

**Return of Private Foundation**

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

▶ Do not enter social security numbers on this form as it may be made public.  
▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2020 or tax year beginning **JUL 1, 2020**, and ending **JUN 30, 2021**

Name of foundation <b>Health Strategies of New Hampshire, Inc.</b>		A Employer identification number <b>20-8632971</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>One Pillsbury Street</b>	Room/suite <b>301</b>	B Telephone number <b>603-228-2448</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Concord, NH 03301</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>378,747.</b>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d), must be on cash basis.)		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received	<b>1,029,300.</b>			
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
<b>3</b> Interest on savings and temporary cash investments	<b>1,248.</b>	<b>1,248.</b>	<b>1,248.</b>	<b>Statement 1</b>
<b>4</b> Dividends and interest from securities				
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
<b>b</b> Gross sales price for all assets on line 6a				
<b>7</b> Capital gain net income (from Part IV, line 2)		<b>0.</b>		
<b>8</b> Net short-term capital gain			<b>0.</b>	
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit or (loss)				
<b>11</b> Other income				
<b>12 Total.</b> Add lines 1 through 11	<b>1,030,548.</b>	<b>1,248.</b>	<b>1,248.</b>	
<b>13</b> Compensation of officers, directors, trustees, etc.	<b>0.</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>
<b>14</b> Other employee salaries and wages				
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees				
<b>b</b> Accounting fees <b>Stmt 2</b>	<b>2,170.</b>	<b>0.</b>	<b>0.</b>	<b>2,170.</b>
<b>c</b> Other professional fees <b>Stmt 3</b>	<b>496,656.</b>	<b>0.</b>	<b>0.</b>	<b>496,656.</b>
<b>17</b> Interest				
<b>18</b> Taxes <b>Stmt 4</b>	<b>17.</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>
<b>19</b> Depreciation and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings	<b>9,710.</b>	<b>0.</b>	<b>0.</b>	<b>9,710.</b>
<b>22</b> Printing and publications	<b>8,386.</b>	<b>0.</b>	<b>0.</b>	<b>8,386.</b>
<b>23</b> Other expenses <b>Stmt 5</b>	<b>413,393.</b>	<b>0.</b>	<b>0.</b>	<b>413,578.</b>
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	<b>930,332.</b>	<b>0.</b>	<b>0.</b>	<b>930,500.</b>
<b>25</b> Contributions, gifts, grants paid	<b>0.</b>			<b>0.</b>
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	<b>930,332.</b>	<b>0.</b>	<b>0.</b>	<b>930,500.</b>
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements	<b>100,216.</b>			
<b>b Net investment income</b> (if negative, enter -0-)		<b>1,248.</b>		
<b>c Adjusted net income</b> (if negative, enter -0-)			<b>1,248.</b>	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	198,115.	378,747.	378,747.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	198,115.	378,747.	378,747.	
Liabilities	17 Accounts payable and accrued expenses	185.		
	18 Grants payable			
	19 Deferred revenue		80,601.	
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe) <b>Credit Card Payabl</b>	75.	75.	
	23 Total liabilities (add lines 17 through 22)	260.	80,676.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	197,855.	298,071.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances	197,855.	298,071.		
30 Total liabilities and net assets/fund balances	198,115.	378,747.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	197,855.
2 Enter amount from Part I, line 27a	2	100,216.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	298,071.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	298,071.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b NONE				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ..... }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 .....			3	

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

**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE.**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
Reserved			
Reserved			
Reserved			
Reserved			
Reserved			
2 Reserved .....			2
3 Reserved .....			3
4 Reserved .....			4
5 Reserved .....			5
6 Reserved .....			6
7 Reserved .....			7
8 Reserved .....			8

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Reserved		1	17.
c All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	17.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	17.
6 Credits/Payments:			
a 2020 estimated tax payments and 2019 overpayment credited to 2020	6a		0.
b Exempt foreign organizations - tax withheld at source	6b		0.
c Tax paid with application for extension of time to file (Form 8868)	6c		0.
d Backup withholding erroneously withheld	6d		0.
7 Total credits and payments. Add lines 6a through 6d		7	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	17.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2021 estimated tax		11	
	Refunded		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. NH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the tax year beginning in 2020? See the instructions for Part XIV. If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of Susan Fulton Telephone no. 603-228-2448
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here
16 At any time during calendar year 2020, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year, did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance?
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2020?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2020, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2020?
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2020 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?

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

<b>5a</b> During the year, did the foundation pay or incur any amount to:		<b>Yes</b>	<b>No</b>
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions <input type="checkbox"/> N/A	<b>5b</b>		
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> N/A <input type="checkbox"/> Yes <input type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>6b</b>		<b>X</b>
If "Yes" to 6b, file Form 8870.			
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> N/A	<b>7b</b>		
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 7		0.	0.	0.

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

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

**Total** number of other employees paid over \$50,000 0

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Rows include Harm Reduction Coalition, Child Trends, and Granite United Way.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activity, Expenses. Rows 1-4 describe activities with expenses of 601,950, 140,768, 45,614, and 142,168.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investment, Amount. Row 1 is N/A. Row 3 is for other program-related investments.

Total. Add lines 1 through 3 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities .....	1a	0.
b	Average of monthly cash balances .....	1b	494,799.
c	Fair market value of all other assets .....	1c	
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	494,799.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) .....	1e	0.
2	Acquisition indebtedness applicable to line 1 assets .....	2	0.
3	Subtract line 2 from line 1d .....	3	494,799.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	4	7,422.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	487,377.
6	<b>Minimum investment return.</b> Enter 5% of line 5 .....	6	24,369.

