reverence - Respect and compassion for the diversity of life- Integrity- Inspiring trust thro	dignity and ough personal
		leadership- Wisdom- Integrating excellence a Creativity- Courageous innovation- Dedication hope and joy of our ministry St Vincent's Hea made up of five facilities St Vincent's Birmin	on- Affirming the alth System is
		Vincent's Blount, St Vincent's East, St Vince One Nineteen Health and Wellness Together, special brand of high-touch, high-tech quality more than 40 different zip codes. Our healthcome	, we provide a care to people in
		extensive network of skilled physicians and a as the most advanced technologies available Ascension Health, the nation's largest Cathol	ssociates, as well We are a part of lic and non-profit
		health system, with more than 100,000 associates and the District of Columbia. We are controlling healthcare that works, healthcare the healthcare that leaves no one behind for life.	ommitted to
		Part VI, Line 6 St Vincent's Health System Ministry) is a member of Ascension Health A Alliance is a Missouri nonprofit corporation fo	scension Health rmed on
		September 13, 2011 Ascension Health Allia corporate member and parent organization of a Catholic national health system consisting nonprofit corporations that own and operate lo	Ascension Health, primarily of
		facilities, or Health Ministries, located in 23 of States and the District of Columbia Ascension is sponsored by Ascension Health Ministries,	of the United n Health Alliance a Public Juridic
		Person The Participating Entities of Ascension Ministries are the Daughters of Charity of Stathe United States, St. Louise Province, the Colloseph, the Congregation of the Sisters of St.	Vincent de Paul in ongregation of St
		Carondelet, the Congregation of Alexian Brotl Immaculate Conception Province, Inc - Ame and the Sisters of the Sorrowful Mother of the	hers of the rican Province, Third Order of St
		Francis of Assisi - US/Caribbean Province As described in the Organization Changes notes, System which was previously sponsored by the Sorrowful Mother of the Third Order or St. Frai	, Marian Health ne Sisters of the
		US/Caribbean Province, because part of Asce April 1, 2013 In addition, Alexian Brothers H which was previously sponsored by the Congr	lealth System, regation of Alexian
		Brothers of the Immaculate Conception Provide American Province, became part of Ascension January 1, 2012 Mission The System directs and management activities toward strong, vib	n Health on its governance
		Health Ministries united in service and healing its resources to spiritually centered care which improves the health of the individuals and con- serves. In accordance with the System's miss	ch sustains and mmunities it
		those persons living in poverty and other vulneach Health Ministry accepts patients regard to pay The System uses four categories to id	erable persons, less of their ability
		resources utilized for the care of persons livin community benefit programs 1 Traditional chincludes the cost of services provided to persafford healthcare because of independent reso	ig in poverty and varity care vons who cannot
		are uninsured or underinsured 2. Unpaid cost represents the unpaid cost of services provide covered by public programs for the persons live.	of public programs ed to persons ving in poverty and
		other vulnerable persons 3 Cost of other prog persons living in poverty and other vulnerable programs intentionally designed to serve the poverty and other vulnerable persons of the co	persons includes persons living in
		including substance abusers, the homeless, v abuse and persons with acquired immune defi- syndrome 4 Community benefit consists of the	rictims of child ciency ne unreimbursed
		costs of community benefit programs and serv general community, not solely for persons livi other vulnerable persons, including health pro education, health clinics and screenings and i	ng in poverty and motion and
		research Discounts are provided to all uninsu including those with the means to pay Discou those patients who did not qualify for assistan	red patients, ints provided to nce under charity
		care guidelines are not included in the cost of persons living in poverty and community bene cost of providing care to persons living in pov community benefit programs is estimated by i	efit programs The erty and
		forgone by a factor derived from the ratio of ea operating expenses to the entity's billed char- care Certain costs such as graduate medical	ach entity's total ges for patient education and
		certain other activities are excluded from total expenses for the purposes of this computation	

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Schedule I (Form 990)

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

OMB No 1545-0047

2012

DLN: 93493135020704

Department of the Treasury Internal Revenue Service Name of the organization

St Vincent's Birmingham

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

Attach to Form 990

Inspection

Employer identification number

63-0288864

2 Describe in Part IV the org	janizacion s procedi	ires for monitoring the use	e or grant fullus in the c	onited States			
		o Governments and receive					l "Yes" to
(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) A mount of cash grant	(e) A mount of non- cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) Vestavia High School 1204 Montgomery Highway Birmingham, AL 35216	63-0590762	N/A	34,500				General Support
(2) Mountain Brook High School 3650 Bethune Drive Mountain Brook, AL 35223	63-1076010	N/A	32,000				General Support
(3) Homewood High School 1901 S Lakeshore Dr Homewood,AL 35209	63-0586314	501(c)(3)	27,000				General Support
(4) Briarwood High School 2204 Briarwood Way Birmingham, AL 35243	63-0653634	501(c)(3)	12,500				General Support
(5) Bessemer Academy 1705 4th Ave Southwest Bessemer, AL 35022	63-0521463	501(c)(3)	11,250				General Support
(6) Pelham High School 2500 Panther Circle Pelham, AL 35124	63-6001081	N/A	10,500				General Support
(7) American Cancer Society 1100 Ireland Way Suite 300 Birmingham, AL 35205	64-0329009	501(c)(3)	10,000				General Support
(8) Calera High School 100 Calera Eagle Drive Calera, AL 35040	63-6001081	N/A	9,500				General Support
(9) Hewitt Trussville High School 6450 Husky Parkway Trussville,AL 35173	63-0595540	N/A	7,500				General Support
(10) St Vincent's Health System 810 St Vincents Drive Birmingham, AL 35205	63-0931008	501(c)(3)	79,959				General Support

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

(b) Number of recipients	(c) A mount of cash grant	(d) A mount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
I	I	1		
				recipients cash grant non-cash assistance (book,

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

Identifier Return Reference Explanation

Schedule I (Form 990) 2012

Software ID:

Software Version:

EIN: 63-0288864

Name: St Vincent's Birmingham

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) A mount of cash grant	(e) A mount of non- cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Vestavia High School1204 Montgomery Highway Birmingham, AL 35216	63-0590762	N/A	34,500				General Support
Mountain Brook High School 3650 Bethune Drive Mountain Brook, AL 35223	63-1076010	N/A	32,000				General Support

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) A mount of cash grant	(e) A mount of non- cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Homewood High School1901 S Lakeshore Dr Homewood,AL 35209	63-0586314	501(c)(3)	27,000				General Support
Briarwood High School2204 Briarwood Way Birmingham, AL 35243	63-0653634	501(c)(3)	12,500				General Support

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) A mount of cash grant	(e) A mount of non- cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Bessemer Academy1705 4th Ave Southwest Bessemer, AL 35022	63-0521463	501(c)(3)	11,250				General Support
Pelham High School2500 Panther Circle Pelham, AL 35124	63-6001081	N/A	10,500				General Support

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) A mount of cash grant	(e) Amount of non- cash valuation r assistance (book, FMV, appraisal, other)		(g) Description of non-cash assistance	(h) Purpose of grant or assistance
American Cancer Society 1100 Ireland Way Suite 300 Birmingham, AL 35205	64-0329009	501(c)(3)	10,000				General Support
Calera High School100 Calera Eagle Drive Calera,AL 35040	63-6001081	N/A	9,500				General Support

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) A mount 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
Hewitt Trussville High School 6450 Husky Parkway Trussville,AL 35173	63-0595540	N/A	7,500				General Support
St Vincent's Health System 810 St Vincents Drive Birmingham, AL 35205	63-0931008	501(c)(3)	79,959				General Support

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DLN: 93493135020704

OMB No 1545-0047

Open to Public

Inspection

Schedule J (Form 990)

Department of the Treasury Internal Revenue Service

Name of the organization

St Vincent's Birmingham

For certain Officers, Directors, Trustees, Key Employees, and Highest **Compensated Employees** ► Complete if the organization answered "Yes" to Form 990,

Compensation Information

Part IV, question 23. ► Attach to Form 990. ► See separate instructions.

Employer identification number

63-0288864

Pa	rt I Questions Regarding Compensation			
			Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items			
	First-class or charter travel Housing allowance or residence for personal use			
	☐ Travel for companions ☐ Payments for business use of personal residence			
	Tax idemnification and gross-up payments Health or social club dues or initiation fees			
	Discretionary spending account Personal services (e.g., maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2	Yes	
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III			
	Compensation committee Written employment contract			
	☐ Independent compensation consultant ☐ Compensation survey or study			
	Form 990 of other organizations 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			
а	Receive a severance payment or change-of-control payment?	4a		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	Yes	
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		Νo
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only 501(c)(3) and 501(c)(4) organizations only 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			
а	The organization?	5a		No
b	Any related organization?	5b		Νo
	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			
а	The organization?	6a		No
b	Any related organization?	6b		No
	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	7		No
8	Were any amounts reported in Form 990, Part VII, paid or accured pursuant to a contract that was			
	subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If "Yes," describe			
	ın Part III	8		Νo
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	9		

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

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

Note. The sum of columns (B)(1)-(111) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and	(D) Nontaxable	(E) Total of	(F) Compensation
	(i) Base compensation	(ii) Bonus & ıncentıve compensatıon	(iii) Other reportable compensation	other deferred compensation	benefits	columns (B)(ı)-(D)	reported as deferred in prior Form 990
See Additional Data Table							

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

iso complete this part for any additional information					
Identifier	Return Reference	Explanation			
	Part I, Line 3	The following are used by St Vincent's Health System to establish the compensation of the organization's CEO - Compensation Committee -Independent Compensation Consultant -Compensation Survey or Study -Approval by the Board or Compensation Committee			
Supplemental Information	Part III	Part I, Line 4b Eligible 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 nonvested. 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. A related organization that paid the salaries of the individuals listed in Schedule J, Part II, paid out of the supplemental nonqualified retirement plan in the amounts as noted. Neeysa C. Biddle - \$82,918. William A. Davis - \$3,401. Nan M. Priest - \$20,508. A related organization that paid the salaries of the individuals listed in Schedule J, Part II, contributed to the supplemental nonqualified retirement plan in the amounts as noted. John D. O'Neil - \$42,150. David A. Cauble - \$4,375. Vicki L. Briggs - \$146,115. Nan M. Priest - \$61,545. Gregory L. James - \$7,500. Carol A. Maietta - \$2,235. William A. Davis - \$7,100. Christopher L. Moore - \$23,254. Janith Monroe Gannon - \$34,207. Schedule J, Part II. Description of Compensation. Executive compensation, in keeping with Ascension Health's philosophy, is in line with the national average. Compensation may include short or long term incentive pay, deferred compensation, PTO (vacation/holiday) converted to cash, etc.			

Schedule J (Form 990) 2012

Software ID: **Software Version:**

EIN: 63-0288864

Name: St Vincent's Birmingham

Form 990, Schedule J, I	Part 1	<u>II - Officers, Direc</u>	<u>:tors, Trustees, Ke</u>	y Employees, and	Highest Compen	sated Employees		
(A) Name			f W-2 and/or 1099-MIS		(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(1)-(D)	(F) Compensation reported in prior Form
		(i) Base Compensation	incentive compensation	(iii) O ther compensation	GCP GG	2 3	(-)(-)	990 or Form 990-EZ
John D O'Neil	(I) (II)	0 574,472	0 1,166,059	0 160,408	0 4,900	0 19,185	0 1,925,024	0 0
David A Cauble	(ı) (ıı)		0 165,000	0 60,025	0 7,500	0 18,394	0 628,199	0 0
Vicki L Briggs	(ı) (ıı)		0 146,953	0 51,824	0 250	0 19,678	0 658,747	0 0
Nan M Priest	(I) (II)		0 125,813	0 69,947	0 7,500	0 15,434	0 512,609	0 20,508
Gregory L James	(I) (II)		0 132,258	0 74,991	0 7,500	0 9,246	0 594,322	0 0
Carol A Maietta	(1) (11)	0 229,156	0 84,219	0 17,708	0 6,958	0 10,040	0 348,081	0 0
William A Davis	(I) (II)		105,003 0	85,496 0	7,500 0	17,921 0	537,929 0	3,401 0
Christopher L Moore	(I) (II)		53,813 0	54,567 0	6,301 0	17,723 0	333,226 0	0 0
Janith Gannon	(I) (II)		0	1,179 0	0 0	8,567 0	177,595 0	0 0
Brian K Mader	(I) (II)		0	11,853 0	5,743 0	15,305 0	219,088 0	0 0
Lydia E Esty	(I) (II)		23,331 0	126 0	0 0	14,273 0	188,247 0	0 0
Sam A Faircloth	(I) (II)		0	52,033 0	4,656 0	16,210 0	202,013	0 0
Roger Lee Quinn	(ı) (ıı)		0	39,463 0	4,391 0	11,665 0	188,335 0	0 0
Dianne W Norris	(I) (II)		0	32,971 0	4,224 0	11,858 0	185,887 0	 0 0
Neeysa C Biddle end 611	(I) (II)	0	0	0 143,177	0	0	0 143,177	0 82,918

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As Filed Data -

DLN: 93493135020704

OMB No 1545-0047

2012

Schedule L

(Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Transactions with Interested Persons

► Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b. ► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Open to Public Inspection

Name of the organ St Vincent's Birmingha								Em	ploye	r identif	fication	number	•
									-0288				
			•				501(c)(4) or	-					
					<u>orm 990, P</u> oetween dis		5a or 25b, or l (c) Descrip					10b (d) Corre	- c+o d2
1 (a) Name o	n disquaii	neu pers	1		l organization		(C) Descrip	ט ווטוו ט	ı trans	action		Yes	No
												165	140
2 Enter the am	ount of ta:	x ıncurre	d by organiza	ition mana	gers or disc	qualified perso	ons during the	yearu	ınders	ection			
4958									•	P \$			
3 Enter the am	ount of tax	x, if any,	on line 2, abo	ove, reimbi	ursed by the	e organizatior			•	F \$			
Part II Loar	ns to an	d/or F	rom Inter	ested Pe	rsons.								
Comp	lete if the	organiz	atıon answere	ed "Yes" or	n Form 990		ıne 38a, or Fo	rm 990	0, Par	t IV , lın	e 26, o	r ıf the	
			n amount on f						-		`	Lanu	
(a) Name of interested	with orga		(c) Purpose of loan	(d) Loan or from t		(e)Original principal	(f)Balance due	(g) defa	In Jult?	(h Appro		(i)Wri agreen	
person				organizati		amount		"-"		by boa		"9" - 0"	
					Γ_	4				commi	1	 	T
				То	From			Yes	No	Yes	No	Yes	No
											-	_	
						1						_	
											1	_	
						1						_	
												_	
Гotal	1			▶ \$		•	•				•		
Part IIII Gran	ts or As	sistan	ce Benefit	ting Inte	rested P	ersons.						- I	
Comp	olete if th	ne orgai	nızatıon ans	wered "Y	es" on For	m 990, Par	t IV, line 27.						
(a) Name of inte	rested	` '	ationship bet) A mount o	fassistance	(d) Type o	fassis	tance	(e)	Purpos	e of assi	stance
person			ted person ar organization	id the									
							l						
							- -						
							_						
							_						

Part IV Business Transactions I	nvolving Interested	d Persons.			
Complete if the organizatio	n answered "Yes" on	Form 990, Part IV, lır	ne 28a, 28b, or 28c.		
(a) Name of Interested person	(b) Relationship between interested person and the organization	(c) A mount of transaction	(d) Description of transaction	(e) Sh of organiz reveni	: zation's
				Yes	No
(1) Southwest Medical Group	Board Member is President	· · · · · · · · · · · · · · · · · · ·	Medical Director Fees, Call Coverage, Block Lease of Cardiac Equipment/Personnel		No
(2) Kathryn Monroe	Daughter of Key Employee	32,687	Compensation for Employment		No

Part V Supplemental Information

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

Identifier	Return Reference	Explanation

Schedule L (Form 990 or 990-EZ) 2012

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As Filed Data -

DLN: 93493135020704

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

2012
Open to Public Inspection

Name of the organization St Vincent's Birmingham	Employer identifi	cation number
	63-0288864	

ldentifier	Return Reference	Explanation
Explanation of Attached Audited Financial Statements	Form 990, Part IV, Line 20b	The financial statements of St Vincent's Health System, which include the activity of St Vincent's Birmingham, fall under the full scope audit of Ascension Health Alliance. The activity of St Vincent's Birmingham and other members of St Vincent's Health System are reported in the consolidated financial statements of Ascension Health Alliance. No individual audit for St Vincent's Birmingham is completed. Therefore, the attached audited financial statements are of Ascension Health Alliance and Affiliates (which include the activity of St Vincent's Birmingham).

ldentifier	Return Reference	Explanation
Number of Forms 1099 Filed	V, Line 1a	St Vincent's Health System, a related organization of St Vincent's Birmingham, uses a common paymaster to compensate all independent contractors used within the Health System. The number attributable to each hospital is not easily distinguishable. The total amount of Forms 1099 fled for the entire Health System appears on Part V, Line 1a of St. Vincent's Health System's Form 990.

