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Form 990-EZ

Department of the Treasury
Internal Revenue Service

Short Form

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-EZ and its instructions is at www.irs.gov/form990.

OMB No 1545-1150

2015

Open to Public Inspection

A For the 2015 calendar year, or tax year beginning 07-01-2015, and ending 06-30-2016

B Check if applicable:
☐ Address change
☐ Name change
☒ Initial return
☐ Final return/terminated
☐ Amended return
☐ Application pending

C Name of organization
NEWCO INC

Number and street (or P O box, if mail is not delivered to street address) Room/suite
211 COMMERCE ST STE 800

City or town, state or province, country, and ZIP or foreign postal code
NASHVILLE, TN 372011817

D Employer identification number
61-1771290

E Telephone number

F Group Exemption Number ▶

G Accounting Method ☐ Cash ☒ Accrual Other (specify) ▶

H Check ☒ if the organization is **not** required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

I Website: ▶ N/A

J Tax-exempt status (check only one) - ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other

L Add lines 5b, 6c, and 7b to line 9 to determine gross receipts. If gross receipts are \$200,000 or more, or if total assets (Part II, column (B) below) are \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (see the instructions for Part I)

Check if the organization used Schedule O to respond to any question in this Part I

Revenue	1	Contributions, gifts, grants, and similar amounts received		1	
	2	Program service revenue including government fees and contracts		2	
	3	Membership dues and assessments		3	
	4	Investment income		4	
	5a	Gross amount from sale of assets other than inventory	5a	5c	
	b	Less cost or other basis and sales expenses	5b		
	c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)			
	6	Gaming and fundraising events		6d	
	a	Gross income from gaming (attach Schedule G if greater than \$15,000)	6a		
Expenses	b	Gross income from fundraising events (not including \$ of contributions from fundraising events reported on line 1) (attach Schedule G if the sum of such gross income and contributions exceeds \$15,000)	6b		
	c	Less direct expenses from gaming and fundraising events	6c		
	d	Net income or (loss) from gaming and fundraising events (add lines 6a and 6b and subtract line 6c)			
	7a	Gross sales of inventory, less returns and allowances	7a	7c	
	b	Less cost of goods sold	7b		
	c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)			
	8	Other revenue (describe in Schedule O)		8	
	9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6d, 7c, and 8 ▶		9	
Net Assets	10	Grants and similar amounts paid (list in Schedule O)		10	
	11	Benefits paid to or for members		11	
	12	Salaries, other compensation, and employee benefits		12	
	13	Professional fees and other payments to independent contractors		13	
	14	Occupancy, rent, utilities, and maintenance		14	
	15	Printing, publications, postage, and shipping		15	
	16	Other expenses (describe in Schedule O)		16	
	17	Total expenses. Add lines 10 through 16 ▶		17	
	18	Excess or (deficit) for the year (Subtract line 17 from line 9)		18	
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)		19	
	20	Other changes in net assets or fund balances (explain in Schedule O)		20	
	21	Net assets or fund balances at end of year. Combine lines 18 through 20 ▶		21	

Part II

Balance Sheets (see the instructions for Part II)
Check if the organization used Schedule O to respond to any question in this Part II

	(A) Beginning of year	(B) End of year	
22 Cash, savings, and investments		22	
23 Land and buildings		23	
24 Other assets (describe in Schedule O)		24	
25 Total assets	0	25	0
26 Total liabilities (describe in Schedule O)		26	
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	0	27	0

Part III

Statement of Program Service Accomplishments (see the instructions for Part III)
Check if the organization used Schedule O to respond to any question in this Part III

