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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 9/28 **, 2014, and ending** 9/26 , 2015

Rosscare
43 Whiting Hill Road, Suite 400
Brewer, ME 04412

A Employer identification number: 01-0391038

B Telephone number (see instructions): 207 973-9081

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 30,586,927.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	298,588.			
	2 Ck ► ☐ if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5,284.	5,284.	5,284.	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,187.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) See Statement 1	6,106,283.		6,106,283.	
	12 **Total** Add lines 1 through 11	6,408,968.	5,284.	6,111,567.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages	2,150,716.		2,150,716.	7,034.
	15 Pension plans, employee benefits	501,573.		501,573.	
	16a Legal fees (attach schedule) See St 2	4,113.			
	b Accounting fees (attach sch) See St 3	27,582.		27,582.	
	c Other prof fees (attach sch) See St 4	160,008.		160,008.	1,015.
	17 Interest	722,230.		722,230.	
	18 Taxes (attach schedule)(see instrs) See Stm 5	284,281.		7,851.	378,030.
	19 Depreciation (attach sch) and depletion	617,208.		617,208.	
	20 Occupancy	518,407.		518,407.	385.
	21 Travel conferences, and meetings	24,135.		24,135.	336.
	22 Printing and publications	1,082.		1,082.	
	23 Other expenses (attach schedule) See Statement 6	1,439,079.	3,088.	1,380,775.	8,153.
	24 **Total operating and administrative expenses** Add lines 13 through 23	6,450,414.	3,088.	6,111,567.	394,953.
	25 Contributions, gifts, grants paid Part XV	208,403.			208,788.
	26 **Total expenses and disbursements** Add lines 24 and 25	6,658,817.	3,088.	6,111,567.	603,741.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-249,849.			
	b **Net investment income** (if negative, enter 0)		2,196.		
	c **Adjusted net income** (if negative, enter 0)			0.	

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Part II Balance Sheets

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

	Line	Description		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing		938.	938.	938.
	2	Savings and temporary cash investments		2,505,976.	2,048,388.	2,048,388.
	3	Accounts receivable ►	129,624.			
		Less allowance for doubtful accounts ►	4,722.	43,385.	124,902.	124,902.
	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 sch) ►				
		Less allowance for doubtful accounts ►				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		295,240.	194,826.	194,826.
	10a	Investments – U S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule)				
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment basis ►				
		Less accumulated depreciation (attach schedule) ►				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment. basis ►	22,481,241.			
		Less accumulated depreciation (attach schedule) See Stmt 7 ►	8,105,429.	14,862,161.	14,375,812.	14,375,812.
	15	Other assets (describe ► See Statement 8)		13,519,235.	13,842,061.	13,842,061.
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)		31,226,935.	30,586,927.	30,586,927.
LIABILITIES	17	Accounts payable and accrued expenses		421,415.	611,627.	
	18	Grants payable				
	19	Deferred revenue		120,286.	117,589.	
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule) Stmt 9		26,867,410.	26,375,234.	
	22	Other liabilities (describe ► See Statement 10)		18,528.	55,805.	
	23	**Total liabilities** (add lines 17 through 22)		27,427,639.	27,160,255.	
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		-3,558,257.	-3,443,609.	
	25	Temporarily restricted		24,575.	20,646.	
	26	Permanently restricted		7,332,978.	6,849,635.	
		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)		3,799,296.	3,426,672.	
	31	**Total liabilities and net assets/fund balances** (see instructions)		31,226,935.	30,586,927.	

Part III Analysis of Changes in Net Assets or Fund Balances

Line	Description		Amount
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	3,799,296.
2	Enter amount from Part I, line 27a	2	-249,849.
3	Other increases not included in line 2 (itemize) ► See Statement 11	3	707,206.
4	Add lines 1, 2, and 3	4	4,256,653.
5	Decreases not included in line 2 (itemize) ► See Statement 12	5	829,981.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,426,672.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	LiveSAFE Units	P	9/01/12	1/01/15
b	LiveSAFE Units	P	9/01/12	5/01/15
c	LiveSAFE Units	P	10/01/13	5/01/15
d	LiveSAFE Units	P	6/01/14	5/01/15
e	Disposition of equipment	P	Various	4/01/15

	(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			128.	-128.
b			555.	-555.
c			169.	-169.
d			196.	-196.
e			139.	-139.

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-128.
b				-555.
c				-169.
d				-196.
e				-139.

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** -1,187.

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** -196.

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 (column (b) divided by column (c))
2013	5,555,507.	1,992,732.	2.787885
2012	5,377,663.	1,120,674.	4.798597
2011	5,887,354.	994,977.	5.917075
2010	6,107,545.	592,543.	10.307345
2009	6,260,808.	659,070.	9.499458

2 **Total** of line 1, column (d)	2	33.310360
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	6.662072
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,970,970.
5 Multiply line 4 by line 3	5	13,130,744.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22.
7 Add lines 5 and 6	7	13,130,766.
8 Enter qualifying distributions from Part XII, line 4	8	734,541.

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)

1 a	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 instrs)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☐ and enter 1% of Part I, line 27b	1	44.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	44.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	44.
6	Credits/Payments		
a	2014 estimated tax pmts and 2013 overpayment credited to 2014 — 6a: 516.		
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	516.
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	0.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	472.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ► 472. **Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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	
4 a	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, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► ME			
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 2014 or the taxable year beginning in 2014 (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) See Statement 13	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► www.emhs.org/Rosscare

14 The books are in care of ► John J. Doyle Telephone no ► 207 973-9081
Located at ► 43 Whiting Hill Road Brewer ME ZIP + 4 ► 04412

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** — Check here N/A ► ☐
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 2014, 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 FinCEN Form 114, (formerly 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
1 a	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)?		1 b	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 2014?		1 c		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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
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)		2 b	N/A	
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__				
3 a	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 2014 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 2014)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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 2014?		4 b		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 [X] 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 [X] No

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) [ ] Yes [X] 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 [X] 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? N/A [ ] 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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 [X] No

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 Statement 14		0.	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
Jennifer Maskala 885 Union Street, Suite 221 Bangor, ME 04401	Manager 40	58,093.	1,896.	0.

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 SYLVIA ROSS LEGACY PROGRAM-Assistance to qualified applicants to reduce the cost of residency at the Sylvia Ross Home, assisted living apartments located on the campus of Ross Manor in Bangor.	218,495.
2 CONTINUING CARE INFO CENTER-Resource for anyone who has questions about available hospital and community health programs	419,703.
3 LIVESAFE-Home health care monitors worn by participants which signals help when activated	239,114.
4 DIRIGO PINES INN-Specialized elderly housing and assisted living Also see attached publication.	5,779,500.

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 N/A	
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	
b	Average of monthly cash balances	1b	2,000,985.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,000,985.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,000,985.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30,015.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,970,970.
6	**Minimum investment return.** Enter 5% of line 5 Short Year Modified Percentage 4 9863 %	6	98,278.

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

1	Minimum investment return from Part X, line 6 N/A	1	
2a	Tax on investment income for 2014 from Part VI, line 5 2a		
b	Income tax for 2014 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	603,741.
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	130,800.
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	734,541.
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	734,541.

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)

N/A

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4 ► $				
a Applied to 2013, but not more than line 2a				
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 2014 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ►

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0.				0.
b 85% of line 2a					0.
c Qualifying distributions from Part XII, line 4 for each year listed	734,541.	5,555,507.	5,377,663.	5,887,354.	17,555,065.
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	734,541.	5,555,507.	5,377,663.	5,887,354.	17,555,065.
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	65,518.	66,242.	37,152.	33,711.	202,623.
c 'Support' alternative test – enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

Check here ► [X] 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Ross Manor 758 Broadway Bangor, ME 04401	N/A	509(a)(2)	Provide financial assistance to qualified residents for assisted living at Sylvia Ross Home at Ross Manor	208,403.
Total			► 3a	208,403.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a Administrative support					66,269.
b Insurance Premium Refund					20,971.
c LiveSAFE units rental					239,959.
d Patient care revenue					519.
e Specialized elderly hous					5,778,565.
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	485000		14	5,284.	
4 Dividends and interest from securities					
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					-1,187.
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)				5,284.	6,105,096.
13 Total. Add line 12, columns (b), (d), and (e)				13	6,110,380.

(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.)
1a-1f	All activities contributed importantly to the exempt purpose to provide treatment and housing to elderly persons in need of long term nursing care. A telephone reassurance program (Telecare) and emergency response service (LiveSAFE) as well as educational programs were provided. Rosscare provided elderly apartment living with varying levels of care and services, including full assisted living services, meals, activities, and 24-hour emergency response.

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

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?

		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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			

2 a 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
EMH Real Estate	501(c)(2)	Sister organization
		Holds title to real property
TAMC Title Corp	501(c)(2)	Sister organization
		Holds title to real property

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: 8/8/16 — Title: System Controller

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
[redacted]	Self-Prepared			[redacted]

Firm's name ▶ [redacted] Firm's EIN ▶ [redacted]

Firm's address ▶ [redacted]

Phone no [redacted]

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF**
▶ Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545 0047

2014

Name of the organization	Employer identification number
Rosscare	01-0391038

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ____________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: Rosscare

Employer identification number: 01-0391038

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Sylvia Ross Trust PO Box 923 Bangor, ME 04402-0923	$ 290,140.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
2	EMHS Foundation 43 Whiting Hill Road, Ste 400 Brewer, ME 04412	$ 5,375.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization
Rosscare

Employer identification number
01-0391038

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: Rosscare

Employer identification number: 01-0391038

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8) or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ N/A

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Administrative support	$ 66,269.		$ 66,269.
Insurance Premium Refund	20,971.		20,971.
LiveSAFE units rental	239,959.		239,959.
Patient care revenue	519.		519.
Specialized elderly hous	5,778,565.		5,778,565.
Total	$ 6,106,283.	$ 0.	$ 6,106,283.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Eastern Maine Healthcare Systems	$ 4,113.			
Total	$ 4,113.	$ 0.	$ 0.	$ 0.

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Berry Dunn	$ 27,582.		$ 27,582.	
Total	$ 27,582.	$ 0.	$ 27,582.	$ 0.

Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LiveSAFE monitoring service	$ 61,080.		$ 61,080.	
Other Professional Fees	42,220.		42,220.	$ 1,015.
Recruiting	8,956.		8,956.	
Temporary Staffing	47,752.		47,752.	
Total	$ 160,008.	$ 0.	$ 160,008.	$ 1,015.

Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Corporate taxes and licenses	$ 2,508.			$ 2,508.
Employee Credential/Licenses	505.			505.
Property Taxes	279,705.		$ 7,851.	373,454.
Sales & Excise Taxes	1,563.			1,563.
Total	$ 284,281.	$ 0.	$ 7,851.	$ 378,030.

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advertising	$ 65,240.		$ 65,240.	$ 53.
Banking Services	54,727.	$ 2,211.		
Dues & Subscriptions	5,338.		4,271.	
Equipment Rental	32,612.		32,612.	
Food	309,087.		309,087.	
Information Technology	14,234.		14,234.	216.
Insurance	137,594.		137,594.	
Miscellaneous	26,786.		26,786.	610.
Postage	4,993.		4,993.	81.
Provision for bad debts	1,633.			
Repairs	177,678.		177,678.	
Shared Services Expense	400,640.	877.	399,763.	6,798.
Supplies	208,517.		208,517.	395.
Total	$ 1,439,079.	$ 3,088.	$ 1,380,775.	$ 8,153.

Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Machinery and Equipment	$ 2,582,730.	$ 2,337,905.	$ 244,825.	$ 244,825.
Buildings	17,130,962.	4,900,533.	12,230,429.	12,230,429.
Improvements	1,248,627.	861,468.	387,159.	387,159.
Land	1,511,032.		1,511,032.	1,511,032.
Miscellaneous	7,890.	5,523.	2,367.	2,367.
Total	$ 22,481,241.	$ 8,105,429.	$ 14,375,812.	$ 14,375,812.

Statement 8
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Beneficial Interest in Perpetual Trusts	$ 6,844,285.	$ 6,844,285.
Interest in net assets held at EMHSF	25,996.	25,996.
Investment in Subsidiaries	5,857,327.	5,857,327.
Org costs & other long term investments	35,984.	35,984.
Other Receivables	15,013.	15,013.
Replacement Reserve	1,063,419.	1,063,419.
Self-Insurance Funds Held by Trustee	37.	37.
Total	$ 13,842,061.	$ 13,842,061.

Statement 9
Form 990-PF, Part II, Line 21
Mortgages and Other Notes Payable

Mortgages Payable	Balance Due
Greystone Servicing Corp, Inc	$ 12,901,012.
Greystone Servicing Corp, Inc	3,023,691.
Total Mortgages Payable	$ 15,924,703.

Other Notes Payable		Balance Due
Lender's Name:	Eastern Maine Healthcare Syste	
Relationship of Lender:	Parent company	
Date of Note:	9/09/2008	
Maturity Date:	10/01/2015	
Repayment Terms:	Monthly interest	
Interest Rate:	0.91%	
Security Provided:	None	
Purpose of Loan:	Working capital line of credit	
Desc. of Consideration:	None	
FMV of Consideration:	0.	
Original Amount:	8,543,104.	
Balance Due:		7,898,104.
Lender's Name:	Machias Savings Bank	
Date of Note:	4/15/2005	
Maturity Date:	4/14/2016	
Repayment Terms:	Monthly principal & int	
Interest Rate:	4.25%	
Security Provided:	Real property	
Purpose of Loan:	Working capital	
Desc. of Consideration:	None	
FMV of Consideration:	0.	
Original Amount:	2,000,000.	
Balance Due:		1,998,905.
Lender's Name:	Dirigo Pines Development Compa	
Relationship of Lender:	Affiliate	
Date of Note:	4/14/2005	
Maturity Date:	4/14/2016	
Repayment Terms:	Semi-annual princ & int	
Interest Rate:	3.25%	
Security Provided:	TIF proceeds	
Purpose of Loan:	Working capital	

Statement 9 (continued)
Form 990-PF, Part II, Line 21
Mortgages and Other Notes Payable

Other Notes Payable		Balance Due
Desc. of Consideration:	None	
FMV of Consideration:	0.	
Original Amount:	1,000,000.	
Balance Due:		$ 553,522.
	Total Other Notes Payable	$ 10,450,531.
	Total Mortgages and Other Notes Payable	$ 26,375,234.

