Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation
GEORGIA HEALTH FOUNDATION, INC.

A Employer identification number
58-1352076

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
3050 PEACHTREE ROAD, SUITE 270

B Telephone number (see instructions)
404-658-9066

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30305

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 10,087,648

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	14,981	14,981		
	4	Dividends and interest from securities	327,811	327,811		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	585,548			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		585,548		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)			COLUMN 'C'	IS N/A
	12	**Total.** Add lines 1 through 11	928,340	928,340	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	26,100			18,270
	14	Other employee salaries and wages	14,880			10,416
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) AUDIT FEE	5,000			3,500
	c	Other professional fees (attach schedule)	57,282	31,182		18,270
	17	Interest				
	18	Taxes (attach schedule) (see instructions) SEE SCH.	18,203			12,742
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	12,074			8,452
	22	Printing and publications				
	23	Other expenses (attach schedule)	6,371			4,460
	24	**Total operating and administrative expenses.** Add lines 13 through 23	139,910	31,182	0	76,110
	25	Contributions, gifts, grants paid	326,250			326,250
	26	**Total expenses and disbursements.** Add lines 24 and 25	466,160	31,182	0	402,360
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	462,180			
	b	**Net investment income** (if negative, enter -0-)		897,158		
	c	**Adjusted net income** (if negative, enter -0-)			0	

RECEIVED
MAY 2 0 2014
OGDEN, UT

SCANNED MAY 1 9 2014

Part II · **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	85,730	84,442	84,442
	2	Savings and temporary cash investments	553,767	690,184	690,184
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges EXCISE TAX	10,243	0	0
	10a	Investments—U.S. and state government obligations (attach schedule)	51,762	0	0
	b	Investments—corporate stock (attach schedule)	6,381,727	7,874,351	7,874,351
	c	Investments—corporate bonds (attach schedule)	256,965	352,801	352,801
	11	Investments—land, buildings, and equipment: basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) LTD. P'SHIP SHARES	1,198,442	1,083,396	1,083,396
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ACCRUED INCOME)	2,474	2,474	2,474
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	8,541,110	10,087,648	10,087,648
Liabilities	17	Accounts payable and accrued expenses	0	8,300	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	8,300	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	8,541,110	10,079,348	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	8,541,110	10,079,348	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,541,110	10,087,648	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,541,110
2	Enter amount from Part I, line 27a	2	462,180
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN- INVESTMENT MKT VAL	3	1,076,058
4	Add lines 1, 2, and 3	4	10,079,348
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,079,348

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	**SEE SCHEDULE ATTACHED**	P	VAR	VAR
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,845,858		2,260,310	585,548
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	585,548
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	315,087	8,276,458	0.0381
2011	371,823	8,346,240	0.0445
2010	456,193	7,866,035	0.0580
2009	472,957	7,069,223	0.0669
2008	548,704	9,363,846	0.0586

2	**Total** of line 1, column (d)	2	0.2661
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.05322
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,242,572
5	Multiply line 4 by line 3	5	491,890
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,972
7	Add lines 5 and 6	7	500,862
8	Enter qualifying distributions from Part XII, line 4	8	402,360

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter: ________ **(attach copy of letter if necessary—see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	17,943
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	17,943
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	17,943
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 10,243		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	10,243
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	7,700
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GEORGIA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		

Website address ▶ www.gahealthfdn.org

14 The books are in care of ▶ JOHN M. BOREK, TREASURER Telephone no. ▶ 404-658-9066

Located at ▶ 3050 PEACHTREE RD., STE 270, ATLANTA, GA ZIP+4 ▶ 30305

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

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (If not paid, enter -0-)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE LIST ATTACHED	ALL DIRECTORS AVG <5HRS/WK	26,100	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 CULTURE CONNECT, INC - To fund the interpretation program to provide medical interpretation for immigrants and refugees with limited English living in Georgia outside the metro Atlanta area	24,000
2 CENTER FOR THE VISUALLY IMPAIRED - To provide financial assistance to needy persons for the purchase of needed vision aids to help them live more independently	20,000
3 HILLSIDE, INC. - Thearapy for needy families to strengthen the parent-child relationship in order to increase chances of the child becoming a responsible member of society	20,000
4 UNITED FRESH FOUNDATION - To provide salad bar equipment and training to needy Georgia schools and promote healthier eating habits among the poor	15,750