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

1	Minimum investment return from Part X, line 6 .....	1	
2a	Tax on investment income for 2020 from Part VI, line 5 .....	2a	
b	Income tax for 2020. (This does not include the tax from Part VI.) .....	2b	
c	Add lines 2a and 2b .....	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	
4	Recoveries of amounts treated as qualifying distributions .....	4	
5	Add lines 3 and 4 .....	5	
6	Deduction from distributable amount (see instructions) .....	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	

**Part XII** Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 .....	1a	930,500.
b	Program-related investments - total from Part IX-B .....	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required) .....	3a	
b	Cash distribution test (attach the required schedule) .....	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 .....	4	930,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b .....	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	6	930,500.

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



**Part XIII Undistributed Income** (see instructions)

N/A

	(a) Corpus	(b) Years prior to 2019	(c) 2019	(d) 2020
<b>1</b> Distributable amount for 2020 from Part XI, line 7 .....				
<b>2</b> Undistributed income, if any, as of the end of 2020:				
<b>a</b> Enter amount for 2019 only .....				
<b>b</b> Total for prior years:				
_____, _____, _____				
<b>3</b> Excess distributions carryover, if any, to 2020:				
<b>a</b> From 2015 .....				
<b>b</b> From 2016 .....				
<b>c</b> From 2017 .....				
<b>d</b> From 2018 .....				
<b>e</b> From 2019 .....				
<b>f</b> Total of lines 3a through e .....				
<b>4</b> Qualifying distributions for 2020 from Part XII, line 4: ▶ \$ .....				
<b>a</b> Applied to 2019, but not more than line 2a ...				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) ...				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) .....				
<b>d</b> Applied to 2020 distributable amount .....				
<b>e</b> Remaining amount distributed out of corpus .....				
<b>5</b> Excess distributions carryover applied to 2020 (If an amount appears in column (d), the same amount must be shown in column (e).) .....				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 .....				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b .....				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed .....				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions .....				
<b>e</b> Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount - see instr. ...				
<b>f</b> Undistributed income for 2020. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2021 .....				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) .....				
<b>8</b> Excess distributions carryover from 2015 not applied on line 5 or line 7 .....				
<b>9</b> Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a .....				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2016 ...				
<b>b</b> Excess from 2017 ...				
<b>c</b> Excess from 2018 ...				
<b>d</b> Excess from 2019 ...				
<b>e</b> Excess from 2020 ...				

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

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling ▶ 07/30/07  
**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	1,248.	846.	817.	399.	3,310.
<b>b</b> 85% of line 2a	1,061.	719.	694.	339.	2,814.
<b>c</b> Qualifying distributions from Part XII, line 4, for each year listed	930,500.	338,639.	327,900.	336,904.	1,933,943.
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	930,500.	338,639.	327,900.	336,904.	1,933,943.
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					0.
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed	16,246.	10,541.	10,472.	10,911.	48,170.
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
<b>(3)</b> Largest amount of support from an exempt organization					0.
<b>(4)</b> Gross investment income					0.

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

**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

**c** Any submission deadlines:

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

**Part XV** Supplementary Information *(continued)*

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
None				
<b>Total</b> .....				▶ <b>3a</b> 0.
<b>b Approved for future payment</b>				
None				
<b>Total</b> .....				▶ <b>3b</b> 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 1,248), 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (0, 1,248, 0), 13 Total (13, 1,248).

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

Table with 3 columns: Question, Yes, No. Rows include questions about transfers of cash/assets, other transactions (sales, purchases, rental, reimbursement, loans), and sharing of facilities.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Contains one row with 'N/A' in column (c).

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Contains one row with 'N/A' in column (a).

Sign Here: Under penalties of perjury, I declare that I have examined this return... Signature: [Signature] Date: [Date] Title: President

May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [ ] No

Table with 7 columns: Paid/Preparer Use Only, Preparer's name, Preparer's signature, Date, Check self-employed, PTIN, Firm's name, Firm's EIN, Firm's address, Phone no.

**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
- ▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2020**

Name of the organization

**Health Strategies of New Hampshire, Inc.**

Employer identification number

**20-8632971**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

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

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

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

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

Name of organization <b>Health Strategies of New Hampshire, Inc.</b>	Employer identification number <b>20-8632971</b>
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>Endowment for Health</u> <u>One Pillsbury Street, Suite 301</u> <u>Concord, NH 03301</u>	\$ <u>417,094.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	<u>NH Charitable Foundation</u> <u>37 Pleasant Street</u> <u>Concord, NH 03301</u>	\$ <u>7,094.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	<u>State of NH Governor's Office for Emergency Relief and Recovery</u> <u>1 Eagle Square</u> <u>Concord, NH 03301</u>	\$ <u>601,961.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>Health Strategies of New Hampshire, Inc.</b>	Employer identification number <b>20-8632971</b>
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**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

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



Name of organization <b>Health Strategies of New Hampshire, Inc.</b>	Employer identification number <b>20-8632971</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this info. once.) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

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

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

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

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

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

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

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

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

## Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Ledyard Bank Operating Acct	1,248.	1,248.	1,248.
Total to Part I, line 3	1,248.	1,248.	1,248.

## Form 990-PF Accounting Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Services	2,170.	0.	0.	2,170.
To Form 990-PF, Pg 1, ln 16b	2,170.	0.	0.	2,170.

## Form 990-PF Other Professional Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Research Consultants	244,106.	0.	0.	244,106.
Grantwriting	15,450.	0.	0.	15,450.
Project Support	170,967.	0.	0.	170,967.
Technical Assistance	6,576.	0.	0.	6,576.
Facilitators	35,188.	0.	0.	35,188.
Training	16,879.	0.	0.	16,879.
Interpreter Services	140.	0.	0.	140.
Public Policy Consultant Advisor	7,000. 350.	0. 0.	0. 0.	7,000. 350.
To Form 990-PF, Pg 1, ln 16c	496,656.	0.	0.	496,656.