What is the organization's primary exempt purpose?
NEWCO, INC ("NEWCO") WILL BECOME THE SOLE MEMBER OF MOUNTAIN STATES HEALTH ALLIANCE, INC ("MSHA") AND WELLMONT HEALTH SYSTEM ("WELLMONT"), AND A SUPPORTING ORGANIZATION FOR MSHA AND WELLMONT. MSHA IS A PUBLIC BENEFIT CORPORATION AND THE PARENT COMPANY OF A LARGE MULTI-STATE NONPROFIT, TAX EXEMPT HEALTH CARE DELIVERY SYSTEM WHICH OPERATES HOSPITALS AND HEALTH CARE FACILITIES IN TENNESSEE AND VIRGINIA. LIKEWISE, WELLMONT IS A PUBLIC BENEFIT CORPORATION WITH HOSPITALS AND HEALTH CARE FACILITIES IN TENNESSEE AND VIRGINIA. NEWCO'S FORMATION WAS A RESPONSE TO CONCERNS OF MSHA AND WELLMONT REGARDING MEDICAL AND ACUTE CARE HOSPITAL SERVICES IN TENNESSEE AND VIRGINIA. WELLMONT AND MSHA SHARE A COMMON AND UNIFYING CHARITABLE MISSION TO PROVIDE HIGH QUALITY, AFFORDABLE HEALTH CARE AND HEALTH CARE-RELATED SERVICES, TO EXPAND ACCESS TO HEALTH CARE SERVICES, AND TO PROMOTE AND IMPROVE THE HEALTH CARE STATUS OF THE COMMUNITIES THEY SERVE. WELLMONT AND MSHA CONCLUDED THAT IT IS IN THE BEST INTERESTS

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title

28

See Additional Data Table

(Grants \$)

If this amount includes foreign grants, check here

28a

29

(Grants \$)

If this amount includes foreign grants, check here

29a

30

(Grants \$)

If this amount includes foreign grants, check here

30a

31

Other program services (describe in Schedule O)

(Grants \$)

If this amount includes foreign grants, check here

31a

32

Total program service expenses (add lines 28a through 31a)

32

Part IV

List of Officers, Directors, Trustees, and Key Employees (list each one even if not compensated — see the instructions for Part IV)
Check if the organization used Schedule O to respond to any question in this Part IV.

(a) Name and title	(b) Average hours per week devoted to position	(c)Reportable compensation (Forms W-2/1099-MISC) (if not paid, enter -0-)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
BARBARA ALLEN DIRECTOR	000 00	0		
GARY PEACOCK DIRECTOR	000 00	0		
ROGER LEONARD DIRECTOR	000 00	0		
ROGER MOWEN JR DIRECTOR	000 00	0		
ALAN LEVINE EXEC CHAIR/	000 00	0		
ALICE POPE CFO	000 00	0		
BART HOVE CEO	000 00	0		
MARVIN EICHORN COO	000 00	0		

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Part V

Other Information (Note the Schedule A and personal benefit contract statement requirements in the instructions for Part V) Check if the organization used Schedule O to respond to any question in this Part V ☐

		Yes	No
33	Did the organization engage in any significant activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O		No
34	Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions)		No
35a	Did the organization have unrelated business gross income of \$1,000 or more during the year from business activities (such as those reported on lines 2, 6a, and 7a, among others)?		No
b	If "Yes," to line 35a, has the organization filed a Form 990-T for the year? If "No," provide an explanation in Schedule O		
c	Was the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements during the year? If "Yes," complete Schedule C, Part III		No
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N		No
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions ▶ 37a		
b	Did the organization file Form 1120-POL for this year?		No
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the tax year covered by this return?		No
b	If "Yes," complete Schedule L, Part II and enter the total amount involved 38b		
39	Section 501(c)(7) organizations Enter		
a	Initiation fees and capital contributions included on line 9 39a		
b	Gross receipts, included on line 9, for public use of club facilities 39b		
40a	Section 501(c)(3) organizations Enter amount of tax imposed on the organization during the year under section 4911 ▶ _____, section 4912 ▶ _____, section 4955 ▶ _____		
b	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations Did the organization engage in any section 4958 excess benefit transaction during the year, or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b	No
c	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ _____		
d	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations Enter amount of tax on line 40c reimbursed by the organization ▶ _____		
e	All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	40e	No
41	List the states with which a copy of this return is filed ▶ _____		
42a	The organization's books are in care of ▶ <u>BAKER DONELSON PC</u> Telephone no ▶ <u>(615) 726-5626</u> Located at ▶ <u>211 COMMERCE ST STE 800 NASHVILLE, TN</u> ZIP + 4 ▶ <u>372011817</u>		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country ▶ _____ See the instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)	Yes 42b	No
c	At any time during the calendar year, did the organization maintain an office outside the U S ? If "Yes," enter the name of the foreign country ▶ _____	42c	No
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43		
		Yes	No
44a	Did the organization maintain any donor advised funds during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ	44a	No
b	Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ	44b	No
c	Did the organization receive any payments for indoor tanning services during the year?	44c	No
d	If "Yes," to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	44d	
45a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	45a	No
45b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," Form 990 and Schedule R may need to be completed instead of Form 990-EZ (see instructions)	45b	No

