

FOUNDATION FOR COMMUNITY HEALTH, INC.
Audited Financial Statements
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For the Year Ended December 31, 2012

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of the
Foundation for Community Health, Inc.

We have audited the accompanying financial statements of the Foundation for Community Health, Inc. (a nonprofit organization), which comprise the statement of financial position as of December 31, 2012, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements. The prior year summarized comparative information has been derived from the Foundation for Community Health, Inc.'s 2011 financial statements and, in our report dated August 31, 2012, we expressed an unqualified opinion on those financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Foundation for Community Health, Inc. as of December 31, 2012, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

King, King & Associates

King, King & Associates, CPAs
Winsted, CT
July 19, 2013

Foundation for Community Health, Inc.

Statements of Financial Position

December 31, 2012 and 2011

	2012	2011
ASSETS		
Current Assets:		
Cash and Cash Equivalents	\$ 21,368	\$ 22,493
Prepaid Expenses	8,630	8,812
Charitable Remainder Trust Proceeds	-	73,683
Total Current Assets	29,998	104,988
Fixed Assets, Net	34,269	42,254
Other Assets:		
Cash Held in Escrow	33,564	-
Investments	24,212,993	22,414,881
Contribution Receivable - CRTs	12,111	7,619
Security Deposit	2,600	2,600
Total Other Assets	24,261,268	22,425,100
Total Assets	\$ 24,325,535	\$ 22,572,342
 LIABILITIES AND NET ASSETS		
Current Liabilities:		
Grants Payable	\$ 273,173	\$ 227,050
Accounts Payable & Accrued Expenses	63,782	61,721
Total Current Liabilities	336,955	288,771
Total Liabilities	336,955	288,771
Net Assets:		
Unrestricted-Undesignated	20,775,742	19,135,265
Unrestricted-Designated	33,564	-
Temporarily Restricted	893,375	862,407
Permanently Restricted	2,285,899	2,285,899
Total Net Assets	23,988,580	22,283,571
Total Liabilities and Net Assets	\$ 24,325,535	\$ 22,572,342

The accompanying notes are an integral part of this financial statement.

Foundation for Community Health, Inc.

Statement of Activities

For the Year Ended December 31, 2012

With Comparative Totals for 2011

	Temporarily Restricted		Permanently Restricted	Total	
	Unrestricted	Restricted		2012	2011
Support and Revenue:					
Contributions	\$ 307,615	\$ -	\$ -	\$ 307,615	\$ 346,913
Investment Income	2,483,987	373,066	-	2,857,053	(709,103)
Change in Value of CRT	-	4,492	-	4,492	(27,774)
Other Revenues	-	350	-	350	-
Net Assets Released From Restrictions:					
Satisfaction of Donor Restrictions	346,940	(346,940)	-	-	-
Total Support and Revenue	3,138,542	30,968	-	3,169,510	(389,964)
Expenses:					
Grants and Disbursements	813,309	-	-	813,309	757,626
Program Expenses	445,206	-	-	445,206	422,146
Management and General	205,986	-	-	205,986	191,631
Total Expenses	1,464,501	-	-	1,464,501	1,371,403
Change in Net Assets	1,674,041	30,968	-	1,705,009	(1,761,367)
Net Assets, Beginning	19,135,265	862,407	2,285,899	22,283,571	24,044,938
Net Assets, Ending	\$ 20,809,306	\$ 893,375	\$ 2,285,899	\$ 23,988,580	\$ 22,283,571

The accompanying notes are an integral part of this financial statement.

Foundation for Community Health, Inc.