Form 990-PF	Taxes			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax	17.	0.	0.	0.
To Form 990-PF, Pg 1, ln 18	17.	0.	0.	0.

Form 990-PF	Other Expenses			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Supplies	199,415.	0.	0.	199,600.
Fees	204.	0.	0.	204.
Communications	66,992.	0.	0.	66,992.
Evaluation	12,278.	0.	0.	12,278.
Administrative Support	96,120.	0.	0.	96,120.
Community Outreach	36,467.	0.	0.	36,467.
Miscellaneous	1,917.	0.	0.	1,917.
To Form 990-PF, Pg 1, ln 23	413,393.	0.	0.	413,578.

Form 990-PF	Other Liabilities		Statement 6
Description	BOY Amount	EOY Amount	
Credit Card Payable	75.	75.	
Total to Form 990-PF, Part II, line 22	75.	75.	

Form 990-PF

Part VIII - List of Officers, Directors  
Trustees and Foundation Managers

Statement 7

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Mike Ostrowski One Pillsbury Street, Suite 301 Concord, NH 03301	Board Chair 0.50	0.	0.	0.
Betsy Paine One Pillsbury Street, Suite 301 Concord, NH 03301	Vice Chair 0.50	0.	0.	0.
Anthony Poore One Pillsbury Street, Suite 301 Concord, NH 03301	Secretary 0.50	0.	0.	0.
Steve Lawlor One Pillsbury Street, Suite 301 Concord, NH 03301	Treasurer 0.50	0.	0.	0.
Maria Padin One Pillsbury Street, Suite 301 Concord, NH 03301	Director 0.50	0.	0.	0.
Yvonne Goldsberry One Pillsbury Street, Suite 301 Concord, NH 03301	President 0.50	0.	0.	0.
Susan Fulton One Pillsbury Street, Suite 301 Concord, NH 03301	CFO 1.00	0.	0.	0.
Ned Helms One Pillsbury Street, Suite 301 Concord, NH 03301	Past Vice Chair 0.50	0.	0.	0.
Brian Presti One Pillsbury Street, Suite 301 Concord, NH 03301	Past Treasurer 0.50	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form 990-PF	Summary of Direct Charitable Activities	Statement 8
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Activity One

Supporting people in NH with Substance Use Disorder (SUD) and the organizations serving them during COVID-19 by conducting outreach to SUD patients regarding the current availability of services during the COVID-19 pandemic, developing or enhancing public health networks and related regional action plans to assist SUD patients, and expanding the availability of harm reduction services to SUD patients in New Hampshire.

	Expenses
To Form 990-PF, Part IX-A, line 1	601,950.

Form 990-PF	Summary of Direct Charitable Activities	Statement 9
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Activity Two

Advancing the health and equity for racial, ethnic and language minorities in New Hampshire by convening stakeholders for a community of practice and communication.

	Expenses
To Form 990-PF, Part IX-A, line 2	140,768.

Form 990-PF	Summary of Direct Charitable Activities	Statement 10
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Activity Three

Supporting health care providers serving medically underserved populations by focusing on workforce shortage issues related to policy and practice barriers to licensure for health care workers, as well as assessing best practices for increasing clinical placements.

	Expenses
To Form 990-PF, Part IX-A, line 3	45,614.

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Form 990-PF

Summary of Direct Charitable Activities

Statement 11

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Activity Four

Supporting early childhood by identifying early childhood racial inequities through a study and promoting fair and just opportunities for all children.

Expenses

To Form 990-PF, Part IX-A, line 4

142,168.



One Pillsbury Street

Concord, NH 03301

603-228-2448

October 6, 2021

Health Strategies of New Hampshire, Inc.  
One Pillsbury Street, Suite 301  
Concord, NH 03301

To Whom It May Concern:

I hereby certify that the attached Bylaws of the Organization are a complete and accurate copy of the original documents.

---

Yvonne Goldsberry, Ph.D.  
President

**BYLAWS  
OF  
HEALTH STRATEGIES OF NEW HAMPSHIRE, INC.**

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**ARTICLE I  
ARTICLES OF AGREEMENT**

The name and purposes of this corporation (the "Foundation") shall be as set forth in the Foundation's Articles of Agreement. These Bylaws, the powers of the Foundation and of its Board of Directors (the "Board"), Directors, Officers and Member and all matters concerning the conduct and regulation of the affairs of the Foundation shall be subject to the Foundation's Articles of Agreement and applicable laws as are in effect and as the same may be amended from time to time.

**ARTICLE II  
ORIGINS; MISSION**

**Section 2.1   Origins**

This Foundation was established by the Endowment for Health, Inc., a non-profit voluntary corporation formed under the laws of New Hampshire and exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code). This Foundation was established as a private operating foundation to assist the Endowment for Health, its sole Member, in its mission to improve the health and reduce the burden of illness of the people of the State of New Hampshire.

**Section 2.2   Mission**

The assets of the Foundation shall be devoted to improving the health and reducing the burden of illness of the people of the State of New Hampshire by conducting projects, programs, research, data collection and data analysis to address issues and public policies that promote the health of New Hampshire residents and their health care system. The Foundation shall fulfill its purpose by actively conducting its own charitable, educational or other exempt programs and activities benefiting the health of the people of the State of New Hampshire. The Foundation shall be authorized to undertake activities that are in furtherance of the foregoing purposes, except as may be restricted or prohibited in the Articles of Agreement or by applicable law.



## ARTICLE III

### BOARD OF DIRECTORS

#### **Section 3.1 Powers; Responsibilities; Accountability**

**3.1.1** The business and affairs of the Foundation shall be managed by the Board who shall have and may exercise all the powers to which the Foundation may be entitled pursuant to applicable law, the Articles of Agreement and the Bylaws of the Foundation.