		Yes	No
46	Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	46	No

Part VI

Section 501(c)(3) organizations only

All section 501(c)(3) organizations must answer questions 47-49b and 52, and complete the tables for lines 50 and 51

Check if the organization used Schedule O to respond to any question in this Part VI

		Yes	No
47	Did the organization engage in lobbying activities or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	47	No
48	Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	48	No
49a	Did the organization make any transfers to an exempt non-charitable related organization?	49a	No
b	If "Yes," was the related organization a section 527 organization?	49b	

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization If there is none, enter "None "				
(a) Name and title of each employee	(b) Average hours per week devoted to position	(c) Reportable compensation (Forms W-2/1099-MISC)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
NONE				
f Total number of other employees paid over \$100,000 ▶				

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization If there is none, enter "None "		
(a) Name and business address of each independent contractor	(b) Type of service	(c) Compensation
NONE		
d Total number of other independent contractors each receiving over \$100,000. ▶		
52 Did the organization complete Schedule A? NOTE. All Section 501(c)(3) organizations must attach a completed Schedule A ▶		

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

Sign Here	***** Signature of officer		2017-05-05 Date		
	ALAN LEVINE EXEC CHAIR/PRES Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	
May the IRS discuss this return with the preparer shown above? See instructions ▶					
Yes No					

Additional Data

Software ID:
Software Version:
EIN: 61-1771290
Name: NEWCO INC

Form 990EZ, Part III - Statement of Program Service Accomplishments

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.		Expenses (Required for 501(c)(3) and 501(c)(4) organizations and 4947(a)(1) trusts; optional for others.)	
NEWCO, INC DID NOT INCUR REVENUE OR EXPENSES AND NO ACTIVITIES WERE PERFORMED DURING FY16, NEWCO'S FIRST YEAR OF EXISTANCE NEWCO WAS ESTABLISHED TO SERVE AS THE PARENT COMPANY FOR WELLMONT HEALTH SYSTEM AND MOUNTAIN STATES HEALTH ALLIANCE UPON AFFILIATION BETWEEN THE TWO HEALTH SYSTEMS AT JUNE 30, 2016, THE SYSTEMS WERE WORKING WITH THE STATES OF TENNESSEE AND VIRGINIA ON THE 28 APPLICATION PROCESS REQUIRED TO OBTAIN APPROVAL FOR MERGER (Grants \$) If this amount includes foreign grants, check here . . . ☐		28a	

SCHEDULE A
(Form 990 or 990EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2015

Open to Public Inspection

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

► Attach to Form 990 or Form 990-EZ.

► Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Department of the Treasury
Internal Revenue Service

Name of the organization	Employer identification number
NEWCO INC	61-1771290

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

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

1

☐

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

2

☐

A school described in **section 170(b)(1)(A)(ii).**(Attach Schedule E (Form 990 or 990-EZ))

3

☐

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

4

☐

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

5

☐

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

6

☐

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

7

☐

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

8

☐

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

9

☐

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

10

☐

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

11

☒

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

a

☐

Type I. A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization **You must complete Part IV, Sections A and B.**

b

☒

Type II. A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s) **You must complete Part IV, Sections A and C.**

c

☐

Type III functionally integrated. A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions) **You must complete Part IV, Sections A, D, and E.**

d

☐

Type III non-functionally integrated. A supporting organization operated in connection with its supported organization(s) that is not functionally integrated The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions) **You must complete Part IV, Sections A and D, and Part V.**

e

☒

Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization

f

Enter the number of supported organizations

2

g

Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A) MOUNTAIN STATES HEALTH ALLIANCE	620476282		Yes		0	0
(B) WELLMONT HEALTH SYSTEM	621636465		Yes		0	0
Total2						