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 **NONE**	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,069,354
b	Average of monthly cash balances	1b	313,968
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	9,383,322
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	9,383,322
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	140,750
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,242,572
6	**Minimum investment return.** Enter 5% of line 5	6	462,129

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

1	Minimum investment return from Part X, line 6			1	462,129
2a	Tax on investment income for 2013 from Part VI, line 5	2a	17,943		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	17,943
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	444,186
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	444,186
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	444,186

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	402,360
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	402,360
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	402,360

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				444,186
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			383,253	
b Total for prior years: 20___,20___,20___				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4. ▶ $ 402,360				
a Applied to 2012, but not more than line 2a			383,253	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				19,107
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				425,079
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:		THIS	PART IS	N/A	
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

JOHN BOREK, GA HEALTH FDN, 3050 PEACHTREE RD, STE 270, ATLANTA, GA -TEL# 404-658-9066

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

SEE APPLICATION GUIDELINES ATTACHED

c Any submission deadlines:

AUGUST 1 OF EACH YEAR

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

SEE APPLICATION GUIDELINES - PRIMARILY RESTRICTED TO HEALTH CARE CHARITIES IN GEORGIA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE LIST ATTACHED	NO INDIVIDUAL DONATIONS	ALL ARE 501(C)3	FOR MEDICAL CARE OR RESEARCH	326,250
Total . . . . . ▶ **3a**				326,250
b *Approved for future payment*				
NONE				
Total . . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	14,981	
4 Dividends and interest from securities			14	327,811	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	585,548	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		928,340	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 928,340

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 05/01/2014 | Title CHMN, AUDIT COMM

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
ROBERT B ROUNTREE, CPA	Robert B. Rountree, CPA	4-14-14		P00520695
Firm's name ▶ ROBERT B. ROUNTREE, JR, CPA			Firm's EIN ▶	
Firm's address ▶ P.O. BOX 450281, ATLANTA, GA 31145			Phone no 404-939-8979	

GEORGIA HEALTH FOUNDATION, INC.
2013

	Column A	Column B	Column D
Part I, line 16c - Other Professional Fees			
Investment Fees	31,182	31,182	
Consultant Fees	26,100		18,270
Total	57,282	31,182	18,270
Part I, line 18 - Taxes			
Foreign Tax	260		182
Excise Tax	17,943	0	12,560
Total	18,203		12,742
Part I, line 23 - Other Expenses			
Office Expense	1,758	0	1,231
Website Expense	4,000		2,800
Telephone Expense	613	0	429
Total	6,371	0	4,460

PART I ATTACHMENT - REVENUE & OPERATING EXPENSE

	Acquired	Quantity	Cost Basis	Market Value
CASH EQUIVALENTS -CD's				
CD - AMERICAN EXPRESS BANK - 2.9%	11/18/2009	80,000	80,000	81,348
CD - BMW BANK OF NORTH AMERICA - 2.85%	12/8/2009	45,000	45,000	45,774
CD - GOLDMAN SACHS BANK - 1.3%	2/9/2012	50,000	50,000	50,052
CD - GOLDMAN SACHS BANK - 1.3%	4/18/2012	75,000	75,000	74,829
CD - DISCOVER BANK - 1.55%	9/13/2012	100,000	100,000	98,572
CD - DISCOVER BANK - .75%	5/10/2013	50,000	50,000	49,248
TOTAL			400,000	399,823
CORPORATE AND OTHER BONDS				
MICROSOFT CORP - 1.625%	12/16/2010	100,000	97,715	102,083
GENERAL ELEC. CAPITAL - 1.625%	5/10/2013	150,000	151,957	148,407
PROCTER & GAMBLE CO. - 1.8%	12/20/2010	100,000	98,806	102,311
TOTAL			348,478	352,801
LIMITED PARTNERSHIP SHARES				
THE ENDOWMENT TEI FUND, L.P.	12/1/2006	2,828	150,785	159,423
THE ENDOWMENT TEI FUND, L.P	6/1/2008	5,713	349,942	322,036
THE ENDOWMENT TEI FUND, L P.	3/1/2010	1,779	94,962	100,280
SKYBRIDGE MULTI-ADVISOR HEDGE FD, LLC	8/1/2011	393	454,594	501,657
TOTAL			1,050,283	1,083,396
STOCK MUTUAL FUNDS				
VANGUARD SMALL CAP FUND	9/21/2010	2,608	163,374	286,750
VANGUARD MID-CAP ETF	9/21/2010	5,218	343,365	574,084
VANGUARD VALUE ETF	9/21/2010	10,437	521,847	797,282
VANGUARD GROWTH ETF	9/21/2010	8,435	463,258	784,877
VANGUARD EMERGING MKTS ETF	9/21/2010	996	44,001	40,976
VANGUARD FTSE ALL WORLD EX US	9/21/2010	3,006	134,656	152,494
DELAWARE VALUE FD INSTL CL	9/13/2013	42,734	646,729	696,565
JOHN HANCOCK DISCIPLINED MID CAP CL I	9/6/2011	34,594	364,305	627,543
GLENMEDE SMALL CAP EQUITY FD INST CL	11/8/2013	21,073	566,027	571,510
GOLDMAN SACHS GROWTH OPP FD INSTL	5/12/2011	19,021	499,423	579,194
MAINSTAY LARGE CAP GROWTH FD CL I	5/10/2011	71,790	572,549	747,339
SCHRODER EMERGING MKT FD INV CL	5/12/2011	6,937	97,967	92,475
HARBOR INTL FUND INSTL CL	9/13/2013	2,019	137,955	143,397
AMERICAN FUNDS AMCAP FD CL F2	5/7/2010	27,967	481,316	766,043
MTS VALUE FUND CL I	9/13/2013	21,936	682,640	731,817
ALPS ALERIAN MLP ETF	3/4/2013	3,855	68,434	68,595
COHEN & STEERS REAL ASSET FD CL C	3/4/2013	6,826	66,421	65,536
THE OAKMARK INTL FUND	9/13/2013	5,618	143,985	147,874
TOTAL			5,998,252	7,874,351
GRAND TOTAL - ALL INVESTMENTS				$ 9,710,371

