. 990

Return of Organization Exempt from Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545 0047
2004 2 005

Department of the Treasury Internal Revenue Service ► The organization may have to use a copy of this return to satisfy state reporting requirements.

Open to Public Inspection

| A | For the 2004 c | alendar year, | or tax year beginning 1 | /01 , 2004 | and ending | 6/30 | | , 2005 | |
|------------|------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------|-----------------|--------------------|--------------|---------------------|---------------------------------------|
| В | Check if applicable | | | 2005 | , | i | D Employe | er Identification N | lumber |
| | Address chang | e Piease use | Peninsula Behavi | oral Health | | | 51-0 | 0186987 | |
| | Name change | or print or type. | P.O. Box 789 | | | T I | E Telepho | | |
| | Initial return | See | Louisville, TN 3 | 7777 | | | 865- | -380-1456 | 5 |
| | ᅜ | specific instruc- | | | | | - Account | | |
| | X Final return | tions. | | | | | _ | | ash X Accrual |
| | Amended retu | L. | | 1.00.074.141 | | | | ner (specify) | |
| | Application pe | nding ● Secti chari | on 501(c)(3) organizations a table trusts must attach a c | and 4947(a)(1) nonexempt | | • • | | on 527 organizatio | |
| | | (Form | n 990 or 990-EZ). | | 1 | Is this a group | | <u> </u> | Yes X No |
| G | Web site: ► W | ww.covena | anthealth.com/abou | itus/pbh/pbh.cfm | 1 | If 'Yes,' enter no | | _ | 1 🗆 |
| | Organization t | ma | • | | H (c) | Are all affiliate | | <u> </u> | Yes No |
| , | (check only on | | · X 501(c) 3 ◄ (ins | ert no) 4947(a)(1) or | 527 | (If 'No,' attach | | | |
| K | Check here ► | 一 | nization's gross receipts are | | —— н (а) | Is this a separa | | _ | |
| | \$25,000. The | rganization n | eed not file a return with the | IRS, but if the organization | n | organization co | | | Yes X No |
| | received a For Some states re | m 990 Packag | ge in the mail, it should file a | a return without financial da | ata. I | Group Exer | _ | | |
| | | <u> </u> | | | M | | | ganization is not | • |
| _ | | | , 8b, 9b, and 10b to line 12 | · · | | | | m 990, 990-EZ, o | r 990-PF). |
| Pa | rt I Reve | nue, Expe | <u>ıses, and Changes in</u> | Net Assets or Fund | <u>Balances</u> | (See Instru | ctions) | | |
| | 1 Contribu | tions, gifts, gr | ants, and similar amounts re | eceived. | | | | | |
| | a Direct pu | blic support | | | 1a | | | | |
| | b Indirect (| oublic support | | | 1b | 91, | 497. | 1 | |
| | | ent contributi | ons (grants) | | 1c | 354, | 185. | 1 | |
| | d Total (add la through | ines 1c) (cash \$ | 431,482. nonca | sh \$ 14,200 |).) | | | 1d | 445,682. |
| | | | nue including government fe | es and contracts (from Par | t VII, line 93 | 3) | | 2 17, | 819,125. |
| | = | | assessments | | | | | 3 | |
| | 4 Interest on savings and temporary cash investments | | | | | | | 4 | 2,075. |
| | 5 Dividends and interest from securities | | | | | | | 5 | - |
| | 6a Gross re | | | | 6a | | | | |
| | b Less, rental expenses 6b | | | | | | | 1 | |
| | | | oss) (subtract line 6b from l | ine 6a) | <u> </u> | | | 6c | |
| | | estment incoi | • • | inc day | | | <u></u> ⊢ | 7 | |
| R | , other in | estinent inco | | (A) Securities | | (B) Other | | | · · · · · · · · · · · · · · · · · · · |
| NEVENU | 8a Gross ar than inve | | les of assets other | (1) 00001111100 | 8a | (2) 0 | | | |
| | | • | sis and sales expenses | | 8b | | 29. | | |
| | | ss) (attach schedu | · · · · · · · · · · · · · · · · · · · | | 8c | | -29. | | |
| <u>n</u> | , | | nbine line 8c, columns (A) a | nd (B)) | 1 00 | | | 8d | -29. |
| ر | | . , . | tivities (attach schedule). If | | r check her | آ♦ ۾ | 7 F | - | |
| <u></u> | • | venue (not inc | , , | of contributions | g, check her | υ | _ | 1 | |
| ٢ | | on line 1a). | idding \$ | | 9a | | | 1 | |
| 0 | • | • | other than fundraising expe | ncac | 9b | | | 1 | |
| ౮ | i e | | om special events (subtract | | 75 | | | 9c | |
| | | | ry, less returns and allowan | | 10a | | - | | |
| 2006 | | | = | ces | 10a | | | 1 | |
| ه رپ | | st of goods so | | 'authirant line 10h fram line 10a\ | [IUD] | | ─┤, | 0- | |
| | | | ales of inventory (attach schedule) (| subtract line 100 from line 10a) | | | | 0c | FC (10 |
| | | | art VII, line 103) | | | | — | 1 10 | 56,619. |
| | | | es 1d, 2, 3, 4, 5, 6c, 7, 8d, 9 | oc, 10c, and 11) | | | | | 323,472. |
| E | | | n line 44, column (B)) | | | | | | 510,326. |
| EXPENSES | | | eral (from line 44, column (C |))) | • | • | | | 455,127. |
| E N | | | 44 (20 tumn (D)) | | • | | _ | 5 | |
| S E | 1 1 | | (attach schedule) | | | | | 6 | |
| S | 17 LTotalex | enses (add li | neso(d and 44, column (A)) | | | | | | 965,453. |
| A | 18 EXEST | Marking the last of the last o | the year (subtract line 17 fro | m line 12) | | | 1 | | 358,019. |
| N S E E | 49_Not asse | is or inpution | ances at beginning of year (| from line 73, column (A)) | | | 1 | 9 1, | 290,999. |
| ΕĔ | 20 Other ch | anges in net a | assets or fund balances (atta | ach explanation) | See | Statemer | nt 2 2 | 0 | -919. |
| Ś | 21 Net asse | ts or fund bal | ances at end of year (combi | ne lines 18, 19, and 20) | | | 2 | 1 1, | 648,099. |

Pait II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

| l | Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I. | | (A) Total | (B) Program services | (C) Management and general | (D) Fundraising | | |
|----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------------------------------------|------------------------------------------------------|-----------------------------------|------------------------------------------------------------------------------------------------------------------------|--|--|
| 22 | Grants and allocations (att sch) See Stm 3 | | | | | | | |
| | (cash \$1,000. | | 1 000 | 1 000 | | | | |
| 22 | non-cash \$) Specific assistance to individuals (att sch) St. 4 | 22 | 1,000. 39,101. | 1,000. 39,101. | | | | |
| 23 24 | ' | 23 | 39,101. | 39,101. | | | | |
| 25 | | 25 | 74,529. | 59,624. | 14,905. | | | |
| 26 | Other salaries and wages | 26 | 9,724,245. | 7,779,396. | 1,944,849. | | | |
| 27 | • | 27 | 292,873. | 234,298. | 58,575. | · | | |
| 28 | Other employee benefits. | 28 | 1,141,470. | 913,176. | 228,294. | | | |
| 29 | Payroll taxes | 29 | 753,817. | 603,054. | 150,763. | - <u></u> | | |
| 30 | Professional fundraising fees | 30 | | | | | | |
| 31 | Accounting fees | 31 | 30,400. | | 30,400. | | | |
| 32 | Legal fees | 32 | 133,800. | | 133,800. | | | |
| 33 | Supplies | 33 | 1,016,453. | 813,162. | 203,291. | | | |
| 34 | | 34 | 117,830. | 94,264. | 23,566. | | | |
| 35 | Postage and shipping | 35 | | | | <u> </u> | | |
| 36 | Occupancy | 36 | 296,549. | 237,239. | 59,310. | | | |
| 37 | Equipment rental and maintenance | 37 | 68,744. | 54,995. | 13,749. | | | |
| 38 | Printing and publications | 38 | | | | | | |
| 39 | Travel | 39 | 136,661. | 109,329. | 27,332. | | | |
| 40 | Conferences, conventions, and meetings | 40 | 1,422. | 1,138. | 284. | | | |
| 41 | Interest | 41 | 66,442. | 53,154. | 13,288. | | | |
| 42 | Depreciation, depletion, etc (attach schedule) | 42 | 709,275. | 567,420. | 141,855. | | | |
| 43 | Other expenses not covered above (itemize) | | | | | | | |
| i | See Statement 5 | 43 a | 3,360,842. | 1,949,976. | 1,410,866. | | | |
| (| b | 43 b | | | | | | |
| (| c | 43 c | | | | | | |
| (| d | 43 d | | | | | | |
| (| e | 43 e | | | | | | |
| 44 | Total functional expenses (add lines 22 - 43) Organizations completing columns (B) - (D), carry these totals to lines 13 - 15 | 44 | 17,965,453. | 13,510,326. | 4,455,127. | 0. | | |
| Join | t Costs. Check If you are following | SOP 9 | 8-2. | • | | | | |
| Are | any joint costs from a combined educationa | camp | aign and fundraising sol | icitation reported in (B) P | rogram services? | ► Yes X No | | |
| | es,' enter (i) the aggregate amount of these | - | | ; (ii) the ar | mount allocated to Progr | am services | | |
| \$_ | | ocated | to Management and ger | neral \$ | ; and (iv) the | amount allocated | | |
| | undraising \$ | | · · · · · · · · · · · · · · · · · · · | | | | | |
| | t III Statement of Program Serv | | | | • | <u> </u> | | |
| | t is the organization's primary exempt purpoing organizations must describe their exempt pu ots served, publications issued, etc. Discuss ons and 4947(a)(1) nonexempt charitable tr | | | and concise manner. Sta asurable. (Section 501(c) | te the number of (3) & (4) organ- | Program Service Expenses (Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts, but optional for others) | | |
| | Coo Ctatement () | | - | | 34.5.5.7 | optional for others) | | |
| • | | | | | | | | |
| | | | | | | | | |
| | | | Grants and | d allocations \$ | 1,000.) | 13,510,326. | | |
| ı | b | | • | · · · · · · · · · · · · · · · · · · · | | <u> </u> | | |
| | | | | - - | | | | |
| | | | | | | | | |
| | | | (Grants and | d allocations \$ |) | | | |
| (| c | | | | | | | |
| | | | | | , | | | |
| | | | | | | | | |
| | | | (Grants and | d allocations \$ |) | | | |
| d | | | | | | | | |
| | | | | | | | | |
| | | - | | | | | | |
| | e Other program services | | | d allocations \$ |) | | | |
| | Total of Program Service Expenses (sho | ıld en | | | <u> </u> | 13,510,326. | | |
| | | | 1, oolalilii (D), l | | | ,, | | |