**3.1.2** The Board shall have ultimate responsibility for the affairs of the Foundation. The Board's role is one of strategic leadership in defining and implementing the vision, mission and core values of the Foundation. It shall adopt policies to ensure the effective stewardship and management of the Foundation's human and financial resources and shall also oversee management's adherence to these policies.

**3.1.3** Annually the Board shall appoint a firm of independent certified public accountants to examine and audit the Foundation's accounts. Reports of annual audits shall be submitted by the Foundation to the Attorney General's Office, Charitable Trust Unit, to the Board of the Endowment for Health, Inc., and to other governmental entities as are required by law.

**3.1.4** The Board shall be fully accountable to the Foundation, to the Board of the Endowment for Health, Inc. and the community at large for its stewardship of the Foundation and for the accomplishment of the Foundation's charitable mission and purposes.

#### **Section 3.2 Number of Directors; Elected Directors**

**3.2.1** The Board shall consist of no fewer than five (5) and no more than seven (7) persons, with the exact number of authorized Directors to be fixed from time to time by resolution of the Board at any annual, regular or special meeting of the Board; provided, however that the number of authorized Directors (subject to the above limitations) shall not be changed prior to the first annual meeting of the Board and thereafter may be changed only if the notice for such meeting expressly states that one of the purposes of the meeting is to change the number of authorized Directors; and provided further that the approval of seventy percent (70%) of the entire Board and seventy percent (70%) of the entire board of directors of its sole Member, the Endowment for Health, Inc., shall be required in order to change the number of authorized Directors.

**3.2.2** The membership of the Board shall be elected in accordance with the procedures established in Section 3.4 hereof.

#### **Section 3.3 Term of Service**

**3.3.1** Directors shall be elected for terms of three (3) years, such terms to be staggered such that one-third of the total number of Directors (or such number as approximates one-third

insofar as practicable) shall be elected or appointed each year. Directors shall hold office until their qualified successors have been duly elected.

**3.3.2** In the interests of Board diversity, no Director shall serve for more than two (2) consecutive terms of three (3) years, excluding for these purposes any term served as an Initial Director. Any Director serving for such period shall stand down for a period of at least one (1) year before being eligible to stand for re-election or re-appointment to the Board. Notwithstanding the foregoing, any person elected Chair or Vice-Chair may serve on the Board for an additional three-year term if necessary, to complete his or her term as Chair or Vice-Chair. A Director whose term as Vice-Chair expires at the end of his or her second three-year term may, at the end of that term, be elected to a third three-year term if he or she is at the same time elected Chair of the Board.

**3.3.3** The term of any Director elected or appointed to fill a vacancy prior to the expiration of a term due to death, resignation or other cause shall be for the remainder of the term of the Director whose death, resignation, or other cause created the vacancy (hereinafter referred to as an "Interim Term"). If a Director is appointed under this Subsection to serve an Interim Term of two years or less, then such Director is eligible to serve two additional, consecutive terms of three years, as provided in Subsection 3.3.2 above.

#### **Section 3.4 Successor and Additional Directors**

**3.4.1** Successor Directors and additional Directors shall be nominated and elected in accordance with the procedures set forth in this Section 3.4. The board of the Endowment for Health, Inc. shall elect a majority of the successor and additional Directors from among the directors currently serving on the board of the Endowment for Health, Inc.

#### **Section 3.5 Compensation for Services**

Except as provided in Article VIII, Directors shall be precluded from rendering services for compensation to the Foundation in any capacity. However, Directors may be reimbursed for reasonable expenses associated with carrying out their duties as members of the Board in accordance with such policies as may be established by the Board from time to time.

#### **Section 3.6 Removal**

A Director may be removed with cause by a vote of a majority of the Directors present and voting at any annual, regular or special meeting (whether present in person or duly represented), provided that the notice for such a meeting of the Directors expressly states that one of the purposes of the meeting is removal of a Director and that a quorum of the Board, excluding the subject director, is present at said meeting.

**Section 3.7 Resignation**

A Director may resign at any time by delivering written notice of resignation to the Chair of the Board, to a meeting of the Board, or to the Secretary. Such resignation shall be effective upon receipt of such written notice (unless specified to be effective at a later date) and acceptance thereof shall not be necessary to make it effective unless such notice so states.

**Section 3.8 Regular, Annual and Special Meetings**

**3.8.1** Regular meetings of the Board may be held at such times as the Board may determine.

**3.8.2** Special meetings of the Board may be held at any time when called by the Chair of the Board or by at least one third (1/3) of the Board.

**3.8.3** An annual meeting of the Board shall be held on a date determined by the Board at such place and time as may be determined by the Chair of the Board or by the Board.

**Section 3.9 Notice of Meeting**

**3.9.1** All meetings of the Board shall be held at the principal office of the Endowment for Health, Inc. or at such other locations in the State of New Hampshire as shall be specified in the notice of the meeting. Reasonable notice of the time and place of all meetings shall be given by the Chair of the Board or the Secretary. Notice of a regular meeting need not specify the purpose of the meeting, unless otherwise required by law, the Articles of Agreement of the Foundation, or these Bylaws. However, the purposes for which a special meeting is being called shall be set forth in the notice of that special meeting.

**3.9.2** Except as otherwise expressly provided herein or required by law, it shall be reasonable and sufficient if written notice to a Director is sent by (a) first class U.S. mail at least five (5) days prior to the meeting, (b) overnight private courier at least forty-eight (48) hours prior to the meeting, (c) facsimile transmission at least forty-eight (48) hours before the meeting, addressed to such Director at his or her usual or last known business or residence address; or, with approval of the Director, via electronic mail at least forty-eight (48) hours before the meeting, directed to the Director's current electronic mail address.