PAGE 2, PART II ATTACHMENT

GEORGIA HEALTH FOUNDATION
12-31-13

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
8,880 0000	FEDRTD STRG VL DV FD INS	09/01/11	05/09/13	49,994 40	40,759 20	9,235 20 L
0 6260	FEDERATED STRATEGIC	09/01/11	05/09/13	3 52	2 87	0 65 L
0 3690	FEDRTD STRG VL DV FD INS	04/30/13	05/09/13	2 07	1 93	0 14 S
5,530 0000	MAINSTAY LG CP GRTH CL I	05/10/11	05/09/13	49,991 20	44,074 10	5,917 10 L
0 7510	MAINSTAY LARGE CAP	05/10/11	05/09/13	6 79	5 98	0 81 L
0 2220	MAINSTAY LG CP GRTH CL I	12/28/12	05/09/13	2 00	1 74	0 26 S
1,996 0000	AMER FUNDS AMCAP	05/07/10	05/09/13	49,979 84	33,333 69	16,646 15 L
0 3030	AMER FUNDS AMCAP	05/07/10	05/09/13	7 58	5 06	2 52 L
0 5020	AMER FUNDS AMCAP	09/07/12	05/09/13	12 57	10 72	1 85 S
2,263 0000	BLACKROCK EQ DIVIDEND I	05/28/09	05/09/13	49,989 67	30,377 50	19,612 17 L
0 4680	BLACKROCK EQ DIVIDEND I	04/18/13	05/09/13	10 34	9 40	0 94 S
85 0000	VANGUARD SMALL CAP	09/21/10	09/12/13	8,567 85	5,324 70	3,243 15 L
170 0000	VANGUARD MID-CAP ETF	09/21/10	09/12/13	17,331 30	11,172 98	6,158 32 L
339 0000	VANGUARD VALUE ETF	09/21/10	09/12/13	23,947 90	16,728 22	7,219 68 L
274 0000	VANGUARD GROWTH ETF	09/21/10	09/12/13	23,108 71	14,972 18	8,136 53 L
4,427 0000	THORNBURG INTL VAL FD I	05/10/11	09/13/13	134,846 41	136,351 60	(1,505 19) L
1 0000	THORNBURG INTL VAL FD I	05/27/11	09/13/13	30 46	34 01	(3 55) L
16 0000	THORNBURG INTL VAL FD I	05/27/11	09/13/13	487 36	501 12	(13 76) L
33 0000	THORNBURG INTL VAL FD I	06/24/11	09/13/13	1,005 18	954 02	51 16 L
23 0000	THORNBURG INTL VAL FD I	09/26/11	09/13/13	700 58	543 02	157 56 L
9 0000	THORNBURG INTL VAL FD I	12/23/11	09/13/13	274 14	220 58	53 56 L
1 0000	THORNBURG INTL VAL FD I	03/26/12	09/13/13	30 46	27 85	2 61 L
14 0000	THORNBURG INTL VAL FD I	03/26/12	09/13/13	426 44	385 70	40 74 L
1 0000	THORNBURG INTL VAL FD I	06/25/12	09/13/13	30 46	24 95	5 51 L
37 0000	THORNBURG INTL VAL FD I	06/25/12	09/13/13	1,127 02	902 80	224 22 L
1 0000	THORNBURG INTL VAL FD I	03/22/13	09/13/13	30 46	28 06	2 40 S
16 0000	THORNBURG INTL VAL FD I	03/22/13	09/13/13	487 36	458 40	28 96 S
0 1920	THORNBURG INTL VAL FD I	06/24/13	09/13/13	5 85	5 43	0.42 S
30 0000	THORNBURG INTL VAL FD I	06/24/13	09/13/13	913 81	815 39	98 42 S
1,105 0000	JH DISC VAL MC FD CL I	09/06/11	09/12/13	18,320 90	11,436 75	6,884 15 L
0 1670	JOHN HANCOCK DISCIPLINED	09/06/11	09/12/13	2 77	1 73	1 04 L
0 6830	JH DISC VAL MC FD CL I	12/18/12	09/12/13	11 32	8 94	2 38 S
3,754 0000	FEDRTD STRG VL DV FD INS	09/01/11	09/12/13	20,797 16	17,230 86	3,566 30 L
0 4890	FEDERATED STRATEGIC	09/01/11	09/12/13	2 71	2 25	0 46 L
59,743 0000	FEDRTD STRG VL DV FD INS	09/01/11	09/16/13	332,768 51	274,220 37	58,548 14 L
0.5110	FEDRTD STRG VL DV FD INS	09/01/11	09/16/13	2 85	2 34	0 51 L
44,642 0000	FEDRTD STRG VL DV FD INS	09/06/11	09/16/13	248,655 93	199,996 16	48,659 77 L
1 0000	FEDRTD STRG VL DV FD INS	09/30/11	09/16/13	5 56	4 49	1 07 L
499 0000	FEDRTD STRG VL DV FD INS	09/30/11	09/16/13	2,779 43	2,265 46	513 97 L