Statements of Cash Flows
December 31, 2012 and 2011

	2012	2011
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in Net Assets	\$ 1,705,009	\$ (1,761,367)
Adjustments:		
Depreciation	7,985	7,466
Realized and Unrealized (Gain) Loss on Investments	(2,428,112)	1,040,486
Decreases/(Increases) in Assets:		
Prepaid Expenses	182	(3,546)
Charitable Remainder Trust Proceeds	73,683	55,144
Contribution Receivable - CRTs	(4,492)	88,606
Security Deposit	-	800
Increases/(Decreases) in Liabilities		
Grants Payable	46,123	154,755
Accounts Payable and Accrued Expenses	2,061	1,621
Total Adjustments	(2,302,570)	1,345,332
Net Cash Used by Operating Activities	(597,561)	(416,035)
 CASH FLOWS USED FOR INVESTING ACTIVITIES:		
Proceeds from Sales of Investments	1,313,429	1,059,888
Purchase of Investments	(683,429)	(658,075)
Payments for Property and Equipment	-	(9,904)
Net Cash Provided by Investing Activities	630,000	391,909
 CASH FLOWS FROM FINANCING ACTIVITIES:	-	-
 Net Increase (Decrease) in Cash and Cash Equivalents	32,439	(24,126)
 Cash and Cash Equivalents at Beginning of Year	22,493	46,619
 Cash and Cash Equivalents at End of Year	\$ 54,932	\$ 22,493
 Supplemental Information:		
Interest Paid	\$ -	\$ -
Income Taxes Paid	\$ -	\$ -

The accompanying notes are an integral part of this financial statement.

Foundation for Community Health, Inc.

Statement of Functional Expenses
For the Year Ended December 31, 2012
With Comparative Totals for 2011

	Management		Totals	
	and General	Programs	2012	2011
Grants and Disbursements	\$ -	\$ 813,309	\$ 813,309	\$ 757,626
Salaries	61,651	143,853	205,504	205,051
Employee Benefits	12,689	29,607	42,296	39,836
Payroll Taxes	4,717	11,006	15,723	15,427
Unemployment	279	652	931	945
Legal Services	8,675	-	8,675	4,539
Administrative Services	11,278	26,314	37,592	38,136
Investment Management Fees	69,265	161,619	230,884	206,083
Program Bank Fees	-	500	500	-
Contract Services	196	2,192	2,388	2,437
Program Consultants	-	-	-	1,352
Insurance	2,377	5,545	7,922	4,875
Rent	9,360	21,840	31,200	32,000
Utilities and Fuel	1,780	4,153	5,933	6,949
Telephone	1,027	2,397	3,424	3,871
Postage and Shipping	374	1,125	1,499	1,422
Office and Computer Supplies	802	1,871	2,673	4,210
Printing	186	832	1,018	2,052
Dues & Subscriptions	614	-	614	502
Meetings, Luncheons, Dinners	978	4,434	5,412	4,956
Staff Development	2,397	7,994	10,391	7,090
Travel	1,186	2,766	3,952	4,752
Depreciation	2,396	5,589	7,985	7,466
Accounting	9,078	-	9,078	8,240
Computer Maintenance Contract	335	780	1,115	1,037
Software Support	621	1,448	2,069	274
Payroll Service Fees	347	808	1,155	1,220
Equipment Rental and Maintenance	807	1,882	2,689	3,340
Marketing	2,499	5,832	8,331	5,415
Repairs and Office Maintenance	72	167	239	300
Totals	<u>\$ 205,986</u>	<u>\$ 1,258,515</u>	<u>\$ 1,464,501</u>	<u>\$ 1,371,403</u>

The accompanying notes are an integral part of this financial statement.

FOUNDATION FOR COMMUNITY HEALTH, INC.
Notes to the Financial Statements

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of the Foundation

The Foundation for Community Health, Inc. (FCH) was formed to maintain and improve the physical and mental health of all residents of the area historically served by Sharon Hospital, Inc. FCH was created under mandate of the Attorney General and the Superior Court of the State of Connecticut, as a type three supporting organization of the Berkshire Taconic Community Foundation, Inc. (BTCF). FCH is a separate, independent corporation governed by its own board of directors, of which three members are appointed by BTCF.