Statement 10
Form 990-PF, Part II, Line 22
Other Liabilities

Reserve for Retiree Health Benefits	$ 40,745.
Reserve for Healthcare Flex	47.
Reserve for Prof Liab Selfins-EMHS	15,013.
Total	$ 55,805.

Statement 11
Form 990-PF, Part III, Line 3
Other Increases

Transfer from Subsidiary	$ 707,206.
Total	$ 707,206.

Statement 12
Form 990-PF, Part III, Line 5
Other Decreases

Change in unrealized G/L	$ 483,343.
Net Change in Funds Held at EMHS Foundation	3,930.
Pension Liab FAS158	22,928.
Post Retirement Health Benefit FAS158	7,494.
Transfer to exempt parent-Eastern Maine Healthcare Systems	312,286.
Total	$ 829,981.

Statement 13
Form 990-PF, Part VII-A, Line 11
Controlled Entity Transfers

Transfers To Controlled Entity

Controlled Entity Name: Eastern Maine Medical Center
Address: 489 State Street, PO Box 404

Statement 13 (continued)
Form 990-PF, Part VII-A, Line 11
Controlled Entity Transfers

Address:	Bangor, ME 04402-0404		
Federal EIN:	01-0211501		
Description of Transfer:	Fees for services		
Amount of Transfer:		$	12,273.
Controlled Entity Name:	M. Drug, LLC		
Address:	P O Box 1779		
Address:	Bangor, ME 04402-1779		
Federal EIN:	27-2175482		
Description of Transfer:	Purchases of supplies		
Amount of Transfer:		$	2,788.
Controlled Entity Name:	Affiliated Materiel Services		
Address:	P O Box 1300		
Address:	Bangor, ME 04401-1300		
Federal EIN:	01-0381189		
Description of Transfer:	Purchases of supplies and services		
Amount of Transfer:		$	147.
Controlled Entity Name:	Affiliated Healthcare Management		
Address:	P O Box 811		
Address:	Bangor, ME 04402-0811		
Federal EIN:	01-0349339		
Description of Transfer:	Purchases of services		
Amount of Transfer:		$	38,227.
Controlled Entity Name:	Affiliated Healthcare Management		
Address:	P O Box 811		
Address:	Bangor, ME 04402-0811		
Federal EIN:	01-0349339		
Description of Transfer:	Leases		
Amount of Transfer:		$	13,628.
Controlled Entity Name:	EMHS Foundation		
Address:	43 Whiting Hill Road, Suite 400		
Address:	Brewer, ME 04412		
Federal EIN:	22-2514163		
Description of Transfer:	Fees for services		
Amount of Transfer:		$	7,500.
Controlled Entity Name:	The Aroostook Medical Center (TAMC)		
Address:	P O Box 151, 140 Academy St		
Address:	Presque Isle, ME 04769-0151		
Federal EIN:	01-0372148		
Description of Transfer:	Purchases of services		
Amount of Transfer:		$	61,080.
Controlled Entity Name:	Eastern Maine HomeCare		
Address:	P O Box 688		
Address:	Caribou, ME 04736-0688		
Federal EIN:	01-0328442		
Description of Transfer:	Purchase of Services		
Amount of Transfer:		$	350.
Controlled Entity Name:	Eastern Maine Healthcare Systems		
Address:	43 Whiting Hill Road, Suite 400		
Address:	Brewer, ME 04412		

Statement 13 (continued)
Form 990-PF, Part VII-A, Line 11
Controlled Entity Transfers

Federal EIN:	01-0527066		
Description of Transfer:	Fees for Services		
Amount of Transfer:		$	417,009.
Controlled Entity Name:	Eastern Maine Healthcare Systems		
Address:	43 Whiting Hill Road, Suite 400		
Address:	Brewer, ME 04412		
Federal EIN:	01-0527066		
Description of Transfer:	Self-insurance premiums		
Amount of Transfer:		$	98,861.
Controlled Entity Name:	Eastern Maine Healthcare Systems		
Address:	43 Whiting Hill Road		
Address:	Brewer, ME 04412		
Federal EIN:	01-0527066		
Description of Transfer:	Leases		
Amount of Transfer:		$	25,740.
Controlled Entity Name:	Eastern Maine Healthcare Systems		
Address:	43 Whiting Hill Road, Suite 400		
Address:	Brewer, ME 04412		
Federal EIN:	01-0527066		
Description of Transfer:	Equity transfer		
Amount of Transfer:		$	312,286.
Controlled Entity Name:	Eastern Maine Healthcare Systems		
Address:	43 Whiting Hill Road, Suite 400		
Address:	Brewer, ME 04412		
Federal EIN:	01-0527066		
Description of Transfer:	Interest		
Amount of Transfer:		$	99,350.
	Total	$	1,089,239.

Transfers From Controlled Entity

Controlled Entity Name:	EMHS Foundation		
Address:	43 Whiting Hill Road, Suite 400		
Address:	Brewer, ME 04412		
Federal EIN:	22-2514163		
Description of Transfer:	Restricted contributions		
Amount of Transfer:		$	5,375.
Controlled Entity Name:	Rosscare Nursing Homes, Inc.		
Address:	43 Whiting Hill Road, Suite 400		
Address:	Brewer, ME 04412		
Federal EIN:	01-0430751		
Description of Transfer:	Distribution from nursing homes		
Amount of Transfer:		$	9,954,182.
Controlled Entity Name:	Eastern Maine HomeCare		
Address:	P O Box 688		
Address:	Caribou, ME 04736-0688		
Federal EIN:	01-0328442		
Description of Transfer:	Fees for services		
Amount of Transfer:		$	2,631.

Statement 13 (continued)
Form 990-PF, Part VII-A, Line 11
Controlled Entity Transfers

Controlled Entity Name:	Dirigo Pines Development	
Address:	43 Whiting Hill Road, Suite 400	
Address:	Brewer, ME 04412	
Federal EIN:	02-0547749	
Description of Transfer:	Fees for services	
Amount of Transfer:		$ 19,154.
	Total	$ 9,981,342.

Statement 14
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
Jeffrey Doran EMHS, 43 Whiting Hill Road Brewer, ME 04412	President 0.50	$ 0.	$ 0.	$ 0.
Helen L. Genco, RN PO Box 658 Orono, ME 04473	Vice Chairman 0.50	0.	0.	0.
Derrick Hollings EMHS, 43 Whiting Hill Road Brewer, ME 04412	Treasurer 0.50	0.	0.	0.
James Jarvis, ME EMMC, 895 Union St., Ste. 12 Bangor, ME 04401	Board Member 0.50	0.	0.	0.
James H. Tobin, Jr. 350 Charleston Road Dexter, ME 04930-2503	Board Member 0.50	0.	0.	0.
Cynthia Hardy 193 Broad Street, Ste 2 Bangor, ME 04401	Chairman 0.50	0.	0.	0.
Lisa Harvey-McPherson EMHS, 43 Whiting Hill Road Brewer, ME 04412	Secretary 2.00	0.	0.	0.
Mary M. Hood, President EMHS, 43 Whiting Hill Rd Brewer, ME 04412	Ex-Officio 0.50	0.	0.	0.

Statement 14 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Lenard Kaye 25 Texas Ave Bangor, ME 04401	Board Member 0.50	$ 0.	$ 0.	$ 0.
Sandra M. Leonard PO Box 755 Bangor, ME 04402-0755	Board Member 0.50	0.	0.	0.
Michael T. Young 35 Hildreth St Bangor, ME 04401	Board Member 0.50	0.	0.	0.
Glenn Martin, Esq. EMHS, 43 Whiting Hill Road Brewer, ME 04412	Secretary 0.50	0.	0.	0.
	Total	$ 0.	$ 0.	$ 0.

ROSSCARE

RESTATED BYLAWS

Adopted on December 17, 2014

ARTICLE 1

Name, Purpose, Registered Agent, Office, Seal

Section 1. Name. The name of this Corporation is Rosscare (hereinafter sometimes referred to as the "Corporation").

Section 2. Purposes and Disposition of Assets. The purposes of this Corporation and the disposition of its assets upon dissolution are as stated in its Articles of Incorporation as they may be amended or restated from time to time.

Section 3. Registered Agent. The Secretary of the Corporation shall be the registered agent of the Corporation so long as the Secretary remains a resident of Maine. In the event of the disqualification or vacancy in the office of Secretary, the President of the Member shall appoint the successor registered agent.

Section 4. Registered Office. The registered office of the Corporation in the State of Maine shall be located in the City of Brewer, County of Penobscot. The principal place of business of the Corporation shall be located in Bangor, Maine. The Corporation may have such other offices, either within or without the State of Maine, as the Board of Directors may designate or as the business of the Corporation may require.

Section 5. Corporate Seal. The Corporation shall have a circular seal containing the name of the Corporation, the year of its creation, and the word "Maine." The seal of the Corporation may, but need not, be affixed to any document executed by an authorized individual on behalf of the Corporation, and its absence therefrom shall not impair the validity of the document or of any action taken in pursuance thereof or in reliance thereon.

ARTICLE II

Member

Section 1. Member. The Corporation shall have no individual Members. It shall have one corporate Member, which shall be Eastern Maine Healthcare Systems (sometimes referred to in these Bylaws as the "Member" or "EMHS").

Section 2. Powers.

a. **General Powers of the Member.**
   The Member shall act on any matters brought to it by the Board of Directors of the Corporation as set forth in this Article II, Article IX or otherwise, and shall exercise such other powers as may be conferred on the Member by law, the Articles of Incorporation, or by these Bylaws.

b. **Joint Initiatory Powers.**
   a. EMHS (acting independently) and the Corporation (subject to EMHS board approval) shall have the power and authority to authorize the following actions described as Joint Initiatory Powers. Any exercise of Joint Initiatory Powers shall further the goal of developing and strengthening patient care services within the EMHS System for the benefit of patients within the Corporation's service area, and such powers shall be exercised only after reasonable consultation between EMHS and the Corporation. Action initiated through EMHS's exercise of its Joint Initiatory Powers is subject to the right of the Corporation, upon a two-thirds vote of the full Board of Directors, to trigger the formal review function of the EMHS Council of Chairs, as described in the EMHS Bylaws and Council of Chairs committee charter. Action initiated through the Corporation's exercise of its Joint Initiatory Powers is subject to EMHS board approval or, if authorized through delegation by the EMHS board, EMHS CEO approval. The Joint Initiatory Powers are as follows:

i. Amendments to the Corporation's Articles of Incorporation or Bylaws;

ii. Change in legal form of organization of the Corporation;

iii. Election of the Directors of the Corporation;

iv. Action concerning the Corporation's Operating budget and capital expenditures;

v. The Corporation's acquisition of assets or assumption of liabilities of a third party;

vi. Transfer of 5% or more of the assets of the Corporation;

vii. Financing transactions concerning the Corporation;

viii. Merger, consolidation, sale, lease, mortgage, pledge or other disposition of all or substantially all assets of the Corporation;

ix. Add or revise a health care service of the Corporation;

x. Discontinue or close a health care service of the Corporation;

xi. Action concerning the Corporation's component of EMHS Strategic Plan;

xii. Action concerning the Corporation's participation in key strategic affiliations with third parties not affiliated with EMHS; and

xiii. Dissolution of the Corporation.

In the event of any inconsistency between this Article II, Section 2 of these Bylaws and any other provision in these Bylaws, the provisions of this Article II, Section 2 shall control.

ARTICLE III
Board

Section 1. General Powers. Subject to the Joint Initiatory Powers of the Member, the business and affairs of the Corporation shall be managed by its Board of Directors.

Section 2. Number and Tenure; Qualifications. The president of the Member shall serve as a Director ex officio with voting power. The president of the Corporation shall serve as a Director ex officio with voting power. No other employee of the Corporation may serve on the Board of Directors. Including the president of the Member and the president of the Corporation, the

Board of Directors shall consist of no fewer than seven (7) and no more than fifteen (15) Directors. The term of office of an elected Director shall be three (3) years. The elected Directors shall be divided into three (3) equal delegations as near as may be. The Board shall set the number of elected Directors and there shall be elected by the Board, subject to ratification by the Member, one delegation each year in a regular three (3) year rotation at each Annual Meeting of the Corporation. Each elected Director shall hold office until such Director's successor shall have been elected and qualified. In the ordinary course, no elected Director may serve more than four (4) full consecutive terms. Subject to Member approval, exceptions may be made by the Board. No more than 49% of the Directors may be "financially interested" as defined in 13-B MRSA 713-A. Unless a majority of the Board is "independent" as defined in Article VI, any Director elected to replace another Director must be independent. Elected Directors shall be representative of the region served and of the skills needed in the management of the Corporation.