Part II

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

Section A. Public Support						
Calendar year (or fiscal year beginning in) ►	(a)2011	(b)2012	(c)2013	(d)2014	(e)2015	(f)Total
1 Gifts, grants, contributions, and membership fees received (Do not include any unusual grants)						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support						
Calendar year (or fiscal year beginning in) ►	(a)2011	(b)2012	(c)2013	(d)2014	(e)2015	(f)Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part VI)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years.If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► ☐						

Section C. Computation of Public Support Percentage						
14 Public support percentage for 2015 (line 6, column (f) divided by line 11, column (f))		14				
15 Public support percentage for 2014 Schedule A, Part II, line 14		15				
16a 33 1/3% support test—2015.If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization						► ☐
b 33 1/3% support test—2014.If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization						► ☐
17a 10%-facts-and-circumstances test—2015.If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization						► ☐
b 10%-facts-and-circumstances test—2014.If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization						► ☐
18 Private foundation.If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions						► ☐

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a)2011	(b)2012	(c)2013	(d)2014	(e)2015	(f)Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a)2011	(b)2012	(c)2013	(d)2014	(e)2015	(f)Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► ☐						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2015 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2014 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2015 (line 10c, column (f) divided by line 13, column (f))	17	
18 Investment income percentage from 2014 Schedule A, Part III, line 17	18	

19a 33 1/3% support tests—2015. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

b 33 1/3% support tests—2014. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

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

Part IV Supporting Organizations

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.	1 Yes	
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).	2	No
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.	3a	No
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.	3b	
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.	3c	
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.	4a	No
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.	4b	
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.	4c	
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).	5a	No
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b	
c Substitutions only. Was the substitution the result of an event beyond the organization's control?	5c	
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations, (b) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .	6	No
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).	7	No
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part II of Schedule L (Form 990).	8	No
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .	9a	No
b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .	9b	No
c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .	9c	No
10a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer b below.	10a	No
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)	10b	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11a	No
b A family member of a person described in (a) above?	11b	No
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI.	11c	No

Part IV

Supporting Organizations (continued)

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? <i>If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? <i>If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised or controlled the supporting organization.</i>		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).</i>		No

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions) a ☐ The organization satisfied the Activities Test. Complete line 2 below. b ☐ The organization is the parent of each of its supported organizations. Complete line 3 below. c ☐ The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).		
2 Activities Test. Answer (a) and (b) below.	Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? <i>If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.</i>		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.</i>		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>Provide details in Part VI.</i>		
b Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>		

Part V

Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1

Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov 20, 1970 **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E

☐

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)	1	
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI) _____		
2	Acquisition indebtedness applicable to non-exempt use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount		Current Year	
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions) ☐		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI) See instructions	
7 Total annual distributions. Add lines 1 through 6	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI) See instructions	
9 Distributable amount for 2015 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2015	(iii) Distributable Amount for 2015
1 Distributable amount for 2015 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2015 (reasonable cause required--see instructions)			
3 Excess distributions carryover, if any, to 2015			
a			
b			
c			
d From 2013.			
e From 2014.			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2015 distributable amount			
i Carryover from 2010 not applied (see instructions)			
j Remainder Subtract lines 3g, 3h, and 3i from 3f			
4 Distributions for 2015 from Section D, line 7 \$			
a Applied to underdistributions of prior years			
b Applied to 2015 distributable amount			
c Remainder Subtract lines 4a and 4b from 4			
5 Remaining underdistributions for years prior to 2015, if any Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions)			
6 Remaining underdistributions for 2015 Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions)			
7 Excess distributions carryover to 2016. Add lines 3j and 4c			
8 Breakdown of line 7			
a			
b			
c Excess from 2013.			
d From 2014.			
e From 2015.			

