

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009	
A	This return/report is for: ☐ a multiemployer plan; ☒ a single-employer plan; ☐ a multiple-employer plan; or ☐ a DFE (specify) ____
B	This return/report is: ☐ the first return/report; ☒ an amended return/report; ☐ the final return/report; ☐ a short plan year return/report (less than 12 months).
C	If the plan is a collectively-bargained plan, check here. ▶ ☒
D	Check box if filing under: ☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information
1a	Name of plan FORUM HEALTH PENSION PLAN
1b	Three-digit plan number (PN) ▶ 003
1c	Effective date of plan 01/01/1968
2a	Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) FORUM HEALTH 500 GYPSY LANE YOUNGSTOWN, OH 44501
2b	Employer Identification Number (EIN) 31-1560189
2c	Sponsor's telephone number 330-884-4312
2d	Business code (see instructions) 622000

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2010	JENNIFER HARRINGTON
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2010	JENNIFER HARRINGTON
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")

FORUM HEALTH

500 GYPSY LANE
YOUNGSTOWN, OH 44501**3b** Administrator's EIN

31-1560189

3c Administrator's telephone number

330-884-4912

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:**a** Sponsor's name**4b** EIN**4c** PN**5** Total number of participants at the beginning of the plan year**5**

6903

6 Number of participants as of the end of the plan year (welfare plans complete only lines **6a**, **6b**, **6c**, and **6d**).**a** Active participants.....**6a**

2904

b Retired or separated participants receiving benefits.....**6b**

1796

c Other retired or separated participants entitled to future benefits.....**6c**

2004

d Subtotal. Add lines **6a**, **6b**, and **6c**.....**6d**

6704

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....**6e**

100

f Total. Add lines **6d** and **6e**.....**6f**

6804

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....**6g****h** Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....**6h**

72

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)**7****8a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

1A 1G 1I

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:**9a** Plan funding arrangement (check all that apply)(1) ☐

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

9b Plan benefit arrangement (check all that apply)(1) ☐

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)**a Pension Schedules**(1) ☒**R** (Retirement Plan Information)(2) ☐**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary(3) ☒**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary**b General Schedules**(1) ☒**H** (Financial Information)(2) ☐**I** (Financial Information - Small Plan)(3) ☐**A** (Insurance Information)(4) ☒**C** (Service Provider Information)(5) ☒**D** (DFE/Participating Plan Information)(6) ☐**G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>FORUM HEALTH PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>FORUM HEALTH</u>	D Employer Identification Number (EIN) <u>31-1560189</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2009</u>	
2 Assets:	
a Market value	2a <u>205419808</u>
b Actuarial value	2b <u>205419808</u>
3 Funding target/participant count breakdown	
	(1) Number of participants (2) Funding Target
a For retired participants and beneficiaries receiving payment	3a <u>1798</u> <u>107416518</u>
b For terminated vested participants	3b <u>1908</u> <u>52719007</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>8432566</u>
(2) Vested benefits	3c(2) <u>137020026</u>
(3) Total active	3c(3) <u>3197</u> <u>145452592</u>
d Total	3d <u>6903</u> <u>305588117</u>
4 If the plan is at-risk, check the box and complete items (a) and (b)	☐
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>6.86</u> %
6 Target normal cost	6 <u>1233679</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	
Signature of actuary <u>MICHAEL C KIRCHNER</u>	Date <u>08-05383</u>
Type or print name of actuary <u>TOWERS WATSON DELAWARE INC</u>	Most recent enrollment number <u>216-937-4000</u>
Firm name <u>1001 LAKESIDE AVENUE SUITE 1900</u> <u>CLEVELAND, OH 44114-1172</u>	Telephone number (including area code)
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	7841575	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	7289992	0
9	Amount remaining (Item 7 minus item 8).....	551583	0
10	Interest on item 9 using prior year's actual return of <u>-26.69</u> %	-147201	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>6.34</u> %		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	404382	0

Part III Funding percentages			
14	Funding target attainment percentage.....	14	67.08 %
15	Adjusted funding target attainment percentage.....	15	67.08 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	92.68 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	67.22 %

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ►			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a
b Contributions made to avoid restrictions adjusted to valuation date	19b
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c 0
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☐ Yes ☒ No
c If 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of Quarter of this plan year	
(1) 1st	(2) 2nd
0	0
(3) 3rd	(4) 4th
0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %	☒ N/A, full yield curve used
b Applicable month (enter code)				21b 1
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30 0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	1233679
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	100572691	17984580
b Waiver amortization installment		
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	19218259
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	404382	404382
36 Additional cash requirement (item 34 minus item 35).....	36	18813877
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	0
38 Interest-adjusted excess contributions for current year (see instructions).....	38	0
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	18813877
40 Unpaid minimum required contribution for all years	40	18813877

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan FORUM HEALTH PENSION PLAN	B Three-digit plan number (PN) ▶ 003
C Plan sponsor's name as shown on line 2a of Form 5500 FORUM HEALTH	D Employer Identification Number (EIN) 31-1560189

Part I

Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLINGTON TRUST CO

04-2755549

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
51	NONE	241384	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

BLACKROCK INST TRUST CO

94-3112180

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 24 28 34 50 51	NONE	172306	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

PACIFIC INVESTMENT MANAGEMENT

33-0629048

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50	NONE	134185	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

INTEGRITY

86-1063006

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50	NONE	101864	Yes ☒ No ☐	Yes ☐ No ☒	940	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

NEXT CENTURY GROWTH

41-1923871

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51 68	NONE	95730	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

MELLON GSS

04-1107180

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 24 28 50 51	NONE	92357	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

TOWERS WATSON

53-0181291

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	NONE	50043	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MELLON GGS

04-1107180

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19 21 25 50 51 60 62	NONE	40412	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection.
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>FORUM HEALTH PENSION PLAN</u>	B Three-digit plan number (PN) ► <u>003</u>	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>FORUM HEALTH</u>	D Employer Identification Number (EIN) <u>31-1560189</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>EB TEMPORARY INVESTMENT</u>		
b Name of sponsor of entity listed in (a): <u>THE BANK OF NEW YORK MELLON</u>		
c EIN-PN <u>25-6078093-023</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>5333092</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>EB TEMPORARY INVESTMENT</u>		
b Name of sponsor of entity listed in (a): <u>THE BANK OF NEW YORK MELLON</u>		
c EIN-PN <u>25-6078093-023</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>359155</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>ALPHA TILTS FUND</u>		
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST CO</u>		
c EIN-PN <u>94-6581660-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>86591579</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CTF INTL RESEARCH EQUITY</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY</u>		
c EIN-PN <u>04-2767481-036</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>43251749</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan FORUM HEALTH PENSION PLAN	B Three-digit plan number (PN) ►	003
C Plan sponsor's name as shown on line 2a of Form 5500 FORUM HEALTH	D Employer Identification Number (EIN) 31-1560189	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	16532950	2230039
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1321822	1122410
(2) U.S. Government securities.....	1c(2)	35541313	31034127
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	36355828	25724010
(B) All other.....	1c(3)(B)	10319353	12580627
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	419774	
(B) Common	1c(4)(B)	23609882	31767225
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)	100061781	135535575
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	-871222	4333871

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	223291481	244327884

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	17871673	10763933
k Total liabilities (add all amounts in lines 1g through 1j)	1k	17871673	10763933

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	205419808	233563951
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	11914	
(B) U.S. Government securities	2b(1)(B)	326646	
(C) Corporate debt instruments	2b(1)(C)	2173814	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	67293	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		2579667
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	265488	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		265488
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	234736653	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	235087497	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-350844

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	9046724	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		9046724
(6) Net investment gain (loss) from common/collective trusts	2b(6)		30891650
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		42432685

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	12537282	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		12537282
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	50043	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	878236	
(4) Other	2i(4)	822981	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		1751260
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		14288542

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		28144143
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST & YOUNG

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		2000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☒ Yes ☐ No Amount: 0

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning <u>01/01/2009</u> and ending <u>12/31/2009</u>		
A Name of plan <u>FORUM HEALTH PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>	
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FORUM HEALTH</u>	D Employer Identification Number (EIN) <u>31-1560189</u>	

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....

1	
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2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):
EIN(s): 25-0659306

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....

3	<u>26</u>
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Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☒ No ☐ N/A
If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year

6a	
6b	
6c	

b Enter the amount contributed by the employer to the plan for this plan year

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☒ Yes ☐ No ☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box..... ☐ Increase ☒ Decrease ☐ Both ☐ No

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No

11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: 11% Investment-Grade Debt: 17% High-Yield Debt: _____% Real Estate: _____% Other: 72%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☒ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☐ Effective duration ☐ Macaulay duration ☒ Modified duration ☐ Other (specify): _____

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULES
(MODIFIED CASH BASIS)**

**Forum Health Pension Plan
Years Ended December 31, 2009 and 2008
With Report of Independent Auditors**

Ernst & Young LLP

 **ERNST & YOUNG**

Forum Health Pension Plan
Financial Statements and Supplemental Schedules
(Modified Cash Basis)

Years Ended December 31, 2009 and 2008

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Report of Independent Auditors

The Board of Trustees
Forum Health Pension Plan

We were engaged to audit the accompanying statements of net assets available for benefits (modified cash basis) of the Forum Health Pension Plan as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits (modified cash basis) for the years then ended, and supplemental schedules (modified cash basis) of assets (held at end of year) as of December 31, 2009, and reportable transactions for the year then ended. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 5, which was certified by The Bank of New York Mellon Trust, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedules (modified cash basis). We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2009 and 2008, that the information provided to the plan administrator by the trustee is complete and accurate.