Section 3. Quorum. Unless otherwise provided in these Bylaws, at least fifty percent (50%) of the Directors in office at the time, present at any regular or special meeting of the Board of Directors, shall constitute a quorum for the transaction of business; provided, however, that if the President of the Member is not able to attend a meeting he or she shall not be counted in the denominator of the fraction used to calculate whether a quorum is present at such meeting. In the absence of a quorum, a majority of the Directors present may adjourn the meeting from time to time until a quorum is present.

Section 4. Quorum Initially Present. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors if any action is approved by at least a majority of the required quorum for each meeting.

Section 5. Annual Meeting and Regular Meetings. The Annual Meeting of the Corporation for the election of the Board of Directors shall be held in Brewer, Maine during the months of January or February in each year, at such time and place as shall be fixed by the Board of Directors and set forth in the notice of the meeting. Following the election of the Board at the Annual Meeting of the Corporation, officers shall be elected and designated in accordance with

Article IV, Section 1, and the Board shall transact such other business as may properly come before the meeting. At least three (3) additional regular meetings of the Board shall be held without formal notice, at such times and places as may be fixed by the Board from time to time.

Section 6. Special Meetings. Special meetings of the Board shall be called by the Secretary at any time upon request of the Chair, the Vice Chair, the President, the President of the Member, or any three Board members.

Section 7. Notice. Notice of any special meeting shall be given by any usual means of communication, including hand delivery, courier, telephone, facsimile transmission or electronic mail at least twenty-four (24) hours prior to the time of the holding of the meeting. Any oral notice may be communicated either to the Director or to a person at the office of the Director who the person giving notice has reason to believe will promptly communicate such notice to the Director. Any Board member may waive notice of any meeting by signing a waiver of notice, either before or after the meeting. The attendance of a Board member at a meeting shall constitute a waiver of notice of such meeting, except where a Board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting has not been properly called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of the meeting unless provided otherwise elsewhere in these Bylaws.

Section 8. Manner of Acting. Except as provided in Article IX, the act of a majority of the Board members present at a meeting at which a quorum is present shall be the act of the Board. Proxies shall not be used either to establish a quorum or to transact business. In the absence of a quorum, no business may be transacted except the adjournment of the meeting as herein provided. If at any time there are fewer Board members in office than one half of the number fixed in accordance with these Bylaws, the Board members may transact no other business than the filling of vacancies on the Board (subject to approval by the Member) until sufficient vacancies have been filled so that there are in office at least one half of the number of Board members fixed in accordance with these Bylaws.

Section 9. Action Without A Meeting. Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting, if prior or subsequent to such action a written consent thereto is signed by all members of the Board and such written consent is filed with the minutes of the proceedings of the Board.

Section 10. Vacancies. Except as otherwise provided by law, any vacancy on the Board, whether by reason of death, resignation or removal, may be filled by the remaining Board members. Vacancies, when filled, shall be filled from a list of nominees submitted to the Board and approved by the Member prior to the meeting of the Board at which action is to be taken.

Section 11. Presumption of Assent. A Board member who is present at a meeting of the Board at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless such Board member's abstention or dissent shall be entered in the minutes of the meeting or unless such Board member shall file a written abstention or dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Corporation by the next business day after adjournment of the meeting. Such rights of dissent shall not apply to a Board member who voted in favor of such action.

Section 12. Participation in Meeting by Telephone. Board members, or members of any Board committee, may participate in a meeting of the Board or such committee by means of conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at such meeting.

Section 13. Attendance. If a Board member fails to attend either: (a) a majority of Board meetings in a calendar year, (b) a majority of committee meetings and educational sessions held in a calendar year, or (c) three (3) consecutive Board meetings without being excused by the Chair, then the Chair shall inquire whether that Board member desires to remain on the Board.

Section 14. Place. The Board shall hold its meetings at the principal office of the Corporation or such other place as it may designate.

Section 15. Compensation of Board Members. Board members shall receive no compensation as such, provided, however, that they may be reimbursed from time to time for all reasonable expenses incurred on behalf of the Corporation.

Section 16. Resignation and Removal. Any Director or member of any committee may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein. If no time is specified, it shall take effect from the time of its receipt by the Secretary, who shall record such resignation, noting the day, hour and minute of its receipt. The acceptance of a resignation shall not be necessary to make it effective. Any Director elected by the Board may be removed by the Member with or without cause in accordance with section 704 of the Maine Nonprofit Corporation Act.

ARTICLE IV
Officers

Section 1. Officers. The officers of the Corporation shall consist of a Chair, Vice Chair, President, Assistant Secretary, Treasurer, Assistant Treasurer and such Vice Presidents and other officers as may be deemed necessary by the Board of Directors. Any two or more offices may be held by the same person.

The Chair and the Vice Chair shall be elected annually by the Board and shall hold office until their successors are chosen and have qualified or until their earlier resignation or removal from office. Neither the Chair nor Vice Chair may be elected to serve more than three (3) consecutive full one year terms.

The President of the Member shall appoint the Secretary, and in consultation with the Board, the President of this Corporation. The Secretary of this Corporation, and the President of this Corporation in consultation with the Board, may be removed from office by the President of the Member.

The Treasurer of the Member shall be the Treasurer of the Corporation. The President of this Corporation shall appoint the Assistant Secretary, Assistant Treasurer and other officers of the Corporation except the Chair and Vice Chair. The appointed officers shall serve at the pleasure of the President and shall have such powers and duties, in addition to those specified in these Bylaws, as may be delegated by the President.

Section 2. Vacancy. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled in the same manner as the office is regularly filled.

Section 3. Chair. The Chair shall preside at all meetings of the Board. Except where, by law, the signature of the President is required, the Chair shall possess the same power as the President to sign all certificates, contracts or other instruments when so authorized by the Board. The Chair shall exercise and perform such other duties as may be prescribed by the Board from time to time.

Section 4. Vice Chair. In the absence of the Chair or in the event of the Chair's disability, inability or refusal to act, the Vice Chair shall perform all of the duties of the Chair and in so acting shall have all of the powers of the Chair. The Vice Chair shall have such other powers and perform such other duties as may be prescribed from time to time by the Board or by the Chair.

Section 5. President. The President shall be the chief executive officer of the Corporation. Subject to the control of the Board of Directors, the President shall have authority for directing the business and affairs of the Corporation including implementation of long range objectives, policies and plans. The President shall act as the representative of the Board in all matters in which the Board has not designated some other person to act. The President may sign deeds, mortgages, bonds, contracts or other instruments, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Corporation or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time. The President may sign checks, drafts, or other orders for the payment of money. The President shall be an ex officio voting member of the Board of Directors and of all committees of the Board (except when the President is disqualified from voting because of independence requirements such as the nomination function of the Governance Committee) and of committees of the clinical staff.

Section 6. Secretary; Assistant Secretary. The Secretary or the Assistant Secretary shall keep, in a book kept for such purposes, the records of all Member's and Directors' meetings, including records of all votes and minutes of such meetings; such book shall be kept by the Secretary at the registered office of the Corporation or by the Assistant Secretary at another office of the Corporation to which the Secretary has ready access. Wherever kept, such book shall be deemed to be in the custody of the Secretary. The Secretary may certify all votes, resolutions and actions of the Member and the Secretary or the Assistant Secretary may certify votes, resolutions and actions of the Board of Directors and its committees, and shall perform such other duties as the law and these Bylaws provide.

Section 7. Treasurer & Assistant Treasurer. The Treasurer of the Member shall be the Treasurer of the Corporation. The Chief Financial Officer of the Corporation shall be the Assistant Treasurer and keep full and accurate accounts of receipts and disbursements and books belonging to the Corporation and shall deposit all monies and other valuable effects in its name and to its credit in such depositories as may be designated by the Board of Directors or, if so authorized by the Board, designated by the Treasurer or Assistant Treasurer. Each of the Treasurer and Assistant Treasurer shall disperse the funds of the Corporation as may be directed by the Board, taking proper vouchers therefor, and shall render to the President and Directors at the regular meetings of the Board, or whenever they may require, an account of all transactions as Treasurer/Assistant Treasurer and of the financial condition of the Corporation. Each of the Treasurer and the Assistant Treasurer shall have the authority to borrow money on behalf of the Corporation within the limits of authority, general or specific, as conferred by the Board or by the Member in the exercise of its joint initiatory power and shall have the power to execute notes and other evidence of indebtedness in evidence of such borrowings. The Treasurer or Assistant Treasurer may sign checks, drafts or orders for the payment of money unless otherwise provided by resolution of the Board of Directors and shall in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or the Board of Directors or by the Member in the exercise of its joint initiatory power.

Section 8. Second Certifying Officer. Each of the Treasurer and Assistant Treasurer, acting singly, are designated as a second certifying officer for the execution of documents, pursuant to Section 104(1)(B)(2) of the Maine Nonprofit Corporation Act.

Section 9. Delegation of Authority. In the case of any absence of the President, the President of the Member, in consultation with the Board, may delegate some or all of the powers or duties of the President to any other officer or to any board member, employee or agent for whatever period of time seems desirable. The President, in consultation with the President of the Member, may similarly delegate powers or duties of other officers except the Chair and the Vice Chair.

Section 10. Resignation. Any officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein. If no time is specified, it shall take effect from the time of its receipt by the Secretary, who shall record such resignation, noting the day, hour and minute of its receipt. The acceptance of a resignation shall not be necessary to make it effective.

ARTICLE V
Committees

Section 1. Committees Generally. Committees of the Board shall be standing or special. Each committee shall carry out such functions as are designated by these Bylaws or as delegated by the Board from time to time. Except for committees which hold board-delegated authority, committees shall be advisory only. All committees shall be subject to the control of the Board. Committees may consult with such other persons as they deem desirable. Written minutes of all committee meetings shall be prepared and furnished to the Board at its next meeting.

Section 2. Standing Committees. Standing committees shall consist of the

a. Governance Committee,

b. Quality and Professional Affairs Committee, and

c. Finance Committee.

Section 3. Special Committees. The Chair may appoint a special committee for any specific purpose or function and shall prescribe its duties. Any such committee may be terminated at any time by the Chair and upon the completion of its duties shall cease to exist.

Section 4. Designations. Except as precluded by any requirement for committee member independence or otherwise specifically provided below: (i) the Board Chair shall designate annually the committee(s) on which he or she shall serve as a member; (ii) the Board Chair may participate in an ex officio voting capacity on any committee, even if not a member; (iii) the President of the Corporation shall be an ex officio voting member of each committee; and (iv) each committee chair and other members of each committee shall be appointed by the Board Chair annually for standing committees and as needed for other committees unless otherwise specifically provided below. Committee chairs shall serve no more than five (5) consecutive full one-year terms. Individuals other than Directors may serve on all committees, provided nevertheless that the chair of each committee shall always be a Director. Except as may be precluded by any requirement for committee member independence, the Chair of the Member and the President of Eastern Maine Healthcare Systems shall be permitted to attend and participate in an ex-officio non-voting capacity in all committee meetings.

Section 5. Quorum, Meetings. At least fifty percent (50%) of the members of any committee shall constitute a quorum at any meeting of that committee; provided, however, that if the President of the Corporation is not able to attend a meeting, he or she shall not be counted in the denominator of the fraction used to calculate whether a quorum is present at such committee meeting. Each committee shall meet as often as indicated below. Special meetings may be called by the committee chair as needed. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of members, and any action may be taken if approved by at least a majority of the required quorum for each meeting, or such greater number as is required by these Bylaws.

Section 6. Vacancies. Vacancies in any committee shall be filled for the unexpired portion of the term in the same manner as the original position was filled.

Section 7. Governance Committee. The Governance Committee shall be appointed by the Board Chair and ratified by the Board of Directors. The committee shall consist of at least five persons, including the Board Chair, the President/CEO of the Corporation, and three other Board members. A majority of the committee must be "independent" as defined in Article VI. The Committee shall meet as needed, but no less than twice annually.

The Governance Committee will be responsible for monitoring the effectiveness of the Board and its committees. Responsibilities of the Committee include (i) planning Board members' development, including recruitment, orientation, education and evaluation of their effectiveness; (ii) reviewing corporate bylaws, board committee charters and board governance policies as necessary and recommending any changes to the Board; (iii) identifying and recommending candidates for committees of the Board; and (iv) conducting at least biennially Board self-evaluation and confirming compliance with the EMHS conflict of interest policy.

The Governance Committee also oversees the nominating function, which includes the following duties:

a) To nominate for election at the Annual Meeting those persons to serve as Directors; and

b) To nominate for election at the Annual Meeting those persons to serve as Board Chair and Board Vice Chair.

Only members of the Committee who are "independent" (as defined in Article VI) and not up for re-election may participate in the nomination process. If there are not at least three (3) such Committee members, the Board Chair may appoint one or more Board members who are so qualified to participate in the nomination process.

The Governance Committee shall also have authority to function as an Executive Committee, exercising such power and performing such duties and responsibilities in the management of the business and affairs of the Corporation as may be delegated to it from time to time by the Board, subject to any limitations imposed by the Board and by law; provided, however, that the delegation of such authority shall not operate to relieve the Board or any individual member of the Board of any responsibility imposed by the Articles of Incorporation, by the Bylaws, or by law. A majority of the committee must be "independent" as defined in Article VI when functioning as an Executive Committee.

Section 8. Quality and Professional Affairs Committee. The Quality and Professional Affairs Committee shall consist of at least seven members including the Chair, the President, at least one physician, at least one professional registered nurse, and at least three additional Board members. It shall be responsible for monitoring, evaluating and making recommendations to the Board with respect to the Corporation's quality improvement, risk management and safety activities. This committee shall meet regularly and at least four times annually.