Part IV Balance Sheets (See Instructions)

| Note | : Wh | nere required, attached schedules and amounts within lumn should be for end-of-year amounts only. | the description | | (A) Beginning of year | | (B) End of year |
|-------------|-------------|-------------------------------------------------------------------------------------------------------------|--------------------------|------------|--------------------------|------------|--------------------|
| | 45 | Cash - non-interest-bearing | | | 1,435. | 45 | 1,710. |
| | 46 | Savings and temporary cash investments | | [| 148,004. | 46 | 82,098. |
| | | a Accounts receivable b Less. allowance for doubtful accounts. | 47a 15,105 47b 13,672 | | 1,364,022. | 47 c | 1,433,358. |
| | 48 a | a Pledges receivable | 48a | | | | |
| Ì | Ł | Less allowance for doubtful accounts. | 48b | · | | 48 c | |
| | 49 | Grants receivable | | | 161,663. | 49 | 202,356. |
| ASSETS | 50 | Receivables from officers, directors, trustees, and keemployees (attach schedule) | ey . | | | 50 | |
| E | 51 a | Other notes & loans receivable (attach sch) | 51 a | | | | |
| s | t | Less: allowance for doubtful accounts | 51 b | | | 51 c | |
| | 52 | Inventories for sale or use | | | 101,979. | 52 | 186,777. |
| | 53 | Prepaid expenses and deferred charges | | | 263,467. | 53 | 300,473. |
| | 54 | Investments - securities (attach schedule) | ► Cost | FM∨[| | 54 | |
| | | n Investments – land, buildings, & equipment. basis | 55 a | | | | |
| | t | Less: accumulated depreciation (attach schedule) | 55 b | | | 55 c | |
| | 56 | Investments — other (attach schedule) | | ļ | | 56 | |
| | | a Land, buildings, and equipment basis | 57a 27,440 | 7,179. | | | |
| | | Less: accumulated depreciation (attach schedule) Statement 7 | 57 ь 16,782 | 2,878. | 10,760,022. | 57 c | 10,657,301. |
| | 58 | Other assets (describe • See Statement 8 | |) | 342,676. | 58 | 355,053. |
| | 59 | Total assets (add lines 45 through 58) (must equal li | ne 74) | | 13,143,268. | 59 | 13,219,126. |
| | 60 | Accounts payable and accrued expenses. | | <u> </u> | 5,207,000. | 60 | 4,564,897. |
| 누 | 61 | Grants payable | | | | 61 | |
| L-AB-L-F-ES | 62 | | • | _ | | 62 | |
| L | | Loans from officers, directors, trustees, and key employees (attach | schedule) | | | 63 | |
| + | | a Tax-exempt bond liabilities (attach schedule) | | _ } | | 64a | · |
| Ė | | • • • • • • • • • • • • • • • • • • • • | e Statement 9 | 9 | 2,535,027. | 64b | 2,535,027. |
| S | | Other liabilities (describe - See Statement | 10 |) | 4,110,242. | 65 | 4,471,103. |
| - | | Total liabilities (add lines 60 through 65) | | | 11,852,269. | 66 | 11,571,027. |
| N E | Organ | izations that follow SFAS 117, check here ► X and through 69 and lines 73 and 74 | nd complete lines 67 | | | | |
| - 1 | 67 | Unrestricted | | | 1,290,999. | 67 | 1,648,099. |
| ŝ | 68 | Temporarily restricted | | | | 68 | |
| ξļ | 69 | Permanently restricted | | | | 69 | |
| AWWILM OR | | izations that do not follow SFAS 117, check here ▶ | and complete | lines | | | <u>-</u> |
| - 1 | - | 70 through 74 | | | | | |
| E 020 | 70 | Capital stock, trust principal, or current funds | | | | 70 | _ |
| | 71 | Paid-in or capital surplus, or land, building, and equi | pment fund | | | 71 | |
| Ž | 72 | Retained earnings, endowment, accumulated income | · | | | 72 | |
| BALAZOWS | 73 | Total net assets or fund balances (add lines 67 throi 72, column (A) must equal line 19, column (B) must | rough | 1,290,999. | 73 | 1,648,099. | |
| _ | 74 | Total liabilities and net assets/fund balances (add III | | Ī | 13,143,268. | 74 | 13,219,126. |

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

| Forn | 990 (2004) Peninsula Behavi | oral Health | | | 51-0 | L86 | 987 Page 4 |
|-------------|-------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|--------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------|------------------------------------------|
| Par | TIV-A Reconciliation of Reven Financial Statements wi per Return (See instruction | th Revenue | Par | t IV-B Reconcilia Financial per Return | Statements witl | es p | per Audited openses |
| a | Total revenue, gains, and other support per audited financial statements | a N/A | а | Total expenses and financial statements | | a | N/A |
| b | Amounts included on line a but not on line 12, Form 990. | | b | Amounts included or on line 17, Form 990 | | | |
| , , | Net unrealized gains on investments \$ Donated serv- | | | Donated services and use of facilities \$ | | *************************************** | |
| (-) | ices and use of facilities \$ | | | ments reported on line 20, Form 990 \$ | | | |
| | Recoveries of prior year grants \$ | | 1 | Losses reported on line 20, Form 990 \$ | | | |
| (4) | Other (specify). | | (4) | Other (specify) | | | |
| | Add amounts on lines (1) through (4) | ь | | Add amounts on lines (1) | through (A) | ь | |
| С | Line a minus line b | c | С | Line a minus line b | mough (+) ► | С | |
| d | Amounts included on line 12, Form 990 but not on line a: | | d | Amounts included or Form 990 but not on | n line 17, line a: | | |
| | Investment expenses not included on line 6b, Form 990 \$ | | | Investment expenses not included on line 6b, Form 990 \$ | | | |
| (2) | Other (specify) | | (2) | Other (specify). | | I | |
| | \$ | | | \$ | (1) (0) | | |
| e | Add amounts on lines (1) and (2) Total revenue per line 12, Form | d | е | Add amounts on line Total expenses per l | ine 17, Form | d | · · · · · · · · · · · · · · · · · · · |
| Par | 990 (line c plus line d) List of Officers, Directors | Tructoes and Key F | mol | 990 (line c plus line | | e | and one inches about |
| i di | (A) Name and address | (B) Title and average hor per week devoted to position | | (C) Compensation (if not paid, enter -0-) | (D) Contributions employee benefi plans and deferre compensation | to t | (E) Expense account and other allowances |
| <u>See</u> | Statement 11 | - | | | | | |
| | | | | 74,529. | 4,63 | 8. | 0. |
| | | <u>-</u> - | | | | | |
| | | | | | | | |
| | | | - | - 1- 1- | | - | |
| | · | 1 | | | | | |
| | | | | | | | |
| | - | 1 | | | | | |
| | | | | | | | - |
| | | 1 | | | | | |
| 75 | Did any officer, director, trustee, or ke than \$100,000 from your organization \$10,000 was provided by the related of | and all related organization organizations? | gate ons, of | compensation of more which more than See Stat | ement 12 | <u> X</u> | Yes No |
| BAA | If 'Yes,' attach schedule - see instruc | tions. | | | <u>.</u> | | Form 990 (2004) |
| • | | | | | | | · UIII 990 (2004) |