294 0000	FEDRTD STRG VL DV FD INS	10/31/11	09/16/13	1,637 58	1,405 32	232 26 L
952 0000	FEDRTD STRG VL DV FD INS	11/30/11	09/16/13	5,302 64	4,369 67	932 97 L
1 0000	FEDRTD STRG VL DV FD INS	12/30/11	09/16/13	5 56	4 72	0 84 L
473 0000	FEDRTD STRG VL DV FD INS	12/30/11	09/16/13	2,634 61	2,298 78	335 83 L
186 0000	FEDRTD STRG VL DV FD INS	01/31/12	09/16/13	1,036 02	879 77	156 25 L
689 0000	FEDRTD STRG VL DV FD INS	02/29/12	09/16/13	3,837 73	3,348 53	489 20 L
1 0000	FEDRTD STRG VL DV FD INS	03/30/12	09/16/13	5 57	4 84	0 73 L
478 0000	FEDRTD STRG VL DV FD INS	03/30/12	09/16/13	2,662 46	2,318 30	344 16 L
1 0000	FEDRTD STRG VL DV FD INS	04/30/12	09/16/13	5 57	4 87	0 70 L
180 0000	FEDRTD STRG VL DV FD INS	04/30/12	09/16/13	1,002 60	883 79	118 81 L
1 0000	FEDRTD STRG VL DV FD INS	05/31/12	09/16/13	5 56	4 87	0 69 L
756 0000	FEDRTD STRG VL DV FD INS	05/31/12	09/16/13	4,210 92	3,598 56	612 36 L
688.0000	FEDRTD STRG VL DV FD INS	06/29/12	09/16/13	3,832 16	3,398 71	433 45 L
1 0000	FEDRTD STRG VL DV FD INS	07/31/12	09/16/13	5 57	4 86	0 71 L
396 0000	FEDRTD STRG VL DV FD INS	07/31/12	09/16/13	2,205 72	2,031 47	174 25 L
536 0000	FEDRTD STRG VL DV FD INS	08/31/12	09/16/13	2,985 52	2,728 24	257 28 L
1 0000	FEDRTD STRG VL DV FD INS	09/28/12	09/16/13	5 57	5 13	0 44 S
385 0000	FEDRTD STRG VL DV FD INS	09/28/12	09/16/13	2,144 45	1,990 44	154 01 S
189 0000	FEDRTD STRG VL DV FD INS	11/01/12	09/16/13	1,052 73	962 00	90 73 S
1 0000	FEDRTD STRG VL DV FD INS	11/30/12	09/16/13	5 56	5 11	0 45 S
575 0000	FEDRTD STRG VL DV FD INS	11/30/12	09/16/13	3,202 75	2,892 24	310 51 S
1 0000	FEDRTD STRG VL DV FD INS	12/06/12	09/16/13	5 57	5 04	0 53 S
60 0000	FEDRTD STRG VL DV FD INS	12/06/12	09/16/13	334 20	303 00	31 20 S
492 0000	FEDRTD STRG VL DV FD INS	12/27/12	09/16/13	2,740 44	2,460 00	280 44 S
1 0000	FEDRTD STRG VL DV FD INS	01/31/13	09/16/13	5.57	5 11	0 46 S
202 0000	FEDRTD STRG VL DV FD INS	01/31/13	09/16/13	1,125 14	1,058 47	66 67 S
613 0000	FEDRTD STRG VL DV FD INS	02/28/13	09/16/13	3,414 42	3,175 34	239 08 S
344 0000	FEDRTD STRG VL DV FD INS	03/28/13	09/16/13	1,916 08	1,847 27	68 81 S
120 0000	FEDRTD STRG VL DV FD INS	04/30/13	09/16/13	668 40	680 40	(12 00) S
340 0000	FEDRTD STRG VL DV FD INS	05/31/13	09/16/13	1,893 80	1,897 20	(3.40) S
1 0000	FEDRTD STRG VL DV FD INS	06/28/13	09/16/13	5 57	5 18	0 39 S
667 0000	FEDRTD STRG VL DV FD INS	06/28/13	09/16/13	3,715 20	3,641 81	73 39 S
1.0000	FEDRTD STRG VL DV FD INS	07/31/13	09/16/13	5 57	5 54	0 03 S
279 0000	FEDRTD STRG VL DV FD INS	07/31/13	09/16/13	1,554 04	1,567 98	(13 94) S
1 0000	FEDRTD STRG VL DV FD INS	08/30/13	09/16/13	5 57	5 52	0 05 S
0 0240	FEDRTD STRG VL DV FD INS	08/30/13	09/12/13	0 13	0 13	0 00
401 0000	FEDRTD STRG VL DV FD INS	08/30/13	09/16/13	2,233 59	2,189 46	44 13 S
577 0000	GLDMN SCHS GRW OPP INSTL	05/12/11	09/12/13	17,327 31	15,232 80	2,094 51 L
0 4540	GOLDMAN SACHS GROWTH	05/12/11	09/12/13	13 64	11 99	1 65 L
0 3020	GLDMN SCHS GRW OPP INSTL	12/06/12	09/12/13	9 06	7 27	1 79 S