Section 9. Finance Committee. The Finance Committee works to ensure that the Board meets its duty of care and fulfills its responsibility for the financial integrity, condition and performance of the Corporation. The Finance Committee shall include at least three Directors appointed by the Board Chair and the Corporation's President/CEO. The Treasurer shall be an ex officio voting member of the Committee, provided, however, that if the Treasurer is not able to attend a meeting he or she shall not be counted in the denominator of the fraction used to calculate whether a quorum is present at such committee meeting. The Chief Financial Officer of the Corporation shall serve as staff liaison to the Committee. In addition, up to two non-Trustee members may be appointed if specific skill sets are desired. In meeting its responsibilities, the Finance Committee shall (i) monitor compliance with the Board's financial policies and procedures; (ii) recommend to the Board new or revised financial policies and procedures; and (iii) review audited financial statements annually.

The Board Chair shall have authority to appoint an Investment Subcommittee to assist the Board in fulfilling its responsibility for the prudent investment and safekeeping of the Corporation's investment assets.

ARTICLE VI

Fiduciary Duty; Prohibited Transactions; Divided Loyalty; Independence

Section 1. Fiduciary Duty.

a. **Discharge duties.** A Director shall discharge the Director's duties:

   i. In good faith; and

   ii. With the care an ordinarily prudent person in a like position would exercise under similar circumstances; and

   iii. In a manner the Director reasonably believes to be in the best interests of the Corporation.

b. **Rely on information.** In discharging the Director's duties, a Director is entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by:

   i. One or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent in the matters presented;

   ii. Legal counsel or a public accountant or other person as to matters the Director reasonably believes are within the person's professional or expert competence; or

   iii. A committee of the board of directors of which the Director is not a member, as to the matters within its jurisdiction, if the Director reasonably believes the committee merits confidence.

A Director is not acting in good faith if the Director relies on information, opinions, reports or statements that the Director knows or has reason to believe are unwarranted.

c. **Performance; compliance.** A Director is not liable for the performance of the duties of the Director's office if the Director acted in compliance with this section and, if a conflict-of-interest transaction is involved, the transaction was fair to the Corporation or was approved pursuant to section 718 of the Act.

Section 2. Prohibited Transactions. The Corporation shall make no loans to its Directors, officers or their immediate family members. Any Director or officer who assents to or participates in making any such loan shall be liable to the Corporation for the amount loaned until repaid.

Section 3. Divided Loyalty and Conflict of Interest. Each Director shall notify the Board, and each officer shall notify the President, if he or she or an immediate family member has a voting or equity interest in, or serves as an officer, Director, general partner, supervisor or manager of, any entity in which the Corporation or a subsidiary proposes to invest, to which the Corporation or a subsidiary proposes to lend, with which the Corporation or a subsidiary proposes to transact business, or with which the Corporation or a subsidiary may be a competitor. In the event a Director or officer or immediate family member has such an interest, the Chair or the President, as applicable, shall recuse the individual from decision-making with respect to the interest and may withhold information relevant to it. The individual may be permitted by the Chair to address the Board with respect to any matter relevant to the interest upon full disclosure thereof, but the individual shall not remain present for any deliberation or voting on the matter, and shall not, if a Director, be counted toward a quorum. Any Director who disagrees with a decision of the Chair may appeal it to the Board.

Section 4. Disqualification. An individual shall be deemed disqualified to serve as a Director in the event that the Board of Directors determines at any time the individual has failed to comply with the Corporation's Code of Conduct, Compliance Plan, Conflict of Interest Policy, or any other Board policy binding on Directors. In such event, the Chair shall request the Member to remove the Director.

Any vacancy resulting from disqualification hereunder of an individual who serves as a Director by virtue of an office held with another body may be filled by that body's designation through the same nominating and governance procedures used to select the disqualified individual for the office. Any other vacancy resulting from the disqualification hereunder of a Director shall be filled as provided in Article III, Section 10.

Section 5. Independent Director. For purposes of these Bylaws, a Director will be regarded as independent only if he or she meets each of the following criteria as of the date of determination:

a. The Director is not, nor within the last three years has been, an employee of the Corporation or any of its affiliates. Former service as board chair or as interim chief executive officer of the Corporation, or any affiliate of the Corporation, shall not, in and of itself, be deemed to constitute employment for purposes of determining whether a Director is independent.

b. Neither the Director nor any member of the immediate family of the Director has, within any of the last three fiscal years of the Corporation, accepted payments from the Corporation and/or its affiliates aggregating in excess of $10,000 other than compensation to an immediate family member employed by the Corporation or any of its affiliates in a non-executive capacity, compensation for former service as chair or interim chief executive officer, or benefits received under a tax-qualified retirement plan.

c. Neither the Director nor any member of the immediate family of the Director has, within the last three years, been a shareholder, Director, member, manager or partner of, or has been employed in a professional capacity by, an external auditor that has performed audit services for the Corporation or any of its affiliates within its last three fiscal years.

d. Neither the Director nor any member of the immediate family of the Director has, within the last three years, been employed as an executive officer by any company that has a compensation committee which includes any executive officer of the Corporation or its affiliates.

e. Neither the Director nor any member of the immediate family of the Director is, or has been within the last three years, a partner, member, shareholder or executive officer of a company that made payments to, or received payments from, the Corporation and/or its affiliates in an amount which, in any of the last three fiscal years of the Corporation, aggregated more than $10,000. For purposes of this section, (i) charitable contributions shall not be deemed to constitute payments, and (ii) a Director who owns not more than 2% of any class of securities registered under the Securities Exchange Act of 1934 shall not, by virtue of such ownership alone, be deemed not to be an independent Director notwithstanding the fact that the company in which the Director holds such ownership makes payments to, or receives payments from, the Corporation in excess of the limits established by this section.

f. The Board of Directors has affirmatively determined that the Director has no other material relationship with the Corporation or its affiliates (either directly or as a partner, shareholder, member, manager, Director or officer of an organization that has a relationship with the Corporation or its affiliates) that would interfere with the exercise of independent judgment by the Director.

Section 6. Definitions. For purposes of this Article, (i) a "member of the immediate family" shall include a person's spouse, parents, children, grandchildren, siblings, mother-in-law, father-in-law, brothers-in-law, sisters-in-law and anyone, other than a domestic employee, who shares that person's home, in each case as of the date of determination; (ii) "affiliate" means another person or entity controlled by, or under common control with, the Corporation; and (iii) "executive officer" means any position, regardless of formal title, by virtue of which a person is empowered to make or participate in making substantive policy or financial decisions on behalf of an entity.

ARTICLE VII

Indemnification

Section 1. Indemnification. The Corporation shall in all cases indemnify any individual who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Board member, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement, actually and reasonably incurred by such person in connection with such action, suit or proceeding. Nevertheless, no indemnification shall be provided for any person with respect to any matter as to which such person shall have been finally adjudicated in any action, suit or proceeding not to have acted in good faith in the reasonable belief that such person's action was in the best interests of the Corporation or, with respect to any criminal action or proceeding, had reasonable cause to believe that such person's conduct was unlawful. The termination of any action, suit or proceeding by judgment, order or conviction adverse to such person or by settlement or plea of nolo contendere or its equivalent shall not of itself create a presumption that such person did not act in good faith in the reasonable belief that such person's action was in the best interests of the Corporation or, with respect to any criminal action or proceeding, had reasonable cause to believe that such person's conduct was unlawful.

Section 2. Advances Against Expenses. Expenses incurred in defending any civil or criminal action, suit or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board, in the manner herein provided, upon receipt of an undertaking by or on behalf of the Board member, officer, employee or agent to repay such amount if it shall ultimately be determined that such person is not entitled to be indemnified by the Corporation as provided in Section 1.

Section 3. Other Rights. The indemnification provided by this Article VII shall not be deemed exclusive of any other rights to which the person indemnified may be entitled under any bylaw, agreement, or vote of disinterested Board members, both as to action in such person's official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Board member, officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such a person. A right to indemnification required by these Bylaws may be enforced by a separate action against the Corporation, if an order for indemnification has not been entered by a court in any action, suit or proceeding in respect to which indemnification is sought.

Section 4. Insurance. The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a Board member, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against, and incurred by such person in any such capacity, or arising out of such status, whether or not the Corporation would have the power to indemnify such person against such liability under this section.

Section 5. Agents. For purposes of this Article VII, the term "agent of the Corporation" shall include but not be limited to any person serving on a committee (administrative or Board) within the Corporation. Indemnification of agents, however, shall be limited to the amount by which the actual expenses of such person exceed any insurance coverage available to such person with respect to the matter being indemnified.

ARTICLE VIII
General Provisions

Section 1. Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by resolution of the Board. Such authority may be general or confined to specific instances.

Section 2. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board or, if so authorized, the Treasurer may select.

Section 3. Fiscal Year. The fiscal year of the Corporation shall end on the last Saturday in September.

Section 4. Bonding. All employees handling or directing the use of Corporate funds shall be bonded.

Section 5. Audit. At the end of the year the accounts of the Treasurer and all supporting accounts which the Board may authorize to be kept under his direction shall be audited by a firm of disinterested public accountants selected by the Member. The report of the audit shall be submitted to the Board.

Section 6. Proxy Attorney. The President and Treasurer are each authorized to act as proxy attorney for the Corporation with respect to any stock, bond, security or other ownership or debt interest or membership interest held by the Corporation in any other corporation, partnership or entity.

Section 7. Budget. The annual operating and capital budgets of the Corporation shall be adopted by the Board subject to the approval of the board of directors of the Member.

ARTICLE IX

Amendments

Amendments. These Bylaws and the Articles of Incorporation may be altered, amended, or repealed, in whole or in part, and the Corporation may participate in mergers or consolidations, or may be dissolved, by the Member in the exercise of its Joint Initiatory Powers in accordance with Article II above. In the alternative, subject to review and approval by the board of directors of the Member, the Corporation may participate in a merger or consolidation, or may be dissolved, or these Bylaws or the Articles of Incorporation may be amended at any regular or special meeting of the Board at which a quorum of two-thirds of all Directors then in office is present by an affirmative vote of two-thirds of the Directors present, provided written notice of the proposed amendments shall have been given in the call of the meeting, or provided such proposed amendment shall have been filed in writing at the Board meeting next preceding the meeting at which action on the amendment is to be taken.

Date Adopted: December 17, 2014

ATTESTED BY:

Glenn Martin, Secretary

Rosscare
01-0391038
Form 990-PF, Part IX-A

EMHS ANNUAL REPORT 2015

EMHS
Access to Quality Healthcare

With a new fiscal year well underway, the pace of change continues to accelerate. We remain steadfast in our mission to improve the health and well-being of our communities, but with the complexities of the healthcare economy, we must become more nimble. Below, we share with you two examples of the great work that carry us into this new era:

- During the past year, EMHS Beacon Health, our population health company, has certainly been a shining example of leadership. In September, Medicare announced that EMHS was ranked second nationally among the 19 active Pioneer Accountable Care Organizations in quality. Beacon Health's success in decreasing hospital admissions for asthma, heart failure, and chronic pulmonary disease, and meeting or exceeding the ninetieth percentile in 11 out of 33 quality measures has placed us on the national map.

- With the help of our newest member, Maine Coast Memorial Hospital, we are now able to work more closely together to identify and strategically develop plans to address the community health needs of Hancock and western Washington Counties. As close partners, Maine Coast Memorial Hospital and Blue Hill Memorial Hospital will now expand collaboration among medical staffs, physician recruiting, and service lines across the county to maintain access to quality care close to home.

"As the pace of change continues to , we have many new opportunities to while still celebrating the achievements of legacy programs."

Although we have many new opportunities to celebrate, we also celebrate the achievements of legacy programs. For instance, we are proud to share that in 2015 Raising Readers, a collaboration between MaineHealth and EMHS and generously funded by the Libra Foundation, celebrated 15 years of helping to promote literacy by providing books to children at birth and each well child visit to age five.Thanks to Raising Readers, more than 2,330,000 books have been given out to children across Maine, helping not only to brighten a child's day, but brighten their future as well.

This is only a small sample of the superb work across our system We hope you enjoy the many other remarkable accomplishments in this report, accomplishments that would not be possible without the time and talent of our more than 11,000 employees and more than 100 volunteer board members across Maine. To them, we extend our sincerest 'thank you' and appreciation.

M. Michelle Hood, FACHE
EMHS President and CEO

Evelyn S. Silver, PhD
EMHS Board Chair

Cover Photo: First baby born in 2015 at Houlton Regional Hospital; a participating hospital of Raising Readers.

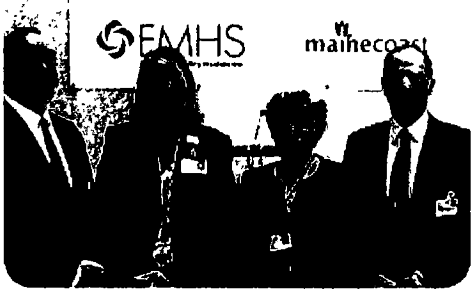
maine coast memorial hospital
EMHS MEMBER

On October 1, EMHS welcomed Maine Coast Memorial Hospital as the ninth member hospital of EMHS. By working together, we have seen firsthand that EMHS and Maine Coast are the perfect fit for each other. This closer affiliation is a natural step for both our organizations, as Maine Coast already participates in Beacon Health's Pioneer and commercial accountable care arrangements. In addition, we have a common mission to improve the overall health of our communities and ensure Maine people have access to affordable, high quality healthcare. This commitment will not change as a result of the affiliation.

During the last several months, integration teams that include representation from both organizations are continuing to work together to develop a thoughtful, deliberate, and purposeful approach to the integration. All of these efforts are designed to further the goal of our affiliation—to enhance our focus on keeping the people of Maine healthy, rather than treating people only after they become ill. As part of this work, Maine Coast leaders, managers, and employees are taking on important roles within systemwide teams, enabling best practices and ideas from Maine Coast to spread to other EMHS member organizations, and vice versa.