| Forn | h 990 (2004) Peninsula Behavioral Health | 51-0186987 | | Р | age 5 |
|-------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------------------------------------|
| Pa | art VI Other Information (See instructions.) | | - $	extstyle 	extstyle$ | Yes | No |
| 76 | Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity | | 76 | | х |
| 7 7 | Were any changes made in the organizing or governing documents but not reported to the IRS? | | 77 | - | $\frac{\mathbf{x}}{\mathbf{x}}$ |
| • • | If 'Yes,' attach a conformed copy of the changes. | <u> </u> | " | | |
| 78 a | a Did the organization have unrelated business gross income of \$1,000 or more during the year cov | ered by this return? | 78a | 1 | Х |
| | b If 'Yes,' has it filed a tax return on Form 990-T for this year? | · · · · · · · · · · · · · · · · · · · | 78 b | N | |
| | · · · · · · · · · · · · · · · · · · · | | | | |
| /9 | Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement . See S | Statement 13 | 79 | X | |
| | a Is the organization related (other than by association with a statewide or nationwide organization) membership, governing bodies, trustees, officers, etc, to any other exempt or nonexempt organization. | through common ation? | 80 a | х | |
| t | b If 'Yes,' enter the name of the organization See Statement 14 | _ | | | |
| 01 - | and check whether it is X exemp | 1 1 | | | |
| | a Enter direct and indirect political expenditures. See line 81 instructions | | | 1 | v |
| | b Did the organization file Form 1120-POL for this year? | <u> </u> | 81 Ь | - 1 | <u>X</u> |
| 82 a | a Did the organization receive donated services or the use of materials, equipment, or facilities at n substantially less than fair rental value? | | 82a | | <u>X</u> |
| t | b If 'Yes,' you may indicate the value of these items here. Do not include this amount as | | | - 1 | |
| | revenue in Part I or as an expense in Part II. (See instructions in Part III) | N/A | | - 1 | |
| 83 a | a Did the organization comply with the public inspection requirements for returns and exemption app | olications? | 33a | Х | |
| Ŀ | f b Did the organization comply with the disclosure requirements relating to quid pro quo contribution: | s? <u> </u> | 33b | Х | |
| 84 a | a Did the organization solicit any contributions or gifts that were not tax deductible? | <u> </u> | 34a | | Χ |
| b | b If 'Yes,' did the organization include with every solicitation an express statement that such contrib | utions or gifts were | | | |
| _ | not tax deductible? | | 34b | N/ | |
| 85 | 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? | <u> </u> | 85a | N/ | |
| Ŀ | b Did the organization make only in-house lobbying expenditures of \$2,000 or less? | | 35 b | N/ | Α |
| | If 'Yes' was answered to either 85a or 85b, do not complete 85c through 85h below unless the organizer for proxy tax owed for the prior year. | anization received a | | | |
| c | c Dues, assessments, and similar amounts from members | N/A | | - 1 | |
| | d Section 162(e) lobbying and political expenditures | | | | |
| | e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices | | | | |
| | f Taxable amount of lobbying and political expenditures (line 85d less 85e) 85 | | | - 1 | |
| | g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? | | 35 a | N. | Ά |
| | h if section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable e | <u> </u> | | | |
| | dues allocable to nondeductible lobbying and political expenditures for the following tax year? | | 35 h | N/ | <u>A</u> |
| 86 | 501(c)(7) organizations. Enter. a Initiation fees and capital contributions included on | - I NI / NI / NI | | | |
| | line 12 | | | | |
| | b Gross receipts, included on line 12, for public use of club facilities 869 870 870 870 870 870 870 870 87 | , | | | |
| 87 | 501(c)(12) organizations. Enter. a Gross income from members or shareholders. | N/A | | | |
| t | b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) 87 | N/A | | | |
| 88 | At any time during the year, did the organization own a 50% or greater interest in a taxable corpor or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 if 'Yes,' complete Part IX | and 301.7701-3? | 38 | | Х |
| 89 = | a 501(c)(3) organizations. Enter. Amount of tax imposed on the organization during the year under. | ' | | | *************************************** |
| 000 | section 4911 ► 0., section 4912 ► 0., section 4955 | · 0. | | | |
| Ŀ | b 501(c)(3) and 501(c)(4) organizations Did the organization engage in any section 4958 excess ber during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes, | nefit transaction | | | |
| | explaining éach transaction | <u> </u> | 39Ь | | <u>X</u> |
| c | c Enter. Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 | • | | | 0. |
| c | d Enter Amount of tax on line 89c, above, reimbursed by the organization | • | | | 0. |
| | a List the states with which a copy of this return is filed None | | | - | |
| t | b Number of employees employed in the pay period that includes March 12, 2004 (See instructions.) | , | 90ь | | 603 |
| | The books are in care of Sonja Jones Telephone number | | 5 | | |
| | Located at ► P.O. Box 789, Lousiville, TN | ZIP + 4 ► 37777 | | | |
| 92 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 — Check here | | N/A | | - - |
| | and enter the amount of tax-exempt interest received or accrued during the tax year | ► 92 | | | N/A |
| BAA | | | orm ! | 990 (2 | 2004) |

| | Training 313 of Intooffic 1 Today | oning Additioned | (OCC INSTRUCTIONS | ·· <u>/</u> | | |
|-----------------|--------------------------------------------------------------------------------------------------|---------------------------|-----------------------------------------|--------------------------------------------------|---------------------------------------|----------------------------------------------------|
| Note: Ente | er gross amounts unless | | iness income | | tion 512, 513, or 514 | (E) |
| otherwise i | | (A) Business code | (B) Amount | (C) Exclusion code | (D) Amount | Related or exempt function income |
| 93 Pro | gram service revenue. | | | | | |
| a <u>M</u> e | ental Health Service | | | | | 17,819,125. |
| b | | | | | | |
| c | | | | | | |
| d | | | | ļ | | |
| e | | | | - | | |
| | dicare/Medicaid payments | | | | | |
| _ | & contracts from government agencies mbership dues and assessments | | | | | |
| | rest on savings & temporary cash invmnts | | | 14 | 2,075. | · |
| | idends & interest from securities | | | +4 | 2,073. | |
| | rental income or (loss) from real estate | | | | | |
| | ot-financed property | | | | | |
| | debt-financed property | | | 1 - 1 | | |
| | rental income or (loss) from pers prop | | | | | |
| 99 Oth | er investment income | | | | | |
| 100 Gai | n or (loss) from sales of assets | | | | | 20 |
| | er than inventory . | | | | | -29. |
| | income or (loss) from special events as profit or (loss) from sales of inventory | | | | | |
| | er revenue. a | | ······································ | | | ······································ |
| | e Statement 15 | | ····· | † | 32,999. | 23,620. |
| | e statement is | | - | | 02,333. | 20,020. |
| | | | | | | |
| е | | | | | · · · · · · · · · · · · · · · · · · · | |
| 104 Subi | total (add columns (B), (D), and (E)) | | | | 35,074. | 17,842,716. |
| | al (add line 104, columns (B), (D), a | | | | _ | 17,877,790. |
| | 105 plus line 1d, Part I, should equa | | | | | |
| | Relationship of Activities t | o the Accompl | ishment of Ex | xempt Purpose | S (See instructions.) | |
| Line No. | Explain how each activity for which | income is reporte | d in column (E) o | f Part VII contribut | ed importantly to the a | accomplishment |
| | of the organization's exempt purpo | ses (other than by | providing tunds t | or such purposes). | | |
| | See Statement 16 | | | | | |
| | | | | | | - |
| | | | | | . | |
| BEW | la (a marilla a Danas di na Tan | -1-1- C-1-1-1-1 | | | | |
| Part IX | Information Regarding Tax | | | | | |
| | (A) | (B) | (0 | C) | (D) | (E) |
| | address, and EIN of corporation, | Percentage of | Nature of | activities | Total | End-of-year |
| | tnership, or disregarded entity | ownership interest | | | ıncome | assets |
| N/A_ | | % | | | | |
| | | % | | | | |
| | | 9 | | _ | | |
| Part X | Information Regarding Tra | | ated with Pers | sonal Benefit C | ontracts (See instri | uctions) |
| ~~~~~~ | organization, during the year, receive any fun | | | | | Yes X No |
| | ne organization, during the year, pay | | | | | H. H. |
| | f 'Yes' to (b), file Form 8870 and For | • | • | i a personai benem | contract: | ∐ Yes X No |
| Note. 7 | Under penalties of perjury, I leclare that I have true, correct, and complete peclaration of pre | | | o schedules and stateme | ents, and to the hest of my ki | nowledge and helief it is |
| | l. (/ // | eparer (other then office |) is based on all inform | nation of which preparer | | _ / |
| Please | * John T | - rect | 200 | · · · · · · · · · · · · · · · · · · · | 3/10- | 2006 |
| Sign Here | Signature of officer | .010 | | | Date | |
| nere | ► John T. Geppi E | VHIC FO | | | | |
| | Type or print name and title | | | | | |
| Paid | Preparer's | | | Date | Check if Ge | eparer's SSN or PTIN (See eneral Instruction W) |
| Pre- | signature ► Self-Prepare | d | | | self employed | · |
| parer's | Firm's name (or yours if self | | | , ac , ac | | |
| Use | employed), | | ayaana ahay e | | Çş EIN ► | <u> </u> |
| Only | ZIP + 4 | | 7 . , , , , , , , , , , , , , , , , , , | | Phone no | , |
| D A A | | | | | | (000 t) |

SCHEDULE A (Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information — (See separate instructions.)

2005

OMB No 1545 0047

Department of the Treasury Internal Revenue Service

Total number of others receiving over \$50,000 for professional services

► MUST be completed by the above organizations and attached to their Form 990 or 990-EZ.

Employer identification number Name of the organization 51-0186987 Peninsula Behavioral Health Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees Part I (See instructions. List each one. If there are none, enter 'None.') (d) Contributions (a) Name and address of each (b) Title and average (c) Compensation (e) Expense to employee benefit plans and deferred account and other employee paid more than \$50,000 hours per week devoted to position allowances compensation Shyam P. Vuyyuru, M.D. Physician 40+ 121,881 11,961. 0. Farragut, TN 37922 Physician Kris D. Houser, M.D. 2,380. 0. 40+ 121,171 Knoxville, TN 37923 Physician Reggie T. Raman, M.D. 11,387. 0. 110,721. Knoxville, TN 37922 40± Earnest C. Hudson, M.D. Physician 0. 104,037 10,938. Maryville, TN 37803 40+ Physician Arun Jethanandani, M.D. 101,952 10,991 0. 40+ Knoxville, TN 37922 Total number of other employees paid over \$50,000 Compensation of the Five Highest Paid Independent Contractors for Professional Services Part II (See instructions. List each one (whether individuals or firms). If there are none, enter 'None ') (a) Name and address of each independent contractor paid more than \$50,000 (b) Type of service (c) Compensation Arnett, Draper & Hagood 82,996. P.O. Box 300, Knoxville, TN 37901-0300 Legal Revenue Recovery Corporation Billing Services 62,608. 612 S Gay St., Knoxville, TN 37902 Larry Davis, M.D. 61,585. Patient Care 8008 Lennox Drive, Knoxville, TN 37909 Daniel Cox, M.D. 54,085. 7026 Duncans Glen Rd., Knoxville, TN 37919 Patient Care Wagner Myers & Sanger____ 52,306. P.O. Box 1308, Knoxville, TN 37901 Legal