Part VI **Supplemental Information.**

Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b; Part V, line 1; Part V, Section B, line 1e; Part V Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Return Reference	Explanation
PART IV, SECTION C, LINE 1	DURING FY16, NEWCO'S FIRST YEAR OF EXISTANCE, AN INTERIM BOARD OF DIRECTORS WAS ESTABLISHED, COMPRISED OF TWO EXISTING BOARD MEMBERS FROM WELLMONT HEALTH SYSTEM ("WELLMONT") AND TWO BOARD MEMBERS FROM MOUNTAIN STATES HEALTH ALLIANCE ("MSHA") THIS FOUR-MEMBER INTERIM BOARD DOES NOT REPRESENT A MAJORITY OF EITHER MSHA OR WELLMONT'S EXISTING BOARDS MSHA'S CEO AND WELLMONT'S CFO WERE APPOINTED AS NEWCO, INC 'S INTERIM OFFICERS UPON THE EFFECTIVE DATE OF AFFILIATION BETWEEN WELLMONT AND MSHA, THE INTERIM DIRECTORS WILL RESIGN AND NEWCO'S FULL BOARD WILL BE SELECTED PURSUANT TO NEWCO'S BYLAWS, NEWCO'S DIRECTORS WILL ALSO BE DIRECTORS OF MSHA AND WELLMONT