FCH was created as a result of the sale of Sharon Hospital, Inc. (a not-for-profit corporation) to Essent Healthcare, Inc. (a for-profit corporation) based on a lengthy approval process governed by the Attorney General and the Litchfield County Superior Court.

Basis of Accounting

The financial statements of FCH have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables, and other liabilities. Revenue is recognized when earned and expenditures when incurred.

Financial Statement Presentation

FCH is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. In addition, FCH is required to present a statement of cash flows. A description of the three net asset categories follows:

Unrestricted – Net assets that are not subject to donor-imposed restrictions. Unrestricted net assets may be designated for specific purposes by action of the Board of Directors.

Temporarily Restricted – Net assets whose use by FCH is subject to donor-imposed restrictions that can be fulfilled by actions of the FCH pursuant to those restrictions or that expire by the passage of time. Charitable Remainder Trusts are included in Temporarily Restricted Net Assets.

Permanently Restricted - Net assets subject to donor-imposed restrictions that they be maintained permanently by FCH.

Comparative Financial Information

The financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such information should be read in conjunction with FCH's financial statements for the year ended December 31, 2011, from which the summarized information was derived.

FOUNDATION FOR COMMUNITY HEALTH, INC.

Notes to the Financial Statements

Estimates

The preparation of financial statements in accordance with generally accepted accounting principles requires estimates by management. The actual results of operations may differ from management's estimates.

Income Taxes

FCH is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code; therefore, there is no provision for income taxes.

Cash and Cash Equivalents

For purposes of the statement of cash flows, FCH considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents. Cash equivalents maintained in investment accounts for re-investment are excluded from cash and are reported as investments.

Endowment

In August 2008, The Financial Accounting Standards Board (FASB) issued staff position No. FAS 117-1: *Endowments of Not-For-Profit Organizations: Net Asset Classification of Funds Subject to an Enacted Version of the Uniform Prudent Management of Institutional Funds Act, and Enhanced Disclosures for all Endowment Funds* (FAS 117-1). FAS 117-1 provides accounting standards on the net asset classification of donor-restricted endowment funds for a not-for-profit organization that are subject to an enacted version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA). FAS 117-1 also provides for other disclosures concerning an organization's endowment funds and whether or not the organization is subject to UPMIFA. The State of Connecticut adopted its version of UPMIFA, which became effective October 1, 2007 (CTPMIFA). The State of New York has also adopted its version (NYPMIFA) in September, 2010. Prior to the issuance of FAS 117-1, accumulated gains and income on donor restricted endowment assets were classified as unrestricted net assets in accordance with the Uniform Management of Institutional Funds Act (UMIFA). Under SP No. 117-1, accumulated gains and income on donor-restricted endowment assets of perpetual duration are classified as temporarily restricted net assets until appropriated for expenditure.

Investments

Investments consist of FCH's share of the Berkshire Taconic Community Foundation's "Managed Pool," which consists of various types of investments. The Managed Pool has significant investments in equity and debt securities and is therefore subject to concentrations of credit and market risk. Investments are managed by investment advisors who are selected and engaged by the Investment Committee of the Board of Directors of the Berkshire Taconic Community Foundation (BTCF). The policies regarding investment composition, valuation, and spending are those of BTCF, reviewed and adopted by FCH. BTCF engages its own auditors who issued an unqualified opinion on their financial statements for the year ended December 31, 2012.

FOUNDATION FOR COMMUNITY HEALTH, INC.

Notes to the Financial Statements

Marketable investments in equities and debt securities are carried at fair value based upon quoted market prices. For limited marketability investments, including alternative investments which are principally absolute return strategies, private equity and real estate, the carrying value is the estimated fair value. Because alternative investments are not immediately marketable given the nature of the underlying strategies and the terms of the governing partnership agreements, the estimated fair value is subject to uncertainty and, therefore, may differ from the value that may be received if a ready market for the investments had been in existence, and the difference could be material. FCH's alternative investments accessed through limited partnerships are determined by the general partner to be at fair value pursuant to FASB ASC 820-10, as further discussed below, after it considers certain pertinent factors, including, but not limited to, the partner's share of the underlying limited partnership's net assets, liquidity features of the partnership, the underlying portfolio of holdings, the current market conditions for observable, corroborated or correlated transactions, comparable or similar products' fair valuations, external assessments of the limited partnerships' holdings, and the audit opinion from the independent auditor of the limited partnership.