Identifier	Return Reference	Explanation
	Form 990, Part VI, Section A, line 6	St Vincent's Birmingham has a single corporate member, St Vincent's Health System

Identifier	Return Reference	Explanation
	Form 990, Part VI, Section A, line 7a	St Vincent's Birmingham has a single corporate member, St Vincent's Health Sytem, who has the ability to elect members of the governing body of St Vincent's Birmingham

Identifier	Return Reference	Explanation
	· · · · · · · · · · · · · · · · · · ·	All decisions that have a material impact to St. Vincent's Birmingham, as a whole, are subject to approval by its sole corporate member, St. Vincent's Health System

Identifier	Return Reference	Explanation
	Form 990, Part VI, Section A, line 8b	There are not any separate committees that have the authority to act on behalf of the governing body for St Vincent's Birmingham

Identifier	Return Reference	Explanation
		Management, including certain officers, works diligently to complete the Form 990 and attached schedules in a thorough manner. Management presents the Form to the Board, or a designated committee, to review. Prior to filing the return, all Board Members are provided the Form 990 and management team members are available to answer any Board Member's questions.

Identifier	Return Reference	Explanation
	Form 990, Part VI, Section B, Ine 12c	The organization regularly and consistently monitors and enforces compliance with the conflict of interest policy in that any director or principal officer, 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 considering the proposed transaction or arrangement. The remaining individuals on the governing board will decide if conflicts of interest exist. Each director or principal officer annually signs a statement which affirms such person has received a copy of the conflict 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 status.

Identifier	Return Reference	Explanation
	Form 990, Part VI, Section B, line 15	In determining compensation for the President of St Vincent's Birmingham, the process, performed by St Vincent's Health System, included a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision. The Health System Compensation Committee review ed and approved the compensation with the facilitation by the SCP of HR and the Director of Compensation. In the review of the compensation, the President was compared to individuals at other hospitals in the area who hold the same title. During the review and approval of the compensation, documentation of the decision was recorded in the minutes. The individual was not present when his compensation was decided. In determining compensation of other officers of the organization, the process, performed by St Vincent's Health System, included a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision. The Health System Compensation Committee reviewed and approved the compensation. In the review of the compensation, the other officers of the organization were compared to individuals at other hospitals in the area who hold the same title. During the review and approval of the compensation, documentation of the decision was recorded in the board minutes.

Identifier	Return Reference	Explanation
	Form 990, Part VI, Section C, line 19	The organization will provide any documents open to public inspection upon request

Identifier	Return Explanation Reference									
	Form 990, Part VI, Section B, Line 14	St Vincent's Health System, the parent organization of St Vincent's Birmingham has drafted a document retention and destruction policy to be approved by the board of directors or designated committee. The policy was drafted but not approved prior to the close of the current fiscal year, however, St Vincent's Health System plans to have the policy in place prior to June 30, 2014								

ldentifier	Return Reference	Explanation
Changes in Net Assets or Fund Balances	Form 990, Part XI, line 9	Other Pension-Related Cost 208,822 Transfer from Affiliates -391,062

SCHEDULE R

Rolated Orga

Related Organizations and Unrelated Partnerships

► Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.

► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

Employer identification number

63-0288864

DLN: 93493135020704

Open to Public

Inspection

Department of the Treasury Internal Revenue Service

Name of the organization

St Vincent's Birmingham

(Form 990)

Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.) (e) (f) Name, address, and EIN (if applicable) of disregarded entity Primary activity Legal domicile (state Total income End-of-year assets Direct controlling or foreign country) entity Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one Part II or more related tax-exempt organizations during the tax year.) (c) (d) (e) (f) (g) Name, address, and EIN of related organization Primary activity Legal domicile (state Exempt Code section Public charity status Direct controlling Section 512(b) or foreign country) (13) controlled (if section 501(c)(3)) entity entity? Yes See Additional Data Table

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

pecause it had one of more related organizations deduced as a partitioning darling the tax years,												
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	l (i	i)	(k)
Name, address, and EIN of	Primary activity	Legal	Direct	Predominant	Share of total	Share of	Disprop	rtionate	Code V—UBI	Gene	ral or	Percentage
related organization	'	domicile	controlling	income(related,	income	end-of-year	allocat	ions?	amount in	mana		ownership
,		(state or	entity	unrelated,		assets			box 20 of	parti		•
		foreign	J,	excluded from		"""			Schedule K-1			
		country)		tax under					(Form 1065)			
		country)		sections 512-					(101111 1003)			
				514)								
				314)			Yes	No	1	Yes	No	
		<u> </u>					res			165		
(1) St Vincent's Outpatient Surgery	Outpatient	AL	St Vincent's	Related	498,353	957,907		No			No	61 000 %
Services LLC	Surgery		Birmingham									
	_ ′		_									
800 St Vincents Drive												
Birmingham, AL 35205												
20-0708162												
	SI D I									-		
(2) St Vincent's Sleep Disorder Center	Sleep Disorder	AL	N/A									
ЩС	Center											
800 St Vincents Drive												
Birmingham, AL 35205												
63-1282288												
	<u> </u>				<u> </u>	<u> </u>			<u> </u>			

Part IV

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

		· ·			<u> </u>	•			
(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total Income	(g) Share of end- of-year assets	(h) Percentage ownership	Section (b)(i contro entit	n 512 13) olled
								Yes	No
(1) Vincentian Ventures of North Alabama Inc 810 St Vincents Drive Birmingham, AL 35205	Misc Healthcare Services	AL	N/A	С					No
63-0965456									
(2) Ascension Ventures Corporation	Misc Healthcare Services		N/A	С					No
810 St Vincents Drive Birmingham, AL 35205 63-1217059		AL							
(3) Eastside Ventures	Misc Healthcare Services		N/A	С					No
810 St Vincents Drive Birmingham, AL 35205 63-0846221		AL							

Schedule	R (Form 990) 2012					Pa	ge 3	
Part V	Transactions With Related Organizations (Complete if the o	rganization answered	"Yes" to Form 990, Part	IV, line 34, 35b, or 36.)				
Not	e. 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 orgranization engage in any of the following transactions	with one or more related o	organizations listed in Parts	II-IV?				
a Re	ceipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled ent	tity		<u> </u>	1a		No	
b Gif	t, grant, or capital contribution to related organization(s)			[1b		No	
c Giff	., grant, or capital contribution from related organization(s)				1c	Yes		
 d Loans or loan guarantees to or for related organization(s) e Loans or loan guarantees by related organization(s) 								
e Loa	ans or loan guarantees by related organization(s)			Ţ	1e		No	
f Div	ıdends from related organization(s)			:	1f		No	
g Sal	e of assets to related organization(s)				1g		No	
h Pu	rchase of assets from related organization(s)			[1h		No	
i Exc	hange of assets with related organization(s)				1i		No	
j Lea	se of facilities, equipment, or other assets to related organization(s)				1j		No	
k Lea	ase of facilities, equipment, or other assets from related organization(s)			[1k	Yes		
I Per	formance of services or membership or fundraising solicitations for related orga	anızatıon(s)		[11		No	
m Per	formance of services or membership or fundraising solicitations by related orga	anızatıon(s)		[1m		No	
n Sha	ring of facilities, equipment, mailing lists, or other assets with related organizat	tion(s)			1n		No	
o Sh	aring of paid employees with related organization(s)				10		No	
p Re	mbursement paid to related organization(s) for expenses				1p	Yes		
q Re	mbursement paid by related organization(s) for expenses				1q		No	
r Oth	er transfer of cash or property to related organization(s)				1r		No	
s Oth	ner transfer of cash or property from related organization(s)			ٳ	1s		No	
2 If t	ne answer to any of the above is "Yes," see the instructions for information on $oldsymbol{v}$	who must complete this lir	ne, including covered relatio	nships and transaction thresholds				
	(a) Name of other organization	(b) Transaction	(c) Amount involved	(d) Method of determining amount invo	olved			

Name of other organization	Transaction type (a-s)	Amount involved	Method of determining amount involved
(1) St Vincent's Foundations	С	594,529	Journal Entry Transaction
(2) St Vincent's Sleep Disorder Center LLC	К	1,340,380	Journal Entry Transaction
(3) Seton Property Corporation of North Alabama	К	1,549,557	Journal Entry Transaction
(4) St Vincent's Outpatient Surgery Services LLC	К	242,460	Journal Entry Transaction
(5) St Vincent's Outpatient Surgery Services LLC	К	2,208,317	Journal Entry Transaction
(6) St Vincent's Health System	Р	45,484,593	Journal Entry Transaction

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

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross)

revenue) that was not a related organization See instructions re	garding exclu	sion for ce		nent	partnerships				`	,		_	
(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512- 514)	org	(e) all partners section 501(c)(3) anizations?	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproprtiona allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
			514)	Yes	No			Yes	No		Yes	No	
												1	

Transaction

Software ID: Software Version:

EIN: 63-0288864

Name: St Vincent's Birmingham

Schedule R (Form 990) 2012

Page **5**

Part VII Supplemental Information

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

Identifier	Return Reference	Explanation				
> Form 990, Schedule R, Part V - Transactions With Related Organizations						
	(a) Name of other organization		(b) Transaction A type(a-s)	(c) mount Involved	(d) Method of determining amount involved	
St V Incent's Foundations			С	594,529	Journal Entry Transaction	
St Vincent's Sleep Disorder Cente	rLLC		К	1,340,380	Journal Entry Transaction	
Seton Property Corporation of Nort	th Alabama		К	1,549,557	Journal Entry Transaction	
St Vincent's Outpatient Surgery S	ervices LLC		К	242,460	Journal Entry Transaction	
St Vincent's Outpatient Surgery S	ervices LLC		К	2,208,317	Journal Entry Transaction	
St Vıncent's Health System			Р	45,484,593	Journal Entry	

CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

Ascension Health Alliance Years Ended June 30, 2013 and 2012 With Reports of Independent Auditors

Ascension Health Alliance

Consolidated Financial Statements and Supplementary Information

Years Ended June 30, 2013 and 2012

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Report of Independent Auditors

The Board of Directors
Ascension Health Alliance

We have audited the accompanying consolidated financial statements of Ascension Health Alliance, which comprise the consolidated balance sheets as of June 30, 2013 and 2012, and the related consolidated statements of operations and changes in net assets and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Ascension Health Alliance at June 30, 2013 and 2012, and the consolidated results of their operations and their cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

Adoption of ASU No. 2011-07, Presentation and Disclosure of Patient Service Revenue, Provision for Bad Debts, and the Allowances for Doubtful Accounts for Certain Health Care Entities

As discussed in Note 2 to the consolidated financial statements, Ascension Health Alliance changed the presentation of the provision for bad debts as a result of adopting the amendments to the FASB Accounting Standards Codification resulting from Accounting Standards Update No. 2011-07, Presentation and Disclosure of Patient Service Revenue, Provision for Bad Debts, and the Allowances for Doubtful Accounts for Certain Health Care Entities, effective July 1, 2012. Our opinion is not modified with respect to this matter.

Ernst & Young LLP

September 18, 2013

Consolidated Balance Sheets

(Dollars in Thousands)

	June 30,			
		2013		2012
Assets				
Current assets				
Cash and cash equivalents	\$	754,622	\$	306,469
Short-term investments		113,955		216,914
Accounts receivable, less allowance for doubtful				
accounts (\$1,351,660 and \$1,113,255 at June 30, 2013				
and 2012, respectively)		2,361,809		1,927,222
Inventories		309,074		218,598
Due from brokers (see Notes 4 and 5)		178,380		789,271
Estimated third-party payor settlements		119,379		159,871
Other (see Notes 4 and 5)		1,035,026		752,348
Total current assets		4,872,245		4,370,693
Long-term investments (see Notes 4 and 5)		14,164,185		10,468,457
Property and equipment, net		8,546,873		6,473,918
Other assets				
Investment in unconsolidated entities		628,772		943,747
Capitalized software costs, net		728,613		642,596
Other		1,106,683		876,483
Total other assets		2,464,068		2,462,826

Total assets \$ 30,047,371 \$ 23,775,894

	June 30,		,
	2013		2012
Liabilities and net assets			_
Current liabilities			
Current portion of long-term debt	\$	00,442 \$	45,363
Long-term debt subject to short-term remarketing			
arrangements*	1,18	37,125	1,094,425
Accounts payable and accrued liabilities	2,34	18,401	1,979,160
Estimated third-party payor settlements	45	56,314	457,030
Due to brokers (see Notes 4 and 5)	49	93,420	880,613
Current portion of self-insurance liabilities	21	10,115	206,057
Other (see Notes 4 and 5)	64	14,084	435,805
Total current liabilities	5,42	29,901	5,098,453
Noncurrent liabilities			
Long-term debt (senior and subordinated)	5,27	78,866	3,655,406
Self-insurance liabilities		53,706	518,995
Pension and other postretirement liabilities		54,368	492,366
Other (see Notes 4 and 5)		9,362	1,087,782
Total noncurrent liabilities		36,302	5,754,549
Total liabilities		16,203	10,853,002
Net assets			
Unrestricted			
Controlling interest	14,98	36,302	11,836,414
Noncontrolling interests		2,356	647,236
Unrestricted net assets	16,57	78,658	12,483,650
Temporarily restricted	37	77,555	336,027
Permanently restricted		74,955	103,215
•		,	7
Total net assets	17,13	31,168	12,922,892
Total liabilities and net assets	\$ 30,04	17,371 \$	23,775,894

^{*}Consists of variable rate demand bonds with put options that may be exercised at the option of the bondholders with stated repayment installments through 2047 as well as certain serial mode bonds with scheduled remarketing mandatory tender dates occurring prior to June 30 2014. In the event that bonds are not remarketed upon the exercise of put options or the scheduled mandatory tenders management would utilize other sources to access the necessary liquidity. Potential sources include liquidating investments, drawing upon the \$1 billion line of credit, and issuing commercial paper. The commercial paper program is supported by the \$1 billion line of credit.