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

| Sch | dule | A (Form 990 or 990-EZ) 2004 Pe | ninsula Behavioral Health | 51-0186987 | F | Page 2 |
|------------|---------------|------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------|--------------|--------|
| Par | t III | Statements About Activitie | SS (See instructions.) | | Yes | No |
| 1 | Duri to in | ng the year, has the organization atter fluence public opinion on a legislative | npted to influence national, state, or local legislation, includ matter or referendum? If 'Yes,' enter the total expenses par | ing any attempt | | |
| | | curred in connection with the lobbying | · · · · · · · · · · · · · · · · · · · | | | |
| | • | st equal amounts on line 38, Part VI-A | • | <u> 1</u> | | X |
| | orga | anizations that made an election under inizations checking 'Yes' must complet ying activities. | section 501(h) by filing Form 5768 must complete Part VI-A e Part VI-B AND attach a statement giving a detailed descr | A. Other iption of the | | |
| 2 | subs | stantial contributors, trustees, directors ble organization with which any such p | er directly or indirectly, engaged in any of the following acts, officers, creators, key employees, or members of their far erson is affiliated as an officer, director, trustee, majority of its 'Yes,' attach a detailed statement explaining the transac | milies, or with any wner, or principal | | |
| a | Sale | e, exchange, or leasing of property? | | 2 a | | X |
| t | Len | ding of money or other extension of cre | edit? | <u>2b</u> | | Х |
| | Furr | nishing of goods, services, or facilities? | | 2c | | Х |
| | | | See Form 990, Pa | art V | | |
| c | I Pay | ment of compensation (or payment or | reimbursement of expenses if more than \$1,000)? | 2d | X | |
| | | | | | | |
| € | Tran | sfer of any part of its income or asset | 5? | | <u> </u> | X |
| 3 <i>a</i> | Do v | ou make grants for scholarships, fello | wships, student loans, etc? (If 'Yes,' attach an | | 1 | |
| | expl | anation of how you determine that rec | pients qualify to receive payments.) | 3a | - | X |
| | | ou have a section 403(b) annuity plan | | 3b | | Х |
| 4 a | Did | you maintain any separate account for he use or distribution of funds? | participating donors where donors have the right to provide | e advice 4a | | Х |
| | | | nagement, credit repair, or debt negotiation services? | 4b | + | X |
| | | | | | | |
| Pai | t IV | Reason for Non-Private F | oundation Status (See instructions.) | | | |
| The | orgar | nization is not a private foundation bec | ause it is. (Please check only ONE applicable box.) | | | |
| 5 | \sqcap | A church, convention of churches, or a | association of churches. Section 170(b)(1)(A)(i). | | | |
| 6 | | A school. Section 170(b)(1)(A)(ii). (Als | | | | |
| 7 | X | A hospital or a cooperative hospital se | rvice organization. Section 170(b)(1)(A)(iii). | | | |
| 8 | П | A Federal, state, or local government | or governmental unit. Section 170(b)(1)(A)(v). | | | |
| 9 | | | ated in conjunction with a hospital. Section 170(b)(1)(A)(iii). | Enter the hospital's name, | city, | |
| 10 | | An organization operated for the bene (Also complete the Support Schedule | fit of a college or university owned or operated by a governi in Part IV-A.) | mental unit. Section 170(b) |)(1)(A) | (IV). |
| 11 a | ı 🗌 | An organization that normally receives Section 170(b)(1)(A)(vi). (Also comple | a substantial part of its support from a governmental unit of the Support Schedule in Part IV-A.) | or from the general public. | | |
| 111 | • 🔲 | • | A)(vi). (Also complete the Support Schedule in Part IV-A.) | | | |
| 12 | | from activities related to its charitable, | . (1) more than 33-1/3% of its support from contributions, metc, functions — subject to certain exceptions, and (2) no neelated business taxable income (less section 511 tax) from section 509(a)(2) (Also complete the Support Schedule in | nore than 33-1/3% of its su businesses acquired by th | ipport | pts |
| 13 | | An organization that is not controlled to described in. (1) lines 5 through 12 absection 509(a)(3).) | by any disqualified persons (other than foundation managers bye, or (2) section 501(c)(4), (5), or (6), if they meet the tes | s) and supports organization t of section 509(a)(2). (See | ons ? | |
| | | Provide the | following information about the supported organizations. (S | ee instructions) | | |
| | | - | (a) Name(s) of supported organization(s) | (b) L | ine nui | mber |
| | | | | fro | m abo | ve |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| 14 | \Box | An organization organized and operat | ed to test for public safety Section 509(a)(4). (See instruction | ons) | | |
| | 1 1 | An organization organized and operat | to test for public safety occitors sostarty, toce manucing | <u> </u> | | |

| begi | ndar year (or fiscal year nning in) | (a) 2003 | (b) 2002 | (c) 2001 | (d) 2000 | | (e) Total |
|------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------|
| 15 | Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.) | N/A | | | | | |
| 16 | Membership fees received | | | | | | |
| 17 | Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc, purpose | | | | | | |
| 18 | Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975 | | | | | | |
| 19 | Net income from unrelated business activities not included in line 18 | | | | | | |
| 20 | Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf | | | | | | |
| 21 | The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge | | | | | | |
| 22 | Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets | | | | | | |
| 23 | Total of lines 15 through 22 | | | | | | |
| 24 | Line 23 minus line 17 | | | | | | |
| 25 | Enter 1% of line 23 | | | 1 | 27/2 | 1 1 | |
| | Organizations described on lines | | er 2% of amount in o | | N/A • | 26a | |
| | Prepare a list for your records to show the supported organization) whose total gifts to return. Enter the total of all these excess a | or 2000 through 2003 exceed | led the amount shown in | ine 26a Do not file this | list with your | 26 b | |
| | : Total support for section 509(a)(1 | • | olumn (e). | | • | 26c | |
| C | Add Amounts from column (e) for | | | 19 26b | | 00.1 | |
| | Public cupport (line 26a minus lin | 22 | | Z6D | | 26 d 26 e | |
| | Public support (line 26c minus lin Public support percentage (line 2 | | d by line 26c (denor | ninator)) | | | |
| | Organizations described on line | | a by fine 200 (acrior | milatory; | | 1 201 | |
| â | For amounts included in lines 15, name of, and total amounts receisuch amounts for each year. | 16, and 17 that were | received from a 'dis , each 'disqualified | qualified person,' pr person.' Do not file f | epare a list for yo this list with your | ur recor return. | rds to show the Enter the sum of |
| | (2003) | (2002) | (2001) _ | | (2000) | | |
| 1 | For any amount included in line 1 show the name of, and amount re \$5,000. (Include in the list organic computing the difference between (the excess amounts) for each year. | eceived for each year, zations described in lit in the amount received ear. | that was more than nes 5 through 11, as and the larger amo | the larger of (1) the well as individuals. unt described in (1) | e amount on line 2) Do not file this I or (2), enter the s | 25 for th i st with sum of th | e year or (2) your return. After nese differences |
| | (2003) Add Amounts from column (e) fo | (2002) | (2001) _ | | (2000) | | |
| C | Add Amounts from column (e) fo | or lines 15 | | 16 | | 1 1 | |
| _ | 17 | 20 an | - 11 27h h-1-1 | 21 | | 27 c | |
| | Add: Line 27a total Public support (line 27c total mini | an an argument and argument ar | id line 2/b total | | | 27d | |
| | Total support for section 509(a)(2 | | rom line 23. column | (e) ► 27f | | 2/6 | |
| | Public support percentage (line 2 | <u>-</u> | | · · · · · · · · · · · · · · · · · · · | • | 27 g | % |
| _ | Investment income percentage (I | • | • | •• | or)) • | | % |
| 28 | Unusual Grants: For an organizalist for your records to show, for nature of the grant Do not file the | tion described in line each year, the name o | 10, 11, or 12 that red of the contributor, the or Do not include the | elved any unusual of date and amount of segments in line 15. | grants during 200 of the grant, and a N/A | 0 throug a brief d | th 2003, prepare a escription of the |

| Pai | rt V Private School Questionnaire (See Instructions) | | | 5- |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-------------|-------------|
| | (To be completed ONLY by schools that checked the box on line 6 in Part IV) | N/A | | _ |
| | | | Yes | No |
| 29 | Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body? | 29 | | |
| 30 | Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships? | 30 | | |
| 31 | the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? | 31 | | |
| | If 'Yes,' please describe, if 'No,' please explain. (If you need more space, attach a separate statement.) | | | |
| | | | | |
| | | | | |
| | | | | |
| | Does the organization maintain the following. a Records indicating the racial composition of the student body, faculty, and administrative staff? | 32a | | |
| | | 32 a | | |
| i | b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? | 32b | | |
| | c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? | 32c | | |
| | d Copies of all material used by the organization or on its behalf to solicit contributions? | 32d | | |
| | If you answered 'No' to any of the above, please explain. (If you need more space, attach a separate statement.) | | | |
| | | | | |
| 33 | Does the organization discriminate by race in any way with respect to. | | | |
| | a Students' rights or privileges? | 33a | | |
| | b Admissions policies? | 33Ь | | |
| | c Employment of faculty or administrative staff? | 33 c | | |
| , | d Scholarships or other financial assistance? | 33 d | | |
| | e Educational policies? | 33e | - | |
| | f Use of facilities? | 33 f | - | |
| | g Athletic programs? | 33 g | | |
| 1 | h Other extracurricular activities? . | 33 h | | |
| | If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement) | | | |
| | | | | |
| 34 | a Does the organization receive any financial aid or assistance from a governmental agency? | 34 a | | |
| ļ | b Has the organization's right to such aid ever been revoked or suspended? | 34 Ь | | |
| | If you answered 'Yes' to either 34a or b, please explain using an attached statement. | | | |
| 35 | Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If 'No,' attach an explanation. | 35 | | |
| 3A/ | | | 90-EZ) | 2004 |