Fair Value of Financial Instruments

In accordance with FASB ASC 820-10, FCH is required to measure the fair value of its assets and liabilities under a three-level hierarchy, as follows:

Level 1: Quoted market prices for identical assets or liabilities to which an entity has access at the measurement date.

Level 2: Inputs and information other than quoted market indices included in Level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs include:

- a. Quoted prices for similar assets or liabilities in active markets.
- b. Quoted prices for identical or similar assets in markets that are not active;
- c. Observable inputs other than quoted prices for the asset or liability;
- d. Inputs derived principally from, or corroborated by, observable market data by correlation or by other means.

Level 3: Unobservable inputs for the asset or liability. Unobservable inputs should be used to measure the fair value to the extent that observable inputs are not available. Fair value inputs used for absolute return investments, private equity investments, and nonearning assets have been estimated using the estimated net asset value per share of the investments.

Observable inputs reflect the assumptions market participants would use in pricing the asset or liability developed from sources independent of the reporting entity; and unobservable inputs reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

FOUNDATION FOR COMMUNITY HEALTH, INC.

Notes to the Financial Statements

In accordance with FASB ASC 820-10, FCH's carrying amount of cash and cash equivalents and grants payable approximate fair value under Level 1. Investments are carried at fair value and are presented in Note 9. Split-interest agreements are reported at fair value based on the life expectancy of the beneficiary and the net present value of the expected cash flows using a discount rate, which are Level 3 unobservable inputs. Agency funds are carried at fair value based on the underlying investments. Derivatives instruments are measured at fair value based on Level 2 and Level 3 inputs. FCH does not directly pursue derivatives or speculative investments; however, in the ordinary course of investing activities, BTCF, pursuant to their investment policies, may hold these investments in the managed pool, of which FCH is a participant.

Spending Policy

As determined in 2001 by the Connecticut Attorney General, FCH may not spend in excess of 5% of its unrestricted assets for a period of ten years ending June 4, 2013. The Board of Directors, with a $\frac{3}{4}$ majority, may determine that the spending cap should be overridden in years 6 - 10. The present board has determined that the spending cap should be waived. The spending cap is presently at 4 $\frac{1}{2}$ % on the average asset base over the past 20 quarters, plus any income received from two permanent trusts and any other unrestricted income received during the year. A schedule calculating the spending policy will be reviewed and approved by the Board of Directors annually.

Investment Policy

Through BTCF, FCH has adopted investment and spending policies for endowment assets in an effort to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Under this policy, the endowment assets are invested in a manner that is intended to produce on average, over long-term horizons, returns that will offset spending plus inflation plus administrative fees.

To satisfy its long-term rate-of-return objectives, BTCF relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). BTCF targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

Accounts Receivable

Pursuant to the purchase agreement, between Essent Healthcare, Inc. and Sharon Hospital Inc., and the required approval process, Essent Healthcare, Inc. must transfer a portion of its annual net earnings during the first ten years after the closing of the sale, ending June 4, 2013. The agreement requires Essent Healthcare, Inc. to pay FCH twenty-five (25%) of the amount of net earning in excess of seven (7%) of total revenues, if any, as determined by an independent auditor. FCH was not due any funds from Essent Healthcare Inc. for 2012 or 2011.

FOUNDATION FOR COMMUNITY HEALTH, INC.

Notes to the Financial Statements

Property and Equipment

All acquisitions of property and equipment in excess of \$1,000 and all expenditures for repairs, maintenance, renewals, and betterments that materially prolong the useful lives of assets are capitalized. Property and equipment are carried at cost or, if donated, at the approximate fair value at the date of donation. Depreciation is computed using the straight-line method over the following estimated useful lives of the assets.