The accompanying notes are an integral part of the consolidated financial statements

Consolidated Statements of Operations and Changes in Net Assets

(Dollars in Thousands)

	•	Year Ended Jui	ie 30,
	201.	3	2012
Operating revenue			
Net patient service revenue	\$ 16	,912,410 \$	15,297,559
Less provision for doubtful accounts	1	,172,863	972,171
Net patient service revenue, less provision			
for doubtful accounts	15	,739,547	14,325,388
Other revenue	1	,357,663	967.252
Total operating revenue	17	,097,210	15,292,640
Operating expenses			
Salaries and wages	7	,247,681	6,544,753
Employee benefits	1	,581,587	1,426,722
Purchased services	1	,030,574	734,396
Professional fees	1	,128,880	1,021,582
Supplies	2	2,427,714	2,260,901
Insurance		115,521	100.834
Interest		150,877	131,310
Depreciation and amortization		755,305	662,362
Other	2	2,185,015	1,782,172
Total operating expenses before impairment.			
restructuring, and nonrecurring (losses) gains, net	16	,623,154	14,665,032
Income from operations before self-insurance trust fund investment			
return and impairment, restructuring and nonrecurring (losses) gains, net		474,056	627,608
Self-insurance trust fund investment return		34,985	17,197
Impairment, restructuring, and nonrecurring (losses) gains, net		(111,786)	286,046
Income from operations		397,255	930,851
Nonoperating gains (losses)			
Investment return		737,057	(135,605)
Loss on extinguishment of debt		(4,079)	(2.813)
Gain (loss) on interest rate swaps		61,202	(74,846)
Income from unconsolidated entities		8,544	8,802
Contributions from business combinations, net	2	2,021,963	326,333
Other		(77,269)	(69,221)
Total nonoperating gains, net	2	2,747,418	52,650
Excess of revenues and gams over expenses and losses	3	3,144,673	983,501
Less noncontrolling interests		131,184	13,154
Excess of revenues and gams over expenses			
and losses attributable to controlling interest	3	3,013,489	970.347

1304-1057067

Continued on next page

Consolidated Statements of Operations and Changes in Net Assets (continued)

(Dollars in Thousands)

	Year Ended June 30,		
	2013	2012	
Unrestricted net assets, controlling interest		_	
Excess of revenues and gains over expenses and losses	\$ 3,013,489	\$ 970,347	
Transfers to sponsors and other affiliates, net	(10,962)	(15,189)	
Contributed net assets	(1,050)	(400)	
Net assets released from restrictions for property acquisitions	67,418	68,892	
Pension and other postretirement liability adjustments	77,011	(439,662)	
Change in unconsolidated entities' net assets	23,295	(15,890)	
Other	4,624	9,206	
Increase in unrestricted net assets, controlling interest,			
before loss from discontinued operations	3,173,825	577,304	
Loss from discontinued operations	(23,937)	(73,521)	
Increase in unrestricted net assets, controlling interest	3,149,888	503,783	
Unrestricted net assets, noncontrolling interests			
Excess of revenues and gains over expenses and losses	131,184	13,154	
Distributions of capital	(829,989)	(575,618)	
Contributions of capital	1,579,187	1,166,961	
Contributions from business combinations	64,738	_	
Increase in unrestricted net assets, noncontrolling interests	945,120	604,497	
Temporarily restricted net assets, controlling interest			
Contributions and grants	89,220	100,880	
Investment return	17,232	(638)	
Net assets released from restrictions	(110,213)	(104,028)	
Contributions from business combinations	44,201	14,764	
Other	1,088	(6,514)	
Increase in temporarily restricted net assets, controlling interest	41,528	4,464	
Permanently restricted net assets, controlling interest			
Contributions	2,664	5,082	
Investment return	1,598	(242)	
Contributions from business combinations	67,846	1,573	
Other	(368)	(2.642)	
Increase in permanently restricted net assets, controlling interest	71,740	3,771	
Increase in net assets	4,208,276	1,116,515	
Net assets, beginning of year	12,922,892	11,806,377	
Net assets, end of year	\$ 17,131,168	\$ 12,922,892	

The accompanying notes are an integral part of the consolidated financial statements

Consolidated Statements of Cash Flows

(Dollars in Thousands)

	Year Ended June 30,		ne 30,	
		2013		2012
Operating activities				
Increase in net assets	\$	4,208,276	\$	1,116,515
Adjustments to reconcile increase in net assets to net cash				
provided by (used in) operating activities				
Depreciation and amortization		755,305		662,362
Amortization of bond premiums		(13,948)		(10,663)
Loss on extinguishment of debt		4,079		2,813
Provision for doubtful accounts		1,177,889		972,171
Pension and other postretirement liability adjustments		(77,011)		439,662
Contributed net assets		1,050		400
Contributions from business combinations		(1,742,900)		(305,162)
Interest, dividends, and net (gains) losses on investments		(790,871)		119,288
Change in market value of interest rate swaps		(61,349)		77,568
Deferred gain on interest rate swaps		(303)		(303)
Gain on sale of assets, net		(2,986)		(6,749)
Impairment and nonrecurring expenses		17,259		45,956
Contribution of noncontrolling interest in CHIMCO Alpha Fund, LLC		_		(440,015)
Transfers to sponsor and other affiliates, net		10,962		15,189
Restricted contributions, investment return, and other		(99,133)		(117,621)
Other restricted activity		17,610		(6,280)
Nonoperating depreciation expense		317		308
(Increase) decrease in				
Short-term investments		212,560		35,298
Accounts receivable		(1,173,962)		(1,138,644)
Inventories and other current assets		(205,051)		244,426
Due from brokers		610,891		(83,976)
Investments classified as trading		(959,834)		(983,483)
Other assets		(182,272)		(11,759)
Increase (decrease) in				
Accounts payable and accrued liabilities		(21,721)		48,504
Estimated third-party payor settlements, net		29,225		28,192
Due to brokers		(387,193)		(277,720)
Other current liabilities		92,673		(288,178)
Self-insurance liabilities		(15,342)		(45,390)
Other noncurrent liabilities		(154,292)		(351,740)
Net cash provided by (used in) continuing operating activities		1,249,928		(259,031)
Net cash (used in) provided by and adjustments to reconcile				
change in assets for discontinued operations		(11,301)		111,046
Net cash provided by (used in) operating activities		1,238,627		(147,985)

Continued on next page

Consolidated Statements of Cash Flows (continued)

(Dollars in Thousands)

	Year Ended June 30,		ıne 30,
		2013	2012
Investing activities			
Property, equipment, and capitalized software additions, net	\$	(901,286) \$	(840,553)
Proceeds from sale of property and equipment		26,321	2,029
Net cash used in investing activities		(874,965)	(838,524)
Financing activities			
Issuance of long-term debt		1,228,995	1,832,269
Repayment of long-term debt		(1,236,472)	(1,779,632)
Decrease in assets under bond indenture agreements		20,577	17,513
Transfers to sponsors and other affiliates, net		(27,742)	(2,639)
Restricted contributions, investment return, and other		99,133	117,621
Net cash provided by financing activities		84,491	185,132
Net increase (decrease) in cash and cash equivalents		448,153	(801,377)
Cash and cash equivalents at beginning of year		306,469	1,107,846
Cash and cash equivalents at end of year	\$	754,622 \$	306,469

The accompanying notes are an integral part of the consolidated financial statements

Notes to Consolidated Financial Statements (Dollars in Thousands)

June 30, 2013

1. Organization and Mission

Organizational Structure

Ascension Health Alliance is a Missouri nonprofit corporation formed on September 13, 2011. Ascension Health Alliance is the sole corporate member and parent organization of Ascension Health, a Catholic national health system consisting primarily of nonprofit corporations that own and operate local healthcare facilities, or Health Ministries, located in 23 of the United States and the District of Columbia.

In addition to serving as the sole corporate member of Ascension Health, Ascension Health Alliance serves as the member or shareholder of various other subsidiaries, including Ascension Health Global Mission; Ascension Health Insurance, Ltd. (AHIL); Ascension Health Resource and Supply Management Group, LLC (The Resource Group); Clinical Holdings Corporation; Catholic Healthcare Investment Management Company (CHIMCO); CHIMCO Alpha Fund, LLC; Ascension Health Ventures, LLC; Ascension Health Leadership Academy, LLC; Ascension Health – IS, Inc. (AHIS); AHV Holding Company, LLC; and AH Holdings, LLC. Ascension Health Alliance and its member organizations are referred to collectively as the System.

Sponsorship

Ascension Health Alliance is sponsored by Ascension Health Ministries, a Public Juridic Person. The Participating Entities of Ascension Health Ministries are the Daughters of Charity of St. Vincent de Paul in the United States, St. Louise Province; the Congregation of St. Joseph; the Congregation of the Sisters of St. Joseph of Carondelet; the Congregation of Alexian Brothers of the Immaculate Conception Province, Inc. – American Province; and the Sisters of the Sorrowful Mother of the Third Order of St. Francis of Assisi – US/Caribbean Province. As more fully described in the Organizational Changes note, Marian Health System, which was previously sponsored by the Sisters of the Sorrowful Mother of the Third Order of St. Francis of Assisi – US/Caribbean Province, became part of Ascension Health on April 1, 2013. In addition, Alexian Brothers Health System, which was previously sponsored by the Congregation of Alexian Brothers of the Immaculate Conception Province, Inc. – American Province, became part of Ascension Health on January 1, 2012.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

1. Organization and Mission (continued)

Mission

The System directs its governance and management activities toward strong, vibrant, Catholic Health Ministries united in service and healing, and dedicates its resources to spiritually centered care which sustains and improves the health of the individuals and communities it serves. In accordance with the System's mission of service to those persons living in poverty and other vulnerable persons, each Health Ministry accepts patients regardless of their ability to pay. The System uses four categories to identify the resources utilized for the care of persons living in poverty and community benefit programs:

- Traditional charity care includes the cost of services provided to persons who cannot afford healthcare because of inadequate resources and/or who are uninsured or underinsured
- Unpaid cost of public programs, excluding Medicare, represents the unpaid cost of services provided to persons covered by public programs for persons living in poverty and other vulnerable persons.
- Cost of other programs for persons living in poverty and other vulnerable persons includes unreimbursed costs of programs intentionally designed to serve the persons living in poverty and other vulnerable persons of the community, including substance abusers, the homeless, victims of child abuse, and persons with acquired immune deficiency syndrome.
- Community benefit consists of the unreimbursed costs of community benefit programs
 and services for the general community, not solely for the persons living in poverty,
 including health promotion and education, health clinics and screenings, and medical
 research.

Discounts are provided to all uninsured patients, including those with the means to pay. Discounts provided to those patients who did not qualify for assistance under charity care guidelines are not included in the cost of providing care of persons living in poverty and community benefit programs. The cost of providing care to persons living in poverty and community benefit programs is estimated by reducing charges forgone by a factor derived from the ratio of each entity's total operating expenses to the entity's billed charges for patient care.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

1. Organization and Mission (continued)

Certain costs such as graduate medical education and certain other activities are excluded from total operating expenses for purposes of this computation.

The amount of traditional charity care provided, determined on the basis of cost, was \$524,605 and \$466,916 for the years ended June 30, 2013 and 2012, respectively. The amount of unpaid cost of public programs, cost of other programs for persons living in poverty and other vulnerable persons, and community benefit cost is reported in the accompanying supplementary information.

2. Significant Accounting Policies

Principles of Consolidation

All corporations and other entities for which operating control is exercised by the System or one of its member corporations are consolidated, and all significant inter-entity transactions have been eliminated in consolidation. Investments in entities where the System does not have operating control are recorded under the equity or cost method of accounting. Income from unconsolidated entities is included in consolidated excess of revenues and gains over expenses and losses in the accompanying Consolidated Statements of Operations and Changes in Net Assets as follows:

	Year Ended June 30,			
		2013	2012	
Other revenue	\$	105,173	\$ 81,329	
Nonoperating gains, net		8,544	8,802	

Use of Estimates

Management has made estimates and assumptions that affect the reported amounts of certain assets, liabilities, revenues, and expenses. Actual results could differ from those estimates.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

Fair Value of Financial Instruments

Carrying values of financial instruments classified as current assets and current liabilities approximate fair value. The fair values of other financial instruments are disclosed in the Fair Value Measurements note.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and interest-bearing deposits with original maturities of three months or less.

Short-Term Investments

Short-term investments consist of investments with original maturities exceeding three months and up to one year.

Inventories

Inventories, consisting primarily of medical supplies and pharmaceuticals, are stated at the lower of cost or market value using first-in, first-out (FIFO) or a methodology that closely approximates FIFO.

Long-Term Investments and Investment Return

Investments, excluding investments in unconsolidated entities, are measured at fair value, are classified as trading securities, and include pooled short-term investment funds; U.S. government, state, municipal and agency obligations; corporate and foreign fixed income securities; asset-backed securities; and equity securities. Investments also include alternative investments and other investments which are valued based on the net asset value of the investments, as further discussed in the Fair Value Measurements note. Investments also include derivatives held by the Alpha Fund, also measured at fair value, as discussed in the Pooled Investment Fund note.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

Long-term investments include assets limited as to use of approximately \$1,313,000 and \$916,000, at June 30, 2013 and 2012, respectively, comprised primarily of investments placed in trust and held by captive insurance companies for the payment of self-insured claims and investments which are limited as to use, as designated by donors.

Purchases and sales of investments are accounted for on a trade-date basis. Investment returns consist of dividends, interest, and gains and losses. The cost of substantially all securities sold is based on the average cost method. Investment returns on investments, excluding returns of self-insurance trust funds, are reported as nonoperating gains (losses) in the Consolidated Statements of Operations and Changes in Net Assets, unless the return is restricted by donor or law. Investment returns of self-insurance trust funds are reported as a separate component of income from operations in the Consolidated Statements of Operations and Changes in Net Assets.

Property and Equipment

Property and equipment are stated at cost or, if donated, at fair market value at the date of the gift. A summary of property and equipment at June 30, 2013 and 2012, is as follows:

	June 30,		
	2013	2012	
Land and improvements	\$ 870,810	\$ 653,848	
Building and equipment	14,756,936	12,917,263	
	15,627,746	13,571,111	
Less accumulated depreciation	7,567,936	7,378,499	
	8,059,810	6,192,612	
Construction-in-progress	487,063	281,306	
Total property and equipment, net	\$ 8,546,873	\$ 6,473,918	

Depreciation is determined on a straight-line basis over the estimated useful lives of the related assets. Depreciation expense in 2013 and 2012 was \$640,232 and \$570,198, respectively.

Several capital projects have remaining construction and related equipment purchase commitments of approximately \$294,000.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

Intangible Assets

Intangible assets primarily consist of goodwill and capitalized computer software costs, including internally developed software. Costs incurred in the development and installation of internal use software are expensed or capitalized depending on whether they are incurred in the preliminary project stage, application development stage, or post-implementation stage.

Intangible assets are included in the Consolidated Balance Sheets as presented in the table that follows. Capitalized software costs in the table below include software in progress of \$99,048 and \$362,336 at June 30, 2013 and 2012, respectively:

	June 30,		
		2013	2012
Capitalized software costs Less accumulated amortization	\$	1,423,556 \$ 694,943	1,210,729 568,133
Capitalized software costs, net		728,613	642,596
Goodwill Other, net		130,306 71,439	123,707 26,205
Intangible assets included in other assets		201,745	149,912
Total intangible assets, net	\$	930,358 \$	792,508

Intangible assets whose lives are indefinite, primarily goodwill, are not amortized and are evaluated for impairment at least annually, while intangible assets with definite lives, primarily capitalized computer software costs, are amortized over their expected useful lives. Amortization expense for these intangible assets in 2013 and 2012 was \$113,126 and \$89,704, respectively.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

During the year ended June 30, 2010, the System began a significant multi-year, System-wide enterprise resource planning project, including information technology and process standardization (Symphony), which is expected to continue through fiscal year 2016. The project is anticipated to result in a transition to a common software product for various finance, information technology, procurement, and human resources management processes, including standardization of those processes throughout the System. Capitalized costs of Symphony were approximately \$301,000 and \$279,000 at June 30, 2013 and 2012, respectively, and are included in capitalized software costs in the preceding table. Certain costs of this project were also expensed. Beginning September 1, 2012, the software associated with Symphony was considered substantially complete and ready for its intended use and is amortized on a straight-line basis over its expected useful life. Accumulated amortization of Symphony was \$25,000 at June 30, 2013. See the Impairment, Restructuring, and Nonrecurring Gains (Losses) discussion below for additional information about costs associated with Symphony.

Noncontrolling Interests

The consolidated financial statements include all assets, liabilities, revenues, and expenses of entities that are controlled by the System and therefore consolidated. Noncontrolling interests in the Consolidated Balance Sheets represent the portion of net assets owned by entities outside the System, for those entities in which the System's ownership interest is less than 100%.