Together, this closer relationship will allow us to design a comprehensive plan for the long-term healthcare needs of Hancock and western Washington counties. With Blue Hill Memorial Hospital's proximity, we look forward to opportunities to expand collaborations among medical staffs, enhance recruitment efforts, and strengthen service lines across the region and, as a result, broaden access to quality care close to home. Through this partnership, more patients will receive the right care, at the right time, and in the right place.

Together We're Stronger!



On October 1, Maine Coast Memorial Hospital (MCMH) and EMHS leaders gathered for a news conference and celebration to commemorate the official day of integration. Pictured left to right: Charlie Therrien, president and CEO, MCMH; Michelle Hood, president and CEO, EMHS; Evelyn Silver, board chair, EMHS; and Adin Tooker, former board chair, MCMH.

Maine Coast Memorial Hospital employees, Tamatha Wardwell, CNA (left), and Debra Jackson, LPN (right), enjoying the integration celebration.

EMHS welcomes
Maine Coast Memorial Hospital

EMHS HOME OFFICE EMPLOYEES: 913

LEADERSHIP

President and CEO: M. Michelle Hood, FACHE
Board Chair: Evelyn S Silver, PhD

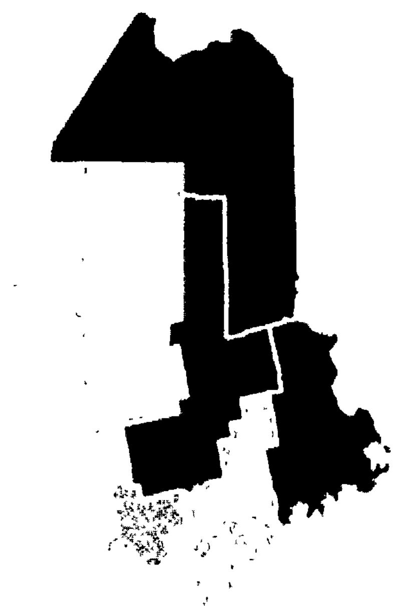
DESCRIPTION

EMHS provides Maine communities with access to the right care, at the right time, and in the right place, while striving for efficiencies to control costs. The Home Office of EMHS works in support of the more than 11,000 employees throughout the system, including nine hospitals, emergency transport companies, home health agencies, and numerous long-term care and assisted living facilities.

LOCATIONS

Brewer, Bangor, Orono (employees are also located at member organizations statewide)

- Celebrated 15 years of helping to promote literacy by giving books to children at birth and each well child visit to age five
- Convened 30 organizations working in Maine's seven northern counties as a part of a United States Centers for Disease Control and Prevention-funded initiative, Partnerships to Improve Community Health (PICH), with the goal to improve access to healthy foods, engagement in physical activity, and create linkages between clinical care and community resources for 422,000 Maine residents
- Recruited and filled more than 3,900 employee positions systemwide—a record for EMHS Talent Management
- Launched a United States Centers for Disease Control and Prevention-funded project with Bangor Public Health and Community Services to work with Eastern Maine Medical Center and Acadia Hospital food services to make recipe changes resulting in reduced sodium menu options
- Welcomed Lighthouse Web Solutions, formerly part of Affiliated, as EMHS' internal digital media services in the Office of System Communications
- Implemented Move and Improve coordinator trainings for 91 entities representing community, corporate, and school settings, empowering them to engage more than 4,800 people in the 2015 physical activity challenge



Seven northern counties are part of the Partnerships to Improve Community Health (PICH) initiative.

SYSTEMWIDE EMPLOYEES: 10,741*

- Welcomed Maine Coast Memorial Hospital in Ellsworth on October 1 as the ninth EMHS member hospital

- Supported veterans' right to access healthcare through multiple initiatives, including bringing the issue forward on Capitol Hill in Washington, DC, as well as developing an electronic medical record (EMR) prompt to record veteran status throughout the system—advancing conversations on how to best assist Maine veterans

- Successfully implemented ICD-10 across EMHS on October 1—Also known as the International Classification of Diseases, tenth edition, this clinical cataloging system assists with properly cataloging medical conditions, tracking epidemiological trends, and helps with medical reimbursement decisions

- Improved systemwide quality and efficiency through continued EMHS Leadership Reinvented initiatives; notable achievements include shared service redesigns of clinical quality management, information systems, communications and marketing, facilities, and supply chain, which stimulated savings, advanced collegiality, and streamlined policies and workflow

- Expanded LifeFlight of Maine into a larger hangar, to include new office space, ground ambulance, helicopter, and a new fixed wing airplane that is providing greater speed and range over long distances and better all-weather capability

- Partnered with other organizations across the state in Maine's Hire a Vet campaign, which aims to provide more veterans with career opportunities—set statewide goal for more than 100 businesses to hire more than 100 veterans in 100 days

Number of employees as of the end of fiscal year 2015. This amount does not include Maine Coast Memorial Hospital employees.

LifeFlight of Maine's new fixed wing airplane

CA DEAN EMPLOYEES: 156

LEADERSHIP
President and CEO: Geno Murray
Board Chair: Linda Gilbert

DESCRIPTION
CA Dean is a 25-bed critical access hospital nestled on the shores of Moosehead Lake in Greenville, Maine. Northwoods Healthcare is a department of CA Dean with locations in Greenville, Monson, and Sangerville, offering family practice and specialty services

LOCATIONS
Greenville, Monson, Sangerville

- Received the Most Wired Small and Rural Award by Hospitals and Health Networks, a subsidiary of the American Hospital Association
- Received five Avatar Awards: Exceeding Expectation and four five-star awards: Loyalty and Endorsement, Inpatient; Loyalty and Endorsement, Physician Office; Physician Office; and Inpatient Care
- Welcomed Northwoods Healthcare family practice provider, Galen Durose, MD, to both the Greenville and Sangerville primary care locations
- Hosted 4-H students for the third year in a row and instructed on the importance of rural emergency care

4-H students gather around a Greenville Fire and Rescue truck while Kevin Springer, emergency medical services (EMS) coordinator and Robert Bowie, MD, emergency department physician, explore the contents of the rescue truck.

VNA HOME HEALTH HOSPICE / EASTERN MAINE HOMECARE EMPLOYEES: 430

LEADERSHIP

President and CEO: Colleen Hilton, RN, BSN
Board Chair: Bruce Reddy

DESCRIPTION

VNA Home Health Hospice is the trusted choice for home healthcare in Maine with services that provide a continuum of care from companionship and skilled homecare through hospice.

Note: VNA Home Health Hospice includes VNA (Portland), Bangor Area Visiting Nurses, Hospice of Eastern Maine, Hancock County HomeCare and Hospice, Visiting Nurses of Aroostook, and Hospice of Aroostook.

LOCATIONS

Statewide with offices in South Portland, Bangor, Ellsworth, Caribou, Houlton, Fort Kent

- Merged VNA Home Health Hospice and Eastern Maine HomeCare—recognized and thanked outgoing board members for their years of service and voted in a new board of directors for the combined agency
- As a combined organization, made 124,847 home health visits, 40,275 hospice visits, served more than 8,500 clients, had an average census of more than 1,500 monthly clients, and traveled more than 3,145,500 miles (equal to 126 trips around the world or 13 trips around the moon)
- Continued to partner with the Aroostook House of Comfort Foundation for the development and management of the Aroostook House of Comfort, a six-bed hospice house that provides personal, private space for the compassionate care and comfort of each patient, their family members, and friends—scheduled to open in 2016
- Continued to demonstrate commitment to ongoing staff education for our staff: seven physical therapists received their geriatric specialist certification (GCS); eight physical therapists received their certification as exercise experts for aging adults (CEEAA); Bill Anderson, physical therapist, received the Clinical Excellence in Geriatrics Award by the Academy of Geriatric Physical Therapy
- Developed The Nightingale Society to provide opportunities for Leadership Giving—programs supported include an in-home respite program for hospice families and financial assistance for LifeStages

Wayne Melanson, volunteer coordinator, congratulates Deborah "Debbie" Leavitt recipient of the Lillian Rivers Award, our greatest tribute for non-patient care service, and Mary Rustin recipient of the Patricia Jameson Award, our highest accolade for patient care volunteers.

VNA HOME HEALTH HOSPICE
EMHS MEMBER

EMHS FOUNDATION EMPLOYEES: 31

LEADERSHIP

President and CEO: Michael R. Crowley
Board Chair: Lynne A. Spooner

DESCRIPTION

EMHS Foundation is the center of philanthropy services for EMHS members. Together, donors, community leaders, and volunteers bring crucial support to ensuring access to quality healthcare.

LOCATIONS

Bangor, Blue Hill, Ellsworth, Greenville, Pittsfield, Portland, Presque Isle, Waterville

- Raised more than $13.3 million for EMHS member organizations from more than 14,000 donors, representing 50 states, the District of Columbia, seven Canadian provinces, and several countries
- Continued to distribute 100 percent of funds raised as designated by donors, with beneficiaries including cancer care, capital projects, cardiac care, charity care, critical care, education and research, and women's and children's services
- Organized and hosted events throughout the state, including those in Greenville to raise funds for patient care, in Bangor to support programs for grieving children, and in Portland to offer affordable lodging for families whose loved ones are receiving medical care in the region
- Managed more than $34 million in endowments, which perpetually support healthcare throughout the system
- Cultivated lifetime philanthropy through a series of statewide seminars and educational materials aimed at helping donors learn about the many ways to support healthcare through planned giving

A cyclist braves the rain in Rockwood at the sixth annual Bike and Boat event. Despite the weather, 91 participants attended, raising more than $10,000 to benefit CA Dean Memorial Hospital.

Graduates of EMMC's neonatal intensive care unit (NICU) have joined the fundraising efforts for the Remarkable Begins with You capital campaign to support the EMMC Modernization Project.

EMHS FOUNDATION | HIGHLIGHTS

EASTERN MAINE MEDICAL CENTER
EMPLOYEES: 3,996

LEADERSHIP

President and CEO. Deborah Carey Johnson, RN
Board Chair: Liane Judd

DESCRIPTION

Eastern Maine Medical Center (EMMC) is the acute care specialty referral hospital for northern, eastern, and central Maine, providing leading-edge programs in cancer, surgery, and cardiac care, among many others. EMMC also provides progressive, patient-centered care in several ambulatory and diagnostic facilities and physician practice settings.

LOCATIONS

Bangor, Brewer, Hampden, Orono

- Earned an "A" Hospital Safety Score from the Leapfrog Group, an independent, national nonprofit that scores hospitals on preventable errors, injuries, accidents, and infections
- Increased access to life-saving heart care by launching a Transcatheter Aortic Valve Replacement (TAVR) program, an appropriate procedure for patients who are too high-risk for open heart surgery
- Progressed on construction of the Modernization Project, the largest improvement project in EMMC's history—In spring of 2016, the first phase of the project, including a state-of-the-art neonatal intensive care unit, 32 private patient rooms, and a convenient entrance and lobby will open to the community
- Recognized for a strong commitment to providing high quality cancer care with the Outstanding Achievement Award from The American College of Surgeons' Commission on Cancer—one of only 75 healthcare facilities in the United States and the only hospital in the state to earn the recognition this year
- Partnered with The Jackson Laboratory for Genomic Medicine (Jax GM) to advance care for patients with rare tumors, tumors of unknown origin, and tumors that are not responding to standard treatment
- Expanded access for Maine's youngest residents with the addition of pediatric specialists in the areas of gastroenterology, cardiology, oncology, neurology, and urology

EMMC and Jackson Laboratory are partnering together to bring customized cancer treatment options to Maine.

Construction progress seen on EMMC's Modernization Project during a spring morning sunrise.

EASTERN MAINE MEDICAL CENTER
EMHS MEMBER

ROSSCARE EMPLOYEES: 104

LEADERSHIP

President and CEO: Jeffrey Doran
Board Chair: Cynthia R. Hardy

DESCRIPTION

Rosscare's philosophy is to value aging and to strive to improve the lives of older adults. Rosscare uses a network of senior services that provides resources, education, housing, and support services for older adults, their families, and for caregivers throughout the EMHS service region.

LOCATIONS

Bangor, Dexter, Dover-Foxcroft, Lincoln, Millinocket, Orono

- Welcomed Jeffrey Doran, EMHS vice president Clinical Services, as the new president and CEO for Rosscare after Lisa Harvey-McPherson's transition to EMHS vice president of Government Relations
- Dirigo Pines Inn, Orono—Initiated a respite program that has already provided more than 456 days of care and has been a good conduit for repeat stays and specialized care for current residents in crisis
- Provided EMHS LiveSAFE sponsorships to 39 people in the community through the EMHS LiveSafe Antique Appraisal—sponsorships cover a portion of the emergency help button's monthly fee
- Provided ten community members with a subsidy through the Sylvia Ross Legacy Program, which reduces the cost of residency at the Sylvia Ross Home, located on the campus of Ross Manor in Bangor
- Ross Manor, Bangor—Undergoing a significant renovation project to be complete in early 2016—renovations include new therapy center and outside therapy courtyard, new dining rooms offering buffet-style meal service and short-order cooking, central air-conditioning, new education and conference center, increased lighting, new entryway and patient sitting areas, and an outside walking path and resident courtyard
- Stillwater Health Care, Bangor—Received the American Health Care Association's Silver Quality Award in June 2015 for helping to improve performance and healthcare outcomes

Sue Wilson, from Katahdin Health Care, was chosen as one of sixteen direct care workers from Maine to receive the Excellence in Long-Term Care Award. Maine's First Lady, Mrs. Ann LePage, is pictured handing the award to Sue for her extraordinary leadership among her peers and dedication to providing excellent care to her residents the past 11 years at Katahdin Health Care.