As described in Note 2, the financial statements and supplemental schedules referred to above have been prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules (modified cash basis) taken as a whole. The form and content of the information included in the financial statements and supplemental schedules (modified cash basis), other than that derived from the investment information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

The accompanying financial statements and supplemental schedules have been prepared assuming that the Forum Health Pension Plan will continue as a going concern. As more fully described in Note 10, on March 16, 2009, Forum Health (Forum), including the plan sponsor, filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code. As of October 1, 2010, Forum has not emerged from bankruptcy. Due to the uncertainty as to when Forum will emerge from bankruptcy, the ability of the Company to make future required contributions could be affected. These conditions raise substantial doubt about the Plan's ability to continue as a going concern. The 2009 and 2008 financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of this uncertainty.

Ernst & Young LLP

October 1, 2010

Forum Health Pension Plan

Statements of Net Assets Available for Benefits (Modified Cash Basis)

	December 31	
	2009	2008
Assets		
Investments, at fair value:		
Cash and cash equivalents	\$ 3,012,410	\$ 571,822
Money market fund	5,692,247	2,593,959
Common stocks	31,767,225	24,029,656
Common/collective trusts	129,843,328	97,467,822
Corporate debt	35,985,683	44,532,489
U.S. government securities	18,520,403	14,490,400
Agency securities	14,815,442	20,736,717
Asset-backed securities (student loans)	1,855,614	1,363,284
Collateralized mortgage obligations	463,340	779,408
Derivatives (interest rate swaps)	142,153	192,974
Total cash and investments	242,097,845	206,758,531
Receivables:		
Investments sold	1,054,508	15,100,649
Interest and dividends	1,175,531	1,432,301
Total assets	244,327,884	223,291,481
Liabilities		
Payables:		
Securities purchased	10,177,967	17,868,036
Interest-bearing cash – broker	245,476	3,331
Forward foreign exchange contracts	344,695	–
Unrealized gain on foreign exchange contract purchase	(4,209)	–
Interest payable – short sell	4	306
Net assets available for benefits	\$ 233,563,951	\$ 205,419,808

See accompanying notes.

Forum Health Pension Plan

Statements of Changes in Net Assets Available for Benefits (Modified Cash Basis)

	Year Ended December 31	
	2009	2008
Investment income (loss):		
Interest	\$ 2,613,070	\$ 3,207,409
Dividends	1,319,305	2,986,217
Net realized and unrealized appreciation (depreciation) in fair value of investments	38,500,310	(81,630,299)
Total investment income (losses)	<u>42,432,685</u>	<u>(75,436,673)</u>
Total additions (deductions)	42,432,685	(75,436,673)
Benefits paid directly to participants	12,537,282	11,637,162
Administrative expenses	1,751,260	1,500,921
Total deductions	<u>14,288,542</u>	<u>13,138,083</u>
Net increase (decrease)	28,144,143	(88,574,756)
Net assets available for benefits:		
Beginning of year	205,419,808	293,994,564
End of year	<u>\$ 233,563,951</u>	<u>\$ 205,419,808</u>

See accompanying notes.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis)

December 31, 2009

1. Description of the Plan

General

The Forum Health Pension Plan (the Plan) is a noncontributory defined benefit plan that covers substantially all employees of Western Reserve Care System (WRCS), Hillside Rehabilitation Hospital (Hillside or HRH) employees effective April 1, 1998, substantially all employees of Trumbull Memorial Hospital (TMH) effective January 1, 1998, and Forum Health, Inc. (FH and Plan Sponsor). The Plan provides for retirement benefits for all members. The Plan provides disability benefits for union members. Nonunion members' disability benefit was discontinued May 13, 2006. Death benefits are available to Service Employees International Union (SEIU) and Ohio Nurses Association (ONA) WRCS members who separated from employment on or after September 30, 1995, and American Federation of State, County, and Municipal Employees (AFSCME), SEIU TMH, and ONA HRH members who separated from employment after December 31, 2001, and met the conditions for normal or early retirement. Nonunion death benefits were eliminated May 13, 2006. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

On March 16, 2009, the Plan Sponsor, along with many of its affiliates, filed for reorganization under the protection of Chapter 11 of the United States Bankruptcy Code. On August 10, 2010, the United States Bankruptcy Court for the Northern District of Ohio approved the sale (the Sale) of substantially all of the assets of Forum to Youngstown Ohio Hospital Company, LLC (the Buyer), an affiliate of Community Health Systems, Inc. On September 20, 2010, the Attorney General's Office for the State of Ohio gave its approval for the Sale to occur. The Sale is expected to be completed (the Closing) on or about October 1, 2010. The Buyer will not be assuming the Plan following the Closing.

Eligibility and Vesting

An eligible employee becomes a participant in the Plan after one year of service with FH. Active participants become fully vested upon completion of five years of service.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

1. Description of the Plan (continued)

Effective May 13, 2006, Forum Health adopted an amendment to the defined benefit pension plan to freeze the benefits for all nonunion participants. Participants will not earn any additional benefits under the Plan and will be entitled to benefits earned before May 13, 2006, with the exception of a Grandfathered Participant. A Grandfathered Participant is a participant of the Plan that, as of December 31, 2001, attained age 55 and has 10 years of benefit service. AFSCME participants will not earn any additional benefits under the Plan and will be entitled to benefits earned before December 23, 2006. SEIU union participants' benefits were frozen effective December 20, 2008, following a one-year temporary freeze beginning in 2007. During the one-year freeze period, compensation and service were not credited for benefit accruals under the career average pay formula with the exception of Grandfathered Participants, who were credited compensation. Effective September 30, 2007, ONA union participants' benefits under the defined benefit pension plan were frozen; participants will be entitled to benefits earned before September 30, 2007.

Benefits

Participants may elect to receive their benefits as a life annuity payable monthly upon retirement or termination. If the value of their accumulated plan benefits is \$5,000 or less, participants must receive their benefits in a lump-sum distribution. Participants who become totally disabled receive annual disability benefits that are equal to the normal retirement benefit that they have accumulated as of the time they became disabled without reduction factors for early retirement.

Funding

The Plan Sponsor contributes such amounts as are necessary to provide assets sufficient to meet the benefits to be paid to participants and satisfy the ERISA minimum funding requirements. The Plan has met the ERISA minimum funding requirements for 2008. In 2009, the Plan Sponsor filed Form 200 with the Pension Benefit Guaranty Corporation (PBGC) to provide notice of the Plan Sponsor's failure to make required contributions to the Plan that is required under ERISA.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

1. Description of the Plan (continued)

Plan Termination

On September 15, 2009, the Plan filed for distressed termination with the PBGC. The Plan Sponsor has not made their quarterly contributions to the Plan since December 31, 2008. If the Plan Sponsor's request is accepted by the PBGC, the net assets of the Plan will be allocated for payment to the participants in an order of priority as prescribed by ERISA and its related regulations and the plan document. If approved by the PBGC, vested benefits of the Plan are insured by the PBGC subject to certain limitations, including a ceiling on the maximum benefits payable which may be lower than certain plan participants would otherwise have received under the Plan. The Plan Sponsor anticipates the Plan will be assumed by the PBGC within a reasonable period of time after the Closing.

Whether all participants receive their benefits should the PBGC accept the Plan Sponsor's request will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated plan benefits and may also depend on the level of benefits guaranteed by the PBGC, as well as the priority of those benefits. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC's benefit guarantee, while other benefits may not be provided for at all.

Information about the Plan's agreements, the vesting and benefit provisions, and PBGC's benefit guarantee is contained in the pamphlets, *FH Pension Plan Summary Plan Description*, available from the respective human resource departments.

2. Significant Accounting Policies

Basis of Accounting

The Plan's financial statements are prepared on the modified cash basis, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States. Under this basis, investments are reported at fair value, net realized and unrealized appreciation (depreciation) in fair value of investments is recognized, contributions are recognized when received rather than when due, and benefits and expenses are recognized when paid.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

The financial statements and supplemental schedules have been prepared assuming that Forum, the Plan sponsor, will continue as a going concern. Forum Health has generated recurring losses from operations and is not in compliance with its debt agreements. Additionally, on March 16, 2009, Forum filed a petition for relief under Chapter 11 of the Federal Bankruptcy Code in the United States Bankruptcy Court. On September 15, 2009, Forum Health filed for distressed termination of the Plan with the Pension Benefit Guaranty Corporation. These conditions raise substantial doubt about the Plan's ability to continue as a going concern. Should the Plan be terminated, the terms discussed in Note 1 would be applicable. The financial statements and supplemental schedules do not include any adjustments that might result from the outcome of this uncertainty.