Temporarily and Permanently Restricted Net Assets

Temporarily restricted net assets are those assets whose use by the System has been limited by donors to a specific time period or purpose. Permanently restricted net assets consist of gifts with corpus values that have been restricted by donors to be maintained in perpetuity, which include endowment funds. Temporarily restricted net assets and earnings on permanently restricted net assets, including earnings on endowment funds, are used in accordance with the donors' wishes, primarily to purchase equipment and to provide charity care and other health and educational services. Contributions with donor-imposed restrictions that are met in the same reporting period are reported as unrestricted.

Temporarily and permanently restricted net assets consist solely of controlling interests of the System.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

Performance Indicator

The performance indicator is the excess of revenues and gains over expenses and losses. Changes in unrestricted net assets that are excluded from the performance indicator primarily include pension and other postretirement liability adjustments, transfers to or from sponsors and other affiliates, net assets released from restrictions for property acquisitions, change in unconsolidated entities' net assets, cumulative effect of a change in accounting principle, discontinued operations, and contributions received of property and equipment.

Operating and Nonoperating Activities

The System's primary mission is to meet the healthcare needs in its market areas through a broad range of general and specialized healthcare services, including inpatient acute care, outpatient services, long-term care, and other healthcare services. Activities directly associated with the furtherance of this purpose are considered to be operating activities. Other activities that result in gains or losses peripheral to the System's primary mission are considered to be nonoperating.

Net Patient Service Revenue, Accounts Receivable, and Allowance for Doubtful Accounts

Net patient service revenue is reported at the estimated realizable amounts from patients, third-party payors, and others for services provided and includes estimated retroactive adjustments under reimbursement agreements with third-party payors. Revenue under certain third-party payor agreements is subject to audit, retroactive adjustments, and significant regulatory actions. Provisions for third-party payor settlements and adjustments are estimated in the period the related services are provided and adjusted in future periods as additional information becomes available and as final settlements are determined.

Laws and regulations governing the Medicare and Medicaid programs are complex and subject to interpretation. As a result, there is at least a possibility that recorded estimates will change by a material amount in the near term. Adjustments to revenue related to prior periods increased net patient service revenue by \$48,997 and \$146,535 for the years ended June 30, 2013 and 2012, respectively.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

The percentage of net patient service revenue, less provision for doubtful accounts earned by payor for the years ended June 30, 2013 and 2012, is as follows:

	June 30,	
	2013	2012
Medicare	37%	38%
Medicaid	11	11
Third-party payors	44	41
Self-pay	8	10
	100%	100%

The System grants credit without collateral to its patients, most of whom are local residents and are insured under third-party payor arrangements. Significant concentrations of accounts receivable, less allowance for doubtful accounts, at June 30, 2013 and 2012, are as follows:

	June 30,	
	2013	2012
Medicare	22%	20%
Medicaid	8	10
Third-party payors	43	44
Self-pay	27	26
	100%	100%

The provision for doubtful accounts is based upon management's assessment of expected net collections considering economic conditions, historical experience, trends in healthcare coverage, and other collection indicators. Periodically throughout the year, management assesses the adequacy of the allowance for doubtful accounts based upon historical write-off experience by payor category, including those amounts not covered by insurance. The results of this review are then used to make any modifications to the provision for doubtful accounts to establish an appropriate allowance for doubtful accounts. After satisfaction of amounts due from insurance and reasonable efforts to collect from the patient have been exhausted, the System follows established guidelines for placing certain past-due patient balances with collection agencies, subject to the terms of certain restrictions on collection efforts as determined by the System.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

Accounts receivable are written off after collection efforts have been followed in accordance with the System's policies. See Adoption of New Accounting Standards section for change in accounting presentation of provision for doubtful accounts in the accompanying Consolidated Statements of Operations and Changes in Net Assets.

The methodology for determining the allowance for doubtful accounts and related write-offs on uninsured patient accounts has remained consistent with the prior year. The System has not experienced material changes in write-off trends and has not materially changed its charity care policy since June 30, 2012.

Impairment, Restructuring, and Nonrecurring Gains (Losses)

Long-lived assets are reviewed for impairment whenever events or business conditions indicate the carrying amount of such assets may not be fully recoverable. Initial assessments of recoverability are based on estimates of undiscounted future net cash flows associated with an asset or group of assets. Where impairment is indicated, the carrying amount of these long-lived assets is reduced to fair value based on future discounted net cash flows or other estimates of fair value.

Nonrecurring expenses associated with Symphony include project management and process reengineering costs, amortization expense for those Health Ministries not yet on Symphony, as well as costs to establish a shared service center and develop a business intelligence data warehouse. Costs associated with product deployment are recorded as nonrecurring gains (losses), and costs associated with product support are recorded as recurring operating expenses.

During the year ended June 30, 2013, the System recorded total impairment, restructuring, and nonrecurring losses, net of \$111,786. This amount was comprised primarily of \$116,386 of nonrecurring expenses associated with Symphony, one-time termination benefits and other restructuring expenses of \$61,677, and impairment and other nonrecurring expenses of \$6,040, partially offset by pension curtailment gains of \$72,317, as discussed in Retirement Plans note.

During the year ended June 30, 2012, the System recorded total impairment, restructuring and nonrecurring gains, net of \$286,046. This amount was comprised primarily of pension curtailment gains of \$402,402, as discussed in the Retirement Plans note, partially offset by long-lived asset impairments and restructuring charges of \$60,761 and \$55,595 of nonrecurring expenses associated with Symphony.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

Amortization

Bond issuance costs, discounts, and premiums are amortized over the term of the bonds using a method approximating the effective interest method.

Capitalized software, including internally developed software, is amortized on a straight-line basis over the expected useful life of the software.

Income Taxes

The member healthcare entities of the System are primarily tax-exempt organizations under Internal Revenue Code Section 501(c)(3) or Section 501(c)(2), and their related income is exempt from federal income tax under Section 501(a).

Regulatory Compliance

Various federal and state agencies have initiated investigations regarding reimbursement claimed by certain members of the System. The investigations are in various stages of discovery, and the ultimate resolution of these matters, including the liabilities, if any, cannot be readily determined; however, in the opinion of management, the results of the investigations will not have a material adverse impact on the consolidated financial statements of the System.

Reclassifications

Certain reclassifications were made to the 2012 accompanying consolidated financial statements to conform to the 2013 presentation.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

2. Significant Accounting Policies (continued)

Adoption of New Accounting Standards

In July 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2011-07, Presentation and Disclosure of Patient Service Revenue, Provision for Bad Debts, and the Allowance for Doubtful Accounts for Certain Health Care Entities. This accounting standards update requires healthcare entities that recognize significant amounts of patient service revenue at the time services are rendered to present the provision for doubtful accounts related to patient service revenue adjacent to patient service revenue in the Consolidated Statement of Operations and Changes in Net Assets rather than as an operating expense. Additional disclosures relating to sources of patient service revenue and the allowance for doubtful accounts are also required. This new guidance is effective for fiscal years and interim periods within those fiscal years beginning after December 15, 2011.

The System recognizes patient service revenue at the time services are rendered, even though the patient's ability to pay may not be completely assessed at that time. The System adopted this guidance as of July 1, 2012, and retrospectively applied the presentation requirements to all periods presented. Based on an assessment at the reporting entity level, the adoption of this guidance resulted in the reclassification of the System's provision for doubtful accounts for the year ended June 30, 2012, decreasing total operating revenue and total operating expenses before impairment, restructuring, and nonrecurring losses, net by \$972,171.

Subsequent Events

The System evaluates the impact of subsequent events, which are events that occur after the Consolidated Balance Sheet date but before the consolidated financial statements are issued, for potential recognition in the consolidated financial statements as of the Consolidated Balance Sheet date. For the year ended June 30, 2013, the System evaluated subsequent events through September 18, 2013, representing the date on which the accompanying audited consolidated financial statements were issued. During this period, there were no material subsequent events that required recognition or disclosure in the accompanying consolidated financial statements.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

3. Organizational Changes

Business Combinations

Marian Health System

Effective April 1, 2013, Ascension Health, a subsidiary of the System, became the sole corporate member, through a non-cash business combination transaction, of three regional health systems that formerly comprised Marian Health System, Inc. (Marian Health System): Via Christi Health, Inc. (Via Christi Health), based in Wichita, Kansas; Ministry Health Care, Inc. (Ministry Health Care), based in Milwaukee, Wisconsin; and St. John Health System, Inc. (St. John Health), based in Tulsa, Oklahoma (collectively, the Marian Systems). Prior to this transaction, Marian Health System was the sole corporate member of Ministry Health Care and St. John Health, while Ascension Health and Marian Health System were the two corporate members of Via Christi Health.

Prior to April 1, 2013, the System accounted for its 50% interest in Via Christi Health under the equity method of accounting. The System's investment in Via Christi Health at March 31, 2013 and June 30, 2012, was \$545,018 and \$493,105, respectively, which amounts were reported in the Consolidated Balance Sheets at those dates in investment in unconsolidated entities. Of these amounts, \$28,101 at March 31, 2013, and \$30,321 at June 30, 2012, represented the difference between the amount at which the System's investment in Via Christi Health was carried and its interest in the underlying net assets of Via Christi Health, related to the excess of fair value of Via Christi Health property and equipment and long-term debt over their carrying values at the date the System received its interest in Via Christi Health. Via Christi Health's total assets and total liabilities were \$1,706,258 and \$712,757 at June 30, 2012.

For the year ended June 30, 2013, the System's excess of revenues and gains over expenses and losses included \$34,141, representing the System's share of Via Christi Health's excess of revenues over expenses prior to the business combination transaction on April 1, 2013. The System's investment in Via Christi Health of \$545,018 at March 31, 2013, was derecognized on April 1, 2013, in conjunction with the accounting for the business combination transaction.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

3. Organizational Changes (continued)

Preliminary fair value adjustments for the business combination have been recorded in the accompanying consolidated financial statements as of June 30, 2013. The valuation of net assets is expected to be completed during fiscal 2014. The following table summarizes the April 1, 2013, fair values of the Marian Systems' net assets, by major type.

Net working capital	\$ 557,274
Intangible assets, including capitalized software	135,819
Property and equipment	1,950,739
Assets limited as to use	1,126,259
Investments and other long-term assets	1,125,652
Noncurrent liabilities assumed	(2,144,948)
Subtotal	2,750,795
Less: March 31, 2013 Investment in Via Christi Health	(545,018)
Fair value of net assets	\$ 2,205,777

The fair value of net assets of \$2,205,777 in the preceding table was recognized in the Consolidated Statement of Operations and Changes in Net Assets for the year ended June 30, 2013, as a nonoperating contribution from business combinations of \$2,028,992; contributions of temporarily and permanently restricted net assets of \$44,201 and \$67,846, respectively; and contributions of noncontrolling interests of \$64,738.

For the three months ended June 30, 2013, the System recognized revenues of the Marian Systems of \$1,049,259, and an excess of revenues and gains over expenses and losses of the Marian Systems of \$56,670, of which \$55,542 was attributable to controlling interest, with the remaining attributable to noncontrolling interests. Additionally, for the three months ended June 30, 2013, the System recognized an increase in unrestricted net assets – controlling interests, excluding the excess of revenues and gains over expenses and losses of \$56,670 above, of \$53,801; an increase in unrestricted net assets – noncontrolling interests of \$823; an increase in temporarily restricted net assets of \$915; and a decrease in permanently restricted net assets of \$56.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

3. Organizational Changes (continued)

The following unaudited pro forma financial information presents the combined results of operations of the System and the Marian Systems for the years ended June 30, 2013 and 2012, as though the April 1, 2013, business combination transaction had occurred on July 1, 2011. This pro forma financial information is not necessarily indicative of the results of operations that would have occurred had the System and the Marian Systems constituted a single entity during those periods, nor is it necessarily indicative of future operating results.

Year Ended June 30,		
2013	2012	
	\$ 19,442,796 3,129,905	
1,307,542	2,678,973	
879,585	672,035	
5,856 7,945	47,234 70,485	
	2013 \$ 20,566,255 1,177,338 1,307,542 879,585 5,856	

The excess of revenues and gains over expenses and losses and the increase in unrestricted net assets – controlling interest for the year ended June 30, 2012, in the table above include the nonoperating contribution from business combination of \$2,028,992 reflected in the Consolidated Statement of Operations and Changes in Net Assets for the year ended June 30, 2013, to reflect the April 1, 2013, business combination as if it had occurred on July 1, 2011. The pro forma excess of revenues and gains over expenses and losses above includes certain adjustments attributable to the April 1, 2013, business combination transaction.

In addition, the increases in unrestricted net assets – controlling interest, temporarily restricted net assets, and permanently restricted net assets for the year ended June 30, 2012, in the table above include the contributions from business combinations reflected in the contributions of noncontrolling interests and temporarily and permanently restricted net assets of \$64,738, \$44,201, and \$67,846, respectively. The preceding amounts are also reflected in the Consolidated Statement of Operations and Changes in Net Assets for the year ended June 30, 2013, to reflect the April 1, 2013, business combination as if it had occurred on July 1, 2011.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

3. Organizational Changes (continued)

Alexian Brothers Health System

Effective January 1, 2012, Ascension Health, a subsidiary of the System, became sole corporate member of Alexian Brothers Health System (Alexian Brothers), a Catholic healthcare system that operates acute and specialty care hospitals, ambulatory care clinics, physician practices, and senior living facilities in Illinois, Missouri, Tennessee, and Wisconsin. This transaction resulted in a net increase to unrestricted net assets of \$326,333, reflected as contributions from business combinations, net in the Consolidated Statement of Operations and Changes in Net Assets during the year ended June 30, 2012. Furthermore, this addition resulted in a contribution of restricted net assets of \$16,337, included in other changes in net assets in the Consolidated Statement of Operations and Changes in Net Assets for the year ended June 30, 2012.

Divestitures and Discontinued Operations

On May 1, 2013, the System entered into a definitive agreement with HCA Midwest Health System to sell St. Joseph and St. Mary's Medical Centers and other Carondelet Health subsidiaries in Kansas City, Missouri (Carondelet Health – Kansas City). This transaction is expected to close in fiscal year 2014. The operations of Carondelet Health – Kansas City are reflected in the System's consolidated financial statements as discontinued operations. The assets and liabilities of Carondelet Health – Kansas City are classified as held for sale in other assets and other liabilities, respectively, in the System's consolidated financial statements.

Effective October 1, 2011, Seton Health System, Inc. (Seton Health) in Troy, New York, separated from the System and became part of a newly formed nonprofit healthcare organization that operates in the state of New York. The operations of Seton Health are reflected in the System's consolidated financial statements as discontinued operations.

The System reported a decrease in net assets from discontinued operations of \$23,937 for the year ended June 30, 2013, representing the decrease in net assets related to the separation of Carondelet Health – Kansas City and the deficit of revenues over expenses for previously discontinued lines of business in Michigan. These entities had recorded operating revenues totaling \$303,430 during the period that they were operational during the year ended June 30, 2013.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

3. Organizational Changes (continued)

The System reported a decrease in net assets from discontinued operations of \$73,521 for the year ended June 30, 2012, representing the decrease of net assets related to the separation of Seton Health, the deficit of revenues over expenses for Carondelet Health – Kansas City and for previously discontinued lines of business in Michigan. These entities had recorded operating revenues totaling \$354,486 during the period that they were operational during the year ended June 30, 2012.

4. Pooled Investment Fund

Prior to April 2012, the System held a significant portion of its investments in the Ascension Legacy Portfolio (formerly the Health System Depository, or HSD), an investment pool of funds in which the System and a limited number of nonprofit healthcare providers participated. In April 2012, a significant portion of the assets in the Ascension Legacy Portfolio was transferred to the CHIMCO Alpha Fund, LLC (Alpha Fund), a limited liability company organized in the state of Delaware.

At June 30, 2013 and 2012, a significant portion of the System's investments consists of the System's interest in the Alpha Fund. Certain System assets continue to be held through the Ascension Legacy Portfolio, and subsequent to April 2012, the Ascension Legacy Portfolio no longer holds assets for unrelated entities. Additional System investments include those held and managed by the Health Ministries' consolidated foundations.