SVH EMPLOYEES: 343

LEADERSHIP

President and CEO: Teresa P. Vieira
Board Chair: Michael Gallagher

DESCRIPTION

Twenty-five bed critical access hospital with a women's health center; medical/surgical, special care, and swing bed units; rehabilitation centers with therapy services in Pittsfield and Newport; occupational health services; diagnostics; cardiopulmonary services; primary care in Clinton, Newport, and Pittsfield, with same-day appointments and access to specialists and surgeons at the Pittsfield and Detroit locations; diabetes and nutrition clinic; sleep study center; community health and education services; 24/7 emergency department; a courtesy van for outpatients; and more.

LOCATIONS

Pittsfield, Clinton, Detroit, Newport

- Received the Top Rural Hospital in Maine honors from The Leapfrog Group, making Sebasticook Valley Health (SVH) the first hospital in Maine to be recognized five years in a row for quality excellence by a national organization
- Designated as a 2015 Best Places to Work in Maine
- Recognized for the third year as a winner in the seventeenth annual Health Care's Most Wired Survey, conducted by Hospitals & Health Networks, which assesses hospital performance in four facets of information: infrastructure, business and administrative management, clinical quality and safety, and clinical integration
- Awarded a three-year patient navigator grant from the Maine Cancer Foundation for the SVH Patient Navigation and Outreach Program, which is intended to improve access to and utilization of preventive health service delivery for early detection and treatment of cancer
- Launched a comprehensive collaboration with member organizations: CA Dean Memorial Hospital, Inland Hospital, and TAMC, involving shared specialized services, such as neurology, rheumatology, endocrinology, diabetes, general surgery, nutrition, and wound care

SVH emergency medical services (EMS) staff members: Mike Holcomb, Stephen Lackey, Ben Snowman, Laurine Farrar, L'Easa Blaylock, and Zach Norris

ACADIA HOSPITAL EMPLOYEES: 681

LEADERSHIP
President and CEO: Daniel B. Coffey
Board Chair: James H. Breece, PhD

DESCRIPTION
Acadia Hospital operates a 100-bed acute care, regional psychiatric hospital in Bangor, Maine. The hospital is the sole corporate member of Acadia Healthcare that provides a substance abuse disorder treatment program, case management services, and other outpatient mental health services in Penobscot, Waldo, and Knox counties. Acadia Healthcare is the sole member of Restorative Health, LLC that operates an outpatient mental health clinic in Bangor.

LOCATIONS
Bangor, Belfast, Rockland

- Continued expansion of telepsychiatry services throughout Maine, establishing 22 sites in emergency departments, primary care offices, and residential homes

- Joined the Maine Infantry Foundation, University of Maine Humanities Center, and *Bangor Daily News* in sponsoring Odysseus in Maine, a multi-day series of presentations throughout Maine addressing the experience of military veterans as they deal with combat trauma and integrating back into civilian life

On April 9, 2015, Acadia Healthcare Family Behavioral Health Services hosted a ribbon-cutting and open house for their new mental health clinic in Rockland. Acadia Healthcare also opened a clinic in Belfast, allowing for increased access to services for people living in Knox and Waldo Counties.

- Mood and Memory Clinic—Participated in four clinical trials for the treatment of Alzheimer's Disease, earning recognition for having 15 enrollees in one of the trials, which was one of the largest number of enrollees in the nation

- Improved access to child and adolescent services, with pediatric day treatment volume up 37.5 percent over the previous year

- Increased use of a patient care outcome tool being implemented throughout all services to better evaluate effectiveness of treatment

Acadia's most recent robotic therapy seal named Paro poses with Chris McLaughlin, LCSW, administrator of pediatric services in the pediatric day treatment program. The first robotic seal, for the pediatric inpatient unit, was funded by contributions from the Board of Trustees.

Acadia Hospital
EMHS MEMBER

HIGHLIGHTS

MERCY EMPLOYEES: 1,761

LEADERSHIP

President and CEO: Eileen Skinner
Board Chair: Chris Howard

DESCRIPTION

Mercy Hospital Includes Gary's House and McAuley Residence. Mercy provides a broad range of medical and surgical services, as well as six primary care locations, five express care locations, and subspecialty physician practices ranging from cardiology and spine surgery to ear, nose, and throat, to cancer care.

LOCATIONS

Gorham, Portland, South Portland, Westbrook, West Falmouth, Windham, Yarmouth

- Sisters of Mercy—Celebrated 150 years of faithful service to the community, especially to those who are poor or disadvantaged

- Mattina R. Proctor Diabetes Center and Mercy's laboratory—Joined fewer than 20 other laboratories in the nation by earning NGSP (National Glycohemoglobin Standardization Program) Level II Laboratory certification, which recognizes programs that have demonstrated the precision and accuracy of their hemoglobin A1c assay

- Mercy Oncology-Hematology—Received a three-year accreditation with commendation as a Comprehensive Community Cancer Program by the American College of Surgeons' Commission on Cancer, signifying the program's dedication to providing the best in patient-centered care

- Mercy Primary Care—Transformed their clinics to sustainable medical homes, offering a full complement of in-house services, including behavioral health, physical therapy, laboratory, and x-ray, allowing for better and more efficient access to services and preventive care for effective patient care

- The Mercy Tyler Suite—Opened in April at Mercy State Street and is designed to meet the needs of palliative and hospice patients who were unable to return home or who wished to remain at Mercy at end of life

The Our Lady of Mercy Chapel at Mercy Fore River

Chris Turner, Robin Wright, and Deb Shea cut the ribbon to open the Tyler Suite.

Striving for New Heights with Beacon Health

Janice Parkin, EMHS clinical applications analyst, was tired of being tired and ready to make a change. This desire for a healthier lifestyle is what inspired her to click on an email at work about Beacon Health's Weight Loss Solutions program.

"My kids really want to climb Katahdin and I knew, right now, there was no way I could get to the top of that mountain," explains Janice. "I don't want my physical health to be the reason we couldn't make their dream happen."

At first, Janice struck out on her own to conquer her goals, but quickly realized it would be helpful to have some support. Also, she knew she would have more fun working towards success with others. "I am so happy I did it this way. The group I was in was helpful and motivating, and I am able to stay positive."

The Weight Loss Solutions program is free to all EMHS employees and offers participants 18 weeks of group sessions, as well as one-on-one coaching with a wellness coordinator. This comprehensive program helps participants like Janice by providing accountability, direction, and support.

Through the program, Janice soon recognized the importance of tracking her food and movement. "I was only walking 6,000 steps a day. When I saw what I was eating, it was clear I had room to improve. Being able to work on myself and my health, at work, was huge and then to share my journey with colleagues made it even better," Janice says. "To hear what others were doing for meals and exercise and to talk through our struggles together was very empowering. This time it feels different—feels like I can keep this up forever."

Janice Parkin, EMHS clinical applications analyst, with her two children.

By setting obtainable goals and making it a lifestyle rather than a diet, Janice has been able to lose 41 pounds so far, average 11,000 steps daily, and has incorporated strength training, yoga, and pilates. "I actually feel happy and incredibly supported at home and at work."

Janice has plans to hike Mount Katahdin this summer with her children—with an ultimate goal of staying healthy so she can keep up with them now and in the future.

Beacon Health is the population health division of EMHS that is focusing on ways to support people in living their healthiest lives. To learn more about Beacon Health, visit www.BeaconHealth.ME.

BEACON HEALTH EMPLOYEES: 78

LEADERSHIP

President and CEO: Michael Donahue, MBA
Board Chair: Evelyn S. Silver, PhD

DESCRIPTION

Beacon Health, the population health division of EMHS, is focused on creating an integrated clinical statewide network that supports people living their healthiest lives through consistent personalized care, close to home. Beacon Health is paving the way for the new payment model that supports value-based care. Beacon Health continues to expand their knowledge and expertise in order to support a statewide network of providers with the right tools, including access to real-time data, to truly transform the delivery of healthcare while better engaging patients and communities.

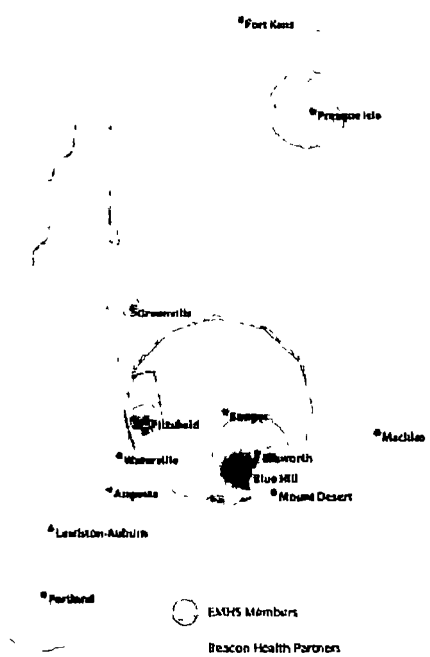
LOCATIONS

Corporate Office - Brewer (nurse care coordinators embedded in practices throughout Beacon Health's statewide high-value network)

- Ranked second nationally in quality among the active 19 Pioneer Accountable Care Organizations (ACO) by the Centers for Medicare and Medicaid Services (CMS)—also exceeded the ninetieth percentile in 11 of 33 quality measures

EMHS MEMBERS
Acadia Hospital
Blue Hill Memorial Hospital
CA Dean Memorial Hospital
Eastern Maine Medical Center
Inland Hospital
Maine Coast Memorial Hospital
Mercy Hospital
Sebasticook Valley Health
The Aroostook Medical Center

BEACON HEALTH PARTNERS
Central Maine Healthcare
Bridgton Hospital
Central Maine Medical Center
Rumford Hospital
Down East Community Hospital
Mount Desert Island Hospital
Northern Maine Medical Center



- Received high praise in patient surveys —Ninety-eight percent of care coordinated patients feel they are receiving very effective support from their nurse care coordinator in making positive lifestyle changes; 100 percent feel that their nurse care coordinator provides them with the information needed to better manage their health

- Beacon Health nurse care coordinators—Assisted in reducing unnecessary utilization with hospital admissions down 34 percent, surgical admissions down 46 percent, and readmissions down 71 percent

- Five thousand State of Maine employees are receiving more preventive care and experiencing a nine percent reduction in the overall cost one year after Beacon Health and the State Employee Health Commission (SEHC) signed their first contract

- Added two experts to the Beacon Health team—A pharmacy manager and a senior data scientist to help find ways to make data more actionable and meaningful

- Successfully engaged EMHS employees in their health through Beacon Health wellness programs—Sixty percent of EMHS employees and eligible dependents participated in biometric screenings at 143 different sessions at 43 locations across the state; two programs have been created based on the results of the screenings—Beacon Health Weight Solutions and Kicking Butts

Denise Benedict, from Patient Account Services at Mercy, thanks her wellness coordinator, Jenn Fitzpatrick.

Beacon Health
EMHS MEMBER

BLUE HILL MEMORIAL HOSPITAL
EMPLOYEES: 320

LEADERSHIP
President and CEO: John Ronan, FACHE
Board Chair: Sally N Mills, Esq

DESCRIPTION
Blue Hill Memorial Hospital (BHMH) is a 25-bed critical access hospital offering primary and selected specialty healthcare services.

LOCATIONS
Blue Hill, Stonington, Castine, Bucksport

- Recipient of CMS (Center for Medicare and Medicaid Services) Five-Star Rating for exceptional patient care, Avatar Top National Performer in ten categories for patient experience awards, Leapfrog Top Rural Hospital, iVantage HealthStrong Hospital, and American Hospital Association Most Wired designation

- Blue Hill Memorial Hospital Family Medicine—Expanded their offerings to include weight management, smoking cessation, pre-diabetes education, and pain management

- Held fourth annual Women's Wellness Fair, sharing information on incontinence, tick safety, new aquatic physical therapy program, and heart health, as well as offering typical health fair activities such as blood pressure checks, cholesterol screenings, and diabetes and nutrition assessments

- Added several new programs and services: Phase IV Cardiac Rehabilitation, a collaboration with the Blue Hill YMCA; Aquatic Physical Therapy; Cold Laser Therapy; Telespeech; Insulin Pump Management; and MRI is now available every Saturday

- Joined the town of Blue Hill on a collaborative project to develop an in-town walking trail to promote physical activity and invest in the health and wellness of the community

Blue Hill Memorial Hospital now offers physical therapy in an aquatic setting, helping patients with arthritis, neurological conditions, joint replacements, back pain, fibromyalgia, and gait and balance disorders.

Blue Hill Memorial Hospital celebrates the groundbreaking for the community walking trail, a partnership between BHMH and the town of Blue Hill. Pictured: Kelley Columber, senior communications specialist and John Ronan, president and CEO.

AFFILIATED EMPLOYEES: 415

LEADERSHIP
President and CEO: Jeffrey Doran,
Vice President Clinical Services, EMHS
Affiliated Steering Committee

DESCRIPTION
Affiliated's primary mission is to enhance the clinical care delivery systems within EMHS by providing cost-effective, integrated support services for its member organizations and pursuing profitable, sustainable growth opportunities.