(CONTINUED)

PAGE 3, PART IV ATTACHMENT

GEORGIA HEALTH FOUNDATION
12-31-13

(CONTINUED)

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
763 0000	CAMBIAR SMALL CAP FD INV	09/13/12	09/12/13	17,190 39	14,184 17	3,006 22 S
0 3810	CAMBIAR SMALL CAP FUND	09/13/12	09/12/13	8 59	7 09	1 50 S
0 2670	CAMBIAR SMALL CAP FD INV	12/14/12	09/12/13	6 01	4 94	1 07 S
2,342 0000	MAINSTAY LG CP GRTH CL I	05/10/11	09/12/13	22,717 40	18,665 74	4,051 66 L
0 5350	MAINSTAY LARGE CAP	05/10/11	09/12/13	5 19	4 27	0 92 L
0 2490	MAINSTAY LG CP GRTH CL I	05/10/11	09/12/13	2 41	1 98	0 43 L
3,089 0000	AMERICAN EURO PACIFIC	11/18/09	09/13/13	139,931 69	121,667 05	18,264 64 L
0 1640	AMERICAN EURO PACIFIC	12/03/10	09/13/13	7 43	6 58	0 85 L
120 0000	AMERICAN EURO PACIFIC	12/03/10	09/13/13	5,436 01	4,972 80	463 21 L
913 0000	AMER FUNDS AMCAP	05/07/10	09/12/13	24,039 29	15,247 33	8,791 96 L
0 0140	AMER FUNDS AMCAP	05/07/10	09/12/13	0 37	0 24	0 13 L
0 0130	AMER FUNDS AMCAP	06/17/13	09/12/13	0 34	0 32	0 02 S
965 0000	BLACKROCK EQ DIVIDEND I	05/28/09	09/12/13	21,606 35	12,953 73	8,652 62 L
14,149 0000	BLACKROCK EQ DIVIDEND I	05/28/09	09/16/13	317,928 02	189,929 84	127,998 18 L
1 0000	BLACKROCK EQ DIVIDEND I	06/02/09	09/16/13	22 47	13 74	8 73 L
270 0000	BLACKROCK EQ DIVIDEND I	07/24/09	09/16/13	6,066 89	3,794 00	2,272 89 L
251 0000	BLACKROCK EQ DIVIDEND I	10/23/09	09/16/13	5,639 97	3,918 60	1,721 37 L
1 0000	BLACKROCK EQ DIVIDEND I	10/26/09	09/16/13	22 46	15 17	7 29 L
252 0000	BLACKROCK EQ DIVIDEND I	12/11/09	09/16/13	5,662 44	3,961 98	1,700 46 L
232 0000	BLACKROCK EQ DIVIDEND I	04/23/10	09/16/13	5,213 03	3,865 12	1,347 91 L
1 0000	BLACKROCK EQ DIVIDEND I	07/23/10	09/16/13	22 46	15 59	6 87 L
244 0000	BLACKROCK EQ DIVIDEND I	07/23/10	09/16/13	5,482 68	3,792 59	1,690 09 L
1 0000	BLACKROCK EQ DIVIDEND I	10/22/10	09/16/13	22 47	14 52	7 95 L
211 0000	BLACKROCK EQ DIVIDEND I	10/22/10	09/16/13	4,741 17	3,519 47	1,221 70 L
1 0000	BLACKROCK EQ DIVIDEND I	12/10/10	09/16/13	22 46	15 24	7 22 L
170 0000	BLACKROCK EQ DIVIDEND I	12/10/10	09/16/13	3,819 89	2,915 50	904 39 L