| | (To be complet | ed ONLY by an eligible | organization th | at filed Form | 5768) | | | | | | N/A | | |
|-------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|-----------------------------------------------|-------------------------------|-----------------|-----------------------------------------|----------------|----------------------|--------------------|--------|----------------------|------------|--|
| Che | ck ► aif the organi | zation belongs to an aff | liated group. | Check ► t | | ıf you | check | ed 'a' and ' | limited | contr | ol' provisions apply | <i>j</i> . | |
| | Limits on Lobbying Expenditures (The term 'expenditures' means amounts paid or incurred.) (a) Affiliated group totals (b) To be completed for ALL electing | | | | | | | | | | | | |
| | (The term experiorities means amounts paid of incurred.) organizations | | | | | | | | | | | | |
| 36 | , , , | • | | , ,, |) | | 36 | | <u>-</u> | | | | |
| 37 | Total lobbying expenditu | _ | | ect lobbying) | | | 37 | | | | | | |
| 38 | Total lobbying expenditi | | 37) | | | | 38 | | | | | | |
| 39 | Other exempt purpose of | • | | • | | | 39 | | | | | | |
| 40 | Total exempt purpose e | • | • | | | | 40 | | | | | | |
| 41 | Lobbying nontaxable an | | | - | | | | | | 1 | | | |
| | If the amount on line 40 | | lobbying nonta | | t is — — | _ | | | | 1 | | | |
| | Not over \$500,000. | | of the amount | | | | | | | 1 | | | |
| | Over \$500,000 but not over \$1, | | 000 plus 15% of th | • | • | | | | | ŧ | | | |
| | Over \$1,000,000 but not over \$ | | 000 plus 10% of th | | | - 1 | 41 | | | | | | |
| | Over \$1,500,000 but not over \$ | | 000 plus 5% of the | e excess over \$1,5 | 00,000 | | | | | ı | | | |
| 40 | Over \$17,000,000 | • • | 100,000 | | _ | | 40 | | | ł | | | |
| | Grassroots nontaxable a | • | • | ac | | | 42 | | | | | | |
| | Subtract line 42 from line Subtract line 41 from line | | | | | | 43 | ····· | | | | | |
| 44 | | - , | | | 17 | 20 | 44 | | | | | | |
| | Caution: If there is an a | | | | | | | | | ‡ | | | |
| | (Some organ | nizations that made a si | Averaging Fection 501(h) elee the instruction | lection do not | have | to con | plete | (h) all of the fr | ve colu | ımns t | pelow. | | |
| | | | Lobbyin | g Expenditure | s Du | ring 4 - | Year A | veraging I | Period | | | | |
| | Calendar year (or fiscal year beginning in) ► | (a) 2004 | (b) 2003 | | | (c) 002 | | | (d) 001 | | (e) Total | | |
| 45 | Lobbying nontaxable amount | | | | | | | | | | | | |
| 46 | Lobbying ceiling amount (150% of line 45(e)) | | | | | | | | | | | | |
| 47 | Total lobbying expenditures | | | | | | | | | | | | |
| 48 | Grassroots non- taxable amount | | | | | *************************************** | | | | | | | |
| 49 | Grassroots ceiling amount (150% of line 48(e)) | | | | | | | | | | | | |
| | Grassroots lobbying expenditures | | | | | | | | | | | | |
| | Lobbying A (For reporting of | | | | | | | | r | | N/A | | |
| atter | ng the year, did the orgar npt to influence public op | nization attempt to influe pinion on a legislative m | ence national, s atter or referen | state or local lidum, through | egisla the u | ition, ir ise of. | ncludin | g any | Yes | No | Amount | | |
| | Volunteers | | | | | | | | igwdown | | | | |
| | Paid staff or manageme | ent (include compensation | on in expenses | reported on li | ines c | through | gh h.) | | \vdash | | | | |
| _ | Media advertisements | | | | ٠ | | | • | | | | | |
| | d Mailings to members, legislators, or the public | | | | | | | | | | | | |
| | e Publications, or published or broadcast statements . | | | | | | | | | | | | |
| | f Grants to other organizations for lobbying purposes g Direct contact with legislators, their staffs, government officials, or a legislative body | | | | | | | | | | | | |
| _ | · | | | | | • | _ | | \vdash | - | | | |
| | h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means | | | | | | | | | | | | |
| • | i Total lobbying expenditures (add lines c through h.) If 'Yes' to any of the above, also attach a statement giving a detailed description of the lobbying activities | | | | | | | | | | | | |
| BAA | | uve, also attach a statel | nent giving a d | etalieu uescri | hrion | oi me | iobbyir | | | A /E | m 000 at 000 ET | 2004 | |
| БАА | | | | | | | | Sch | eaule . | A (FOR | m 990 or 990-EZ) | 2004 | |

| Schedule A | (Form 990 or 990-EZ) 20 | 004 Pen | insula | Behaviora | l Healt | h | | 51-0186 | 5987 | F | age 6 |
|------------------|-------------------------------------------------------------------------------------------|------------------------------|--------------------------------------------------|------------------------------------------|----------------------------|--------------------------------------------------|------------------------------------|------------------|-----------------|--------|--------|
| Part VII | Information Regard Exempt Organizati | ding Tran | sfers To | and Transa | ctions a | nd Relati | ionships W | ith Noncha | ritable | | |
| E1 Did th | | | - | · | ha fallowin | a with any | other erassize | tion described | Lin continu | | |
| of the | ie reporting organization Code (other than section | n 501(c)(3) c | organizatio | ns) or in section | 527, relati | ng to politic | cal organization | ns? | i ili Sectioi | 1 0010 | 3) |
| a Trans | fers from the reporting o | rganization t | to a nonch | arıtable exempt | organizatio | on of. | | | | Yes | No |
| (i) C | | | | | | | | | 51 a (i) | | X |
| • • | ther assets | | | | | | | | a (ii) | | X |
| | transactions. | | | | | | | | | | İ |
| ., | ales or exchanges of ass | | | | iization | | | | b (i) | _ | X |
| | urchases of assets from | | | ot organization. | | | | | b (ii) | | X |
| | ental of facilities, equipm | | r assets | | | • | | | b (iii) | | X |
| | eimbursement arrangeme | ents | | | | | | | b (iv) | _ | X |
| , , | oans or loan guarantees erformance of services o | r mamharch | up or fund | raicina colicitatio | nc | | | | b (v) b (vi) | - | X |
| | ng of facilities, equipmen | | • | • | | | | | c C | | X |
| | | | | | | umn (b) sh | ould alwavs sh | ow the fair ma | 1 | of | |
| the go any tr | answer to any of the abo oods, other assets, or sei ansaction or sharing arra | rvices given angement, sl | by the rep how in col | porting organizat umn (d) the valu | on If the o | organizátion ods, other | n received less assets, or serv | than fair mar | ket value i | n | |
| (a) Line no | (b) Amount involved | | | (c) able exempt org | | | ption of transfers, t | (d) | | | ts |
| N/A | | | | | | · · · | | <u>-</u> | | | |
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| | | - | | | | - | | | | | |
| | l organization directly or i ibed in section 501(c) of l s,' complete the following | | iliated with ther than s | , or related to, of section 501(c)(3) | ne or more) or in sect | e tax-exem ion 527? | pt organization | s | ► Ye | s X | No |
| | (a) | , | _ | (b) | | | D | (c) | . a.b | | |
| | Name of organization | | ' | ype of organizat | ion | | Descrip | tion of relation | isnip | | |
| N/A | | | <u> </u> | | | - | ···· | | | | |
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| | | | | | | | | - | | | |
| | | | | | | | | | | | |

Federal Statements Page 1 2004 2005 Peninsula Behavioral Health 51-0186987 Statement 1 Form 990, Part I, Line 8 **Net Gain (Loss) from Noninventory Sales** Other Assets Filing Cabinet 3/25/1994 Description: Date Acquired: How Acquired: Date Sold: Purchase 1/31/2005 Disposed To Whom Sold: 0. Gross Sales Price: 110. Cost or Other Basis: 81. Depreciation: Gain (Loss) -29. -29. Total Gain (Loss) Other Assets \$ -29. Total Net Gain (Loss) From Noninventory Sales \$

Federal Statements

Page 2

Peninsula Behavioral Health

51-0186987

Statement 2 Form 990, Part I, Line 20 Other Changes in Net Assets or Fund Balances

Unrealized Gain on Investments

Total $\frac{\$}{\$}$ $\frac{-919}{-919}$.

2004 **Federal Statements** 2005 Peninsula Behavioral Health Statement 3 Form 990, Part II, Line 22 Grants and Allocations Cash Grants and Allocations Class of Activity: Donee's Name: Donee's Address: Donation NAMI 1101 Kermit Dr., Ste 605 Nashville, TN 37217 Amount Given: Total Grants and Allocations \$

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51-0186987

1,000.

1,000.

Page 2 2004 **Federal Statements** 2005 Peninsula Behavioral Health 51-0186987 Statement 4 Form 990, Part II, Line 23 Specific Assistance to Individuals 39,101. 39,101. Rental and HUD Grant Assistance Total \$

Federal Supplemental Information

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Peninsula Behavioral Health

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Form 990 Peninsula Behavioral Health June 30, 2005

Statement 4A, Part II, Line 42-Depreciation Expense

Property, plant and equipment is stated on the basis of cost or fair value at the date of purchase. Depreciation is computed by the straight-line method based on the useful life of the asset.

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Federal Statements

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Peninsula Behavioral Health

51-0186987

Statement 5 Form 990, Part II, Line 43 Other Expenses

| | (A) Total | (B) Program | (C) Management | (D) |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|--------------------|
| | IOLAI | Services | & General | <u>Fundraising</u> |
| Bad Debt Expense Collection Fees Consulting Fees Dues & Licenses Education Insurance Management Fees Minor Equipment Other Physician Fees Public Relations Purchased Services Recruitment Rewards & Recognition | 392,263. 17,116. 10,835. 46,505. 41,554. 188,012. 1,021,442. 27,040. 345,309. 400,615. 110,262. 654,376. 86,755. 7,389. | 392,263. 13,693. 8,668. 37,204. 33,243. 150,410. 21,632. 276,250. 320,492. 88,210. 523,501. 69,404. 5,911. | 3,423. 2,167. 9,301. 8,311. 37,602. 1,021,442. 5,408. 69,059. 80,123. 22,052. 130,875. 17,351. 1,478. | Tundidising |
| Subscriptions & Publications | 6,441. | 5,153. | 1,288. | |
| Taxes | 4,928. | 3,942. | 986. | |
| Total | | \$ 1,949,976. | \$ 1,410,866. | \$ 0. |

2004 2005

Federal Statements

Page 4

Peninsula Behavioral Health

51-0186987

Statement 6
Form 990 , Part III
Organization's Primary Exempt Purpose

Peninsula Behavioral Health, a member of the Covenant Health System, provides quality healthcare services including charity care and care to persons covered by governmental programs at below cost and to other residents of the community. Services include mental health crisis intervention, stabilization and detoxification, 24-hour nursing/physician care, medical observation and regulation of prescription medication, group therapy, family therapy, activity therapy, and structured group activities. The Covenant Health System provides quality healthcare services to residents of East Tennessee regardless of patients ability to pay and enhances the well being of the the reidents by offering non-hospital programs as well as through donations to and collaboration with other organizations.