The Alpha Fund includes the investment interests of the System and other Alpha Fund members. CHIMCO manages and serves as the manager and primary investment advisor of the Alpha Fund, overseeing the investment strategies offered to the Alpha Fund's members. The System began consolidating the Alpha Fund in April 2012.

The portion of the Alpha Fund's net assets representing interests held by entities other than the System are reflected in noncontrolling interests in the Consolidated Balance Sheets, which amount to \$1,450,580 and \$589,493 at June 30, 2013 and 2012, respectively.

The consolidation of the Alpha Fund by the System in April 2012 resulted in an increase of net assets of \$440,015, representing the noncontrolling interests of the Alpha Fund as of the date investments were transferred into the Alpha Fund.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

4. Pooled Investment Fund (continued)

Prior to April 2012, CHIMCO, a wholly owned subsidiary of the System, managed the investment portfolio of the System held in the Ascension Legacy Portfolio. CHIMCO provides expertise in the areas of asset allocation, selection and monitoring of outside investment managers, and risk management. The System did not consolidate the Ascension Legacy Portfolio prior to April 2012. Accordingly, the System's investments recorded in the consolidated financial statements consisted only of the System's pro rata share of the Ascension Legacy Portfolio's investments held for participants prior to April 2012.

The Alpha Fund invests in a diversified portfolio of investments including alternative investments, such as real asset funds, hedge funds, private equity funds, commodity funds, and private credit funds. Collectively, these funds have liquidity terms ranging from daily to annual with notice periods ranging from 1 to 180 days. Due to redemption restrictions, investments in certain of these funds, whose fair value was \$920,761 at June 30, 2013, cannot currently be redeemed. However, the potential for the Alpha Fund to sell its interest in these funds in a secondary market prior to the end of the fund term does exist.

The Alpha Fund's investments in certain alternative investment funds also include contractual commitments to provide capital contributions during the investment period, which is typically five years and can extend to the end of the fund term. During these contractual periods, investment managers may require the Alpha Fund to invest in accordance with the terms of the agreement. Commitments not funded during the investment period will expire and remain unfunded. As of June 30, 2013, contractual agreements of the Alpha Fund expire between July 2013 and April 2019. The remaining unfunded capital commitments of the Alpha Fund total approximately \$1,140,000 for 76 individual funds as of June 30, 2013. Due to the uncertainty surrounding whether the contractual commitments will require funding during the contractual period, future minimum payments to meet these commitments cannot be reasonably estimated. These committed amounts are expected to be primarily satisfied by the liquidation of existing investments in the Alpha Fund.

In the normal course of operations and within established Alpha Fund guidelines, the Alpha Fund may enter into various exchange-traded and over-the-counter derivative contracts for trading purposes, including futures, option, and forward contracts as well as warrants and swaps. These instruments are used primarily to adjust the portfolio duration, restructure term structure exposure, change sector exposure, and arbitrage market inefficiencies. See the Fair Value Measurements note for a discussion of how fair value for the Alpha Fund's derivatives is determined.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

4. Pooled Investment Fund (continued)

At June 30, 2013 and 2012, the notional value of Alpha Fund derivatives outstanding was approximately \$2,126,000 and \$2,071,000, respectively. The fair value of Alpha Fund derivatives in an asset position was \$35,404 and \$71,936 at June 30, 2013 and 2012, respectively, while the fair value of Alpha Fund derivatives in a liability position was \$84,249 and \$36,266 at June 30, 2013 and 2012, respectively. These derivatives are included in long-term investments in the Consolidated Balance Sheets at June 30, 2013 and 2012.

The Alpha Fund also participates in a securities lending program, whereby a portion of the Alpha Fund's investments are loaned to selected established brokerage firms in return for cash and securities from the brokers as collateral for the investments loaned, usually on a short-term basis. The fair value of collateral held by the Alpha Fund associated with such lending agreements amounts to approximately \$394,000 and \$320,000 at June 30, 2013 and 2012, respectively, and is included in other current assets in the Consolidated Balance Sheets, while the liability associated with the obligation to repay such collateral is also approximately \$394,000 and \$320,000 at June 30, 2013 and 2012, respectively, and is included in other current liabilities in the Consolidated Balance Sheets. In addition, the Alpha Fund has liabilities for investments sold, not yet purchased, representing obligations of the Alpha Fund to purchase investments in the market at prevailing prices. The fair value of this Alpha Fund liability is approximately \$7,000 and \$160,000 at June 30, 2013 and 2012, respectively, and is included in other noncurrent liabilities in the Consolidated Balance Sheets.

Due from brokers and due to brokers on the Consolidated Balance Sheets at June 30, 2013 and 2012, represent the Alpha Fund's positions and amounts due from or to various brokers, primarily amounts for security transactions not yet settled, and cash held by brokers for securities sold, not yet purchased.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

5. Cash and Investments

The System's cash and investments are reported in the June 30, 2013 and 2012, Consolidated Balance Sheets as presented in the table that follows. Total cash and investments, net, includes both the System's membership interest in the Alpha Fund and the noncontrolling interests held by other Alpha Fund members. System unrestricted cash and investments, net, represent the System's cash and investments excluding the noncontrolling interests held by other Alpha Fund members and assets limited as to use.

	June 30,			
	2013	2012		
Cash and cash equivalents	+	\$ 306,469		
Short-term investments	113,955	216,914		
Long-term investments	14,164,185	10,468,457		
Subtotal	15,032,762	10,991,840		
Other Alpha Fund and Ascension Legacy Portfolio assets and liabilities:				
In other current assets	459,050	360,999		
In other long-term assets	2,785	2,924		
In accounts payable and other accrued liabilities	(5,680)	(12,779)		
In other current liabilities	(394,763)	(322,873)		
In other noncurrent liabilities	(6,622)	(157,073)		
Due to brokers, net	(315,040)	(91,342)		
Total cash and investments, net	14,772,492	10,771,696		
Less noncontrolling interests of Alpha Fund	1,450,580	589,493		
System cash and investments, including assets limited as				
to use	13,321,912	10,182,203		
Less assets limited as to use:	, ,			
Under bond indenture agreement	33,955	16,966		
Self-insurance trust funds	728,621	683,937		
Temporarily or permanently restricted	564,168	363,482		
Total assets limited as to use	1,326,744	1,064,385		
System unrestricted cash and investments, net		\$ 9,117,818		
•				

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

5. Cash and Investments (continued)

At June 30, 2013 and 2012, the composition of cash and cash equivalents, short-term investments and long-term investments, which include certain assets limited as to use, is summarized as follows.

	June 30,			
		2013		2012
Cash and cash equivalents and short-term investments	\$	1,113,823	\$	498,902
Pooled short-term investment funds	Ψ	311,027	Ψ	416,087
U.S. government, state, municipal, and agency obligations		3,447,500		3,271,474
Corporate and foreign fixed income securities		1,664,001		980,322
Asset-backed securities		1,196,168		1,057,735
Equity securities		2,695,483		1,574,188
Alternative investments and other investments:				
Private equity and real estate funds		809,341		594,466
Hedge funds		2,860,776		1,887,407
Commodities funds and other investments		934,643		711,259
Total alternative investments and other investments		4,604,760		3,193,132
Total cash and cash equivalents, short-term investments,				
and long-term investments	\$ 1	5,032,762	\$	10,991,840

Net investments under CHIMCO management and held in the Ascension Legacy Portfolio at March 31, 2012, yet not included in the Alpha Fund or the Ascension Legacy Portfolio while still managed by CHIMCO at April 1, 2012, were approximately \$1,820,000. As of June 30, 2013 and 2012, the System's membership interest in the Alpha Fund totaled \$11,251,590 and \$8,840,551, respectively. As of June 30, 2013 and 2012, the noncontrolling interest (see Note 2) in the Alpha Fund, representing interests held by entities other than the System, totaled \$1,450,580 and \$589,493, respectively.

Investment return recognized by the System for the years ended June 30, 2013 and 2012, is summarized in the following table. Total investment return includes the System's return in the Ascension Legacy Portfolio and the investment return of the Alpha Fund. System investment return represents the System's total investment return, net of the investment return earned by the noncontrolling interests of other Alpha Fund members.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

5. Cash and Investments (continued)

	Year Ended June 30,			
	2013	2012		
Unrestricted investment return in Ascension Legacy				
Portfolio	\$ - \$	63,965		
Interest and dividends	170,034	51,453		
Net gains (losses) on investments reported at fair value	602,008	(233,826)		
Restricted investment return and unrealized gains (losses),				
net	 18,830	(880)		
Total investment return	 790,872	(119,288)		
Less return earned by noncontrolling interests of Alpha				
Fund	106,039	(9,278)		
System investment return	\$ 684,833 \$	(110,010)		

6. Fair Value Measurements

The System categorizes, for disclosure purposes, assets and liabilities measured at fair value in the consolidated financial statements based upon whether the inputs used to determine their fair values are observable or unobservable. Observable inputs are inputs that are based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity's own assumptions about pricing the asset or liability, based on the best information available in the circumstances.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an asset's or liability's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement of the asset or liability. The System's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.

The System follows the three-level fair value hierarchy to categorize these assets and liabilities recognized at fair value at each reporting period, which prioritizes the inputs used to measure such fair values. Level inputs are defined as follows:

Level 1 – Quoted prices (unadjusted) that are readily available in active markets or exchanges for identical assets or liabilities on the reporting date.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

Level 2 – Inputs other than quoted market prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 pricing inputs include prices quoted for similar assets and liabilities in active markets or exchanges or prices quoted for identical or similar assets and liabilities in markets that are not active. If the asset or liability has a specified (contractual) term, a Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 – Significant pricing inputs that are unobservable for the asset or liability, including assets or liabilities for which there is little, if any market activity for such asset or liability. Inputs to the determination of fair value for Level 3 assets and liabilities require management judgment and estimation.

There were no significant transfers between Levels 1 and 2 during the years ended June 30, 2013 and 2012.

As of June 30, 2013 and 2012, the assets and liabilities listed in the fair value hierarchy tables below use the following valuation techniques and inputs:

Cash and cash equivalents and short-term investments

Cash and cash equivalents and certain short-term investments include certificates of deposit, whose fair value is based on cost plus accrued interest. Significant observable inputs include security cost, maturity, and relevant short-term interest rates. Other short-term investments designated as Level 2 investments primarily consist of commercial paper, whose fair value is based on the income approach. Significant observable inputs include security cost, maturity, credit rating, interest rate, and par value.

Pooled short-term investment fund

The fair value of pooled fund investments is based on cost plus guaranteed, annuity contract-based interest rates. Significant unobservable inputs to the guaranteed rate include the fair value and average duration of the portfolio of investments underlying the annuity contract, the contract value, and the annualized weighted-average yield to maturity of the underlying investment portfolio.

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Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

U S government, state, municipal, and agency obligations

The fair value of investments in U.S. government, state, municipal, and agency obligations is primarily determined using techniques consistent with the income approach. Significant observable inputs to the income approach include data points for benchmark constant maturity curves and spreads.

Corporate and foreign fixed income securities

The fair value of investments in U.S. and international corporate bonds, including commingled funds that invest primarily in such bonds, and foreign government bonds is primarily determined using techniques that are consistent with the market approach. Significant observable inputs include benchmark yields, reported trades, observable broker-dealer quotes, issuer spreads, and security specific characteristics, such as early redemption options.

Asset-backed securities

The fair value of U.S. agency and corporate asset-backed securities is primarily determined using techniques consistent with the income approach. Significant observable inputs include prepayment speeds and spreads, benchmark yield curves, volatility measures, and quotes.

Equity securities

The fair value of investments in U.S. and international equity securities is primarily determined using techniques consistent with the income approach. The values for underlying investments are fair value estimates determined by external fund managers based on quoted market prices, operating results, balance sheet stability, growth, dividend, dividend yield, and other business and market sector fundamentals.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

Alternative investments and other investments

Alternative investments consist of private equity, hedge funds, private equity funds, commodity funds, and real estate partnerships. The fair value of private equity is primarily determined using techniques consistent with both the market and income approaches, based on the System's estimates and assumptions in the absence of observable market data. The market approach considers comparable company, comparable transaction, and company-specific information, including but not limited to restrictions on disposition, subsequent purchases of the same or similar securities by other investors, pending mergers or acquisitions, and current financial position and operating results. The income approach considers the projected operating performance of the portfolio company.

The fair value of hedge funds, private equity funds, commodity funds, and real estate partnerships is primarily determined using net asset values, which approximate fair value, as determined by an external fund manager based on quoted market prices, operating results, balance sheet stability, growth, and other business and market sector fundamentals.

Other investments include derivative assets and derivative liabilities of the Alpha Fund, whose fair value is primarily determined using techniques consistent with the market approach. Significant observable inputs to valuation models include interest rates, Treasury yields, volatilities, credit spreads, maturity, and recovery rates.

Securities lending collateral

The fair value of collateral received under the Alpha Fund's securities lending program is valued using the calculated net asset value for the commingled fund in which the collateral is invested. The underlying investments in the commingled fund are valued using techniques consistent with the market approach, which uses significant observable market inputs such as available trade, quotes, benchmark curves, sector groupings, and matrix pricing.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

Benefit plan assets

The fair value of benefit plan assets is based on original investment into a guaranteed pooled fund, plus guaranteed, annuity contract-based interest rates. Significant unobservable inputs to the guaranteed rate include the fair value and average duration of the portfolio of investments underlying annuity contract, the contract value, and the annualized weighted-average yield to maturity of the underlying investment portfolio.

Interest rate swap assets and liabilities

The fair value of interest rate swaps is primarily determined using techniques consistent with the market approach. Significant observable inputs to valuation models include interest rates, Treasury yields, volatilities, credit spreads, maturity, and recovery rates.

Investments sold, not yet purchased

The fair value of investments sold, not yet purchased is primarily determined using techniques consistent with the income approach. Significant observable inputs to the income approach include data points for benchmark, constant maturity curves, and spreads.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

The following table summarizes fair value measurements, by level, at June 30, 2013, for all financial assets and liabilities measured at fair value on a recurring basis in the System's consolidated financial statements:

Same
Short-term investments
Pooled short-term investment funds 311,027
U.S. government, state, municipal, and agency obligations — 3,441,671 5,829 3,447,500 Corporate and foreign fixed income securities — 1,272,714 391,287 1,664,001 Asset-backed securities — 1,079,135 117,033 1,196,168 Equity securities — 2,656,950 36,370 2,163 2,695,483 Alternative investments and other investments Private equity and real estate funds — 2,857,114 2,857,114 Commodities funds and other investments
agency obligations – 3,441,671 5,829 3,447,500 Corporate and foreign fixed income securities – 1,272,714 391,287 1,664,001 Asset-backed securities – 1,079,135 117,033 1,196,168 Equity securities 2,656,950 36,370 2,163 2,695,483 Alternative investments and other investments 529 3,752 799,414 803,695 Hedge funds – – 2,857,114 2,857,114 Commodities funds and other investments 5,762 (6,061) 831,182 830,883 Assets not at fair value 527,168 527,168 Cash and investments \$ - \$ 394,310 - \$ 394,310 Benefit plan assets, in other noncurrent \$ - \$ 394,310 - \$ 394,310
Corporate and foreign fixed income securities
Securities
Asset-backed securities
Equity securities 2,656,950 36,370 2,163 2,695,483 Alternative investments and other investments Private equity and real estate funds Hedge funds Commodities funds and other investments Assets not at fair value Cash and investments Securities lending collateral, in other current assets Equity securities 2,656,950 36,370 2,163 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 2,695,483 803,695 6,061) 831,182 830,883 830,883 Assets not at fair value Cash and investments Securities lending collateral, in other current assets Securities lending collateral, in other solutions and other solutions are solved in the solution of the
Alternative investments and other investments Private equity and real estate funds Hedge funds Commodities funds and other investments Assets not at fair value Cash and investments Securities lending collateral, in other current assets Alternative investments 529 3,752 799,414 803,695 2,857,114 2,857
Investments Private equity and real estate funds First the equity and re
Private equity and real estate funds 529 3,752 799,414 803,695 Hedge funds — — 2,857,114 2,857,114 Commodities funds and other investments 5,762 (6,061) 831,182 830,883 Assets not at fair value 527,168 527,168 \$ 15,032,762 Securities lending collateral, in other current assets \$ — \$ 394,310 \$ — \$ 394,310 Benefit plan assets, in other noncurrent — \$ 394,310 \$ — \$ 394,310
Hedge funds
Commodities funds and other investments 5,762 (6,061) 831,182 830,883 Assets not at fair value 527,168 Cash and investments \$ - \$ 394,310 \$ - \$ 394,310 Benefit plan assets, in other noncurrent
Securities lending collateral, in other current assets in other noncurrent 5,762 (6,061) 831,182 830,883 527,168 527,168 527,168 \$15,032,762 \$15,0
Assets not at fair value Cash and investments Securities lending collateral, in other current assets \$ - \$ 394,310 \$ - \$ 394,310 Benefit plan assets, in other noncurrent
Cash and investments Securities lending collateral, in other current assets \$ - \$ 394,310 \$ - \$ 394,310 Benefit plan assets, in other noncurrent
Securities lending collateral, in other current assets \$ - \$ 394,310 \$ - \$ 394,310 Benefit plan assets, in other noncurrent
current assets \$ - \$ 394,310 \$ - \$ 394,310 Benefit plan assets, in other noncurrent
current assets \$ - \$ 394,310 \$ - \$ 394,310 Benefit plan assets, in other noncurrent
current assets \$ - \$ 394,310 \$ - \$ 394,310 Benefit plan assets, in other noncurrent
Benefit plan assets, in other noncurrent
Interest rate swaps, in other noncurrent
assets – 76,650 – 76,650
Investments sold, not yet purchased, in
other noncurrent liabilities – 6,622 – 6,622
Interest rate swaps, included in other
noncurrent liabilities – 194,546 – 194,546

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

For the year ended June 30, 2013, the changes in the fair value of the assets and liabilities measured using significant unobservable inputs (Level 3) consisted of the following.