**3.9.3** Whenever notice of a meeting is required, such notice need not be given to any Director if a written waiver of notice, executed by him or her (or his or her attorney thereunto authorized) before or after the meeting, is filed with the records of the meeting, or to any Director who attends the meeting without protesting the lack of notice prior to the meeting itself or at its commencement.

### **Section 3.10 Quorum**

At any meeting of the Board, a majority of the Directors then in office shall constitute a quorum. Any meeting may be adjourned to a later date or dates by a majority of the votes cast upon the question, whether or not a quorum is present.

### **Section 3.11 Action by Vote**

Each Director shall have one (1) vote. When a quorum is present at any meeting, a majority of the votes properly cast by Directors shall decide any questions, unless otherwise provided by law, the Articles of Agreement or these Bylaws. Votes taken during a meeting shall be by recorded roll call vote upon the determination of the Chair or upon the request of any Director.

### **Section 3.12 Action by Unanimous Consent**

Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if all members of the Board consent to the action in writing and each of the written consents are filed with the records of the meetings of the Board. Such consents shall be treated for all purposes as a vote at a meeting.

### **Section 3.13 Presence through Electronic Means**

Directors may participate in a meeting of the Board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear one another at the same time and participation by such means shall constitute presence in person at a meeting.

### **Section 3.14 Proxies**

Directors may vote either in person or by written proxy, which proxies shall be filed before being voted with the Secretary or other person responsible for recording the proceedings of the meeting. Unless otherwise specifically limited by their terms, such proxies shall entitle the holders thereof to vote at any meeting adjourned to a later date; but the proxy shall terminate after the final adjournment of such meeting.

### **Section 3.15 Standard of Care**

**3.15.1** A Director shall perform the duties of a Director, including as a member of any Board committee on which the Director may serve, in good faith, in a manner such Director believes to be in the best interest of the Foundation and with such care, including reasonable inquiry, as an ordinary prudent person in a like situation would use under similar circumstances.

**3.15.2** The Board shall avoid speculation in connection with the investment, reinvestment, purchase, acquisition, exchange, sale and management of the Foundation's investments, looking

instead to the permanent disposition of the funds, considering the probable income as well as the probable safety of the Foundation's capital. No investment violates this section where it conforms to provisions authorizing such investment contained in an instrument or agreement pursuant to which the assets were contributed to the Foundation.

**Section 3.16 Inspection**

Every Director shall have the right to inspect and copy all financial records, governing documents, Board and Committee meeting minutes, and the right to inspect the physical property of the Foundation during business hours.

**Section 3.17 Conflict of Interest**

Every Director will uphold the Foundation's Pecuniary Benefit Transactions Policy, Section 9.2, and the Conflict of Interest Policy, attached hereto as Appendix A, as each policy may be amended from time to time.

**ARTICLE IV**

**MEMBER OF THE FOUNDATION**

**Section 4.1 Members**

The Foundation's sole Member shall be the Endowment for Health, Inc. and the Endowment for Health, Inc. shall act by and through its board of directors.

**ARTICLE V**

**QUALIFICATIONS OF MEMBERS OF THE BOARD**

**Section 5.1 Qualifications**

To ensure the membership of the Board is broadly representative of and reflects the depth and diversity of the statewide community it serves, the following principles, qualities and skills shall be taken into consideration in connection with the nomination, election and appointment of candidates for Board membership.

**5.1.1** The Board as a whole should be seen by the community it serves, the government, and the broader community as capable, experienced and well able to lead the Foundation.

**5.1.2** The membership of the Board should be comprised of Directors with diverse skills and backgrounds to encompass the expertise and perspectives needed by the Board to meet its responsibilities and mission.

**5.1.3** The Board shall at all times be composed of a majority of individuals who are members of the “general public.” For purposes of this Section 5.1.3, an individual is a member of the “general public” unless such individual (1) is an employee, officer or director of an organization that primarily sells health care services or (2) is engaged in the practice of a health care profession.

**5.1.4** The Board shall at all times have at least five members who are not of the same immediate family or related by blood or marriage.

**5.1.5** Each Board member shall be required to execute the Foundation’s conflict of interest policy on an annual basis. A copy of the policy is attached in Appendix A.

## **ARTICLE VI**

### **BOARD COMMITTEES**

#### **Section 6.1 Committees of the Board**

The Board may, by resolution adopted by a majority of the Directors then in office, create any committee (standing, special, or ad hoc), appoint persons to serve as members thereof, and change the composition of the committees. Unless otherwise provided by these Bylaws or restricted by law, each committee shall have a majority of members who are Directors; and a majority of any committee shall constitute a quorum. Unless the Board otherwise designates, committees shall conduct their affairs in the same manner as is provided in these Bylaws for the Board.

#### **Section 6.2 Appointment of Chairs and Members of Committees**

The Chair of the Board will appoint members and Chairs of Committees, subject to amendment by the Board. A Chair of a Committee must also be a Director of the Foundation.

#### **Section 6.3 Community Member Participation on Board Committees**

The Chair of each Committee of the Board may, from time to time, recommend to the Chair of the Board that members of the Endowment for Health, Inc. Board, Advisory Council or others who are not Board Members be appointed to serve as Members of that Committee, for a term to expire at the end of Board’s election year, so long as the Board members of each Committee shall always constitute a majority of that Committee. The Chair of the Board shall either approve or disapprove the recommendation, subject to amendment by the Board. Upon approval by the Chair, the persons nominated shall become members of the Committee and shall fully participate in all Committee deliberations but shall not preside over any Committee meetings.