Form 990 Peninsula Behavioral Health June 30, 2005

Statement 6A, Part III, Statement of Program Service Accomplishments

Peninsula Behavioral Health provides a complete range of mental health and alcohol/drug treatment programs and is accredited by the Joint Commission on Accreditation of Healthcare Organizations. With more than 12 service locations in five East Tennessee counties, Peninsula offers inpatient and outpatient services for children, adolescents and adults.

Peninsula is committed to providing quality medical healthcare regardless of race, creed, sex, national origin, handicap, age or ability to pay. Although reimbursement of services rendered is critical to the operation and stability of Peninsula, it is recognized that not all individuals possess the ability to purchase essential medical services and further that our mission is to serve the community with respect to providing healthcare services and healthcare education. Therefore, in keeping with Peninsula's commitment to serve all members of the community:

- Free care and/or subsidized care,
- Care provided to persons covered by governmental programs, and
- Health activities and programs to support the community

will be considered where the need and an individual's inability to pay coexist. Our policy of providing care to people regardless of their ability to pay constitutes the greater part of our commitment of service to the community and the surrounding area. Other activities include community education programs and a variety of broad community support activities.

Peninsula provides care to persons covered by governmental programs at below cost. Recognizing its mission to the community, services are provided to both Medicare and Medicaid patients. The unreimbursed value of providing said services (charges) for the year ending June 30, 2005 was \$8,305,823 for services to Medicare, Medicaid and TennCare; \$1,417,692 for services to patients that received discounts from full charges; \$734,721 for services to charity and other indigent patients; and \$392,263 in charges which were not paid because they became bad debts. No patient was refused necessary medical care on the basis of their inability to pay.

In an effort to provide a continuum of care to patients, Peninsula offers the following facilities and services within the community:

Peninsula Hospital is a 155-bed facility that provides services for children, adolescents and adults with mental illness and/or substance abuse problems who are a threat to self, threat to others, or have significant impaired ability to carry out day-to-day functions. These services include mental health crisis intervention, assessment, stabilization,

discharge planning, medical detoxification, juvenile court-ordered evaluations, 24-hour physician/nursing care, medical evaluation/monitoring, history/physicals, group therapy and family therapy. The Hospital accepts voluntary and committed patients.

Peninsula Lighthouse provides partial hospitalization and intensive outpatient services for children and adolescents diagnosed with psychiatric disorders, chemical abuse and dependency, or behavioral problems at home and/or school. The Lighthouse also provides partial hospitalization and intensive outpatient services to adults diagnosed with emotional or chemical dependency issues. The Lighthouse addresses both psychiatric and substance abuse issues through the utilization of group, psycho-educational and medication modalities of care. The outpatient level of care is intensive and requires patients to attend either a four or five-day per week regimen of clinical care. The average program length is 13 sessions; however, individualized care will have a direct impact on specific patients' length of stay. Specific Lighthouse services include group therapy, family therapy, educational modalities, daily/weekly medication management, aftercare programs, spirituality programs, 12-step meetings and relapse prevention programs.

Peninsula Village provides long-term residential services for adolescents ages 13 to 18 with clinical and recovery emphasis specializing in mood disorders, substance abuse, out-of-control behavior, ADHD, personality disorders and those who have proven resistant to treatment in other settings. Program duration is individualized and varies depending on diagnosis and progress. The Village's specific services include small groups for individualized attention, weekly family therapy and individual therapy as needed, group therapy and intense group process, 24-hour nursing services, aftercare, state-approved private school, special education services, separate campuses for males and females, non-denominational program, locked assessment unit and outdoor cabin program, ropes course, 12-step programs and 24-hour supervision.

Senior Day Hospital provides a full continuum of outpatient treatment services designed specifically for adults 55 and older who are experiencing symptoms of depression, anxiety, dementia or other psychiatric disorders. Levels of care include partial hospitalization, structured outpatient, individual and family counseling. Senior Day Hospital services include free assessments, health/personal care education, medication evaluation/management, family education, discharge/aftercare planning, care coordination, lunch and transportation.

Peninsula Outpatient Centers located in Knox, Sevier, Blount, Monroe and Loudon counties provides services to those experiencing psychiatric illnesses/symptoms, substance abuse issues or both. Center services include case management, support groups, medication management, alcohol/drug treatment, assessment/referral services, group, individual and family therapy. The Centers provide therapeutic groups to include anger management, diagnosis issues, family issues, survivor issues and relapse prevention.

Mobile Crisis Unit provides crisis intervention services offered regardless of an individual's ability to pay. Mobile Crisis is an intervention service that responds to

individuals experiencing mental health crises often working in tandem with law enforcement personnel. Mobile Crisis personnel, who are supervised by Licensed Professional Counselors and Licensed Clinical Social Workers, travel to patients' locations and offer the following services: crisis evaluations at hospital emergency departments, homes, schools and other sites; psychiatric consults, telephone follow-up, determination of next level of care and referrals to appropriate services.

Peninsula offers additional programs to serve the community, including the following:

Beyond the Limits is an adventure-based program for children and adolescents that utilizes outdoor activities to improve self-perception in a supported environment. The program is for youth who have experimented with or have a family history of alcohol, drug or tobacco abuse or have early, persistent antisocial behaviors and a lack of commitment to school.

Drop-in Centers are empowerment and recovery-based programs for self-help, support and advocacy for adults experiencing mental illness. Individual centers are located in Knoxville, Maryville, Sevierville and Madisonville.

The Supported Employment Program provides assistance to adults experiencing mental illness in locating, ascertaining and maintaining employment in the community.

Community Outreach Service and Student Assistance Programs are a comprehensive and integrated joint partnership with schools that provide students, families and school staff with prevention, intervention, counseling, referral, support and educational services.

Federal Statements

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Peninsula Behavioral Health

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Statement 7 Form 990, Part IV, Line 57 Land, Buildings, and Equipment

| Category | Basis | Accum. Deprec. | Book Value |
|-----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|--------------------------------------|---------------|
| Furniture and Fixtures Machinery and Equipment Buildings Improvements Land Miscellaneous Tota | \$ 907,291. 8,097,334. 15,032,054. 438,475. 2,032,185. 932,840. 11 \$ 27,440,179. | 6,428,466. 9,593,222. 318,569. | |

| .004 .005 | Federal Statements | Page 2 |
|-----------------------------------------------------------------|-----------------------------|-------------------------------------------------------|
| .po\$ | Peninsula Behavioral Health | 51-018698 |
| Statement 8 Form 990, Part IV, Line 58 Other Assets | | |
| Deferred Compensation Miscellaneous Net Intangible Assets | | \$ 49,861. 304,124. 1,068. Total \$ 355,053. |
| | | |
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Peninsula Behavioral Health

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Statement 9 Form 990, Part IV, Line 64b Mortgages and Other Notes Payable

Other Notes Payable

Purpose of Loan: Balance Due: LONG TERM INDEBTEDNESS

\$ 2,535,027.

Total \$ 2,535,027.

Federal Statements

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Peninsula Behavioral Health

51-0186987

Statement 10 Form 990, Part IV, Line 65 Other Liabilities

Miscellaneous Net Payable to Affiliates \$ 85,861. 4,385,242. Total \$ 4,471,103.

Federal Statements

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Peninsula Behavioral Health

51-0186987

Statement 11 Form 990, Part V List of Officers, Directors, Trustees, and Key Employees

| Name and Address | Title and Average Hours <u>Per Week Devoted</u> | | Contri- bution to EBP & DC | Account/ |
|-----------------------------------------------------------------------------------|-------------------------------------------------------|---------|----------------------------------|----------|
| Archer W. Bishop, Jr., M.D. P.O. Box 11146 Knoxville, TN 37939 | Director As Needed | \$ 0 | . \$ 0. | \$ 0. |
| Harry M. Call 12000 Avallon Place Knoxville, TN 37922-2432 | Director As Needed | 0 | 0. | 0. |
| H. Bowen Carey 604 Grove Street Loudon, TN 37774 | Director As Needed | 0 | 0. | 0. |
| Kenneth T. Creed 7025 Stone Mill Road Knoxville, TN 37919 | Director As Needed | 0 | 0. | 0. |
| Ann B. Furrow 5300 Turtle Point Lane Knoxville, TN 37919 | Director As Needed | 0 | 0. | 0. |
| William Hall, M.D. 988 Oak Ridge Tnpk, Ste 380 Oak Ridge, TN 37830 | Director As Needed | 0 | 0. | 0. |
| Clifford Q. Johnson, M.D. 9430 Park West Blvd., Ste 330 Knoxville, TN 37923 | Director As Needed | 0 | 0. | 0. |
| Robert H. Kirk, H.S.D. 1604 Riverside Road Knoxville, TN 37914 | Director As Needed | 0 | 0. | 0. |
| Karla Lane 120 Cavett Hill Ln. Knoxville, TN 37922 | Director As Needed | 0 | 0. | 0. |
| Randolph M. Lowry, M.D. 501 20th St., Suite 206 Knoxville, TN 37916 | Director As Needed | 0 . | 0. | 0. |
| Larry B. Martin 800 S. Gay Street, 6th Floor Knoxville, TN 37929-1111 | Chairman As Needed | 0 . | 0. | 0. |
| Charles T. McGaha 2540 Boyds Creek Highway Sevierville, TN 37876 | Director As Needed | 0 . | 0. | 0. |

| 2004 | |
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| 2005 | |

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Peninsula Behavioral Health

51-0186987

| Statement 11 (continued) | |
|--------------------------------|-----------------------------|
| Form 990, Part V | |
| List of Officers, Directors, 1 | Trustees, and Key Employees |