Website	3 years
Furniture and Fixtures	7 years
Computer Equipment and Software	5 years
Leasehold Improvements	15 years

Contributions and Classification of Net Assets

Gifts of cash and other assets received are reported as unrestricted revenue and net assets, unless subject to time restrictions. When a donor-stipulated time restriction ends, restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as restrictions satisfied by payment. Restricted contributions are reported as increases to unrestricted net assets when restrictions expire (that is, when a stipulated restriction of time ends or purpose is accomplished) in the reporting period that the contributions are reported as revenues.

Investment Income

Investment income includes interest and dividends earned on savings accounts, as well as any other form of investment income, such as realized and unrealized gains. Restricted gains and investment income whose restrictions are met in the same reporting period are reported as unrestricted support.

Grant Awards

Grant awards are recorded as expenses when approved by FCH and when grant terms do not include material conditions.

Expense Allocation

Unless expenses can be specifically identified, most expenses are allocated 30% to Management and General and 70% to Programs based on management's estimate and historical experience.

Advertising Expense

All advertising and marketing costs are expensed in the period incurred as any future economic benefit cannot be quantified.

NOTE 2 – DETAIL NOTES ON ASSETS, LIABILITIES, AND NET ASSETS

Cash and Cash Equivalents

At December 31, 2012, the carrying amounts of FCH's deposits were \$54,932, and the bank balance was \$219,003 all of which is FDIC insured. Included in this amount is \$33,564 held in escrow to support the Dial A Ride Transportation Service, as further described in this note under Board Designated Net Assets.

FOUNDATION FOR COMMUNITY HEALTH, INC.

Notes to the Financial Statements

Investments

Investment return on the investment pool and its classification in the statement of activities consisted of the following:

	<u>2012</u>	<u>2011</u>
Dividends and Interest	\$ 428,941	\$ 331,383
Unrealized Gains (Losses)	1,863,197	(2,556,078)
Realized Gains (Losses)	<u>564,915</u>	<u>1,515,592</u>
	<u>\$ 2,857,053</u>	<u>\$ (709,103)</u>

Fixed Assets

Fixed Assets consist of the following

	<u>2012</u>	<u>2011</u>
Equipment	\$ 47,810	\$ 47,810
Website	5,228	5,228
Leasehold Improvements	<u>24,045</u>	<u>24,045</u>
	77,083	77,083
Accumulated Depreciation	<u>(42,814)</u>	<u>(34,829)</u>
	<u>\$ 34,269</u>	<u>\$ 42,254</u>

Depreciation Expense was \$7,985 and \$7,466 for the years ended December 31, 2012 and 2011.

Grants Payable

As of December 31, grant payable are committed as follows:

	<u>2012</u>	<u>2011</u>
Due in one year or less	\$ 212,541	\$ 227,050
Due in one to five years	<u>60,632</u>	<u>-</u>
	<u>\$ 273,173</u>	<u>\$ 227,050</u>

Board Designated Net Assets

Board Designated Net Assets consist of a cash account, currently \$33,564, held to guarantee a Line of Credit between a Town and a grantee to support the Dial-a-Ride Transportation Program. In the event the grantee is not able to make payments, the escrow account could be used for satisfaction of the debt.

Temporarily Restricted Net Assets

Temporarily Restricted Net Assets consists of the following:

	<u>2012</u>	<u>2011</u>
Contribution Receivable - CRT's	\$ 12,111	\$ 7,619
Field of Interest Funds	73,243	68,151
Income on Permanently Restricted Funds:		
Per Adoption of UPMIFA	<u>808,021</u>	<u>786,637</u>
	<u>\$ 893,375</u>	<u>\$ 862,407</u>

FOUNDATION FOR COMMUNITY HEALTH, INC.