**Section 6.4 Executive Committee**

The Board may also appoint an Executive Committee. In its discretion, and only by prior written authorization, the Board may grant to the Executive Committee the powers and authority of the Board itself during periods between Board meetings; provided, however, that the Executive Committee may exercise only the powers and authority specifically granted in such written authorization, subject to any and all conditions, limitations or restrictions provided therein; and provided further that in no event shall the Executive Committee be granted powers or authority in contravention of any of the provisions these Bylaws, including without limitation, Section 6.1 hereof or any of the provisions of the Foundation's Articles of Agreement or applicable law.

**Section 6.5 Powers and Authority of Committees of the Board**

Board committees may be given all the authority of the Board, except for the powers to:

- (a) Elect directors or remove Directors without cause;
- (b) Fill vacancies on the Board or on any Board committee;
- (c) Amend or appeal these Bylaws or adopt new Bylaws;
- (d) Adopt amendments to the Articles of Agreement of the Foundation;
- (e) Create any other Board committees or appoint the members of any Board committee; or
- (f) Approve any merger, reorganization, voluntary dissolution, or disposition of substantially all of the assets of the Foundation.

**ARTICLE VII**

**OFFICERS AND AGENTS**

**Section 7.1 Officers of the Board**

The Officers of the Board shall be a Chair, a Vice-Chair, a Treasurer and a Secretary and such other Officers, if any, as the Board may determine. The Board may also have such agents, if any, as the Board may appoint. Except as otherwise provided in this Section 6.1, a person may hold more than one office at the same time.

The Chair, Vice-Chair, the Treasurer, the Secretary, and such other specified Officers of the Board shall be elected by the Board for a term of two years. No Officer other than the Treasurer shall serve consecutive terms, except that if an Officer other is elected to serve an unexpired term of his or her predecessor in office, he or she may serve up to three consecutive terms. If the Treasurer is elected to serve an unexpired term of his or her predecessor in office, he or she may serve up to three consecutive full terms following completion of the unexpired term. Each such Officer shall hold office until his or her successor is elected and qualified, or

until he or she resigns, dies, or is removed from office. Each agent shall retain his or her authority at the pleasure of the Board. If the office of any Officer becomes vacant, the Board may elect a successor to serve the unexpired term.

### **Section 7.2 Chair of the Board**

The Chair of the Board shall be elected by the Board and shall preside at all meetings of the Board of Directors, except as the Board shall otherwise determine and shall have such other powers and duties as may be determined by the Board. The Chair shall not also be the Treasurer, nor shall the Chair serve as President of the Foundation. The election of the Chair shall require the approval of a majority of the entire Board.

### **Section 7.3 Vice-Chair**

The Vice-Chair shall have such duties and powers as designated by the Board or the Chair. In the event of the absence of the Chair of the Board, the Vice-Chair shall preside at all meetings of the Board.

### **Section 7.4 Treasurer**

The Treasurer shall oversee the Foundation's financial affairs. The Treasurer shall make reports to the Board as the Board shall request, one of which shall be an annual report that shall include an accounting of the funds of the Foundation. The Treasurer shall have such other duties and powers as designated by the Board or the Chair.

### **Section 7.5 Secretary**

The Secretary shall ensure that records of all proceedings of the Board and governance documents are maintained and shall be available at all reasonable times for the inspection of any Director.

### **Section 7.6 President and Agents of the Foundation**

The Directors shall elect a President and such other agents as they may deem appropriate, if any.

**7.6.1** The President shall serve as the chief executive officer/executive director of the Foundation and have general supervision of the business and affairs of the Foundation and shall see that all orders and resolutions of the Board are carried into effect. The President shall also perform such other duties and may exercise such other powers as from time to time may be assigned to him or her by these Bylaws or by the Board.

**7.6.2** The election of any President shall require the approval of a majority of the entire Board.



**Section 7.7 Removal**

An Officer, the President or any agent may be removed from such capacity with or without cause by a vote of a majority of the entire Board at any meeting at which a quorum is present.

**Section 7.8 Resignation**

An Officer may resign by delivering a written resignation to the Chair of the Board or to the President. Such resignation shall be effective upon receipt (unless specified to be effective at some later date), and acceptance thereof shall not be necessary to make it effective unless it so states.

**ARTICLE VIII**  
**GENERAL PROVISIONS**

**Section 8.1 Principal Office**

The principal office of the Foundation shall be One Pillsbury Street, Suite 301, Concord, New Hampshire 03301.

**Section 8.2 Fiscal Year**

The fiscal year of the Foundation shall end on June 30 of each year, unless the Board determines otherwise.

**Section 8.3 Execution of Papers**

Except as the Board may generally or in particular cases authorize the execution thereof in some other manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted, or endorsed by the Foundation shall be signed by the Chair, the President, Vice Chair, Secretary or Treasurer.

**Section 8.4 Governing Law**

In all matters not specified in these Bylaws, or in the event these Bylaws shall not comply with applicable law, the laws of the State of New Hampshire as then in effect shall apply.

**Section 8.5 Limitations**

**8.5.1** The Foundation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status as a corporation which is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code, or any successor provision. The Foundation shall comply with all

requirements applicable to private operating foundations in Chapter 42, Subchapter A of the Internal Revenue Code, or any successor provisions.

**8.5.2** The Foundation is not organized for pecuniary profit and shall not have any capital stock. No part of the Foundation's net earnings or of its principal shall inure to the benefit of any Director, Officer, or agent of the Foundation, or any other individual, partnership or corporation; provided that reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of earnings or principal.