| Name and Address | Title and Average Hours Per Week Devoted | Compen- sation | Contri- bution to EBP & DC | Expense Account/ Other |
|------------------------------------------------------------------------------------|------------------------------------------|-------------------|----------------------------------|------------------------------|
| Cletus J. McMahon, Jr., M.D. 90 Vermont Ave., Suite 300 Oak Ridge, TN 37830 | 2nd Vice Chair As Needed | \$ 0. | | · |
| J. Robert Merriman, Ph.D. 1864 W. Miller's Cove Rd. Walland, TN 37886-2635 | Director As Needed | 0. | 0. | 0. |
| Francis Olmstead, Jr. 7328 Misty Meadow Pl. Knoxville, TN 37919 | Director As Needed | 0. | 0. | 0. |
| R. B. Summitt, II P.O. Box 5288 Sevierville, TN 37864-5288 | Director As Needed | 0. | 0. | 0. |
| Anthony L. Spezia ** 100 Fort Sanders West Blvd. Knoxville, TN 37922 | President & CEO 40+ | 0. | 0. | 0. |
| Joseph E. Sutter 5413 Shenandoah Dr. Knoxville, TN 37909 | Director As Needed | 0. | 0. | 0. |
| Ronald D. Townsend, Ph.D. 1299 Bethel Valley Rd., SC-200 Oak Ridge, TN 37830 | Director As Needed | 0. | 0. | 0. |
| John T. Geppi ** 1410 Centerpoint Blvd, Ste 401 Knoxville, TN 37932 | Secretary 40+ | 0. | 0. | 0. |
| David L. Coffey 300 Casa del Lago Way Lenoir City, TN 37771 | Director As Needed | 0. | 0. | 0. |
| Bennie R. Sims P.O. Box 789 Louisville, TN 37777 | CFO 40+ | 74,529. | 4,638. | 0. |
| Barbara S. Blevins ** P.O. Box 789 Louisville, TN 37777 | CAO 40+ | 0. | 0. | 0. |
| *** | | | | |

**Compensated under Management Contract with Covenant Health See Stmts 12 & 12A

Total \$ 74,529. \$ 4,638. \$ 0.

| 2 | 904 |
|---|----------------|
| 2 | 005 |

Federal Statements

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Peninsula Behavioral Health

51-0186987

Statement 12 Form 990, Part V, Line 75 List of Officers, Directors, Trustees, and Key Employees

| Name and Related Organization | | Compen- sation | t | ntrib- ion to P & DC | _ | Expense Account\ Other |
|-------------------------------------------------------|-------------|-------------------|----|----------------------------|----|------------------------------|
| Anthony L. Spezia ** Covenant Health 62-1646734 | | \$ 591,335. | \$ | 13,664. | \$ | 0. |
| <u>John T. Geppi **</u> Covenant Health 62-1646734 | | 236,285. | | 23,754. | | 0. |
| Barbara S. Blevins ** Covenant Health 62-1646734 | | 136,124. | | 11,737. | | 0. |
| | Total | \$ 963,744. | \$ | 49,155. | \$ | 0. |

COMPENSATION REFLECTS TOTAL AMOUNTS PAID BY ALL AFFILIATES AS INDICATED IN PART VI, LINE 80(b).

** SEE STATEMENT 12A

2004 2005

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Peninsula Behavioral Health

51-0186987

STATEMENT 12A: 990, PART V

Covenant Health utilizes the services of Mercer Human Resources Consulting, an independent, nationally recognized, fee-based executive compensation consultant, in developing its executive compensation strategies and the components of its compensation program. Mercer's services include: (1) providing pay comparisons against the market, (2) recommending salary ranges and increases and (3) certifying the reasonableness of executive compensation.

Under Covenant's current executive compensation program, executive base salaries and total compensation are targeted at or below the 50th and 75th national percentile, respectively, based on Mercer's independent analysis of executive compensation practices of health care systems of similar size, scope and complexity and considering executives performance, longevity and other relevant factors.

Generally, executive compensation is comprised of three components: (1) annual salary, (2) an annual incentive bonus based on performance and (3) an incentive based, deferred compensation plan designed to link executives to the long-term strategic performance of the organization; to provide an incentive for the retention of key executives; and to compete in the market place for top leadership talent. All incentive awards are subject to forfeiture under certain conditions and included along with annual salary and annual bonus awards when determining reasonableness of total compensation.

Federal Statements

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Peninsula Behavioral Health

51-0186987

Statement 13 Form 990 , Part VI, Line 79 Liquidation, Dissolution, Termination, Etc.

Peninsula Behavioral Health (EIN #51-0186987) merged with Parkwest Medical Center (EIN #58-1897274) on July 1, 2005. Please see the attached copies of the "Articles of Merger" and the "Agreement and Plan of Merger".

Federal Statements

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Peninsula Behavioral Health

51-0186987

Statement 14 Form 990, Part VI, Line 80b Related Organizations

| Name of Organization | <u>Exempt</u> | Nonexempt |
|------------------------------------------|---------------|-----------|
| Covenant Health | Х | |
| Covenant Homecare | Х | |
| Fort Loudoun Medical Center | Х | |
| Fort Sanders Foundation | Х | |
| Fort Sanders Perinatal Center | Х | |
| Fort Sanders Regional Medical Center | Х | |
| Fort Sanders Sevier Medical Center | X | |
| Fortress Corporation and Subsidiaries | | X |
| Medcenters Homecare | Х | |
| Methodist Medical Center and Subs | X | |
| Parkwest Medical Center | X | |
| PHP Companies Inc and Subsidiaries | | X |
| Thompson Cancer Survival Center and Subs | Х | _ |

| 2004 |
|-----------------|
| 2005 |

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Peninsula Behavioral Health

51-0186987

Statement 15 Form 990, Part VII, Line 103 Other Revenue

| Other Revenue | | (A) Busi- ness Code | (B) Unrelated Business Amount | (C) Exclu- sion Code | (D) Exclud Amoun | | (E) Related or Exempt Function |
|-----------------------------------------------------|-------|------------------------------|----------------------------------------|-------------------------------|------------------------|--------------|-----------------------------------------|
| Dietary Revenue | | | | 3 | \$ 23, | 132. | 4 7 000 |
| Management Fees Medical Records Miscellaneous | | | | 3 | 5, | 335. | \$ 7,083. |
| Patient Pharmacy Vending Income | | | | 3 | | 084. 148. | 16,537. |
| vending income | Total | | \$ 0. | 3 | \$ 32, | | \$ 23,620. |

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Peninsula Behavioral Health

51-0186987

| Statement 16 |
|---------------------------------------------------------------------|
| Form 990, Part VIII |
| Relationship of Activities to the Accomplishment of Exempt Purposes |

| <u>Line #</u> | Explanation of Activities |
|---------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 93 A | Provided outpatient therapy and consulting for persons who have alcohol and drug dependency problems and who have mental disorders or stress related problems. Treatment is provided regardless of ability to pay. |
| 103 | Provided supporting services, including accounting, to tax-exempt subsidiaries. |
| 103 | Miscellaneous income related to exempt purpose, including refunds, rebates, rep payee agency fees, and other related revenue. |

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ARTICLES OF MERGER FILE

OF 2005 JUH 30 PM

PENINSULA BEHAVIORAL HEALTH STATE

a Tennessee nonprofit corporation

INTO

PARKWEST MEDICAL CENTER, a Tennessee nonprofit corporation

TO THE SECRETARY OF STATE OF TENNESSEE:

Pursuant to TENN. CODE ANN. § 48-61-104, the undersigned nonprofit, public benefit corporation, Parkwest Medical Center, hereby delivers the following articles of merger:

- 1. The Agreement and Plan of Merger whereby Peninsula Behavioral Health ("PBH") Tennessee nonprofit, public benefit corporation, shall be merged into Parkwest Medical Center ("Parkwest"), a Tennessee nonprofit, public benefit corporation, with Parkwest being the surviving corporation, is attached hereto as <u>Exhibit A</u> and incorporated herein fully by this reference.
- 2. The Agreement and Plan of Merger was duly approved by Covenant Health, the sole member of each of Parkwest and PBH.
- 3. The Agreement and Plan of Merger was duly approved by a sufficient vote of the boards of directors of Parkwest and PBH at duly called and held meetings on June 6, 2005.

Executed this 23 day of June, 2005 by Parkwest, as the surviving corporation.

PARKWEST MEDICAL CENTER.

Wayne Heatherly, Chief Administrative Office

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AGREEMENT AND PLAN OF MERGER

OF

PENINSULA BEHAVIORAL HEALTH, a Tennessee nonprofit corporation,

INTO

PARKWEST MEDICAL CENTER, a Tennessee nonprofit corporation

This AGREEMENT AND PLAN OF MERGER ("Plan of Merger") is made and entered into between PENINSULA BEHAVIORAL HEALTH ("PBH") and PARKWEST MEDICAL CENTER ("Parkwest"), each of which is a nonprofit, public benefit corporation formed under the Tennessee Nonprofit Corporation Act.