135 0000	BLACKROCK EQ DIVIDEND I	04/21/11	09/16/13	3,033 44	2,525 84	507 60 L
156 0000	BLACKROCK EQ DIVIDEND I	07/22/11	09/16/13	3,505 32	2,949 96	555 36 L
1 0000	BLACKROCK EQ DIVIDEND I	09/06/11	09/16/13	22 47	18 28	4 19 L
11,855 0000	BLACKROCK EQ DIVIDEND I	09/06/11	09/16/13	266,381 92	199,993 85	66,388 07 L
219 0000	BLACKROCK EQ DIVIDEND I	10/21/11	09/16/13	4,920 93	3,819 35	1,101 58 L
1 0000	BLACKROCK EQ DIVIDEND I	12/09/11	09/16/13	22 47	17 42	5 05 L
255 0000	BLACKROCK EQ DIVIDEND I	12/09/11	09/16/13	5,729 85	4,510 95	1,218 90 L
16 0000	BLACKROCK EQ DIVIDEND I	12/09/11	09/16/13	359 52	283 04	76 48 L
1 0000	BLACKROCK EQ DIVIDEND I	04/19/12	09/16/13	22 46	18 11	4 35 L
205 0000	BLACKROCK EQ DIVIDEND I	04/19/12	09/16/13	4,606 35	3,970 85	635 50 L
1 0000	BLACKROCK EQ DIVIDEND I	07/20/12	09/16/13	22 47	19 40	3 07 L
209 0000	BLACKROCK EQ DIVIDEND I	07/20/12	09/16/13	4,696 23	4,071 32	624 91 L
1 0000	BLACKROCK EQ DIVIDEND I	10/19/12	09/16/13	22 47	20 23	2 24 S
181 0000	BLACKROCK EQ DIVIDEND I	10/19/12	09/16/13	4,067 07	3,699 64	367 43 S
226 0000	BLACKROCK EQ DIVIDEND I	12/13/12	09/16/13	5,078 22	4,520 00	558 22 ST
1 0000	BLACKROCK EQ DIVIDEND I	12/13/12	09/16/13	22 47	20 08	2 39 ST
8 0000	BLACKROCK EQ DIVIDEND I	12/13/12	09/16/13	179 76	160 00	19 76 ST
168 0000	BLACKROCK EQ DIVIDEND I	04/18/13	09/16/13	3,774 97	3,569 99	204 98 ST
0 1630	BLACKROCK EQ DIVIDEND I	07/19/13	09/12/13	3 65	3 65	0 00
0 4080	BLACKROCK EQ DIVIDEND I	07/19/13	09/16/13	9 17	9 13	0 04 ST
135 0000	BLACKROCK EQ DIVIDEND I	07/19/13	09/16/13	3,033 46	3,060 45	(26 99) ST
23,012 0000	CAMBIAR SMALL CAP FD INV	09/13/12	11/08/13	543,543 43	427,793 08	115,750 35 LT
0 6190	CAMBIAR SMALL CAP FD INV	09/13/12	11/08/13	14 62	11 50	3 12 LT
368 0000	CAMBIAR SMALL CAP FD INV	12/14/12	11/08/13	8,692 17	6,716 00	1,976 17 ST
50,000 0000	WAL-MART STORES 4 55% 2013	08/01/06	05/01/13	50,000 00	47,814 00	2,186 00 LT
50,000 0000	US TSY 4.250% NOV 15 2013	08/01/06	11/15/13	50,000 00	48,380 86	1,619 14 LT
3,348	THE ENDOWMENT TEI FUND	12/01/06	08/14/13	197,016.60	178,404.63	8,612.57 L