**8.5.3** On liquidation or dissolution of the Foundation, after provision is made for payment of debts, all property of the Foundation, from whatever source arising, shall be distributed to one or more organizations as are then exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code, or any successor provision, whose purpose and mission fulfill as nearly as possible the mission of the Foundation described in the Articles of Agreement and these Bylaws, as the Board shall determine; provided that no such distribution shall be made in a manner inconsistent with the laws of the State of New Hampshire. Any property not so disposed shall be disposed of by the appropriate court of the jurisdiction in which the principal office of the Foundation is located, exclusively to such organization or organizations. Notwithstanding anything to the contrary in this Section 8.5.3, on liquidation or dissolution of the Foundation, its property shall be distributed solely to tax-exempt organizations whose exclusive beneficiaries are the people of the State of New Hampshire.

**8.5.4** No substantial part of the activities of the Foundation shall be the dissemination of propaganda, lobbying or otherwise attempting to influence legislation, and the Foundation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

## **Section 8.6 Nondiscrimination Policy**

The policy of the Foundation prohibits discrimination on the basis of age, sex, religion, race, color, creed, sexual orientation, gender identity, genetic information, political affiliation, physical or mental disability, national or ethnic origin, or marital or parental status

## **ARTICLE IX Indemnification of Officers and Directors**

### **Section 9.1 Indemnification of Officers and Directors**

**9.1.1** The Foundation may indemnify any person who was or is a party to any pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a Director or Officer of the Foundation, against expense (including attorney fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such action, suit or proceeding, but only if

he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Foundation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. Subject to the foregoing and to the provisions of 7.6.3 hereof, the Foundation may indemnify any such person in such circumstances to the fullest extent permitted by law. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction or upon a plea of *nolo contendere* or its equivalent shall not of itself create a presumption that the person (a) did not act in good faith and in a manner which he or she reasonably believed to be in the best interests of the Foundation and/or, (b) with respect to any criminal action or proceeding, had reasonable cause to believe his or her conduct was lawful.

**9.1.2** Notwithstanding anything in this Section 8.1 to the contrary, the Foundation shall not indemnify any Director or Officer in connection with a proceeding by or in the right of the Foundation; or in connection with any other proceeding charging improper personal benefit to him or her, whether or not involving action in his or her official capacity, in which he or she was adjudged liable on the basis that personal benefit was improperly received by him or her.

**9.1.3** To the extent that a Director or Officer of the Foundation has been wholly successful on the merits in defense of any action, suit, or proceeding referred to in this Section 7.6, he or she shall be indemnified against expenses (including attorney fees) actually and reasonably incurred by him or her in connection therewith to the fullest extent permitted by law.

**9.1.4** Expenses (including attorney fees) incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Foundation in advance of the final disposition of such action, suit, or proceeding as authorized in this Section 8.1 if:

- (a) The Director or Officer furnishes to the Foundation a written affirmation of his or her good faith belief that he or she has met the standard of conduct required herein;
- (b) The Director or Officer furnishes to the Foundation a written undertaking, executed personally or on his or her behalf, to repay the advance if it is ultimately determined that he or she did not meet the standard of conduct required herein; and
- (c) A determination in accordance with the terms of RSA 293-A:8.50-58 is made that the facts then known to those making the determination would not preclude indemnification.

The undertakings required by this Section 9.1.4 must be an unlimited general obligation of the director or officer, but need not be secured, and may be accepted without reference to financial ability to pay.

**9.1.5** The indemnification provided by this Section 9.1 shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, or vote

of disinterested Directors, or otherwise, and any procedure provided for by any of the foregoing, both as to action in his or her official capacity and as to action in another capacity (held at the express request of the Foundation) while holding such office, and shall continue as to a person who has ceased to be a Director or Officer and shall inure to the benefit of heirs, executors, and administrators of such a person.

## **Section 9.2 Insurance**

The Foundation may purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Foundation against liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Foundation would have the power to indemnify him or her against such liability under provisions of Section 8.1.

## **ARTICLE X**

### **CONFLICT OF INTEREST; PECUNIARY BENEFITS POLICY**

#### **Section 10.1 Policy Governing Conflict of Interest and Pecuniary Benefits Transactions**

The Foundation shall adopt, implement, enforce and regularly review policies and procedures governing conflicts of interest and pecuniary benefits transactions. The policies and procedures shall, at a minimum, meet the requirements of New Hampshire law as then in effect and comply with guidelines established by the Charitable Trust Unit of the Office of the New Hampshire Attorney General. The Foundation's Conflict of Interest Policy in effect as of the date of these Bylaws is attached as Appendix A.

Each Director and Officer shall have an affirmative duty to disclose to the Foundation each transaction with the Foundation that would be a pecuniary benefit transaction (as defined in Section 9.2 hereof) as to that Director or Officer. The Foundation shall enter into pecuniary benefit transactions only in accordance with Section 9.2 and in all cases subject to compliance with the applicable provisions of RSA 7:19-a, as they may exist from time to time.

#### **Section 10.2 Pecuniary Benefit Transactions Policy**

##### **10.2.1 Definitions.** In this Section 10.2:

- (a) "Financial interest" means an interest in a transaction exceeding \$500 in value for any Director, Officer or Council Member on an annual aggregate basis. An "indirect" financial interest arises where the transaction involves a person or entity of which a director or officer or a member of the immediate family of a Director or Officer is a proprietor, partner, employee, or officer.

- (b) “Pecuniary benefit transaction” means a transaction with the Foundation in which a Director or Officer of the Foundation has a financial interest, direct or indirect. However, the following shall not be considered as pecuniary benefit transactions:
- (i) Reasonable compensation for services of employees of the Foundation, and expenses incurred in connection with official duties of a Director or Officer;
  - (ii) A benefit provided to a Director, Officer or member of the immediate family thereof if:
    - (1) The benefits are provided or paid as part of programs, benefits, or payments to members of the general public; and
    - (2) The Foundation has adopted written eligibility criteria for such benefit in accordance with its Bylaws or applicable laws; and
    - (3) The Director, Officer or family member meets all of the eligibility criteria for receiving such benefit;
  - (iii) A continuing transaction entered into by the Foundation, merely because a person with a financial interest therein subsequently becomes a Director or Officer of the Foundation.