	Short-Term Investments		C orporate and Foreign Fixed Income Securities	Asset-Backed Securities	Equity Securities	Private Equity and Real Estate Funds	Hedge Funds	Commodities Funds and Other Investments	Benefit Plan Assets
June 30, 2013									
Beginning balance	s –	\$ 7,437	\$ 120,418	\$ 15,297	8 13,118	\$ 593,753 \$	1,887,407	\$ 615,813	\$ 36,882
Total realized and unrealized									
gains (losses)									
Included in income from									
operations	_	16	242	10	1,489	_	123	(45)	_
Included in nonoperating gains									
(losses)		445	1,059	(227)	170	83,975	220,887	80,222	49
Included in changes in net									
assets	3	_	_	_	_	-	293	27	_
Purchases	_	169	328,980	122,703	718	188,085	981,414	401,957	47,644
Settlements	_	_	_	_	_	(25)	_	_	(279)
Sales	_	(2,238)	(58,928)	(17,883)	(13,372)	(66,836)	(232,198)	(266,889)	(44,655)
Transfers into Level 3	235	_	2,962	_	40	927	3,271	139	13,376
Transfers out of Level 3		-	(3,446)	(2,867)	-	(465)	(4,083)	(42)	(15,512)
Ending balance	\$ 238	\$ 5,829	\$ 391,287	\$ 117,033	\$ 2,163	\$ 799,414 \$	2,857,114	\$ 831,182	\$ 37,505

The basis for recognizing and valuing transfers into or out of Level 3, in the Level 3 rollforward, is as of the beginning of the period in which the transfers occur.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

The following table summarizes fair value measurements, by level, at June 30, 2012, for all financial assets and liabilities measured at fair value on a recurring basis in the System's consolidated financial statements:

	 Level 1	Level 2	Level 3	Total
June 30, 2012				
Cash and cash equivalents	\$ 78,301	\$ 3,419	\$ _	\$ 81,720
Short-term investments	14,567	79,321	_	93,888
Pooled short-term investment funds	416,087	_	_	416,087
U S government, state, municipal, and				
agency obligations	_	3,264,037	7,437	3,271,474
Corporate and foreign fixed income				
securities	_	859,904	120,418	980,322
Asset-backed securities	_	1,042,438	15,297	1,057,735
Equity securities	1,546,579	14,491	13,118	1,574,188
Alternative investments and other				
investments				
Private equity and real estate funds	_	_	593,753	593,753
Hedge funds	_	_	1,887,407	1,887,407
Commodities funds and other				
investments	8,699	3,327	615,813	627,839
Assets not at fair value				407,427
Cash and investments				\$ 10,991,840
Securities lending collateral, in other				
current assets	\$ _	\$ 321,937	\$ _	\$ 321,937
		,		,
Benefit plan assets, in other noncurrent				
assets	134,705	_	36,882	171,587
	,		,	,
Interest rate swaps, in other noncurrent				
assets	_	94,082	_	94,082
Investments sold, not yet purchased, in				
other noncurrent liabilities	_	157,073	_	157,073
Interest rate swaps, included in other				
noncurrent liabilities	_	252,413	_	252,413

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

6. Fair Value Measurements (continued)

For the year ended June 30, 2012, the changes in the fair value of the assets and liabilities measured using significant unobservable inputs (Level 3) consisted of the following. Level 3 investments of the Alpha Fund are included in transfers in the table below.

	U.S.														
	Government State, Municipal, and Agency Obligations	Corporate and il, Foreign Fixed cy Income				Equity Securities		Private Equity and Real Estate Funds			Hedge Funds	Commodities Funds and Other Investments		Be	nefit Plan Assets
June 30, 2012															
Beginning balance	\$ 442	\$	5 024	\$ 19	24	\$	15 515	\$	71 768	\$	11 667	\$	2 731	\$	31 706
Total realized and unrealized gains															
(losses)															
Included in income from															
operations	21		192		(7)		886		-		45		(436)		_
Included in nonoperating gains															
(losses)	6		904	(1	4 9)		(69)		(6 814)		(15/149)		$(12\ 03\ 1)$		-
Included in changes in net assets	-		-		-		-		64		1 233		(7)		20
Purchases	_		77 943	2 9	19		_		64 537		154 740		238 895		8 701
Settlements	_		-		-		_		_		_		_		(91)
Issuances	-		_		_		_		_		_		_		35
Sales	_		(57 768)	(2.7	00)		(3.588)		(9.215)		(5.187)		(76.098)		(5.373)
Transfers into Level 3	6 968		94 201	15.0	12		374		473 413		1 740 058		462 759		2 649
Transfers out of Level 3	-		(78)	(17	02)		_		_		-		-		(765)
Ending balance	\$ 7437	\$.	120 418	\$ 15.2	97	\$	13 118	\$	593 753	\$	1 887 407	\$	615 813	\$	36 882

The basis for recognizing and valuing transfers into or out of Level 3, in the Level 3 rollforward, is as of the beginning of the period in which the transfers occur.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Long-Term Debt

Long-term debt at June 30, 2013 and 2012, is comprised of the following and is presented in accordance with the specific master trust indenture to which the debt relates. As further discussed below, certain portions of long-term debt are secured under the Alexian Brothers Health System Master Trust Indenture; the Mercy Regional Health Center, Inc. Master Trust Indenture; The Howard Young Medical Center, Inc. Master Trust Indenture; the St. John Health System Master Trust Indenture; and the Ministry Health Care Master Trust Indenture.

	June 30,			
	 2013		2012	
Tax-exempt hospital revenue bonds – secured under Ascension Health Alliance Senior Credit Group Master Trust Indenture Variable rate demand bonds, subject to a put provision that provides for a cumulative 7-month notice and remarketing period, payable through November 2047, interest (0 12% to				
0 15% at June 30, 2013) tied to a market index plus a spread Variable rate demand bonds, subject to a 7-day put provision, payable through November 2039, interest (0 06% to 0 07% at	\$ 408,605	\$	308,605	
June 30, 2013) set at prevailing market rates Variable rate demand bonds, subject to a 7-day put provision, payable through November 2033, interest (0 06% to 0 07% at June 30, 2013) set at prevailing market rates, swapped to fixed	225,665		225,665	
rates of 5 454% and 5 544%, respectively, through maturity Indexed put bonds subject to weekly rate resets based on a taxable index, payable through November 2046, interest (2 095% at June 30, 2013) swapped to a variable rate tied to a tax-exempt	307,300		307,300	
market index plus a spread through November 2016 Fixed rate put bonds (converted from an indexed put bond mode based on a taxable index in May 2009) payable through November 2046, interest (4 10% at June 30, 2013) swapped to a variable rate tied to a market index plus a spread through	153,800		153,800	
November 2016 Fixed rate serial and term bonds payable in installments through	153,690		153,690	
November 2051, interest at 2 00% to 5 25% Fixed rate serial and term bonds payable in installments through November 2039, interest at 5 00% swapped to variable rates	1,207,490		1,308,105	
over the life of the bonds Fixed rate serial mode bonds payable through 2047 with purchase dates ranging from June 2014 through June 2021, interest at	587,360		587,360	
0 90% to 5 00% through the purchase dates	1,224,750		904,185	

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Long-Term Debt (continued)

		2013		2012
Tax-exempt hospital revenue bonds – unsecured under Ascension				
Health Alliance Subordinate Master Trust Indenture				
Variable rate demand bonds, subject to a 7-day put provision,				
payable through November 2027, interest (0 06% at June 30,	o.	5 7.070	¢.	56,060
2013) set at prevailing market rates Fixed rate serial mode bonds payable through 2027 with purchase	\$	56,060	\$	56,060
dates through November 2019, interest at 1 625%, swapped to				
variable mode through the purchase dates		49,810		49,810
Fixed rate serial mode bonds payable through 2027 with purchase		,		,
dates through May 2018, interest at 0 55% to 5 00%		396,705		396,705
Taxable bonds – secured under Ascension Health Alliance Senior				
Credit Group Master Trust Indenture				
Taxable fixed rate term bonds payable in installments through		40.7.000		
November 2053, interest at 4 847%		425,000		
Total hospital revenue bonds under Senior Master Trust Indenture and Subordinate Master Trust Indenture		5,196,235		4,451,285
Subordinate Musici Trust Indentare		2,170,232		4,431,203
Tax-exempt hospital revenue bonds – secured under Alexian Brothers				
Health System Master Trust Indenture				
Fixed rate term bonds payable in installments through				
February 2038, interest at 3 50% to 5 50%		157,000		161,565
Total hospital revenue bonds under the Alexian Brothers Health		155.000		171.575
System Master Trust Indenture		157,000		161,565
Tax-exempt hospital revenue bonds – secured under Mercy Regional				
Health Center, Inc. Master Trust Indenture				
Fixed rate term bonds payable in installments through				
November 2029, interest at 2 00% to 5 00%		25,060		
Total hospital revenue bonds under the Mercy Regional Health Center,				
Inc Master Trust Indenture		25,060		
Tax-exempt hospital revenue bonds – secured under The Howard				
Young Medical Center, Inc. Master Trust Indenture				
Fixed rate term bonds payable in installments through				
August 2030, interest at 3 00% to 5 00%		20,040		
Total hospital revenue bonds under The Howard Young Medical				
Center, Inc Master Trust Indenture		20,040		

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Long-Term Debt (continued)

	June 3	30,
	2013	2012
Tax-exempt hospital revenue bonds – secured under St John Health System Master Trust Indenture Fixed rate term bonds payable in installments through February 2042, interest at 4 00% to 5 00%	\$ 414,500 \$	_
Total hospital revenue bonds under the St John Health System Master Trust Indenture	 414,500	_
Tax-exempt hospital revenue bonds – secured under Ministry Health Care Master Trust Indenture Fixed rate term bonds payable in installments through		
August 2035, interest at 2 50% to 5 50%	368,260	
Total hospital revenue bonds under the Ministry Health Care Master Trust Indenture	 368,260	
Total hospital revenue bonds under the Ascension Health Alliance Senior Master Trust Indenture, Ascension Health Alliance Subordinate Master Trust Indenture, the Alexian Brothers Health System Master Trust Indenture, the Mercy Regional Health Center, Inc Master Trust Indenture, The Howard Young Medical Center, Inc Master Trust Indenture, St John Health System Master Trust Indenture, and Ministry Health Care Master Trust Indenture	6,181,095	4,612,850
Other debt Obligations under capital leases Other	42,979 113,823	33,221 37,936
	6,337,897	4,684,007
Unamortized premium, net	218,536	111,187
Less current portion	(90,442)	(45,363)
Less long-term debt subject to short-term remarketing arrangements	(1,187,125)	(1,094,425)
Long-term debt, less current portion and long-term debt subject to short-term remarketing arrangements	\$ 5,278,866 \$	3,655,406

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Long-Term Debt (continued)

	June 30,				
	2013		2012		
Ascension Health Alliance Senior Master Trust Indenture long-term					
debt obligations, including unamortized premium, net	\$ 3,579,334	\$	2,919,702		
Ascension Health Alliance Subordinate Master Trust Indenture long-					
term debt obligations, including unamortized premium, net	511,009		515,278		
Alexian Brothers Health System Master Trust Indenture long-term					
debt obligations, including unamortized premium, net	162,594		167,257		
Mercy Health Regional Center, Inc Master Trust Indenture long-term					
debt obligations, including unamortized premium, net	27,258		_		
The Howard Young Medical Center, Inc Master Trust Indenture long-					
term debt obligations, including unamortized premium, net	20,933		_		
St John Health System Master Trust Indenture long-term debt					
obligations, including unamortized premium, net	437,503		_		
Ministry Health Care Master Trust Indenture long-term debt					
obligations, including unamortized premium, net	394,781		_		
Other	145,454		53,169		
Long-term debt, less current portion, and long-term debt subject to					
short-term remarketing arrangements	\$ 5,278,866	\$	3,655,406		

Scheduled principal repayments of long-term debt, considering obligations subject to short-term remarketing as due according to their long-term amortization schedule, as of June 30, 2013, are as follows:

	Ascension Health Alliance MTIs	Alexian Brothers Health	C	Mercy Regional Health enter, Inc. MTI	he Howard Young Medical enter, Inc. MTI	St. John Health System MTI	Ministry ealth Care MTI	Other Debt	Total
Year ending									
June 30									
2014	\$ 57,135	\$ 3,290	\$	1,020	\$ 855	\$ 6,950	\$ 9.845	\$ 11,230	\$ 90,325
2015	59,835	340		1,045	875	7,305	11,185	10,168	90,753
2016	50,130	7.485		1,080	910	7,680	11,665	6,393	85,343
2017	65,945	13,130		1,125	945	8,070	12,185	19,878	121,278
2018	69,045	15,655		1,175	975	6,890	12,890	6,422	113,052
Thereafter	4,894,145	117,100		19,615	15,480	377,605	310,490	102,711	5,837,146
Total	\$ 5,196,235	\$ 157,000	\$	25,060	\$ 20,040	\$ 414,500	\$ 368,260	\$ 156,802	\$ 6,337,897

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Long-Term Debt (continued)

The carrying amounts of variable rate bonds and other notes payable approximate fair value. The fair values of the unsecured fixed rate serial and term bonds are obtained from independent public valuation services. The fair value of fixed rate serial and term bonds, including the component of variable rate demand bonds subject to long-term fixed interest rates, approximates carrying value at June 30, 2013 and 2012. During the years ended June 30, 2013 and 2012, interest paid was approximately \$170,000 and \$144,000, respectively. Capitalized interest was approximately \$5,400 and \$2,000 for the years ended June 30, 2013 and 2012, respectively.