Valuation of Investments and Income Recognition

All of the Plan's investments are held by The Bank of New York Mellon Trust, trustee of the Plan, and are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). See Note 4 for further discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

New Accounting Pronouncements

In May 2009, the FASB issued revised guidance on subsequent events. The revised guidance requires that the effects of all subsequent events that provide additional evidence about conditions that existed at the balance sheet date be recognized in the financial statements. However, an entity shall not recognize subsequent events that provide evidence about conditions that did not exist at the date of the balance sheet. For subsequent events not recognized, the nature of the event and an estimate of the financial effects, or statement that such an estimate cannot be made, should be disclosed if necessary to keep the financial statements from being misleading. The date through which subsequent events have been evaluated and whether such date is the date the financial statements were issued or the date the financial statements were available to be issued shall be disclosed. We adopted this guidance and it did not have a material impact on our consolidated financial statements.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

In April 2009, the FASB issued FASB Staff Position FAS 157-4, *Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP 157-4). FSP 157-4 supersedes FSP 157-3 and amends Statement 157 to provide additional guidance on estimating fair value when the volume and level of activity for an asset or liability have significantly decreased in relation to normal market activity for the asset or liability. FSP 157-4 also provides additional guidance on circumstances that may indicate that a transaction is not orderly and on defining major categories of debt and equity securities in meeting the disclosure requirements of Statement 157. FSP 157-4 is effective for reporting periods ending after June 15, 2009. Plan management does not believe that the provisions of FSP 157-4 will have a material effect on the Plan's financial statements.

In September 2009, the FASB issued Accounting Standards Update 2009-12, *Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)* (ASU 2009-12). ASU 2009-12 provides amendments to Accounting Standards Codification (ASC) Topic 820, *Fair Value Measurements and Disclosures* (ASC 820). The amendments permit, as a practical expedient, a reporting entity to estimate the fair value of an investment that is within the scope of ASU 2009-12 using the net asset value per share (or its equivalent) of the investment if the net asset value of the investment (or its equivalent) is calculated in a manner consistent with the measurement principles of ASC 946 as of the reporting entity's measurement date. ASC 946 requires investment companies to report their investment assets at fair value in accordance with the principles of ASC 820. The amendments also require disclosures regarding the attributes of investments within the scope of ASU 2009-12, such as the nature of any restrictions on the investor's ability to redeem its investments at the measurement date, any unfunded capital commitments, and the investment strategies of the investees. The disclosures are required (by major category) for all investments within the scope of ASU 2009-12 regardless of whether the fair value of the investment is measured using the practical expedient. The amended guidance is effective for interim and annual periods ending after December 15, 2009; however, early application is permitted if financial statements for prior periods have not been issued. Entities that elect to early adopt may defer the additional disclosure requirements of ASU 2009-12 until the effective date. We adopted this guidance and it did not have a material impact on our consolidated financial statements.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

In January 2010, the FASB issued guidance for fair value measurements and disclosures that requires new disclosures and clarifies existing disclosures under current fair value guidance. A reporting entity is required to disclose separately gross transfers in and gross transfers out of category Levels 1, 2, and 3 and to describe the reasons for the transfers. A reporting entity is also required to disclose and consistently follow its policy for determining when transfers between levels are recognized. The guidance will also require separate presentation of purchases, sales, issuances, and settlements rather than net presentation in category Level 3 reconciliation, as currently required. Also, the fair values of derivative assets and liabilities are to be presented on a gross basis except for the category Level 3 reconciliation which may be presented on a net or a gross basis. This guidance clarifies the appropriate level of disaggregation for fair value disclosures, which is generally by class of assets and liabilities, as well as clarifying the requirement to provide disclosures about valuation techniques and inputs for both recurring and nonrecurring fair value measurements that fall within category Level 2 or 3. The new requirements are effective for the Plan year ending December 31, 2010, with the exception of the requirement to separately disclose purchases, sales, issuances, and settlements, which will be effective for the Plan year ending December 31, 2011. The Plan will incorporate the required disclosures for Plan year 2010, and it is unlikely that the Plan will early adopt the 2011 requirements permitted under the guidance.

Cash and Cash Equivalents

The Plan considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits (see Note 3) represent the actuarial present value of estimated future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, and (b) present employees or their beneficiaries. Frozen benefits for participants are based on their average compensation during the highest five of the last 10 years preceding the valuation date. Effective January 1, 2002, the formula was changed to an annual salary-based benefit calculation that is added to the frozen benefit calculated as of December 31, 2001. Effective May 13, 2006, Forum Health adopted an amendment to the defined benefit pension plan to freeze the benefits for all nonunion participants. Participants will not earn any additional benefits under the Plan and will be entitled to benefits earned before May 13, 2006, with the exception of a Grandfathered Participant. A Grandfathered Participant is a participant of the Plan that, as of December 31, 2001, attained age 55 and has 10 years of benefit service. Participants covered by AFSCME collective bargaining agreement agreed to freeze pension benefits effective December 23, 2006; SEIU agreed to freeze pension benefits December 20, 2008 following a one-year temporary freeze beginning May 13, 2007, and ending May 10, 2008; ONA agreed to freeze pension benefits September 30, 2007. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

Use of Estimates

The preparation of financial statements in conformity with the basis of accounting described in Note 2 requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes and supplemental schedules. Actual results could differ from those estimates.

3. Accumulated Plan Benefits

The Plan's actuary estimated the actuarial present value of accumulated plan benefits, which is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

3. Accumulated Plan Benefits (continued)

The accumulated plan benefit information as of the beginning of the plan year is as follows:

	December 31, 2008
Actuarial present value of accumulated plan benefits:	
Vested benefits:	
Participants currently receiving payments	\$ 98,143,554
Other participants	152,112,224
Nonvested benefits	8,342,775
	<u><u>\$ 258,598,553</u></u>

The changes in accumulated plan benefits for each year are as follows:

Actuarial present value of accumulated plan benefits at December 31, 2007	\$ 250,462,276
Increase (decrease) during the year attributed to:	
Actuarial losses	(1,566,120)
Benefits accumulated	1,637,096
Increase for interest due to the decrease in the discount period	19,702,463
Benefits paid	(11,637,162)
Net increase	8,136,277
Actuarial present value of accumulated plan benefits at December 31, 2008	<u><u>\$ 258,598,553</u></u>

Significant assumptions underlying the actuarial computations are:

Assumed rate of return on investments	8% per annum
Actuarial cost method	Projected unit credit cost method
Salary increases	4% per annum
Retirement age	Rates varying by age (55 to 70)
Life expectancy of participants	RP-2000 Mortality Tables

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

3. Accumulated Plan Benefits (continued)

These actuarial assumptions are based on the presumption that the Plan will continue. In the event the PBGC approves the Plan's petition for a distressed termination, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

4. Fair Value Measurements

ASC 820 defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). ASC 820 includes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under ASC 820 are described below:

- Level 1 – Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.
- Level 2 – Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:
 - Quoted prices for similar assets and liabilities in active markets
 - Quoted prices for identical or similar assets or liabilities in markets that are not active
 - Observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e.g., interest rate and yield curve quotes at commonly quoted intervals)
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means
- Level 3 – Unobservable inputs for the asset or liability (i.e., supported by little or no market activity). Level 3 inputs include management's own assumption about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

4. Fair Value Measurements (continued)

The level in the fair value hierarchy within which the fair value measurement is classified is determined based on the lowest-level input that is significant to the fair value measure in its entirety.

Following is a description of the valuation methodologies used for assets and liabilities measured at fair value:

Cash and cash equivalents: Valued at original cost plus any accrued interest, which approximates fair value.

Money market: Valued using amortized cost, which approximates fair value.

Common stocks, corporate debt, and U.S. government securities: Level 1 securities are valued at the closing price reported on the active market on which the individual securities are traded. Level 2 securities are valued based on observable market inputs other than quoted market prices for identical assets and liabilities. These observable market inputs include quoted market prices for similar assets and liabilities, yield curve quotes, and quoted bond spreads. Level 3 securities are valued based upon cash flow models that contain significant unobservable inputs.

Common/collective trusts: Valued at fair value estimated by the issuer, which has been determined based on the unit values of the fund, which are determined by dividing the fund's net assets at fair value by its units outstanding at the valuation date.

Agency securities: Noncallable agency-issued debt securities are generally valued using quoted market prices. Callable agency-issued debt securities are valued through benchmarking model-derived prices to quoted market prices and trade data for identical or comparable securities.

Asset-backed securities: Value of student loan asset-backed securities is estimated using the credit rating of the issuer, call provisions, estimated prepayments, and performance of collateral.