NET CAPITAL GAIN 585,548

PAGE 3, PART IV ATTACHMENT

GEORGIA HEALTH FOUNDATION, INC.
DIRECTORS AND DIRECTOR FEES
2013

NAME AND ADDRESS	AMOUNT
John M. Borek 3023 Shinnecock Hills Drive Duluth, GA 30097	$3,600 00
Jaquelin Gotlieb 1522 Howell Highlands Stone Mountain, GA 30087	$3,150.00
J. Rhodes Haverty 2240 Peachtree Rd, Unit 21 Atlanta, GA 30305	$3,150.00
Martha Katz 417 Clairemont Ave , #122 Decatur, GA 30030	$4,500 00
S Jarvin Levison 171 17th Street, Suite 2100 Atlanta, GA 30363	$4,500 00
Nancy M. Paris 50 Hurt Plaza, Suite 910 Atlanta, GA 30303	$4,050.00
Robert L. Zwald 3735 Sinclair Shores Rd. Cumming, GA 30041	$3,150.00
TOTAL DIRECTOR FEES	$26,100.00

CONSULTANT	
John W. Stephenson 3400 Pinestream Rd., NW Atlanta, GA 30327	$26,100.00

PART VIII, LINE 1 ATTACHMENT

General Information

The Georgia Health Foundation is a private, non-operating foundation, established in 1985. It is dedicated to improving the health of Georgians. The Foundation makes grants within a broad scope of health-related areas to tax-exempt organizations operating exclusively for charitable, scientific, and/or educational purposes. Grants are made only within the State of Georgia. Consideration is given to proposals that are of local importance and to opportunities that may address regional and national issues. While the Foundation should not be considered a source of continuing support, it seeks to encourage programs that have a high potential of becoming permanent.

Grant Criteria

The Foundation supports health-related purposes which provide innovative approaches to personal and community health care including access, delivery, maintenance, public awareness, education, quality evaluation, clinical research and preventive care for all segments of the population. In considering grants, attention is given to the financial strength of the applicant, the likelihood of success of the proposal, and the applicant's commitment to evaluating the effectiveness of the grant's purpose. Collaboration, cooperation and joint venturing among organizations are encouraged.

Grant Application Procedures

Between January 1st and May 1st of the year, submit a brief but thorough request outlining the project or proposal. The letter should include the following:

- Legal name, office and mailing address and phone number of applicant organization
- Date of establishment and brief history
- Purpose and specific amount of grant requested with itemized budget information
- Identification of individuals administering the project
- Unique aspects of program
- A copy of the organization's IRS tax exempt determination letter

Grant Awards Procedures

The Foundation normally awards grants in November and distributes the funds in December. Occasionally the Board will consider awarding grants earlier in the year, but only when the timing and urgency of the project requires early review and funding.

It is strongly recommended that grant applicants submit the initial brief proposal by May 1 so the Proposal Evaluation Committee will have time to request additional information before the August 1st final deadline for all submissions.