WITNESSETH:

WHEREAS, PBH and Parkwest, and each of their respective boards of directors, deem it advisable and to the advantage, welfare and best interest of said corporations to merge PBH into Parkwest, which shall be the surviving corporation, pursuant to the provisions of the Tennessee Nonprofit Corporation Act, TENN. CODE ANN. § 48-51-101, et seq., and upon the terms and conditions hereinafter set forth;

NOW, THEREFORE, in consideration of the foregoing, the promises, mutual covenants, duties and obligations of the parties as hereinafter set forth, and for other good and valuable consideration, the receipt and legal sufficiency of all of which is hereby acknowledged, the parties agree as follows:

1. <u>Corporations Party to Merger</u>. The names of the corporations which are parties to this Plan of Merger and which will merge pursuant to the terms and provisions hereof are:

Peninsula Behavioral Health, a Tennessee nonprofit, public benefit corporation, and

Parkwest Medical Center, a Tennessee nonprofit, public benefit corporation

- 2. <u>Surviving Corporation</u>. Parkwest shall be the surviving corporation.
- 3. Effect of Merger; Terms and Conditions of Merger. The effect of the merger hereby contemplated shall be as provided in Tenn. Code Ann. § 48-61-105 and as otherwise provided in or by the Tennessee Nonprofit Corporation Act. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time (as defined in Section 8 hereof), PBH will be merged into Parkwest, which shall be the surviving corporation, in accordance with the following terms:

Page 1

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- 1 (a) Parkwest, as the surviving corporation, shall continue its corporate existence under the laws of the Sate of Tennessee and the separate existence of PBH shall cease;
 - (b) the corporate name of Parkwest shall remain unchanged;
- (c) all membership interests in PBH shall be canceled. The membership interest in Parkwest shall not be affected and shall continue to be held by Covenant Health, as the sole member;
- (d) Parkwest shall possess all the rights, privileges, powers and franchises of whatsoever nature and description, public as well as private, and be subject to all of the restrictions, disabilities and duties of PBH, and all the rights, privileges, powers and franchises, and all the property, real, personal and mixed, of PBH shall be vested in Parkwest;
- (e) all property, rights and privileges, powers and franchises, and all and every other interest of PBH shall be as effectively the property of Parkwest as they were of PBH without further act or deed, and the title to any real estate vested by deed or otherwise in PBH shall not revert or be in any way impaired by reason of the merger;
- (f) all rights of creditors and all liens upon the property of PBH shall be preserved, unimpaired, and all debts, liabilities and duties of PBH shall thenceforth attach to Parkwest and may be enforced against Parkwest to the same extent as if the debts, liabilities and duties had been incurred or contracted by Parkwest;
- (g) any existing claim, action or proceeding, whether civil, criminal or administrative, by or against PBH, may be prosecuted to judgment or decree as if the merger had not taken place, or Parkwest may be substituted in such action or proceeding; and
- (h) any status of PBH, specifically including, but not limited to, its status as a Community Mental Health Center and its status as a mobile crisis unit, shall in no way be impaired by reason of merger.
- 4. Charter and Bylaws. From and after the Effective Time, the charter and bylaws of Parkwest shall continue in effect as the same exist prior to the merger.
- 5. Officers of Parkwest. From and after the Effective Time, the officers of Parkwest in office immediately prior to the Effective Time shall continue to serve as officers of Parkwest, without change.
- 6. <u>Directors of Parkwest</u>. From and after the Effective Time, the directors of Parkwest in office immediately prior to the Effective Time shall serve as the Board of Directors of Parkwest, without change.

S \wpfiles\3412\015\Agreement & Plan of Merger - PBH.doc

Page 2

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- 7. Notice to Attorney General. Pursuant to Tenn. Code Ann. § 48-61-102(b), PBH and Parkwest shall provide the Attorney General of the State of Tennessee with advance notice of the merger, and the Attorney General shall either waive the requirement of § 48-61-102(b) or shall approve or take no action to enjoin or otherwise prohibit the merger prior to the filing of Articles of Merger by Parkwest with the Secretary of State of Tennessee.
- 8. <u>Effective Time</u>. The merger contemplated hereby shall be deemed to occur and be effective on June 30, 2005, at midnight ("Effective Time").
- 9. Additional Acts. If at any time Parkwest shall deem or be advised that any further conveyance, assignment, assurance or other act or instrument is necessary or desirable to better confirm in Parkwest, as the surviving corporation, the title to any property of PBH, the proper and former officers and directors of PBH shall, at the request and expense of Parkwest, take all such actions and do all such things that may be necessary or proper to vest or confirm title to such property in Parkwest, as the surviving corporation, or otherwise carry out the purposes of this Plan of Merger.

IN WITNESS WHEREOF, the parties have caused their duly authorized officers to execute this Plan of Merger as of this day of June, 2005.

PENINSULA BEHAVIORAL HEALTH

(Barbara Blevins, Chief Administrative Officer)

PARKWEST MEDICAL CENTER

(Wayne Heatherly, Chief Administrative Officer)

(Rev December 2004)

Application for Extension of Time to File an Exempt Organization Return

OMB No 1545 1709

Form 8868 (Rev 12-2004)

Department of the Treasury Internal Revenue Service

payment instructions

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

File a separate application for each return. If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box • If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II (on page 2 of this form). Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868. Automatic 3-Month Extension of Time — Only submit original (no copies needed) Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041. Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6-months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www irs gov/efile. Name of Exempt Organization Type or print 51-0186987 Peninsula Behavioral Health File by the Number, street, and room or suite number. If a P O box, see instructions due date for filing your P.O. Box 789 return See City, town or post office For a foreign address, see instructions 7IP code instructions. Louisville, TN 37777 Check type of return to be filed (file a separate application for each return). Form 4720 Form 990-T (corporation) X Form 990 Form 990-T (section 401(a) or 408(a) trust) Form 5227 Form 990-BL Form 6069 Form 990-T (trust other than above) Form 990-EZ Form 8870 Form 990-PF Form 1041-A FAX No ► 865-380-1469 Telephone No ► 865-380-1456 _____ If the organization does not have an office or place of business in the United States, check this box If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the **whole** group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members 1 | request an automatic 3-month (6-months for a Form 990-T corporation) extension of time until $\frac{2}{15}$, 20 06, to file the exempt organization return for the organization named above. The extension is for the organization's return for calendar year 20 _ _ _ or X tax year beginning 1/01, 20 05, and ending 6/30, 20 05. 2 If this tax year is for less than 12 months, check reason Initial return Change in accounting period 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for

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| Form 8868 (Rev \2-2004) | | | | | | |
| | | ot automatic) 3-Month Extension, complete only P | | - X | | |
| | | already been granted an automatic 3-month exten | | | | |
| • If you ar | re filing for an Automatic 3-I | Month Extension, complete only Part I (on page 1) | | | | |
| | Additional (not autom Name of Exempt Organization | natic) 3-Month Extension of Time — Mu | Employer identification number | | | |
| | Name of Exempt Organization | | , Employer raction trained | | | |
| Type or print | Peninsula Behavio | ral Health | 51-0186987 | | | |
| P | | umber. If a P O box, see instructions | For IRS use only | | | |
| File by the extended | | | | | | |
| due date for filing the return See | P.O. Box 789 | | | | | |
| instructions | | ZIP code For a foreign address, see instructions | | | | |
| | Louisville, TN 37 | | | | | |
| X Form 99 | | separate application for each return). Form 990-T (section 401(a) or 408(a) trust) | ☐ Form 5227 | | | |
| Form 99 | | Form 990-T (section 401(a) of 408(a) (rust) | Form 6069 | | | |
| Form 99 | | Form 1041-A | Form 8870 | | | |
| Form 99 | | Form 4720 | | | | |
| STOP: Do r | ot complete Part II if you we | ere not already granted an automatic 3-month exte | nsion on a previously filed Form 8868. | | | |
| | oks are in care of ► Sonja | | | | | |
| | ne No. ► <u>865-380-145</u> | | | . — | | |
| | | office or place of business in the United States, or | | <u>_</u> | | |
| | | he organizations four digit Group Exemption Numl If it is part of the group, check this box | per (GEN) If this is for the and attach a list with the names and EINs of all | ne | | |
| - | ne extension is for | . If it is part of the group, check this box | and attach a list with the hames and Elivs of all | | | |
| | | xtension of time until $5/15$, 20 C | 06. | | | |
| 5 For ca | alendar year , or o | other tax year beginning $\frac{1}{\sqrt{01}}$, $\frac{20}{\sqrt{01}}$ | . 20 <u>05</u> and ending 6/30 , 20 <u>05</u> . | | | |
| 6 If this | tax year is for less than 12 | months, check reason Initial return | X Final return Change in accounting perior | d | | |
| 7 State | in detail why you need the | extension Taxpayer respectfully | requests an extension of time | <u>ln</u> _ | | |
| ord | er to gather thir | d party information necessary t | o file a complete and accurate | | | |
| ret | urn. | | | | | |
| 8a If this nonre | application is for Form 990- fundable credits. See instru | BL, 990-PF, 990-T, 4720, or 6069, enter the tentat ctions. | ive tax, less any | | | |
| h If this | application is for Form 990- | PF, 990-T, 4720, or 6069, enter any refundable cro | edits and estimated tax | | | |
| paym Form | payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 | | | | | |
| c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with | | | | | | |
| FTD c | coupon or, if required, by us | ing EFTPS (Electrónic Federal Tax Payment Syste Signature and Verificatio | | | | |
| Under penaltia | e of parties. I declare that I have ex- | imine this form, including accompanying schedules and statemen | | | | |
| correct, and co | implete, and that I am authorized to | prepare this form | , , | | | |
| Signature - | John Tx | SEPP TITLE - EVA/CFO | Date > 2/1(20 | <u>مه ه</u> | | |
| | | Notice to Applicant – To be Complete | ed by the IRS | | | |
| We h | ave approved this application | n Please attach this form to the organization's re- | turn | | | |
| ₩e h | lave not approved this application is | cation. However, we have granted a 10-day grace i turn (including any prior extensions). This grace i | period from the later of the date shown helow or the | | | |
| elect | ions otherwise required to b | e made on a timely filed return. Please attach the | | | | |
| We h | ave not approved this applic | cation. After considering the reasons stated in ite | | | | |
| | to file. We are not granting | | EXTENSION ABBOUNED | | | |
| | | tion because it was filed after the extended due of | EXTENSION ASSESSED | | | |
| Olhe | r | | | | | |
| Director By | | | MAR n 3 2006 | | | |
| Alternate N | Mailing Address - Enter the | address if you want the copy of this application t | · ····································· | | | |
| address di | ferent than the one entered | above. | FIELD DIRECTORS. SUBMISSION PROCESSING, OGDEN. | | | |
| | Covenant Health | | 200mio- | | | |
| Type or | Number and street (include suite, | room, or apartment number) or a P.O box number | | | | |
| print | 1410 Centerpoint | Blvd, Ste 401 | | | | |
| | i | d country (including postal or ZIP code) | - | | | |
| | Knoxville, TN 37 | 734 | | | | |