Collateralized mortgage obligations: Value of securities backed by mortgage pools is estimated using the tranche structure, loan terms, scheduled monthly payments, estimated prepayments, and yield spreads.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

4. Fair Value Measurements (continued)

Derivatives: The value of interest rate swaps is estimated primarily using pricing models. Pricing models take into account the contract terms (including maturity), as well as multiple inputs including, where applicable, interest rate yield curves, creditworthiness of the counterparty, and option volatility.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets carried at fair value as of December 31, 2009:

	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 3,012,410	\$ –	\$ –	\$ 3,012,410
Money market fund	–	5,692,247	–	5,692,247
Common stocks	31,767,225	–	–	31,767,225
Common/collective trust fund	–	129,843,328	–	129,843,328
Corporate debt	–	35,985,683	–	35,985,683
U.S. government securities	18,318,016	202,387	–	18,520,403
Agency securities	197,608	14,617,834	–	14,815,442
Asset-backed securities	–	1,855,614	–	1,855,614
Collateralized mortgage obligation	–	463,340	–	463,340
Derivatives	–	142,153	–	142,153
Total assets at fair value	\$ 53,295,259	\$ 188,802,586	\$ –	\$ 242,097,845

The following table sets forth by level, within the fair value hierarchy, the Plan's assets carried at fair value as of December 31, 2008:

	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ –	\$ 571,822	\$ –	\$ 571,822
Money market fund	–	2,593,959	–	2,593,959
Common stocks	23,609,882	419,774	–	24,029,656
Common/collective trust fund	–	97,467,822	–	97,467,822
Corporate debt	–	44,503,989	28,500	44,532,489
U.S. government securities	13,786,656	703,744	–	14,490,400
Agency securities	–	20,736,717	–	20,736,717
Asset-backed securities	–	1,363,284	–	1,363,284
Collateralized mortgage obligation	–	779,408	–	779,408
Derivatives	–	192,974	–	192,974
Total assets at fair value	\$ 37,396,538	\$ 169,333,493	\$ 28,500	\$ 206,758,531

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

4. Fair Value Measurements (continued)

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2009:

	<u>Corporate Debt</u>
Balance, beginning of year	\$ 28,500
Realized gains (losses)	—
Unrealized gains (losses) relating to instruments still held at the reporting date	—
Purchases, sales, issuances, and settlements (net)	(28,500)
Transfers in and/or out of Level 3	—
Balance, end of year	<u>\$ —</u>

5. Investments

All investment information disclosed in the accompanying financial statements and schedules, including investments held at December 31, 2009 and 2008, and net realized and unrealized appreciation (depreciation) in fair value of investments, interest, dividends, and investment expenses for the years then ended, were obtained or derived from information supplied to the plan administrator and certified as complete and accurate by the trustee, The Bank of New York Mellon Trust.

The fair value of individual investments that represent 5% or more of the Plan's net assets is as follows:

	<u>December 31</u>	
	<u>2009</u>	<u>2008</u>
BGI Alpha Tilts Fund	\$ 86,591,579	\$ 66,992,932
Wellington International Research Equity	43,251,749	30,474,890

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

5. Investments (continued)

During 2009 and 2008, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated (depreciated) in fair value as follows:

	2009	2008
Net appreciation (depreciation) in fair value of investments determined by quoted market price:		
Cash equivalents	\$ 1,420	\$ (2,814)
Common stocks	6,224,389	(4,653,305)
Common/collective trust fund	29,839,016	(74,900,374)
Mutual funds	—	(1,826,495)
Corporate debt	6,214,946	(3,185,744)
U.S. government securities	(2,380,987)	(7,091,989)
Agency securities	(2,160,993)	10,440,926
Derivatives	24,026	2,105
Collateralized mortgage obligation	347,594	(291,635)
Asset-backed securities	390,899	(120,974)
	<u>\$ 38,500,310</u>	<u>\$ (81,630,299)</u>

6. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service (IRS) dated January 23, 2003, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualified status. The plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Code and therefore believes that the Plan, as amended, is qualified and that the related trust is tax-exempt.

7. Related-Party Transactions

Certain of the Plan's assets are invested in funds managed by the trustee of the Plan. These transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transaction rules under ERISA.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

8. Administrative Expenses

The Plan incurs administrative expenses directly related to the Plan that consist primarily of trustee fees for investments, PBGC fees, and actuarial fees. These expenses are reported on the statement of changes in net assets available for benefits as administrative expenses. Fees paid during the year for legal, tax, accounting, and other services rendered by parties in interest were based on customary and reasonable rates for such services. Administrative expenses of the Plan are shared by the Plan and the Plan Sponsor.

9. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

The plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Code and therefore, believes that the Plan, as amended, is qualified and the related trust is tax-exempt.

10. Subsequent Events

The Plan evaluated subsequent events through October 1, 2010, the date the financial statements were issued. Forum Health did not make the minimum quarterly contributions to the Plan in January 2010 and September 2010. Contributions required but not made for the 2009 plan year, total \$20,586,000.

Supplemental Schedules

Forum Health Pension Plan

EIN #34-1454933 Plan #003

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year) (Modified Cash Basis)

December 31, 2009

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral Par, or Maturity Value	Cost	Current Value
EB Temporary Investment Fund *Mellon Trust		\$ 5,692,247 205,756,707 <u>\$ 211,448,954</u>	\$ 5,692,247 236,405,598 <u>\$ 242,097,845</u>

*Indicates party in interest to the Plan.

Forum Health Pension Plan

EIN #34-1454933 Plan #003

Schedule H, Line 4j – Schedule of Reportable Transactions
(Modified Cash Basis)

Year Ended December 31, 2009

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
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There were no category (i), (ii), (iii) or (iv) reportable transactions during the year ended December 31, 2009.

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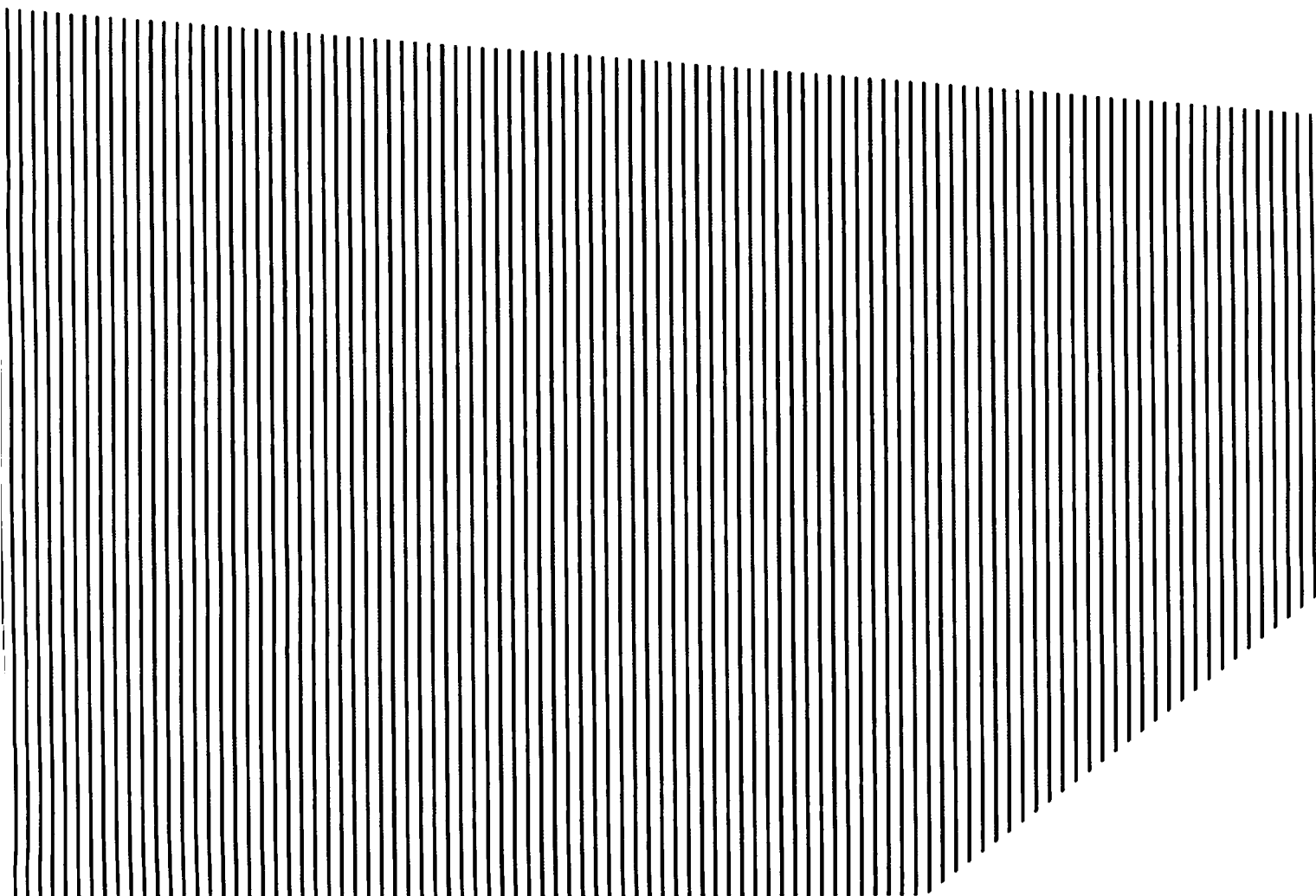
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**FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULES
(MODIFIED CASH BASIS)**

**Forum Health Pension Plan
Years Ended December 31, 2009 and 2008
With Report of Independent Auditors**

Ernst & Young LLP

 **ERNST & YOUNG**

Forum Health Pension Plan
Financial Statements and Supplemental Schedules
(Modified Cash Basis)

Years Ended December 31, 2009 and 2008

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Report of Independent Auditors

The Board of Trustees
Forum Health Pension Plan

We were engaged to audit the accompanying statements of net assets available for benefits (modified cash basis) of the Forum Health Pension Plan as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits (modified cash basis) for the years then ended, and supplemental schedules (modified cash basis) of assets (held at end of year) as of December 31, 2009, and reportable transactions for the year then ended. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 5, which was certified by The Bank of New York Mellon Trust, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedules (modified cash basis). We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2009 and 2008, that the information provided to the plan administrator by the trustee is complete and accurate.