**10.2.2 Service on Board.** Directors and Officers of the Foundation shall serve on the Board only for the charitable purposes of the Foundation. If such Directors or Officers are serving for any other expressed or intended reasons, they shall not serve on the Board.

**10.2.3 Pecuniary Benefit Transactions.** A pecuniary benefit transaction shall be prohibited unless it is in the best interest of the Foundation and unless all of the following conditions are met:

- (a) The transaction is for goods or services purchased or benefits provided in the ordinary course of the business of the Foundation, for the actual or reasonable value of the goods or services or for a discounted value, and the transaction is fair to the Foundation;
- (b) The transaction receives affirmative votes from at least a two-thirds majority of all the disinterested members of Board, which majority shall also equal or exceed any quorum requirements specified in the Bylaws of the Foundation:
  - (i) After full and fair disclosure of the material facts of the transaction to the Board and after notice and full discussion of the transaction by the Board;

- (ii) Without participation, voting, or presence of any Director or Officer with a financial interest in the transaction or who has had a pecuniary benefit transaction with the Foundation in the same fiscal year, except as the board may require to answer questions regarding the transaction; and
  - (iii) A record of the action on the matter is made and recorded in the minutes of the Board;
- (c) The Foundation maintains a list disclosing each and every pecuniary benefit transaction, including the names of those to whom the benefit accrued and the amount of the benefit, and keeps such list available for inspection by members of the Board. The list shall also be reported to the Director of Charitable Trusts each year in accordance with the Bylaws and applicable law;
- (d) If the transaction, or the aggregate of transactions with the same Director, Officer or Council Member within one fiscal year, is in the amount of \$5,000 or more, the Foundation publishes notice thereof in a newspaper of general circulation in the community in which the Foundation's principal New Hampshire office is located, (or if throughout the state), and gives written notice to the Director of Charitable Trusts, before consummating the transaction. At a minimum, such notice shall state that it is given in compliance with this section and shall include the name of the Foundation, the name of any Director or Officer receiving pecuniary benefit from the transaction, the nature of the transaction, and the specific dollar amount of the transaction.

**10.2.4 Reporting of Transactions.** Every Director, Officer or Council Member or member of the immediate family of such Director, Officer or Council Member, who engages in a pecuniary benefit transaction with the Foundation shall provide copies of all contracts, payment records, vouchers, other financial records or other financial documents at the request of the Director of Charitable Trusts in accordance with N.H. RSA 7:24. All documents so provided may be disclosed to the public for inspection and copying, subject to applicable confidentiality laws.

**10.2.5 Loans.** The Foundation shall not lend money or property to a Director or Officer. Any Director or Officer who assents to or participates in the making of any such loan shall be jointly and severally liable to the Foundation for the amount of such loan until it is repaid.

**10.2.6 Real Estate.** The Foundation shall not sell, lease for a term of greater than five years, purchase, or convey any real estate or interest in real estate to or from a Director or Officer without the prior approval of the probate court after a finding that the sale, lease or conveyance is fair to the Foundation. However, this paragraph shall not apply to a bona fide gift of an interest in real estate to the Foundation by a Director or Officer.

**10.2.7 Voidable Transactions.** A pecuniary benefit transaction undertaken in violation of this Section 10.2 is voidable. The Director of Charitable Trusts may investigate complaints

regarding pecuniary benefit transactions and if, after an investigation pursuant to RSA 7:24, the Director of Charitable Trusts determines that a pecuniary benefit transaction is in violation of this Section 9.2, the Director of Charitable Trusts may institute appropriate proceedings under RSA 7:28-f to enforce these provisions.

**10.2.8 Declaratory Judgment.** Any member of the Board shall have standing to petition, pursuant to RSA 491:22, for a declaratory judgment that one or more pecuniary benefit transactions of the Foundation are void.

**10.2.9 Other Transactions.** The provisions of this Section 10.2 shall not apply to transactions between the Foundation and its incorporators, members, or other contributors who are not also Directors or Officers of the Foundation, provided that such transactions are fair to the Foundation.

## ARTICLE XI

### ANNUAL REPORTING

#### **Section 11.1 Projects Reports**

No less often than annually, the Board shall provide a report to the board of the Endowment for Health, Inc. which sets forth a list of programs and projects undertaken by the Foundation, describes the activities of the Foundation during the period, includes a summary of activities and assessment of impact in terms of the purposes of the Foundation, and describes the efforts that the Foundation has made to address issues and public policies that promote the health of New Hampshire residents and their health care system.

## ARTICLE XII

### AMENDMENTS TO THE BYLAWS

Unless otherwise provided, these Bylaws may be amended or repealed, and new Bylaws may be adopted in whole or in part, by the affirmative vote of a majority of the Directors of the Foundation then in office; provided, however, that thirty (30) days' notice of the time and place of the meeting is given by the Chair of the Board or Secretary and the Bylaws of the Foundation may not be amended in a manner inconsistent with the Foundation's Articles of Agreement, applicable New Hampshire law or the requirements for maintaining the Foundation's qualification as a tax-exempt organization for federal income tax purposes,. Anything to the contrary herein, any amendment to a provision of these Bylaws which contemplates or requires the approval of the Director of Charitable Trusts and/or the Probate Court shall require the approval of the Director of Charitable Trusts and/or the Probate Court as the case may be.

Original 3/14/2007  
Amended 11/9/2009  
Amended 5/26/2015

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*Amended as of May 4, 2021*

Amended 6/21/2016  
Amended 5/4/21