Name of the organization NEWCO INC	Employer identification number 61-1771290
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990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990-EZ, PART III	NEWCO, INC ("NEWCO") WILL BECOME THE SOLE MEMBER OF MOUNTAIN STATES HEALTH ALLIANCE, INC ("MSHA") AND WELLMONT HEALTH SYSTEM ("WELLMONT"), AND A SUPPORTING ORGANIZATION FOR MSHA AND WELLMONT. MSHA IS A PUBLIC BENEFIT CORPORATION AND THE PARENT COMPANY OF A LARGE MULTI-STATE NONPROFIT, TAX EXEMPT HEALTH CARE DELIVERY SYSTEM WHICH OPERATES HOSPITALS AND HEALTH CARE FACILITIES IN TENNESSEE AND VIRGINIA. LIKEWISE, WELLMONT IS A PUBLIC BENEFIT CORPORATION WITH HOSPITALS AND HEALTH CARE FACILITIES IN TENNESSEE AND VIRGINIA. NEWCO'S FORMATION WAS A RESPONSE TO CONCERNS OF MSHA AND WELLMONT REGARDING MEDICAL AND ACUTE CARE HOSPITAL SERVICES IN TENNESSEE AND VIRGINIA. WELLMONT AND MSHA SHARE A COMMON AND UNIFYING CHARITABLE MISSION TO PROVIDE HIGH QUALITY, AFFORDABLE HEALTH CARE AND HEALTH CARE-RELATED SERVICES, TO EXPAND ACCESS TO HEALTH CARE SERVICES, AND TO PROMOTE AND IMPROVE THE HEALTH CARE STATUS OF THE COMMUNITIES THEY SERVE. WELLMONT AND MSHA CONCLUDED THAT IT IS IN THE BEST INTERESTS OF THE RESIDENTS OF THE RESPECTIVE COMMUNITIES THAT THEY COMBINE THEIR ORGANIZATIONS BY ESTABLISHING A SINGLE PARENT COMPANY (NEWCO) TO OVERSEE ALL OF THE ASSETS AND OPERATIONS OF THE PREVIOUSLY SEPARATE OPERATIONS AND ALL OF THEIR RESPECTIVE AFFILIATES FOR THE PURPOSE OF ENHANCING THE PROVISION OF HIGH QUALITY AND COST EFFECTIVE HEALTH CARE THAT SUCH A UNIFIED STRUCTURE WILL FACILITATE, AND FOR THE PURPOSE OF POSITIONING THE COMBINED SYSTEMS TO ADAPT EFFECTIVELY TO THE CHANGES TAKING PLACE LOCALLY AND NATIONALLY IN THE HEALTH CARE DELIVERY AND FINANCING SYSTEMS. IN ADDITION, NEWCO'S PURPOSES INCLUDE THE PROMOTION OF HIGH-QUALITY, AFFORDABLE HEALTH CARE SERVICES, IMPROVING ACCESS TO HEALTH CARE, AND PROMOTING AND IMPROVING THE HEALTH CARE STATUS OF THE COMMUNITIES IT SERVES. THESE PURPOSES WILL BE ACHIEVED THROUGH ITS OWNERSHIP AND MANAGEMENT OF MSHA AND WELLMONT, WHICH WILL IN TURN PROVIDE A CUT-EDGE CARE HOSPITAL AND PROFESSIONAL MEDICAL SERVICES, AND ARE IN SUPPORT AND IN FURTHERANCE OF WELLMONT'S AND MSHA'S MISSION TO PROMOTE HIGH-QUALITY HEALTH CARE SERVICES FOR A BROAD CROSS SECTION OF THE COMMUNITY. THE HEALTH CARE SYSTEM OPERATED BY NEWCO, MSHA, WELLMONT AND THEIR AFFILIATES WILL ESTABLISH NEW UNIFYING MISSION, VISION, AND VALUES STATEMENTS THAT HONOR OUR HERITAGE AND CHARTER OUR FUTURE BE ONE OF THE STRONGEST HEALTH SYSTEMS IN THE COUNTRY, KNOWN FOR OUTSTANDING CLINICAL OUTCOMES AND SUPERIOR PATIENT EXPERIENCES BE ONE OF THE BEST HEALTH SYSTEM EMPLOYERS IN THE COUNTRY AND ONE OF THE MOST ATTRACTIVE HEALTH SYSTEMS FOR PHYSICIANS AND EMPLOYEE TEAM MEMBERS. CREATE NEW MODELS OF JOINT PHYSICIAN AND ADMINISTRATIVE LEADERSHIP TO SHAPE THE FUTURE OF HEALTH CARE IN OUR REGION THROUGH SUBSTANTIAL PHYSICIAN INFLUENCE AND DIRECTION. PARTNER WITH PHYSICIANS TO ACHIEVE BETTER QUALITY AT LOWER COST FOR PATIENTS, BUSINESSES, AND PAYERS. ACHIEVE LONG-TERM FINANCIAL STABILITY AND SUSTAINABILITY THROUGH WISE STEWARDSHIP OF RESOURCES, AVOIDANCE OF WASTE, AND SOUND FISCAL MANAGEMENT. ADVANCE HIGH-LEVEL SERVICES SO THAT