Certain members of the System formed the Ascension Health Alliance Credit Group (Senior Credit Group). Each Senior Credit Group member is identified as either a senior obligated group member, a senior designated affiliate, or a senior limited designated affiliate. Senior obligated group members are jointly and severally liable under a Senior Master Trust Indenture (Senior MTI) to make all payments required with respect to obligations under the Senior MTI and may be entities not controlled directly or indirectly by the System. Senior designated affiliates and senior limited designated affiliates are not obligated to make debt service payments on the obligations under the Senior MTI. The System may cause each senior designated affiliate to transfer such amounts as are necessary to enable the obligated group to comply with the terms of the Senior MTI, including payment of the outstanding obligations. Additionally, each senior limited designated affiliate has an independent limited designated affiliate agreement and promissory note with the System with stipulated repayment terms and conditions, each subject to the governing law of the senior limited designated affiliate's state of incorporation.

Pursuant to a Supplemental Master Indenture dated February 1, 2005, senior obligated group members, which are operating entities, have pledged and assigned to the Master Trustee a security interest in all of their rights, title, and interest in their pledged revenues and proceeds thereof.

A Subordinate Credit Group, which is comprised of subordinate obligated group members, subordinate designated affiliates, and subordinate limited designated affiliates, was created under the Subordinate Master Trust Indenture (Subordinate MTI). The subordinate obligated group members are jointly and severally liable under the Subordinate MTI to make all payments required with respect to obligations under the Subordinate MTI and may be entities not controlled directly or indirectly by the System. Subordinate designated affiliates and subordinate limited designated affiliates are not obligated to make debt service payments on the obligations under the Subordinate MTI. The System may cause each subordinate designated affiliate to

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Long-Term Debt (continued)

transfer such amounts as are necessary to enable the obligated group members to comply with the terms of the Subordinate MTI, including payment of the outstanding obligations. Additionally, each subordinate limited designated affiliate has an independent subordinate limited designated affiliate agreement and promissory note with the System, with stipulated repayment terms and conditions, each subject to the governing law of the subordinate limited designated affiliate's state of incorporation.

The unsecured variable rate demand bonds of both the Senior and Subordinate Credit Groups, while subject to long-term amortization periods, may be put to the System at the option of the bondholders in connection with certain remarketing dates. To the extent that bondholders may, under the terms of the debt, put their bonds within 12 months after June 30, 2013, the principal amount of such bonds has been classified as a current liability in the accompanying Consolidated Balance Sheets. Management believes the likelihood of a material amount of bonds being put to the System to be remote. However, to address this possibility, management has taken steps to provide various sources of liquidity in the event any bonds would be put, including the line of credit, commercial paper program, and maintaining unrestricted assets as a source of self-liquidity.

On January 1, 2012, Alexian Brothers became part of the System. Subsequently, the System redeemed or refinanced a portion of Alexian Brothers' debt; however, a portion of the bonds previously issued for the benefit of Alexian Brothers remains outstanding (the Alexian Brothers' Bonds). The Alexian Brothers' Bonds continue to be secured by the Alexian Brothers Health System Master Trust Indenture (As Amended and Restated), dated October 1, 1992, between the Members of the Alexian Brothers Health System Obligated Group established under this document and the Alexian Brothers Health System Master Trustee.

On April 1, 2013, Marian Health System joined Ascension Health. Subsequently, the System redeemed or refinanced a portion of the debt of the Marian Systems; however, a portion of the bonds previously issued for the benefit of the Marian Systems remains outstanding. These bonds continue to be secured by the respective Master Trust Indentures, including the Amended and Restated Master Trust Indenture dated October 1, 1999, by and between St. John Health System and the St. John Health Master Trustee; the Master Trust Indenture dated October 1, 1984, by and between Ministry Health Care and the Ministry Health Care Master Trustee; the Master Trust Indenture dated August 15, 1993, between The Howard Young Medical Center, Inc., a subsidiary of Ministry Health Care, and The Howard Young Medical Center, Inc. Master

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

7. Long-Term Debt (continued)

Trustee; and the Master Trust Indenture dated January 15, 2013, between Mercy Regional Health Center, Inc. (a subsidiary of Via Christi Health) and the Mercy Regional Health Center, Inc. Master Trustee.

In June 2013, the System issued a total of \$521,865 of tax-exempt bonds, Series 2013A and 2013B, through the Wisconsin issuing authority. In June 2013, the System also issued a total of \$425,000 of taxable bonds, Series 2013A. The proceeds of the bonds, including original issue premium, were used to refinance debt and general corporate purposes.

In May 2012, the System issued a total of \$435,370 of tax-exempt bonds, Series 2012A through 2012E, through four different issuing authorities in four different states. The proceeds of the bonds, including original issue premium, were used to reimburse the System for previous capital expenditures.

Due to aggregate financing activity during the fiscal years ended June 30, 2013 and 2012, losses on extinguishment of debt of \$4,079 and \$2,813, respectively, were recorded, which are included in nonoperating gains (losses) in the accompanying Consolidated Statements of Operations and Changes in Net Assets.

The System is a party to multiple interest rate swap agreements that convert the variable or fixed rates of certain debt issues to fixed or variable rates, respectively. See the Derivative Instruments note for a discussion of these derivatives.

As of June 30, 2013, the Senior Credit Group has a line of credit of \$1,000,000 which may be used as a source of funding for unremarketed variable debt (including commercial paper) or for general corporate purposes, towards which bank commitments totaling \$1,000,000 extend to November 9, 2014. As of June 30, 2013 and 2012, there were no borrowings under the line of credit.

As of June 30, 2013, the Senior Credit Group has a \$75,000 revolving line of credit related to its letters of credit program toward which a bank commitment of \$75,000 extends to November 27, 2013. The revolving line of credit may be accessed solely in the form of Letters of Credit issued by the bank for the benefit of the members of the Credit Groups. Of this \$75,000 revolving line of credit, letters of credit totaling \$46,765 have been issued as of June 30, 2013. No borrowings were outstanding under the letters of credit as of June 30, 2013 and 2012.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

8. Derivative Instruments

The System uses interest rate swap agreements to manage interest rate risk associated with its outstanding debt. Interest rate swaps with varying characteristics are outstanding under the Master Trust Indentures of the System, Alexian Brothers, Ministry Health Care, and St. John Health. These swaps have historically been used to effectively convert interest rates on variable rate bonds to fixed rates and rates on fixed rate bonds to variable rates. At June 30, 2013 and 2012, the notional values of outstanding interest rate swaps were as follows:

	June 30,					
		2013		2012		
Ascension Health Alliance MTI	\$	2,128,757	\$	2,189,232		
Alexian Brothers Health System MTI		47,220		55,120		
Ministry Health Care MTI		270,880		_		
St. John Health System MTI		125,000		_		
Total	\$	2,571,857	\$	2,244,352		

The System recognizes the fair value of its interest rate swaps in the Consolidated Balance Sheets as assets, recorded in other noncurrent assets, or liabilities, recorded in other noncurrent liabilities, as appropriate. The respective fair values of interest rate swaps in an asset and liability position for the System, Alexian Brothers, Ministry Health Care and St. John Health were as follows:

	June 3	013	June 30, 2012			
	Asset	Liability	Asset		Liability	
Ascension Health Alliance						
MTI	\$ 73,846	\$	174,413	\$ 94,082	\$	248,511
Alexian Brothers Health						
System MTI	_		2,685	_		3,902
Ministry Health Care MTI	2,804		16,492	-		_
St. John Health System MTI	_		956	_		_
Total	\$ 76,650	\$	194,546	\$ 94,082	\$	252,413

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

8. Derivative Instruments (continued)

The System's interest rate swap agreements include collateral requirements for each counterparty under such agreements, based upon specific contractual criteria. Collateral requirements are separately calculated for the System, Alexian Brothers, Ministry Health Care, and St. John Health based on the credit ratings of each. In the case of the System, the applicable credit rating is the Senior Credit Group long-term debt credit ratings (Senior Debt Credit Ratings), as obtained from each of two major credit rating agencies. Credit rating and the net liability position of total interest rate swap agreements outstanding with each counterparty determine the amount of collateral to be posted. Collateral and net fair value of interest rate swap agreements with credit-risk-related contingent features at June 30, 2013 and 2012, based upon the respective net liability positions and applicable credit ratings were as follows:

	June 30,	2013	June 30, 2012				
	Net Fair	Collateral		Net Fair	Collateral		
	Value	Posted		Value	Posted		
Ascension Health Alliance					_		
MTI	\$ (100,567) \$	_	\$	(154,429)	\$ -		
Alexian Brothers Health							
System MTI	(2,685)	_		(3,902)	_		
Ministry Health Care MTI	(13,688)	23,024		_	_		
St. John Health System MTI	(956)	_		_	_		
Total	\$ (117,896) \$	23,024	\$	(158,331)	\$		

Prior to July 1, 2006, the System designated certain of its interest rate swaps as cash flow hedges, for accounting purposes, and accordingly deferred gains or losses associated with those swaps in net assets. As of June 30, 2013, the deferred net gain associated with these interest rate swaps was \$4,357. The portion of this gain that will be reclassified into nonoperating gains (losses) over the next 12 months is immaterial.

Beginning July 1, 2006, the System's previously designated cash flow hedging relationships were de-designated for accounting purposes. Accordingly, all changes in the fair value of interest rate swaps have been recognized in nonoperating gains (losses) in the accompanying Consolidated Statements of Operations and Changes in Net Assets. A net nonoperating loss of \$61,349 was recognized for the year ended June 30, 2013, while a net nonoperating loss of \$77,568 was recognized for the year ended June 30, 2012.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans

Defined-Benefit Plans

Certain System entities participate in defined-benefit pension plans (the System Plans), which are noncontributory, defined-benefit pension plans covering substantially all eligible employees of certain System entities. Benefits are based on each participant's years of service and compensation. All of the System Plans' assets are invested in Trusts, which include the Master Pension Trust (the Trust) and other trusts (the Other Trusts). The System Plans' assets primarily consist of cash and cash equivalents, equity, fixed income funds, and alternative investments. Contributions to the System Plans are based on actuarially determined amounts sufficient to meet the benefits to be paid to participants.

During the years ended June 30, 2013 and 2012, the System approved and communicated to employees a redesign of associate retirement benefits, which affects certain System Plans, as well as provides an enhanced comprehensive defined contribution plan. This redesign resulted in the recognition of curtailment gains of \$73,198 and \$415,834, for the years ended June 30, 2013 and 2012, respectively, of which, \$73,198 and \$402,402 was recognized in total impairment, restructuring, and nonrecurring gains for the years ended June 30, 2013 and 2012, respectively. This redesign also resulted in a decrease to the projected benefit obligation and is included in pension and other postretirement liabilities in the Consolidated Balance Sheets.

The assets of the System Plans are available to pay the benefits of eligible employees and retirees of all participating entities. In the event entities participating in the System Plans are unable to fulfill their financial obligations under the System Plans, the other participating entities are obligated to do so.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

The following table sets forth the combined benefit obligations and assets of the System Plans at June 30, 2013 and 2012, components of net periodic benefit costs for the years then ended, and a reconciliation of the amounts recognized in the accompanying consolidated financial statements.

	Year Ended June 30,				
		2013	2012		
Change in projected benefit obligation:			_		
Projected benefit obligation at beginning of year	\$	6,437,246 \$	5,734,449		
Service cost		119,018	194,906		
Interest cost		289,634	311,981		
Amendments		(12,792)	(5,463)		
Assumption change		(363,778)	873,252		
Actuarial (gain) loss		(28,641)	1,051		
Business combinations		1,137,270	131,174		
Curtailment		(74,962)	(561,854)		
Benefits paid		(301,215)	(242,250)		
Projected benefit obligation at end of year		7,201,780	6,437,246		
Accumulated benefit obligation at end of year		7,155,166	6,341,693		
Change in plan assets:					
Fair value of plan assets at beginning of year		5,992,677	5,397,593		
Actual return on plan assets		121,715	711,555		
Employer contributions		54,541	14,421		
Business combinations		874,666	111,358		
Benefits paid		(301,215)	(242,250)		
Fair value of plan assets at end of year		6,742,384	5,992,677		
Net amount recognized at end of year and funded status	\$	(459,396) \$	(444,569)		

The System Plans' funded status as a percentage of the projected benefit obligation at June 30, 2013 and 2012, was 93.6% and 93.1%, respectively. The System Plans' funded status as a percentage of the accumulated benefit obligation at June 30, 2013 and 2012, was 94.2% and 94.5%, respectively.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

Included in unrestricted net assets at June 30, 2013 and 2012, are the following amounts that have not yet been recognized in net periodic pension cost for the System Plans:

	Year Ended June 30,					
		2013	2012			
Unrecognized prior service credit	\$	(23,080) \$	(16,230)			
Unrecognized actuarial loss		364,739	433,352			
	\$	341,659 \$	417,122			

Changes in plan assets and benefit obligations recognized in unrestricted net assets for System Plans during 2013 and 2012 include:

	Year Ended June 30,				
		2013	2012		
Current year actuarial (gain) loss Amortization of actuarial loss	\$	(87,934) \$ 19,725	48,601 350,877		
Current year prior service credit Amortization of prior service credit		(12,792) 5,944	(5,463) 58,781		
	\$	(75,057) \$	452,796		
		Year Ended J 2013	June 30, 2012		
Components of net periodic benefit cost Service cost Interest cost Expected return on plan assets	\$	119,018 \$ 289,634 (500,497)	194,906 311,981 (447,703)		
Amortization of prior service credit Amortization of actuarial loss Curtailment gain		(500,497) (6,242) 53,783 (73,198)	(10,646) 16,931 (415,834)		
Settlement gain Net periodic benefit cost	\$	(12) (117,514) \$	(111) (350,476)		

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

The prior service credit and actuarial loss included in unrestricted net assets and expected to be recognized in net periodic pension cost during the year ending June 30, 2014, are \$4,200 and \$7,630, respectively.

The assumptions used to determine the benefit obligation and net periodic benefit cost for the System Plans are set forth below:

	June 30,			
	2013	2012		
Weighted-average discount rate	4.88%	4.42%		
Weighted-average rate of compensation increase	3.81%	4.00%		
Weighted-average expected long-term rate of return on				
plan assets	8.30%	8.43%		

The System Plans' assets invested in the Trust are invested in a portfolio designed to protect principal and obtain competitive investment returns and long-term investment growth, consistent with actuarial assumptions, with a reasonable and prudent level of risk. Diversification is achieved by allocating to funds and managers that correlate to one of three economic strategies: growth, deflation, and inflation. Growth strategies include U.S. equity, emerging market equity, global equity, international equity, directional hedge funds, private equity, high yield, and private credit. Deflation strategies include core fixed income, absolute return hedge funds, and cash. Inflation strategies include inflation-linked bonds, commodity-related investments, and real assets. The System Plans use multiple investment managers with complementary styles, philosophies, and approaches. In accordance with the System Plans' objectives, derivatives may also be used to gain market exposure in an efficient and timely manner.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

In accordance with the System Plans' asset diversification targets, as presented in the table that follows, the Trust holds certain alternative investments, consisting of various hedge funds, real asset funds, private equity funds, commodity funds, private credit funds, and certain other private funds. These investments do not have observable market values. As such, each of these investments is valued at net asset value as determined by each fund's investment manager, which approximates fair value. The fair value of the System Plans' alternative investments in the Trust as of June 30, 2013, is reported in the fair value measurement table that follows. Collectively, these funds have liquidity terms ranging from daily to annual with notice periods ranging from 1 to 180 days. Due to redemption restrictions, investments of certain private funds, whose fair value was approximately \$665,000 at June 30, 2013, cannot be redeemed. However, the potential for the System Plans to sell their interest in real asset funds and private equity funds in a secondary market prior to the end of the fund term does exist.

The investments in these alternative investment funds may also include contractual commitments to provide capital contributions during the investment period, which is typically five years, and may extend to the end of the fund term. During these contractual periods, investment managers may require the System Plans to invest in accordance with the terms of the agreement. Commitments not funded during the investment period will expire and remain unfunded. As of June 30, 2013, investment periods expire between July 2013 and March 2018. The remaining unfunded capital commitments of the Trust total approximately \$525,000 for 57 individual contracts as of June 30, 2013.