As described in Note 2, the financial statements and supplemental schedules referred to above have been prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules (modified cash basis) taken as a whole. The form and content of the information included in the financial statements and supplemental schedules (modified cash basis), other than that derived from the investment information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

The accompanying financial statements and supplemental schedules have been prepared assuming that the Forum Health Pension Plan will continue as a going concern. As more fully described in Note 10, on March 16, 2009, Forum Health (Forum), including the plan sponsor, filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code. As of October 1, 2010, Forum has not emerged from bankruptcy. Due to the uncertainty as to when Forum will emerge from bankruptcy, the ability of the Company to make future required contributions could be affected. These conditions raise substantial doubt about the Plan's ability to continue as a going concern. The 2009 and 2008 financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of this uncertainty.

Ernst & Young LLP

October 1, 2010

Forum Health Pension Plan

Statements of Net Assets Available for Benefits (Modified Cash Basis)

	December 31	
	2009	2008
Assets		
Investments, at fair value:		
Cash and cash equivalents	\$ 3,012,410	\$ 571,822
Money market fund	5,692,247	2,593,959
Common stocks	31,767,225	24,029,656
Common/collective trusts	129,843,328	97,467,822
Corporate debt	35,985,683	44,532,489
U.S. government securities	18,520,403	14,490,400
Agency securities	14,815,442	20,736,717
Asset-backed securities (student loans)	1,855,614	1,363,284
Collateralized mortgage obligations	463,340	779,408
Derivatives (interest rate swaps)	142,153	192,974
Total cash and investments	242,097,845	206,758,531
Receivables:		
Investments sold	1,054,508	15,100,649
Interest and dividends	1,175,531	1,432,301
Total assets	244,327,884	223,291,481
Liabilities		
Payables:		
Securities purchased	10,177,967	17,868,036
Interest-bearing cash – broker	245,476	3,331
Forward foreign exchange contracts	344,695	–
Unrealized gain on foreign exchange contract purchase	(4,209)	–
Interest payable – short sell	4	306
Net assets available for benefits	<u>\$ 233,563,951</u>	<u>\$ 205,419,808</u>

See accompanying notes.

Forum Health Pension Plan

Statements of Changes in Net Assets Available for Benefits (Modified Cash Basis)

	Year Ended December 31	
	2009	2008
Investment income (loss):		
Interest	\$ 2,613,070	\$ 3,207,409
Dividends	1,319,305	2,986,217
Net realized and unrealized appreciation (depreciation) in fair value of investments	38,500,310	(81,630,299)
Total investment income (losses)	<u>42,432,685</u>	<u>(75,436,673)</u>
Total additions (deductions)	42,432,685	(75,436,673)
Benefits paid directly to participants	12,537,282	11,637,162
Administrative expenses	1,751,260	1,500,921
Total deductions	<u>14,288,542</u>	<u>13,138,083</u>
Net increase (decrease)	28,144,143	(88,574,756)
Net assets available for benefits:		
Beginning of year	205,419,808	293,994,564
End of year	<u>\$ 233,563,951</u>	<u>\$ 205,419,808</u>

See accompanying notes.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis)

December 31, 2009

1. Description of the Plan

General

The Forum Health Pension Plan (the Plan) is a noncontributory defined benefit plan that covers substantially all employees of Western Reserve Care System (WRCS), Hillside Rehabilitation Hospital (Hillside or HRH) employees effective April 1, 1998, substantially all employees of Trumbull Memorial Hospital (TMH) effective January 1, 1998, and Forum Health, Inc. (FH and Plan Sponsor). The Plan provides for retirement benefits for all members. The Plan provides disability benefits for union members. Nonunion members' disability benefit was discontinued May 13, 2006. Death benefits are available to Service Employees International Union (SEIU) and Ohio Nurses Association (ONA) WRCS members who separated from employment on or after September 30, 1995, and American Federation of State, County, and Municipal Employees (AFSCME), SEIU TMH, and ONA HRH members who separated from employment after December 31, 2001, and met the conditions for normal or early retirement. Nonunion death benefits were eliminated May 13, 2006. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

On March 16, 2009, the Plan Sponsor, along with many of its affiliates, filed for reorganization under the protection of Chapter 11 of the United States Bankruptcy Code. On August 10, 2010, the United States Bankruptcy Court for the Northern District of Ohio approved the sale (the Sale) of substantially all of the assets of Forum to Youngstown Ohio Hospital Company, LLC (the Buyer), an affiliate of Community Health Systems, Inc. On September 20, 2010, the Attorney General's Office for the State of Ohio gave its approval for the Sale to occur. The Sale is expected to be completed (the Closing) on or about October 1, 2010. The Buyer will not be assuming the Plan following the Closing.

Eligibility and Vesting

An eligible employee becomes a participant in the Plan after one year of service with FH. Active participants become fully vested upon completion of five years of service.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

1. Description of the Plan (continued)

Effective May 13, 2006, Forum Health adopted an amendment to the defined benefit pension plan to freeze the benefits for all nonunion participants. Participants will not earn any additional benefits under the Plan and will be entitled to benefits earned before May 13, 2006, with the exception of a Grandfathered Participant. A Grandfathered Participant is a participant of the Plan that, as of December 31, 2001, attained age 55 and has 10 years of benefit service. AFSCME participants will not earn any additional benefits under the Plan and will be entitled to benefits earned before December 23, 2006. SEIU union participants' benefits were frozen effective December 20, 2008, following a one-year temporary freeze beginning in 2007. During the one-year freeze period, compensation and service were not credited for benefit accruals under the career average pay formula with the exception of Grandfathered Participants, who were credited compensation. Effective September 30, 2007, ONA union participants' benefits under the defined benefit pension plan were frozen; participants will be entitled to benefits earned before September 30, 2007.

Benefits

Participants may elect to receive their benefits as a life annuity payable monthly upon retirement or termination. If the value of their accumulated plan benefits is \$5,000 or less, participants must receive their benefits in a lump-sum distribution. Participants who become totally disabled receive annual disability benefits that are equal to the normal retirement benefit that they have accumulated as of the time they became disabled without reduction factors for early retirement.

Funding

The Plan Sponsor contributes such amounts as are necessary to provide assets sufficient to meet the benefits to be paid to participants and satisfy the ERISA minimum funding requirements. The Plan has met the ERISA minimum funding requirements for 2008. In 2009, the Plan Sponsor filed Form 200 with the Pension Benefit Guaranty Corporation (PBGC) to provide notice of the Plan Sponsor's failure to make required contributions to the Plan that is required under ERISA.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

1. Description of the Plan (continued)

Plan Termination

On September 15, 2009, the Plan filed for distressed termination with the PBGC. The Plan Sponsor has not made their quarterly contributions to the Plan since December 31, 2008. If the Plan Sponsor's request is accepted by the PBGC, the net assets of the Plan will be allocated for payment to the participants in an order of priority as prescribed by ERISA and its related regulations and the plan document. If approved by the PBGC, vested benefits of the Plan are insured by the PBGC subject to certain limitations, including a ceiling on the maximum benefits payable which may be lower than certain plan participants would otherwise have received under the Plan. The Plan Sponsor anticipates the Plan will be assumed by the PBGC within a reasonable period of time after the Closing.

Whether all participants receive their benefits should the PBGC accept the Plan Sponsor's request will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated plan benefits and may also depend on the level of benefits guaranteed by the PBGC, as well as the priority of those benefits. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC's benefit guarantee, while other benefits may not be provided for at all.

Information about the Plan's agreements, the vesting and benefit provisions, and PBGC's benefit guarantee is contained in the pamphlets, *FH Pension Plan Summary Plan Description*, available from the respective human resource departments.