LOCATIONS
Bangor; Brewer; Portland; Rutland, VT

- Affiliated Laboratory, Inc.—Received seven-year certificate of accreditation from The Accrediting Agency for Clinical Laboratory Sciences
- Affiliated Laboratory, Inc.—Renewed certifications by both the College of American Pathologists (CAP) and American Association of Blood Banks (AABB)
- Capital Ambulance—Safely transported more than 16,000 patients and participated in several community events, including the annual BikeMaine ride, Champion the Cure challenge, the Common Ground Fair, the Air National Guard Family Day, the American Folk Festival, and Special Olympics
- Capital Ambulance—Welcomed 15 new staff members and continued close relationships with the City of Brewer and the Brewer Fire Department to provide emergency medical services
- Miller Drug—Opened new patient care center at State Street, Bangor specializing in diabetes education, employee smoke cessation, continued blood pressure and glucose monitoring, immunizations, and private counseling at all pharmacy locations
- Miller Drug—Continued to excel in EQuIPP Star Ratings, achieving higher than state and national scores

Tina Small and Sarah Caron, pharmacy technicians for Miller Drug, fill prescription orders at the State Street pharmacy

Tammy Poisson, medical technologist for Affiliated Laboratory, Inc. (ALI), performs a drug screening test. 13,000 samples were screened for drugs in FY15.

INLAND HOSPITAL EMPLOYEES: 733

LEADERSHIP

President and CEO: John Dalton
Board Chair: Mike Phillips, Esq

DESCRIPTION

A dynamic healthcare organization with a 48-bed community hospital in Waterville, a 105-bed continuing care center (Lakewood) on the hospital campus, and 19 primary and specialty care physician practices in Waterville and five surrounding communities.

LOCATIONS

Waterville, Oakland, Augusta, Unity, North Anson, Madison

- Awarded straight A ratings in Leapfrog's biannual Hospital Safety Score since the program started in 2012—among an elite 133 hospitals nationwide (of 2,520 surveyed) to receive straight A ratings

- Received Avatar Award for Exceeding Patient Expectations (ninth year in a row), Most Wired Hospital Award (third year in a row), and Women's Choice Award as an America's Best Hospitals for Obstetrics (third year in a row)

- Inland family and specialty care practices—Received the highest level quality recognition from the National Committee for Quality Assurance, a nonprofit dedicated to improving healthcare quality—a recognition that honors practices that focus on highly coordinated care and engaged relationships with patients and medical colleagues

- Welcomed new providers to the Inland staff—
  Family Practice: Catherine Kimball, DO; Michaela Clark-Kelly, DO; Amy Kuhl, DO; Marie Mason, PA-C; John Ribadeneyra, MD; Kimberly Newby, FNP; Susan Lufkin-Curtis, NP
  Rheumatology: Lance Feller, MD and Saskia Cooper, MD
  Women's Health: Mary Vaughan, MD
  Endocrinology/Diabetes: Celeste Quianzon, MD
  Hospitalist: Helen Gharwan, MD

- Four hundred seventy-nine families in central Maine participated in the Let's Go! Family Fun Series, part of Inland's commitment to fight childhood obesity

Inland's Let's Go! Family Fun Series gives local families with young children a chance to try new ways to stay active together—from canoeing and kayaking, to walking new trails, to family yoga.

TAMC EMPLOYEES: 1,020

LEADERSHIP

President and CEO: Sylvia Getman
Board Chair: Gene Lynch II

DESCRIPTION

The Aroostook Medical Center (TAMC) is Aroostook County's leading provider of healthcare services, an advocate for the people they serve, and the area's largest employer. TAMC is a nonprofit organization with passionate employees dedicated to serving the healthcare needs of the people of their region with outstanding skill and compassion. TAMC works closely with their partners to bring the best technology, physicians, and standards of care to the people of Northern Maine.

LOCATIONS

Presque Isle, Mars Hill, Fort Fairfield, Caribou

- Received a $2 million grant from the Next Generation Foundation, half designated for the establishment of an endowment fund for cancer patients to ensure they can access services and half toward a new state-of-the-art linear accelerator to provide radiation therapy

- Recognized as part of The Joint Commission's 2014 annual report, *America's Hospitals: Improving Quality and Safety*, as one of four hospitals in Maine to earn excellence in the four accountability areas of heart attack, heart failure, pneumonia, and surgical care (other hospitals were Maine Medical Center in Portland, Central Maine Medical Center in Lewiston, and MaineGeneral Medical Center in Augusta)

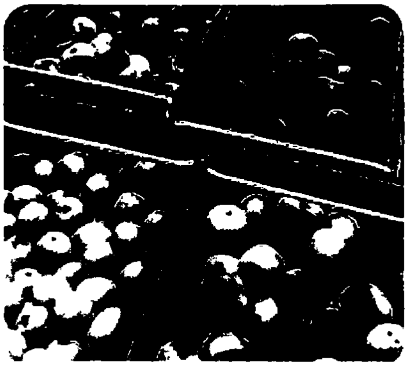
- Honored with several awards and nationally commendations, including being recognized by Avatar Solutions as among the top 16 high-performing healthcare facilities to demonstrate consistency of experiences by patient type throughout the organization

- Completed renovations and expansions in TAMC's Eye Care Services, Orthopedic Services, and Aroostook Cancer Care Center—increasing size of practice spaces; adding new equipment; and, in some areas, new providers; and increasing patient access and convenience

- Led a coalition of Aroostook County organizations to launch a Fit and Fun series, a collaborative effort to raise awareness of the many fitness activities for youth and adults in northern Maine and encourage residents to engage in healthy physical activity in their own backyard

- Now offering palliative care for patients who have serious, chronic, life-threatening diseases to improve their quality of life and comfort with the addition of a board-certified hospice and palliative care provider

A new Varian linear accelerator (LINAC), which will deliver tumor-shrinking radiation therapy to cancer patients across northern Maine, was installed this year at TAMC's A.R. Gould Memorial Hospital. This new state-of-the-art equipment will result in improved care and convenience for patients.



Food is Medicine – Addressing Food Security for a Healthier Maine

At the core of medicine is healing, but when we think of medicine, sometimes we overlook it in its simplest form—healthy, nutritious food. The consumption of nutritious food is an essential building block for good health For decades, we have known that a diet high in fresh fruits, vegetables, and lean protein contributes to a healthier lifestyle and the avoidance of chronic diseases, such as diabetes and cardiovascular disease. However, many people in Maine are food insecure, meaning they have limited access to adequate food. According to the United States Department of Agriculture, Maine has the third highest rate of very low food security in the country, affecting one in four Maine children.

Doug Michael, EMHS chief community health and grants officer, says, "People who are food insecure often must choose between their basic needs—food, medicine, heat, transportation. As a result, they are eating less or skipping meals to make ends meet and this limited access to food is leading to poor health."

Through Partnerships to Improve Community Health (PICH), EMHS is working with partners in Maine's seven most northern counties to meet the goals of increasing availability and consumption of nutritious foods, increasing participation in physical activity, and developing a lasting 'prevention network' to improve health across the region.

The EMHS Partnerships to Improve Community Health is funded through a three-year, $4.05 million grant by the US Centers for Disease Control—one of 39 awarded in the country. Participating organizations include Healthy Maine Partnerships, Good Shepard Food Bank of Maine, and other experienced community organizations working in Aroostook, Washington, Hancock, Piscataquis, Penobscot, Waldo, and Somerset Counties.

Cameron Garrett, EMHS PICH program director, explains, "PICH is addressing a problem that many healthcare providers are finding to be a top challenge in some of Maine's most rural areas They know the care they are providing their patients would be more effective if they were able to address some of the underlying factors that affect health. Access to healthy food tops the list."

Although PICH is using a multi-pronged approach to address the critical issue of food insecurity, gleaning has been identified as one activity to meet the problem.

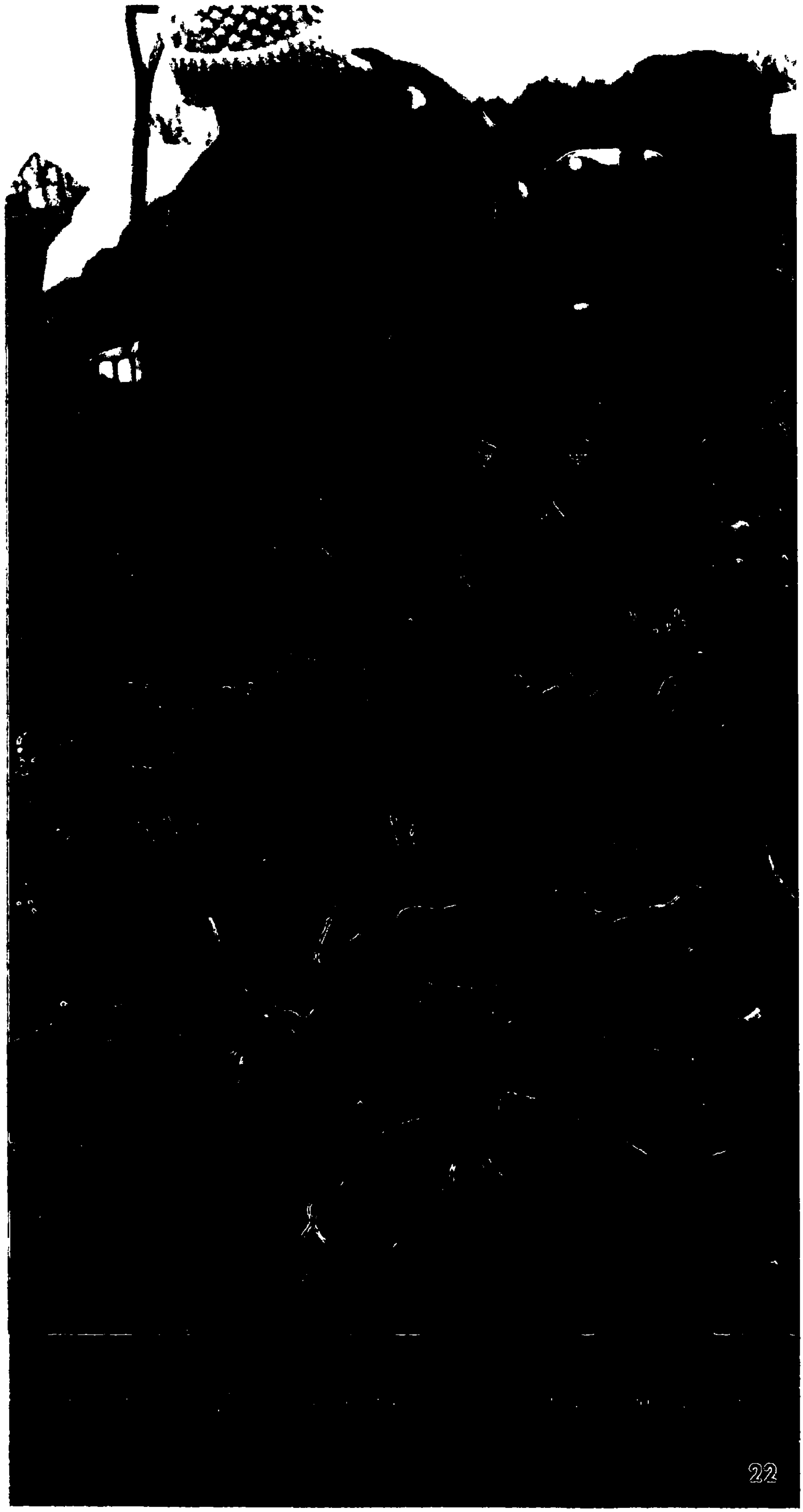
Gleaning is the old practice of gathering the leftover crops in a farmer's field after the harvest, rather than leaving them to rot or be plowed under. Today, gleaning, or 'food recovery', may take place at farms, farmers' markets, grocers, restaurants—any place that produces surplus food. PICH partner, Healthy Acadia, has an established program in Hancock County, working with local farms and farmers' markets, and volunteer gleaners. Together, they gather fresh, high quality fruits and vegetables from local growers and supply them to pantries and meal sites.

Hannah Semler, gleaning coordinator, Healthy Acadia, is working with PICH partners from around the state on developing local gleaning programs. "Gleaning is a great way to raise awareness about food waste prevention and hunger issues in our communities," she shares. "Bringing for-profit and nonprofit organizations together around these issues builds the coalitions needed to design strategic and sustainable gleaning systems. Recipients at food pantries and meal sites are able to gain access to fresh, locally grown, and in-season foods, sometimes trying new things they might not otherwise buy at the store. We are extremely fortunate for all the wonderful farmers that are integrating gleaning as part of their farming vision."

Maine has the third highest rate of very low food security in the country, affecting one in four Maine children.

New gleaning programs have been created in Aroostook and Somerset Counties. Waldo and Washington Counties have expanded gleaning in their areas. Together, these efforts have supplied thousands of pounds of fresh, locally grown food to people in need. Although this work is just beginning, this partnership is already helping to get fresh, healthy foods into the right hands—food that can help Maine people live a healthier life, free of chronic disease.

Looking ahead:
As the food security network grows in Northern Maine, the PICH team is launching the next phase of its work: giving primary care providers a proven, simple way to identify and help their patients who have food needs. PICH is working on establishing a referral pathway that connects those patients to community groups who can provide healthy food. Pilot programs will begin this winter in at least six locations. Karen Hawkes, director of Community Health and Education at Sebasticook Valley Health and a PICH leader states, "By strengthening the community and clinical partnership, we can establish a sustainable and meaningful approach to address food insecurity that will have a positive effect on northern Maine residents—one which could easily be replicated across EMHS and Maine."