Notes to the Financial Statements

Permanently Restricted Net Assets

Permanently Restricted Net Assets consist of the following:

	<u>2012</u>	<u>2011</u>
Field of Interest Funds	\$ 423,062	\$ 423,062
"Unrestricted Funds"	<u>1,862,837</u>	<u>1,862,837</u>
	<u>\$ 2,285,899</u>	<u>\$ 2,285,899</u>

NOTE 3 – BENEFICIARY INTEREST IN PERPETUAL TRUSTS

FCH is an income beneficiary of two irrevocable perpetual trusts, the assets of which are managed by and are in the possession of Bank of America. The assets held in these trusts were valued at \$6,800,973 and \$5,627,775 respectively as of December 31, 2012 and 2011. FCH has interests in the income only, and no provision to receive any principal. FCH received \$271,464 and \$281,670 in income distributions based on the fund's income after certain trust expenses for the years ending December 31, 2012 and 2011.

NOTE 4 – CHARITABLE REMAINDER TRUSTS

FCH has a split-interest in a charitable remainder trust, administered by a trustee outside FCH. The charitable remainder trust provides for the payment of distributions to the designated beneficiaries over the trust's term (the beneficiaries' lifetime). At the end of the trust's term, FCH will receive 10% of remaining assets. An asset is reported in the Statement of Financial Position representing the present value of the expected future benefits using a 1.2% discount rate and the Joint and Last survivor table. On an annual basis, FCH revalues the asset. It is reported as Contribution Receivable – CRT.

In 2011, there was a Charitable Remainder Trust administered by an outside trustee. FCH agreed to a \$7,500 final distribution which was received during 2012.

FCH was also the beneficiary of another Charitable Remainder Trust. The Trustor died in January, 2011 and the court determined that FCH would receive \$66,183. This amount was accrued in 2011 and was received in June 2012.

There are Charitable Remainder trusts which name Sharon Hospital as the beneficiary. FCH is the logical successor; however, it has not yet been named as beneficiary. No contributions from these trusts have been recorded.

NOTE 5 – LEASE COMMITMENTS

FCH leased a copier that required monthly payments of \$223.75 through September, 2013. This lease was renegotiated in April 2012. The new lease requires payments of \$191 through March 2017. In addition, FCH leases a postage meter that requires quarterly payments of \$132 through June 2015. Total lease expense for 2012 and 2011 amounted to \$2,918 and \$3,337. Future minimum lease payments under these leases are as follows as of December 31, 2012:

2013	\$ 2,820
2014	2,820
2015	2,556
2016	2,292
2017	573

FOUNDATION FOR COMMUNITY HEALTH, INC.

Notes to the Financial Statements

FCH entered into an agreement in April, 2009 for its office space requiring monthly payments of \$2,600 for 5 years. Rent expense for 2012 and 2011 totaled \$31,200 and \$32,000. Total lease payments remaining are as follows:

2013	\$ 31,200
2014	9,100

FCH may extend this lease for five years with written notice. Rent will be adjusted using the prime rate of interest as reported in the Wall Street Journal as an index.

NOTE 6 – TAX DEFERRED ANNUITY

FCH has adopted a 403(b)(7) Tax Deferred Annuity Plan for its employees and has voluntarily contributed 7% of annual salaries for eligible employees. Investment companies maintain the invested assets. The employer contributions to the plan for the years ending December 31, 2012 and 2011 were \$14,607 and \$14,225.

NOTE 7 – RELATED PARTY TRANSACTIONS

FCH received investment management and administrative services from BTCF. FCH is a type-three supporting organization of BTCF. The total fees paid for 2012 and 2011 were \$144,586 and \$146,673. The Investment fees of \$106,994 and \$108,537 were based on average assets in the BTCF Managed Pool Fund of \$23,326,563 and \$23,745,131 for the years 2012 and 2011 respectively. The administrative fees of \$37,592 and \$38,135 for 2012 and 2011 were primarily based on the average asset base of the BTCF Managed Pool Fund, however, this fee also includes an additional fee for recording income and reporting on assets held in trust for FCH by others as discussed in NOTE 3. Amounts owed to BTCF were \$37,019 and \$33,901 at December 31, 2012 and 2011.