2. Significant Accounting Policies

Basis of Accounting

The Plan's financial statements are prepared on the modified cash basis, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States. Under this basis, investments are reported at fair value, net realized and unrealized appreciation (depreciation) in fair value of investments is recognized, contributions are recognized when received rather than when due, and benefits and expenses are recognized when paid.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

The financial statements and supplemental schedules have been prepared assuming that Forum, the Plan sponsor, will continue as a going concern. Forum Health has generated recurring losses from operations and is not in compliance with its debt agreements. Additionally, on March 16, 2009, Forum filed a petition for relief under Chapter 11 of the Federal Bankruptcy Code in the United States Bankruptcy Court. On September 15, 2009, Forum Health filed for distressed termination of the Plan with the Pension Benefit Guaranty Corporation. These conditions raise substantial doubt about the Plan's ability to continue as a going concern. Should the Plan be terminated, the terms discussed in Note 1 would be applicable. The financial statements and supplemental schedules do not include any adjustments that might result from the outcome of this uncertainty.

Valuation of Investments and Income Recognition

All of the Plan's investments are held by The Bank of New York Mellon Trust, trustee of the Plan, and are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). See Note 4 for further discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

New Accounting Pronouncements

In May 2009, the FASB issued revised guidance on subsequent events. The revised guidance requires that the effects of all subsequent events that provide additional evidence about conditions that existed at the balance sheet date be recognized in the financial statements. However, an entity shall not recognize subsequent events that provide evidence about conditions that did not exist at the date of the balance sheet. For subsequent events not recognized, the nature of the event and an estimate of the financial effects, or statement that such an estimate cannot be made, should be disclosed if necessary to keep the financial statements from being misleading. The date through which subsequent events have been evaluated and whether such date is the date the financial statements were issued or the date the financial statements were available to be issued shall be disclosed. We adopted this guidance and it did not have a material impact on our consolidated financial statements.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

In April 2009, the FASB issued FASB Staff Position FAS 157-4, *Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP 157-4). FSP 157-4 supersedes FSP 157-3 and amends Statement 157 to provide additional guidance on estimating fair value when the volume and level of activity for an asset or liability have significantly decreased in relation to normal market activity for the asset or liability. FSP 157-4 also provides additional guidance on circumstances that may indicate that a transaction is not orderly and on defining major categories of debt and equity securities in meeting the disclosure requirements of Statement 157. FSP 157-4 is effective for reporting periods ending after June 15, 2009. Plan management does not believe that the provisions of FSP 157-4 will have a material effect on the Plan's financial statements.

In September 2009, the FASB issued Accounting Standards Update 2009-12, *Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)* (ASU 2009-12). ASU 2009-12 provides amendments to Accounting Standards Codification (ASC) Topic 820, *Fair Value Measurements and Disclosures* (ASC 820). The amendments permit, as a practical expedient, a reporting entity to estimate the fair value of an investment that is within the scope of ASU 2009-12 using the net asset value per share (or its equivalent) of the investment if the net asset value of the investment (or its equivalent) is calculated in a manner consistent with the measurement principles of ASC 946 as of the reporting entity's measurement date. ASC 946 requires investment companies to report their investment assets at fair value in accordance with the principles of ASC 820. The amendments also require disclosures regarding the attributes of investments within the scope of ASU 2009-12, such as the nature of any restrictions on the investor's ability to redeem its investments at the measurement date, any unfunded capital commitments, and the investment strategies of the investees. The disclosures are required (by major category) for all investments within the scope of ASU 2009-12 regardless of whether the fair value of the investment is measured using the practical expedient. The amended guidance is effective for interim and annual periods ending after December 15, 2009; however, early application is permitted if financial statements for prior periods have not been issued. Entities that elect to early adopt may defer the additional disclosure requirements of ASU 2009-12 until the effective date. We adopted this guidance and it did not have a material impact on our consolidated financial statements.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

In January 2010, the FASB issued guidance for fair value measurements and disclosures that requires new disclosures and clarifies existing disclosures under current fair value guidance. A reporting entity is required to disclose separately gross transfers in and gross transfers out of category Levels 1, 2, and 3 and to describe the reasons for the transfers. A reporting entity is also required to disclose and consistently follow its policy for determining when transfers between levels are recognized. The guidance will also require separate presentation of purchases, sales, issuances, and settlements rather than net presentation in category Level 3 reconciliation, as currently required. Also, the fair values of derivative assets and liabilities are to be presented on a gross basis except for the category Level 3 reconciliation which may be presented on a net or a gross basis. This guidance clarifies the appropriate level of disaggregation for fair value disclosures, which is generally by class of assets and liabilities, as well as clarifying the requirement to provide disclosures about valuation techniques and inputs for both recurring and nonrecurring fair value measurements that fall within category Level 2 or 3. The new requirements are effective for the Plan year ending December 31, 2010, with the exception of the requirement to separately disclose purchases, sales, issuances, and settlements, which will be effective for the Plan year ending December 31, 2011. The Plan will incorporate the required disclosures for Plan year 2010, and it is unlikely that the Plan will early adopt the 2011 requirements permitted under the guidance.

Cash and Cash Equivalents

The Plan considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

2. Significant Accounting Policies (continued)

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits (see Note 3) represent the actuarial present value of estimated future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, and (b) present employees or their beneficiaries. Frozen benefits for participants are based on their average compensation during the highest five of the last 10 years preceding the valuation date. Effective January 1, 2002, the formula was changed to an annual salary-based benefit calculation that is added to the frozen benefit calculated as of December 31, 2001. Effective May 13, 2006, Forum Health adopted an amendment to the defined benefit pension plan to freeze the benefits for all nonunion participants. Participants will not earn any additional benefits under the Plan and will be entitled to benefits earned before May 13, 2006, with the exception of a Grandfathered Participant. A Grandfathered Participant is a participant of the Plan that, as of December 31, 2001, attained age 55 and has 10 years of benefit service. Participants covered by AFSCME collective bargaining agreement agreed to freeze pension benefits effective December 23, 2006; SEIU agreed to freeze pension benefits December 20, 2008 following a one-year temporary freeze beginning May 13, 2007, and ending May 10, 2008; ONA agreed to freeze pension benefits September 30, 2007. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

Use of Estimates

The preparation of financial statements in conformity with the basis of accounting described in Note 2 requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes and supplemental schedules. Actual results could differ from those estimates.

3. Accumulated Plan Benefits

The Plan's actuary estimated the actuarial present value of accumulated plan benefits, which is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

3. Accumulated Plan Benefits (continued)

The accumulated plan benefit information as of the beginning of the plan year is as follows:

	December 31, 2008
Actuarial present value of accumulated plan benefits:	
Vested benefits:	
Participants currently receiving payments	\$ 98,143,554
Other participants	152,112,224
Nonvested benefits	8,342,775
	<u>\$ 258,598,553</u>

The changes in accumulated plan benefits for each year are as follows:

Actuarial present value of accumulated plan benefits at December 31, 2007	\$ 250,462,276
Increase (decrease) during the year attributed to:	
Actuarial losses	(1,566,120)
Benefits accumulated	1,637,096
Increase for interest due to the decrease in the discount period	19,702,463
Benefits paid	(11,637,162)
Net increase	8,136,277
Actuarial present value of accumulated plan benefits at December 31, 2008	<u>\$ 258,598,553</u>

Significant assumptions underlying the actuarial computations are:

Assumed rate of return on investments	8% per annum
Actuarial cost method	Projected unit credit cost method
Salary increases	4% per annum
Retirement age	Rates varying by age (55 to 70)
Life expectancy of participants	RP-2000 Mortality Tables

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

3. Accumulated Plan Benefits (continued)

These actuarial assumptions are based on the presumption that the Plan will continue. In the event the PBGC approves the Plan's petition for a distressed termination, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

4. Fair Value Measurements

ASC 820 defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). ASC 820 includes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under ASC 820 are described below:

- Level 1 – Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.
- Level 2 – Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:
 - Quoted prices for similar assets and liabilities in active markets
 - Quoted prices for identical or similar assets or liabilities in markets that are not active
 - Observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e.g., interest rate and yield curve quotes at commonly quoted intervals)
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means
- Level 3 – Unobservable inputs for the asset or liability (i.e., supported by little or no market activity). Level 3 inputs include management's own assumption about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

4. Fair Value Measurements (continued)

The level in the fair value hierarchy within which the fair value measurement is classified is determined based on the lowest-level input that is significant to the fair value measure in its entirety.

Following is a description of the valuation methodologies used for assets and liabilities measured at fair value:

Cash and cash equivalents: Valued at original cost plus any accrued interest, which approximates fair value.

Money market: Valued using amortized cost, which approximates fair value.

Common stocks, corporate debt, and U.S. government securities: Level 1 securities are valued at the closing price reported on the active market on which the individual securities are traded. Level 2 securities are valued based on observable market inputs other than quoted market prices for identical assets and liabilities. These observable market inputs include quoted market prices for similar assets and liabilities, yield curve quotes, and quoted bond spreads. Level 3 securities are valued based upon cash flow models that contain significant unobservable inputs.