GRANT INFORMATION
PART XV ATTACHMENT

Georgia Health Foundation

Organization Name Address	Contact Name Contact Title	Amount Paid	Date Paid
United Fresh Foundation 1901 Pennsylvania Avenue, Suite 1100 Washington, DC 20006	Mr. Andrew Marshall Manager, LMSBS	$15,750	8/30/2013
Wellspring Living 140 Howell Road, Suite C2 Tyrone, GA 30290	Ms. Mary Frances Bowley Executive Director	$15,000	12/5/2013
Grand Totals (22 items)		**$294,750**	

PLUS 25 MISCELLANEOUS SMALL DIRECTOR MATCHING GRANTS (ALL PAID TO QUALIFIED 501(c)3 CHARITIES) 31,500

TOTAL GRANTS $ 326,250

2013 GRANTS

PAGE 11, PART XV ATTACHMENT

Georgia Health Foundation
Grants Paid in 2013

Organization Name Address	Contact Name Contact Title	Amount Paid	Date Paid
Agnes Scott College 141 East College Avenue Decatur, GA 30030-3797	Dr. Elizabeth Kiss President	$15,000	12/5/2013
Bartow Health Access 31 Pointe North Drive Cartersville, GA 30120	Ms. Roberta Green Executive Director	$10,000	12/5/2013
Care and Counseling Center of Georgia, Inc. 1814 Clairmont Road Decatur, GA 30033	Ms. Sandra Mullins Executive Director	$10,000	12/5/2013
Center for the Visually Impaired 739 W. Peachtree Street, NE Atlanta, GA 30308	Ms. Fontaine M. Huey President	$20,000	5/13/2013
The Community Foundation For Greater Atlanta, Inc. 50 Hurt Plaza, Suite 449 Atlanta, GA 30303	Ms. Alicia Philipp President	$10,000	12/5/2013
The Community Foundation For Greater Atlanta, Inc. 50 Hurt Plaza, Suite 449 Atlanta, GA 30303	Ms. Alicia Philipp President	$25,000	12/5/2013
Community Helping Hands Clinic, Inc. 34-C Courthouse Square Cleveland, GA 30528	Mr. Howard Miller Executive Director	$5,000	12/5/2013
Culture Connect Inc. PO Box 250 (4151 Memorial Dr . Suite 207E Decatur, 30032) Clarkston, GA 30021	Ms Alexis Dalmat Executive Director	$24,000	12/5/2013
Friends of Disabled Adults and Children, Too! 4900 Lewis Road Stone Mountain, GA 30083	Mr. Christopher D Brand President and CEO	$15,000	12/5/2013
Georgia Budget & Policy Institute 100 Edgewood Avenue, Suite 950 Atlanta, GA 30303	Mr. Alan Essig Executive Director	$15,000	12/5/2013

Georgia Health Foundation

Organization Name Address	Contact Name Contact Title	Amount Paid	Date Paid
Georgia Department of Behavioral Health & Developmental Disabilities 1915 Eisenhower Drive, Bldg. Two Savannah, GA 31406	Mr. Charles Ringling Regional Coordinator	$10,000	12/5/2013
Georgia Watch 55 Marietta Street, Suite 903 Atlanta, GA 30303	Ms. Elena Parent Executive Director	$15,000	12/5/2013
Georgians for a Healthy Future 100 Edgewood Avenue, Suite 815 Atlanta, GA 30303	Ms. Cynthia Zeldin Executive Director	$15,000	12/5/2013
Good Samaritan Health Center of Gwinnett 3700 Club Drive Lawrenceville, GA 30044	Dr. Gregory E. Lang, Ph.D. Executive Director	$10,000	12/5/2013
Health Students Taking Action Together, Inc. 1561 McLendon Avenue Atlanta, GA 30307	Ms. Diandria Barber Managing Director	$10,000	12/5/2013
Hillside, Inc. PO Box 8247 690 Courtenay Drive, NE (30306) Atlanta, GA 31106-0247	Ms Teresa Stoker Chief Executive Officer	$20,000	12/5/2013
MAP International 50 Hurt Plaza, Suite 400 Atlanta, GA 30303	Mr. Chok-Pin Foo Interim President	$5,000	2/20/2013
North Georgia Healthcare Center 6120 Alabama Highway Ringgold, GA 30736	Ms. DeLaine Hunter Practice Director	$10,000	12/5/2013
Odyssey Family Counseling Center Corporation 1919 John Wesley Avenue College Park, GA 30337	Ms. Barbara LeNoble Executive Director	$10,000	12/5/2013
Southeast Georgia Communities Project, Inc. 300 S. State Street Lyons, GA 30436	Ms Andrea Hinojosa Co-Founder/Project Director	$10,000	12/5/2013