NOTE 8 – ENDOWMENT FUNDS

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total Endowment Assets</u>
Donor-Restricted Endowment Funds	\$ -	\$ 881,264	\$ 2,285,899	\$ 3,167,163
Board-Designated Endowment Funds	<u>20,708,875</u>	<u>-</u>	<u>-</u>	<u>20,708,875</u>
 Total Funds	 <u>\$ 20,708,875</u>	 <u>\$ 881,264</u>	 <u>\$ 2,285,899</u>	 <u>\$ 23,876,038</u>

FOUNDATION FOR COMMUNITY HEALTH, INC.
Notes to the Financial Statements

Changes in Endowment Assets as of December 31, 2012 are as follows:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total Endowment Assets</u>
Endowment Assets at 12/31/11	\$ 19,059,106	\$ 854,788	\$ 2,285,899	\$ 22,199,793
Contributions	283,343	350	-	283,693
Investment Income	864,260	129,596	-	993,856
Net Appreciation	1,619,727	243,470	-	1,863,197
Amounts Appropriated for Expenditure	(1,315,620)	(148,881)	-	(1,464,501)
Release of Restrictions	198,059	(198,059)	-	-
	<u>20,708,875</u>	<u>881,264</u>	<u>2,285,899</u>	<u>23,876,038</u>
Endowment Assets at 12/31/12	<u>\$ 20,708,875</u>	<u>\$ 881,264</u>	<u>\$ 2,285,899</u>	<u>\$ 23,876,038</u>

NOTE 9 – FAIR VALUE INFORMATION

<u>Description</u>	<u>December 31, 2012</u>	<u>Fair Value Measurements Using</u>		
		<u>Quoted Priced in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>
Interest in Berkshire Taconic Community Foundation	\$ 24,210,188	\$ -	\$ 24,210,188	\$ -
Beneficial Interest in Remainder Trusts	12,111	-	-	12,111

The interest in Berkshire Taconic Community Foundation is reported as valued using Level 2 measurements because FCH owns an interest in an investment pool which is periodically measured by BTCF. The intermediation of BTCF results in some assets being classified as Level 2 assets in the table above when they would otherwise be deemed as Level 1 or Level 3 if held as direct investments by FCH. BTCF measures approximately 50% (\$12,169,848) of the \$24,165,070 using Level 1 measurements and 12% (\$2,995,905) using Level 3 measurements in its December 31, 2012 financial statements. The balance is reported as Level 2 measurements.

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Assets Measured at Fair Value on a Recurring Basis Using Significant Unobservable Inputs (Level 3)

The following is a summary of the changes in the balances of assets measured at fair value on a recurring basis using significant unobservable inputs:

	<u>Beneficial Interest in Remainder Trust</u>
Balance, beginning of year	\$ 7,619
Total gains or losses (realized and unrealized) included in the change in net assets	4,492
Purchases and Sales	-
Transfers in and/or out of Level 3	-
Balance, end of year	\$ 12,111
The amount of total gains (losses) for the period included in change in net assets attributable to the change in unrealized gains relating to assets still held at end of year	\$ -
The amount reported as Change in Value of Split-Interest Agreements Related to Assets Held at Year-end	4,492

NOTE 10 – REVIEW FOR SUBSEQUENT EVENTS

Investment Pool returns as of June, 2013 were 3.7%.

In connection with the preparation of the financial statements of FCH, as of and for the year ended December 31, 2012, events and transactions subsequent to December 31, 2012 through July 19, 2013, the date the financial statements were available to be issued, have been evaluated by FCH management for possible adjustment and/or disclosure.

NOTE 11 – CONTINGENCY

Due to a change in IRS regulations, FCH is exploring options concerning changing their public charity status. Any decisions made will need to be approved by the Connecticut Attorney General's office. No decisions have been made as of the date of these financials.