Common/collective trusts: Valued at fair value estimated by the issuer, which has been determined based on the unit values of the fund, which are determined by dividing the fund's net assets at fair value by its units outstanding at the valuation date.

Agency securities: Noncallable agency-issued debt securities are generally valued using quoted market prices. Callable agency-issued debt securities are valued through benchmarking model-derived prices to quoted market prices and trade data for identical or comparable securities.

Asset-backed securities: Value of student loan asset-backed securities is estimated using the credit rating of the issuer, call provisions, estimated prepayments, and performance of collateral.

Collateralized mortgage obligations: Value of securities backed by mortgage pools is estimated using the tranche structure, loan terms, scheduled monthly payments, estimated prepayments, and yield spreads.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

4. Fair Value Measurements (continued)

Derivatives: The value of interest rate swaps is estimated primarily using pricing models. Pricing models take into account the contract terms (including maturity), as well as multiple inputs including, where applicable, interest rate yield curves, creditworthiness of the counterparty, and option volatility.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets carried at fair value as of December 31, 2009:

	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 3,012,410	\$ –	\$ –	\$ 3,012,410
Money market fund	–	5,692,247	–	5,692,247
Common stocks	31,767,225	–	–	31,767,225
Common/collective trust fund	–	129,843,328	–	129,843,328
Corporate debt	–	35,985,683	–	35,985,683
U.S. government securities	18,318,016	202,387	–	18,520,403
Agency securities	197,608	14,617,834	–	14,815,442
Asset-backed securities	–	1,855,614	–	1,855,614
Collateralized mortgage obligation	–	463,340	–	463,340
Derivatives	–	142,153	–	142,153
Total assets at fair value	\$ 53,295,259	\$ 188,802,586	\$ –	\$ 242,097,845

The following table sets forth by level, within the fair value hierarchy, the Plan's assets carried at fair value as of December 31, 2008:

	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ –	\$ 571,822	\$ –	\$ 571,822
Money market fund	–	2,593,959	–	2,593,959
Common stocks	23,609,882	419,774	–	24,029,656
Common/collective trust fund	–	97,467,822	–	97,467,822
Corporate debt	–	44,503,989	28,500	44,532,489
U.S. government securities	13,786,656	703,744	–	14,490,400
Agency securities	–	20,736,717	–	20,736,717
Asset-backed securities	–	1,363,284	–	1,363,284
Collateralized mortgage obligation	–	779,408	–	779,408
Derivatives	–	192,974	–	192,974
Total assets at fair value	\$ 37,396,538	\$ 169,333,493	\$ 28,500	\$ 206,758,531

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

4. Fair Value Measurements (continued)

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2009:

	<u>Corporate Debt</u>
Balance, beginning of year	\$ 28,500
Realized gains (losses)	—
Unrealized gains (losses) relating to instruments still held at the reporting date	—
Purchases, sales, issuances, and settlements (net)	(28,500)
Transfers in and/or out of Level 3	—
Balance, end of year	<u>\$ —</u>

5. Investments

All investment information disclosed in the accompanying financial statements and schedules, including investments held at December 31, 2009 and 2008, and net realized and unrealized appreciation (depreciation) in fair value of investments, interest, dividends, and investment expenses for the years then ended, were obtained or derived from information supplied to the plan administrator and certified as complete and accurate by the trustee, The Bank of New York Mellon Trust.

The fair value of individual investments that represent 5% or more of the Plan's net assets is as follows:

	<u>December 31</u>	
	<u>2009</u>	<u>2008</u>
BGI Alpha Tilts Fund	\$ 86,591,579	\$ 66,992,932
Wellington International Research Equity	43,251,749	30,474,890

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

5. Investments (continued)

During 2009 and 2008, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated (depreciated) in fair value as follows:

	2009	2008
Net appreciation (depreciation) in fair value of investments determined by quoted market price:		
Cash equivalents	\$ 1,420	\$ (2,814)
Common stocks	6,224,389	(4,653,305)
Common/collective trust fund	29,839,016	(74,900,374)
Mutual funds	—	(1,826,495)
Corporate debt	6,214,946	(3,185,744)
U.S. government securities	(2,380,987)	(7,091,989)
Agency securities	(2,160,993)	10,440,926
Derivatives	24,026	2,105
Collateralized mortgage obligation	347,594	(291,635)
Asset-backed securities	390,899	(120,974)
	<u>\$ 38,500,310</u>	<u>\$ (81,630,299)</u>

6. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service (IRS) dated January 23, 2003, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualified status. The plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Code and therefore believes that the Plan, as amended, is qualified and that the related trust is tax-exempt.

7. Related-Party Transactions

Certain of the Plan's assets are invested in funds managed by the trustee of the Plan. These transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transaction rules under ERISA.

Forum Health Pension Plan

Notes to Financial Statements (Modified Cash Basis) (continued)

8. Administrative Expenses

The Plan incurs administrative expenses directly related to the Plan that consist primarily of trustee fees for investments, PBGC fees, and actuarial fees. These expenses are reported on the statement of changes in net assets available for benefits as administrative expenses. Fees paid during the year for legal, tax, accounting, and other services rendered by parties in interest were based on customary and reasonable rates for such services. Administrative expenses of the Plan are shared by the Plan and the Plan Sponsor.

9. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

The plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Code and therefore, believes that the Plan, as amended, is qualified and the related trust is tax-exempt.

10. Subsequent Events

The Plan evaluated subsequent events through October 1, 2010, the date the financial statements were issued. Forum Health did not make the minimum quarterly contributions to the Plan in January 2010 and September 2010. Contributions required but not made for the 2009 plan year, total \$20,586,000.

Supplemental Schedules

Forum Health Pension Plan

EIN #34-1454933 Plan #003

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year) (Modified Cash Basis)

December 31, 2009

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral Par, or Maturity Value	Cost	Current Value
EB Temporary Investment Fund *Mellon Trust		\$ 5,692,247 205,756,707 <u>\$ 211,448,954</u>	\$ 5,692,247 236,405,598 <u>\$ 242,097,845</u>

*Indicates party in interest to the Plan.

Forum Health Pension Plan

EIN #34-1454933 Plan #003

Schedule H, Line 4j – Schedule of Reportable Transactions
(Modified Cash Basis)

Year Ended December 31, 2009

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
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There were no category (i), (ii), (iii) or (iv) reportable transactions during the year ended December 31, 2009.