MORE PEOPLE CAN RECEIVE THE CARE THEY NEED CLOSE TO HOME. BE A NATIONAL MODEL FOR RURAL HEALTH CARE DELIVERY AND RURAL ACCESS TO CARE. WORK WITH REGIONAL EDUCATIONAL AND ALLIED HEALTH PARTNERS TO IDENTIFY HEALTH GAPS AND DISPARITIES AND EFFECTIVELY MEET COMMUNITY HEALTH NEEDS. CREATE AN EFFICIENT, HIGH QUALITY HEALTH CARE SYSTEM THAT ATTRACTS EMPLOYERS TO OUR REGION AND CREATES LONG-TERM ECONOMIC OPPORTUNITY. BUILD NEW POPULATION HEALTH MODELS AND LEVERAGE ELECTRONIC HEALTH RECORDS AND COMMUNITY ENGAGEMENT PROGRAMS TO REDUCE UNHEALTHY BEHAVIORS AND IMPROVE THE OVERALL HEALTH STATUS OF OUR REGION. WORK WITH ACADEMIC PARTNERS, IN PARTICULAR EAST TENNESSEE STATE UNIVERSITY, IN NEW WAYS TO BOLSTER MEDICAL SCHOOL AND ALLIED HEALTH PROGRAMS AND ATTRACT RESEARCH INVESTMENTS. ESTABLISH INNOVATIVE PHILANTHROPIC PARTNERSHIPS FOR HEALTH CARE ADVANCEMENT. NEWCO WILL OPERATE, AND CAUSE MSHA AND WELLMONT TO OPERATE, IN ACCORDANCE WITH THE "COMMUNITY BENEFIT STANDARDS" AS THEY APPLY TO CODE SECTION 501 (C)(3) HOSPITAL NON-PROFIT CORPORATIONS, INCLUDING, WITHOUT LIMITATION, THE (I) ACCEPTANCE OF ALL MEDICARE AND MEDICAID PATIENTS, (II) ACCEPTANCE OF ALL EMERGENCY PATIENTS WITHOUT REGARD TO ABILITY TO PAY, (III) MAINTENANCE OF AN OPEN MEDICAL STAFF (SUBJECT TO CERTAIN EXCLUSIVE PHYSICIAN SERVICE ARRANGEMENTS IN CONNECTION WITH THE PROVISION OF HOSPITAL-BASED SPECIALTY MEDICAL SERVICES APPROVED BY THE GOVERNING BODY OF NEWCO FROM TIME TO TIME), (IV) PROVISION OF PUBLIC HEALTH PROGRAMS OF EDUCATIONAL BENEFIT TO THE COMMUNITY, AND (V) GENERAL PROMOTION OF PUBLIC HEALTH, WELLNESS, AND WELFARE TO THE COMMUNITY THROUGH THE PROVISION OF HEALTH CARE AT A REASONABLE COST. NEWCO WILL ENSURE THE AVAILABILITY OF HOSPITAL SERVICES AND MEDICAL CARE IN THE MOST COST-EFFECTIVE AND PATIENT-FRIENDLY SETTING IN WHICH SUCH SERVICES CAN BE RENDERED IN TENNESSEE AND VIRGINIA AND THE SURROUNDING AREAS. IN FEBRUARY, 2016, WELLMONT AND MSHA FILED FOR A CERTIFICATE OF PUBLIC ADVANTAGE (COPA) IN TENNESSEE (TENNESSEE DEPARTMENT OF HEALTH) AND A COOPERATIVE AGREEMENT IN VIRGINIA (SOUTHWEST VIRGINIA HEALTH AUTHORITY), A STEP TAKEN TO ENABLE THE TWO ORGANIZATIONS TO UNITE. BOTH APPLICATIONS INCLUDE A COPY OF THE DEFINITIVE AGREEMENT BETWEEN THE TWO HEALTH SYSTEMS, UNANIMOUSLY APPROVED BY THE BOARDS OF BOTH ORGANIZATIONS. THE DEFINITIVE AGREEMENT IS A BINDING LEGAL DOCUMENT THAT OUTLINES HOW THE TWO HEALTH SYSTEMS WOULD UNITE THEIR OPERATIONS UPON APPROVAL BY THE STATES. SINCE FILING THE APPLICATIONS, ADDITIONAL INFORMATION AND DATA WAS PROVIDED TO TENNESSEE AND VIRGINIA. NEWCO RECEIVED ITS DETERMINATION LETTER FROM THE INTERNAL REVENUE SERVICE IN MAY, 2016 ACKNOWLEDGING NEWCO AS A 501(C)(3) ORGANIZATION WITH PUBLIC CHARITY STATUS AS A 509(A)(3) SUPPORTING ORGANIZATION.
FORM 990-EZ, PART III, LINE 28	NEWCO, INC. DID NOT INCUR REVENUE OR EXPENSES AND NO ACTIVITIES WERE PERFORMED DURING FY 16. NEWCO'S FIRST YEAR OF EXISTENCE. NEWCO WAS ESTABLISHED TO SERVE AS THE PARENT COMPANY FOR WELLMONT HEALTH SYSTEM AND MOUNTAIN STATES HEALTH ALLIANCE UPON AFFILIATION BETWEEN THE TWO HEALTH SYSTEMS. AT JUNE 30, 2016, THE SYSTEMS WERE WORKING WITH THE STATES OF TENNESSEE AND VIRGINIA ON THE APPLICATION PROCESS REQUIRED TO OBTAIN APPROVAL FOR MERGER.