Member Contributions
TO OUR COMMUNITY

**Charity Care: The cost of care provided to uninsured, low-income patients who are not expected to pay all or part of a bill. Charity Care does not include bad debts arising from the failure to pay by patients expected to pay for such services.*

ACADIA HOSPITAL Total Community Benefit: $10,246,812

Community Health Improvement Services $3,073
Health Professions Education $36,870
Community Building Activities $9,599
Community Benefit Operations $75,318
Traditional Charity Care* $4,415,411

Unrecoverable Interest Cost on funds used to subsidize state MaineCare/Medicaid underpayment on $2.7M $174,589
Unpaid Cost of Public Programs:
Medicare $5,531,952

Philanthropy: $128,638.11

BLUE HILL MEMORIAL HOSPITAL Total Community Benefit: $2,035,476

Community Health Improvement Services $26,879
Cash and In-Kind Contributions $25,614
Community Building Activities $51,952
Community Benefit Operations $204,832
Traditional Charity Care* $785,123

Unrecoverable Interest Cost on funds used to subsidize state MaineCare/Medicaid underpayment on $0.1M $8,514
Unpaid Cost of Public Programs:
Medicare $932,562

Philanthropy: $30,424.57

CHARLES A. DEAN MEMORIAL HOSPITAL Total Community Benefit: $633,689

Community Health Improvement Services $22,597
Cash and In-Kind Contributions $3,007
Community Building Activities $4,554
Community Benefit Operations $63,477
Traditional Charity Care* $192,741

Unrecoverable Interest Cost on funds used to subsidize state MaineCare/Medicaid underpayment on $0.003M $237
Unpaid Cost of Public Programs:
Medicaid $165,335
Medicare $181,741

Philanthropy: $2,368.49

EASTERN MAINE HOMECARE Total Community Benefit: $331,779

Community Benefit Operations $44,414
Traditional Charity Care* $17,873

Unpaid Cost of Public Programs:
Medicaid $269,492

Philanthropy: $185,283.42

EMHS Total Community Benefit: $1,898,909

Community Health Improvement Services $794,778
Health Professions Education $463
Research $315,070

Cash and In-Kind Contributions $112,654
Community Building Activities $193,871
Community Benefit Operations $482,073

Philanthropy: $1,285.30

EASTERN MAINE MEDICAL CENTER Total Community Benefit: $87,442,125

Community Health Improvement Services $464,823
Health Professions Education $2,177,856
Research $2,749,064
Community Building Activities $4,420
Community Benefit Operations $446,510
Traditional Charity Care* $7,627,591

Unrecoverable Interest Cost on funds used to subsidize state MaineCare/Medicaid underpayment on $12.6M $804,551
Unpaid Cost of Public Programs:
Medicaid $37,168,229
Medicare $35,999,081

Philanthropy: $2,375,184.88

INLAND HOSPITAL Total Community Benefit: $8,731,399

Community Health Improvement Services $14,854
Cash and In-Kind Contributions $45,300
Community Building Activities $4,368
Community Benefit Operations $46,509
Traditional Charity Care* $1,339,467

Unrecoverable Interest Cost on funds used to subsidize state MaineCare/Medicaid underpayment on $5.8M $372,175
Unpaid Cost of Public Programs:
Medicaid $2,398,742
Medicare $4,509,984

Philanthropy: $311,229.52

Member Contributions
TO OUR COMMUNITY

**Charity Care: The cost of care provided to uninsured, low-income patients who are not expected to pay all or part of a bill. Charity Care does not include bad debts arising from the failure to pay by patients expected to pay for such services.*

MERCY HOSPITAL   Total Community Benefit: $45,038,692

Community Health
Improvement Services $590,427
Health Professions Education $364,342
Cash and In-Kind
Contributions $1,060
Community Building Activities $8
Community Benefit Operations $388,291
Traditional Charity Care* $5,984,252

Unrecoverable Interest Cost
on funds used to subsidize
state MaineCare/Medicaid
underpayment on **$0.7M** $45,103
Unpaid Cost of Public Programs:
Medicaid $9,020,081
Medicare $28,645,128

Philanthropy: $763,748.23

ROSSCARE   Total Community Benefit: $12,418

Community Health
Improvement Services $2,005
Community Building Activities $2,842

Community Benefit Operations $7,571

Philanthropy: $5,374.77

SEBASTICOOK VALLEY HEALTH   Total Community Benefit: $2,173,085

Community Health
Improvement Services $566,731
Health Professions Education $30,389
Community Benefit Operations $85,872
Traditional Charity Care* $1,072,678

Unrecoverable Interest Cost
on funds used to subsidize state
MaineCare/Medicaid
underpayment on **$0.8M** $49,849
Unpaid Cost of Public Programs:
Medicare $367,566

TAMC Total Community Benefit: $17,712,914

Community Health
Improvement Services $131,849
Health Professions Education $5,006
Cash and In-Kind
Contributions $66,970
Community Building Activities $52,743
Community Benefit Operations $21,350

Traditional Charity Care* $1,489,370
Unrecoverable Interest Cost
on funds used to subsidize
state MaineCare/Medicaid
underpayment on **$4.1M** $265,061
Unpaid Cost of Public Programs:
Medicaid $3,586,667
Medicare $12,093,898

Philanthropy: $771,621.72

VNA HOME HEALTH HOSPICE Total Community Benefit: $422,260

Community Health
Improvement Services $75,535
Health Professions Education $46,724
Research $19,687
Community Building Activities $1,516

Community Benefit Operations $94,149
Traditional Charity Care* $43,476
Unpaid Cost of Public Programs:
Medicaid $141,173

Philanthropy: $98,854.04

TOTAL COMMUNITY BENEFIT $176,679,558

Community Health
Improvement Services $2,693,551
Health Professions Education $2,661,650
Research $3,083,821
Cash and In-Kind
Contributions $254,605
Community Building Activities $325,873
Community Benefit Operations $1,960,366

Traditional Charity Care* $22,967,982
Unrecoverable Interest Cost
on funds used to subsidize
state MaineCare/Medicaid
underpayment on **$26.8M** $1,720,079
Unpaid Cost of Public Programs:
Medicaid $52,749,719
Medicare $88,261,912

Philanthropy: $4,674,013.05

What We Do

31,896 Admissions

419,078 primary care practice visits

3,084 BIRTHS

60,652 IMAGING TESTS

397 EMMC heart surgeries

110,982 emergency department visits

31,942 inpatient and outpatient surgeries

Numbers represent FY 2015 (October 2014 - September 2015). Maine Coast Memorial Hospital is not included.

Who We Are

93% of Maine's population is in the EMHS service area

emergency transport members

4

7 integrated physician organizations

10,741 employees

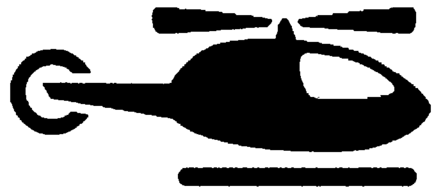
41 primary care locations

680 long-term care beds

8 HOSPITALS

8 nursing homes and retirement communities

2015 EMHS BY THE NUMBERS



LifeFlight: EMHS and Central MaineHealthcare

Helicopter Air Transports: 1273

Traumatic Injury Transports: 375

Percentage of Total Air Transports: 18.5%

Fixed Wing Air Transports: 14

Number of Towns Responded to: 132

Total Scene Calls: 236

Percentage of Total Traumatic Injury Transports: 24.2 %

Ground Transports: 260

Hospice and Telehealth

186,136
Home Health Visits

JOINT VENTURES

Rosscare Nursing Homes, Inc.

Advanced Collections Services, LLC

Uniship Courier Services, LLC

County Physical Therapy, LLC

LifeFlight of Maine, LLC

MedComm, LLC

New Century Healthcare, LLC

Penobscot Logistics Solutions, LLC

2015 FINANCIALS

Eastern Maine Healthcare Systems

CONSOLIDATED BALANCE SHEET

Years Ended September 26, 2015 and September 27, 2014

	2015	2014
	(in thousands of dollars)	
ASSETS		
Total current assets	$393,383	$370,629
Assets limited as to use:		
Capital replacement and other designated uses	287,182	291,291
Self insurance funds and other trusts	116,502	178,999
Donor restricted gifts	73,277	72,982
Total assets limited as to use	476,961	543,272
Property and equipment, net	615,489	545,109
Amounts due from State of Maine (Medicaid)	16,603	21,306
Other long-term assets	25,921	25,866
Total assets	$1,528,357	$1,506,182
LIABILITIES		
Total current liabilities	$285,136	$257,162
Accrued post-employment benefits	179,153	148,686
Long-term debt	348,862	361,902
Other long-term liabilities	35,861	35,587
Total liabilities	849,012	803,337
Total net assets	679,345	702,845
Total liabilities and net assets	$1,528,357	$1,506,182

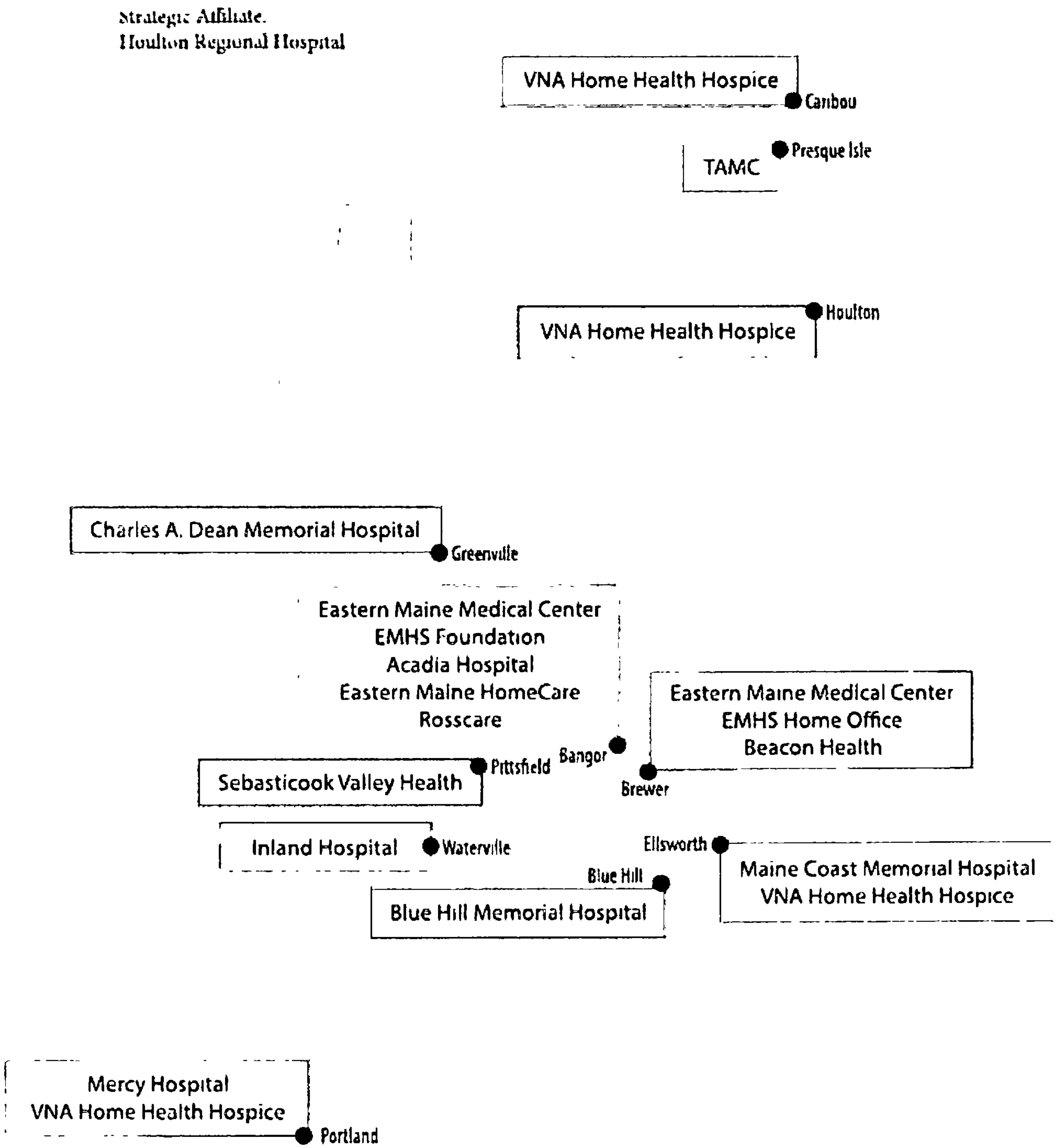
Eastern Maine Healthcare Systems

CONSOLIDATED STATEMENTS OF OPERATIONS

Years Ended September 26, 2015 and September 27, 2014

	2015	2014
	(in thousands of dollars)	
Net operating revenue	$1,374,967	$1,301,885
Operating expenses:		
Salaries and employee benefits	820,197	785,064
Supplies and other	560,456	511,223
Total expenses	1,380,653	1,296,287
Income (loss) from operations	(5,686)	5,598
Other gains	3,873	5,050
Contribution received in acquisition	-	73,076
Excess (deficiency) of revenue over expenses before noncontrolling interest	(1,813)	83,724
Noncontrolling interest	(213)	277
Excess (deficiency) of revenue over expenses	$(2,026)	$84,001
Operating margin	(.41%)	.43%
Total margin	(.15%)	6.09%
Reinvestment in clinical equipment, technological advancements, and facilities	$119,609	$97,113

EMHS MEMBERS



EMHS
Access to Quality Healthcare

The Clanchette Building
43 Whiting Hill Road, Suite 500
Brewer, Maine 04412

EMHS MEMBERS:
Acadia Hospital • Beacon Health • Blue Hill Memorial Hospital
Charles A. Dean Memorial Hospital • Eastern Maine Medical Center • EMHS Foundation
Inland Hospital • Maine Coast Memorial Hospital • Mercy Hospital • Rosscare
Sebasticook Valley Health • TAMC • VNA Home Health Hospice

www.emhs.org