The weighted-average asset allocation for the System Plans in the Trust at the end of fiscal 2013 and 2012 and the target allocation for fiscal 2014, by asset category, are as follows:

	Target Allocation	Percentage of Plan Assets at Year-End					
Asset category	2014	2013	2012				
Growth	50%	52%	49%				
Deflation	30	29	32				
Inflation	20	19	19				
Total	100%	100%	100%				

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

The System Plans' assets in the Other Trusts are invested in portfolios designed to best serve the participants of the System Plans' through a long-term investment strategy designed to ensure that funds are available to pay benefits as they become due and to maximize the total return at a prudent level of investment risk. The System Plans' assets invested in the Other Trusts are diversified among various assets classes based upon established investment guidelines.

	Target Allocation	Percentage of Plan Assets at Year-End					
Asset category	2014	2013	2012				
Cash	4%	6%	1%				
Growth	58	61	63				
Income	29	25	22				
Other	9	8	14				
Total	100%	100%	100%				

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

The following tables summarize fair value measurements at June 30, 2013 and 2012, by asset class and by level, for the System Plans' assets and liabilities. As also discussed in the Fair Value Measurements note, the System follows the three-level fair value hierarchy to categorize plan assets and liabilities recognized at fair value, which prioritizes the inputs used to measure such fair values. The inputs and valuation techniques discussed in the Fair Value Measurements note also apply to the System Plans' assets and liabilities as presented in the following tables.

	Level 1	Level 2	Level 3	Total
June 30, 2013				_
Short-term investments	\$ 324,803	\$ 20,331	\$ -	\$ 345,134
Derivatives receivable	1,078	337	21,059	22,474
U.S. government, state, municipal, and				
agency obligations	_	1,671,493	1,266	1,672,759
Corporate and foreign fixed income				
securities	25,843	566,812	53,729	646,384
Asset-backed securities	_	226,920	22,838	249,758
Equity securities	1,317,933	18,741	2,936	1,339,610
Alternative investments and other				
investments:				
Private equity and real estate funds	_	_	747,864	747,864
Hedge funds	34,708	_	1,452,190	1,486,898
Commodities funds and other				
investments	_	316,971	271,282	588,253
Assets not at fair value				334,875
Total				7,434,009
Derivatives payable	68	300	248,988	249,356
Investments sold, not yet purchased	3,794	(71)	_	3,723
Liabilities not at fair value				438,546
Total				691,625
Fair value of plan assets				\$ 6,742,384
<u>*</u>				

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

	Level 1			Level 2 Leve			el 3 Tot		
June 30, 2012									
Short-term investments	\$	192,025	\$	5,392	\$	_	\$	197,417	
Derivatives receivable		63,991		92,702		14,229		170,922	
U.S. government, state, municipal, and									
agency obligations		_		2,189,580		1,903		2,191,483	
Corporate and foreign fixed income									
securities		70,238		387,734		28,308		486,280	
Asset-backed securities		_		194,201		14,243		208,444	
Equity securities		782,558		_		1,514		784,072	
Alternative investments and other									
investments:									
Private equity and real estate funds		_		_		546,165		546,165	
Hedge funds		_		_		1,187,124		1,187,124	
Commodities funds and other									
investments		_		_		282,320		282,320	
Assets not at fair value								874,681	
Total								6,928,908	
Derivatives payable		5,849		51,314		6,055		63,218	
Investments sold, not yet purchased		_		29,342		_		29,342	
Liabilities not at fair value				•				843,671	
Total								936,231	
Fair value of plan assets							\$	5,992,677	
r									

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

For the years ended June 30, 2013 and 2012, the changes in the fair value of the System Plans' assets measured using significant unobservable inputs (Level 3) consisted of the following:

		Net Derivatives	M a n	U.S. vernment, State, unicipal, d Agency oligations	а	C orporate nd Foreign Fixed Income Securities		set-Backed Securities		Equity Securities		Private Equity and Real Estate Funds		Hedge Funds	F	mmodities unds and Other vestments
June 30, 2013 Beginning balance Acquisitions Total actual return on assets Purchases issuances and settlements Transfers into (out of) Level 3	\$	8,174 - (154,133) (122,486) 40,516	\$	1,903 - 130 (767) -		28,308 - (171) 31,994 (6,402)	s	14,243 - (89) 20,384 (11,700)		1,514 - 5 1,417 -	s	546,165 37,048 54,153 98,174 12,324	\$	1,187,124 - 147,977 156,513 (39,424)	\$	282,320 9,994 (21,032) -
Ending balance	\$	(227,929)	S	1,266	\$	53,729	\$	22,838	\$	2,936	S	747,864	\$	1,452,190	\$	271,282
Actual return on plan assets relating to pla assets still held at June 30 2013	s 	(280,606)	s	59	s	(2,202)	\$	(115)	\$	227	\$	54,968	\$	147,248	\$	(21,024)
June 30, 2012 Beginning balance Acquisitions	\$	(208 367)	\$	2 129 -	\$	19 462 -	\$	4 427 -	\$	1 701 -	\$	376 42 0 -	\$	1 011 817 30 428	\$	203 246
Total actual return on assets		167 900		48		1 431		(211)		(196)		25 991		(9 426)		(30.748)
Purchases issuances and settlements		48 641		(274)		9 662		10 517		-		143 754		154 305		109 826
Transfers (out of) into Level 3	•	0.171	cr.	1.002	er.	(2 247)	er.	(490)	er	9	er.	- E16 16E	er.	1 107 131	er.	(4)
Ending balance	2	8 174	3	1 903	\$	28 308	3	14 243	3	1 514	\$	546 165	\$	1 187 124	Ъ	282 320
Actual return on plan assets relating to pla assets still held at June 30 2012	n <u>\$</u>	9 095	\$	11	\$	(820)	\$	(477)	\$	_	\$	18 389	\$	(38 835)	\$	(29 356)

The Trust has entered into a series of interest rate swap agreements with a net notional amount of \$2,699,100. The combined targeted duration of these swaps and the Trust's fixed income investments approximates the duration of the liabilities of the Trust. Currently, 75% of the dollar duration of the liability is subject to this economic hedge. The purpose of this strategy is to economically hedge the change in the net funded status for a significant portion of the liability that can occur due to changes in interest rates.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

The expected long-term rate of return on the System Plans' assets is based on historical and projected rates of return for current and planned asset categories in the investment portfolio. Assumed projected rates of return for each asset category were selected after analyzing historical experience and future expectations of the returns and volatility for assets of that category using benchmark rates. Based on the target asset allocation among the asset categories, the overall expected rate of return for the portfolio was developed and adjusted for historical and expected experience of active portfolio management results compared to benchmark returns and for the effect of expenses paid from plan assets.

Information about the expected cash flows for the System Plans follows:

Expected employer contributions 2014	\$ 53,090
Expected benefit payments:	
2014	445,000
2015	452,800
2016	464,400
2017	484,000
2018	489,500
2019–2023	2,461,000

The contribution amount above includes amounts paid to Trusts. The benefit payment amounts above reflect the total benefits expected to be paid from Trusts.

Other Postretirement Benefit Plans

In addition to the retirement plan described above, certain Health Ministries sponsor postretirement benefit plans that provide healthcare benefits to qualified retirees who meet certain eligibility requirements. The total benefit obligation of these plans at June 30, 2013 and 2012, is \$45,308 and \$47,428, respectively. The net obligation included in pension and other postretirement liabilities in the accompanying Consolidated Balance Sheets at June 30, 2013 and 2012, is \$6,624 and \$12,423, respectively. The change in the plans' assets and benefit obligations recognized in unrestricted net assets during the year ended June 30, 2013, was \$2.678.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

9. Retirement Plans (continued)

Defined-Contribution Plans

System entities participate in contributory and noncontributory defined-contribution plans covering all eligible associates. There are three primary types of contributions to these plans: employer automatic contributions, employee contributions, and employer matching contributions. Benefits for employer automatic contributions are determined as a percentage of a participant's salary and, for certain entities, increases over specified periods of employee service. These benefits are funded annually, and participants become fully vested over a period of time. Benefits for employer matching contributions are determined as a percentage of an eligible participant's contributions each payroll period. These benefits are funded each payroll period, and participants become fully vested in these employer contributions immediately. Expenses for the defined-contribution plans were \$202,838 and \$127,134 during 2013 and 2012, respectively.

10. Self-Insurance Programs

Certain System hospitals and other entities participate in pooled risk programs to insure professional and general liability risks and workers' compensation risks to the extent of certain self-insured limits. In addition, various umbrella insurance policies have been purchased to provide coverage in excess of the self-insured limits. The System provides its self-insurance through various trust funds and captive insurance companies. Actuarially determined amounts, discounted at 6% for the System, are contributed to the trust funds and the captive insurance companies to provide for the estimated cost of claims. The loss reserves recorded for estimated self-insured professional, general liability, and workers' compensation claims include estimates of the ultimate costs for both reported claims and claims incurred but not reported, which are discounted at 6% in 2013 and 2012 for the System. Those entities not participating in the self-insured programs are insured under separate policies.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

10. Self-Insurance Programs (continued)

Professional and General Liability Programs

Professional and general liability coverage is provided on a claims-made basis through a wholly owned onshore trust and through AHIL.

AHIL has a self-insured retention of \$10,000 per occurrence with no aggregate. Excess coverage is provided through AHIL with limits up to \$185,000. AHIL retains \$5,000 per occurrence and \$5,000 annual aggregate for professional liability. AHIL also retains a 20% quota share of the first \$25,000 of umbrella excess. The remaining excess coverage is reinsured by commercial carriers.

Sunflower Assurance, Inc. (Sunflower) was acquired when Marian Health System joined the System. Sunflower provides excess coverage with limits up to \$75,000 above the primary coverage for Via Christi Health and retains 10% of the first reinsurance layer of \$10,000 on a quota share basis. The remaining excess coverage is reinsured by commercial carriers.

Self-insured entities in the states of Indiana, Kansas, and Wisconsin are provided professional liability coverage with limits in compliance with participation in the Patient Compensation Funds. The Patient Compensation Funds apply to claims in excess of the primary self-insured limit.

Included in operating expenses in the accompanying Consolidated Statements of Operations and Changes in Net Assets is professional and general liability expense of \$74,887 and \$71,687 for the years ended June 30, 2013 and 2012, respectively. Included in current and long-term self-insurance liabilities on the accompanying Consolidated Balance Sheets are professional and general liability loss reserves of \$614,913 and \$596,381 at June 30, 2013 and 2012, respectively.

AHIL also offers physician professional liability coverage through insurance or reinsurance arrangements to nonemployed physicians practicing at the System's various facilities, primarily in Michigan, Indiana, Kansas, and Illinois. Coverage is offered to physicians with limits ranging from \$100 per claim to \$1,000 per claim with various aggregate limits.

Edessa Insurance Company Ltd. (Edessa) was acquired as part of the Alexian Brothers business combination, as discussed in the Organizational Changes note. Effective July 1, 2012, the self-insurance programs of Edessa were consolidated into AHIL, and Edessa ceased operations.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

10. Self-Insurance Programs (continued)

Workers' Compensation

Workers' compensation coverage is provided on an occurrence basis through a grantor trust. The self-insured trust provides coverage up to \$1,000 per occurrence with no aggregate. The trust provides a mechanism for funding the workers' compensation obligations of its members. Workers' compensation coverage for Marian Health System is self-insured or commercially insured up to various limits. Excess insurance against catastrophic loss is obtained through commercial insurers. Premium payments made to the trust are expensed and represent claims reported and claims incurred but not reported.

Included in operating expenses in the accompanying Consolidated Statements of Operations and Changes in Net Assets is workers' compensation expense of \$44,395 and \$40,256 for the years ended June 30, 2013 and 2012, respectively. Included in current and long-term self-insurance liabilities on the accompanying Consolidated Balance Sheets are workers' compensation loss reserves of \$137,825 and \$110,657 at June 30, 2013 and 2012, respectively.

11. Lease Commitments

Future minimum payments under noncancelable operating leases with terms of one year or more are as follows:

Year ending June 30:		
2014	\$ 211,716	
2015	191,235	
2016	149,545	
2017	121,166	
2018	93,215	
Thereafter	231,248	
Total	\$ 998,125	
		_

Certain System entities are lessees under operating lease agreements for the use of space in buildings owned by third parties, including medical office buildings (MOBs) and medical and information technology equipment. In addition, certain System entities have subleased space within buildings where the entity has a current operating lease commitment. Certain System entities are also lessors under operating lease agreements, primarily ground leases related to third-party-owned MOBs on land owned by the System entity.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

11. Lease Commitments (continued)

The System's future minimum noncancelable payments associated with operating leases where a System entity is the lessee, as well as future minimum noncancelable receipts associated with operating leases where a System entity is the sublessor or lessor, are presented in the table that follows. Future minimum payments and receipts relate to noncancelable leases with terms of one year or more.

	P W	Future ayments here the system is Lessee	W S	Future Receipts Where the System is ublessor/ Lessor	Net Future Payments (Receipts)		
Year ending June 30:						_	
2014	\$	211,716	\$	45,749	\$	165,967	
2015		191,235		38,072		153,163	
2016		149,545		32,591		116,954	
2017		121,166		28,075		93,091	
2018		93,215		25,289		67,926	
Thereafter		231,248		299,907		(68,659)	
Total	\$	998,125	\$	469,683	\$	528,442	

Rental expense under operating leases amounted to \$365,718 and \$336,538 in 2013 and 2012, respectively.

12. Contingencies and Commitments

The System is involved in litigation and regulatory investigations arising in the ordinary course of business. Regulatory investigations also occur from time to time. In the opinion of management, after consultation with legal counsel, these matters are expected to be resolved without material adverse effect on the System's Consolidated Balance Sheet.

In March 2013, the System and some of its subsidiaries were named as defendants to litigation surrounding the Church Plan status of its System Plans. The System does not believe that this matter will have a material adverse effect on the System's financial position or results of operations.

Notes to Consolidated Financial Statements (continued) (Dollars in Thousands)

12. Contingencies and Commitments (continued)

In September 2010, Ascension Health received a letter from the U.S. Department of Justice (the DOJ) in connection with its nationwide review to determine whether, in certain cases, implantable cardioverter defibrillators were provided to certain Medicare beneficiaries in accordance with national coverage criteria. In connection with this nationwide review, identified System hospitals are reviewing applicable medical records and responding to the DOJ. The DOJ's investigation spans a time frame beginning in 2003 and extending through the present time. Through September 18, 2013, the DOJ has not asserted any claims against any System hospitals. The System continues to fully cooperate with the DOJ in its investigation.

The System enters into agreements with nonemployed physicians that include minimum revenue guarantees. The terms of the guarantees vary. The carrying amounts of the liability for the System's obligation under these guarantees were \$44,606 and \$26,678 at June 30, 2013 and 2012, respectively, and are included in other current and noncurrent liabilities in the accompanying Consolidated Balance Sheets. The maximum amount of future payments that the System could be required to make under these guarantees is approximately \$100,100.

The System entered into agreements with sponsors for support through January 2017. The System's obligation under these agreements totals \$49,028 at June 30, 2013, and is included in other current and noncurrent liabilities in the accompanying Consolidated Balance Sheet.

The System entered into Master Service Agreements for information technology services provided by third parties. The maximum amount of future payments that the System could be required to make under these agreements is approximately \$201,600.

Guarantees and other commitments represent contingent commitments issued by Ascension Health Alliance Senior and Subordinate Credit Groups, generally to guarantee the performance of an affiliate to a third party in borrowing arrangements such as commercial paper issuances, bond financing, and other transactions. The terms of guarantees are equal to the terms of the related debt, which can be as long as 27 years. The following represents the remaining guarantees and other commitments of the Senior and Subordinate Credit Group at June 30, 2013:

Hospital de la Conceptión 2000 Series A debt guarantee	\$ 30,185
St. Vincent de Paul Series 2000A debt guarantee	28,300
Other guarantees and commitments	33,937