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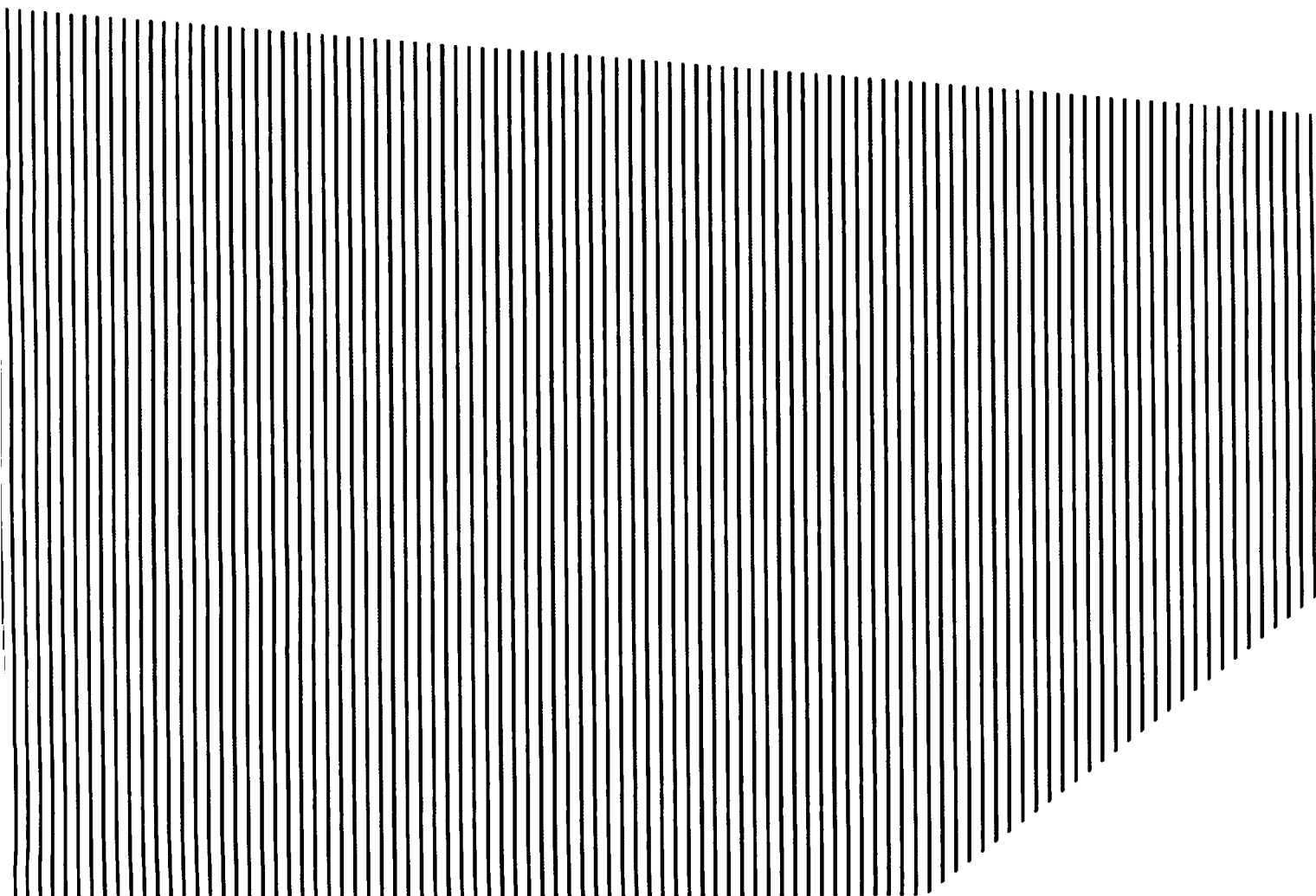
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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
<u>INTEREST-BEARING CASH</u>					
8,436.2500	CHF (SWISS FRANC)	7,926.20	0.0000	8,160.82	234.62
5,061.3200	GBP (GREAT BRITISH POUNDS)	8,387.66	0.0000	8,173.27	214.39-
5,919.0800	CAD (CANADIAN DOLLARS)	4,830.92	0.0000	5,646.09	815.17
52,836.9900	EUR (EURO)	76,839.34	0.0000	75,807.87	1,031.47-
300.0000-	EUR CURRENCY AT BROKER	429.17-	0.0000	430.43-	1.26-
800,000.0000	ISTITUTO BANCARIO INSTL C/D VAR RT 06/09/2010 DD 06/09/08	800,000.00	100.0000	800,000.00	0.00
156,000.0000	CASH COLLATERAL HELD AT GOLDMAN	156,000.00	1.0000	156,000.00	0.00
TOTAL INTEREST-BEARING CASH		1,053,554.95		1,053,357.62	197.33-
<u>U. S. GOVERNMENT SECURITIES</u>					
1,300,000.0000	FEDERAL FARM CR BK CONS SYSTEM 5.160% 03/14/2022 DD 03/14/07	1,542,333.00	102.6560	1,334,528.00	207,805.00-
3,200,000.0000	FEDERAL NATL MTG ASSN DEBS 0.000% 06/01/2017 DD 01/29/99	2,310,813.68	72.6670	2,325,344.00	14,530.32
2,000,000.0000	FEDERAL NATL MTG ASSN DEB 6.000% 04/18/2036 DD 04/18/06	2,115,406.00	102.3440	2,046,880.00	68,526.00-
200,000.0000	FEDERAL NATL MTG ASSN MTN 6.320% 12/20/2027 DD 12/19/97	272,540.00	111.6320	223,264.00	49,276.00-
300,000.0000	FEDERAL NATL MTG ASSN MTN 5.625% 07/15/2037 DD 07/18/07	332,093.40	105.2500	315,750.00	16,343.40-

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482,667.6500	FNMA POOL #0935088 4.500% 03/01/2039 DD 03/01/09	486,136.83	99.9170	482,267.04	3,869.79-
625,745.8500	FNMA POOL #0987085 5.500% 08/01/2038 DD 08/01/08	640,509.54	104.7920	655,731.59	15,222.05
488,091.9400	FNMA POOL #0AA6319 4.500% 05/01/2039 DD 04/01/09	488,930.84	99.9170	487,686.82	1,244.02-
991,811.1500	FNMA POOL #0AC1871 4.500% 09/01/2039 DD 08/01/09	987,781.92	99.9170	990,987.95	3,206.03
600,000.0000	FICO STRIPS SER D 2019 BD BD DUE 09/26/2019	409,488.00	62.7980	376,788.00	32,700.00-
1,000,000.0000	FINANCING CORP FED BOOK ENTRY 0.000% 02/08/2018 DD 11/30/87	678,367.00	69.8570	698,570.00	20,203.00
200,000.0000	ISRAEL ST AID 5.500% 09/18/2033 DD 09/18/03	205,758.00	98.8040	197,608.00	8,150.00-
200,000.0000	RESOLUTION FDG CORP STRIP 0.000% 10/15/2024 DD 04/15/90	99,257.93	45.9760	91,952.00	7,305.93-
100,000.0000	RESOLUTION FDG CORP STRIP 0.000% 10/15/2026 DD 04/15/90	44,653.90	40.7050	40,705.00	3,948.90-
200,000.0000	RESOLUTION FDG CORP PRIN STRIP 0.000% 01/15/2030 DD 01/30/91	74,334.00	34.8650	69,730.00	4,604.00-
1,500,000.0000	REFCO PRIN STRIPS-B PHT 2030 0.000% 04/15/2030 DD 04/15/90	641,629.74	34.4190	516,285.00	125,344.74-
1,000,000.0000	TENNESSEE VALLEY AUTH BD 5.880% 04/01/2036 DD 07/23/97	1,050,306.00	106.8140	1,068,140.00	17,834.00
400,000.0000	TENNESSEE VALLEY AUTH BD 7.125% 05/01/2030 DD 05/01/00	506,256.40	122.6560	490,624.00	15,632.40-



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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
100,000.0000	TENNESSEE VALLEY AUTH BD 5.375% 04/01/2056 DD 04/01/06	103,249.00	99.0460	99,046.00	4,203.00-
300,000.0000	TENNESSEE VALLEY AUTH BD 5.500% 07/18/2017 DD 07/18/07	340,980.00	109.0000	327,000.00	13,980.00-
100,000.0000	TENNESSEE VALLEY AUTH BD 5.250% 09/15/2039 DD 09/15/09	98,882.00	99.0850	99,085.00	203.00
1,100,000.0000	U S TREAS BD STRIP PRIN PMT 8.75% 08/15/2020	695,035.00	63.6210	699,831.00	4,796.00
700,000.0000	U S TREAS BD STRIP PRIN PMT ZERO CPN DUE 08/15/2022	445,557.00	56.5050	395,535.00	50,022.00-
1,200,000.0000	U S TREAS BD STRIP PRIN PMT 0.000% 11/15/2027 DD 11/15/97	521,316.00	42.0460	504,552.00	16,764.00-
1,100,000.0000	U S TREAS BD STRIP PRIN PMT 02/15/2031 DD 02/15/2001	449,911.00	36.2520	398,772.00	51,139.00-
700,000.0000	UNITED STATES TREAS BD STRIP 0.000% 05/15/2039 DD 05/15/09	210,952.00	24.8440	173,908.00	37,044.00-
100,000.0000	U S TREASURY BOND 07.250% 08/15/2022 DD 08/15/92	130,426.83	129.5470	129,547.00	879.83-
1,800,000.0000	U S TREASURY BOND 06.125% 11/15/2027 DD 11/15/97	2,212,377.32	119.1250	2,144,250.00	68,127.32-
1,300,000.0000	U S TREASURY BOND 5.500% 08/15/2028 DD 08/15/98	1,507,554.88	111.4380	1,448,694.00	58,860.88-
800,000.0000	U S TREASURY BOND 05.250% 11/15/2028 DD 11/15/98	907,847.14	108.3590	866,872.00	40,975.14-
3,800,000.0000	U S TREASURY BOND 5.375% 02/15/2031 DD 02/15/01	4,325,586.85	110.5000	4,199,000.00	126,586.85-

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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
700,000.0000	U S TREASURY BOND 4.500% 02/15/2036 DD 02/15/06	730,007.81	98.5000	689,500.00	40,507.81-
800,000.0000	U S TREASURY BOND 4.375% 02/15/2038 DD 02/15/08	820,289.06	96.0000	768,000.00	52,289.06-
100,000.0000	U S TREASURY BOND 4.500% 05/15/2038 DD 05/15/08	104,359.38	97.9220	97,922.00	6,437.38-
500,000.0000	U S TREASURY BOND 4.250% 05/15/2039 DD 05/15/09	504,182.93	93.8130	469,065.00	35,117.93-
1,200,000.0000	U S TREASURY BOND 4.500% 08/15/2039 DD 08/15/09	1,209,412.57	97.7340	1,172,808.00	36,604.57-
600,000.0000	U S TREASURY BONDS 4.375% 11/15/2039 DD 11/15/09	585,765.86	95.7190	574,314.00	11,451.86-
300,000.0000	U S TREASURY NOTES 3.125% 10/31/2016 DD 10/31/09	303,560.34	98.7420	296,226.00	7,334.34-
800,000.0000	U S TREAS STRIP GENERIC TINT 0.000% 08/15/2020 DD 01/15/91	545,304.00	63.3770	507,016.00	38,288.00-
900,000.0000	U S TREAS STRIP GENERIC TINT 0.000% 02/15/2021 DD 06/19/91	550,044.00	61.7340	555,606.00	5,562.00
800,000.0000	U S TREAS STRIP 313 INT PMT 0.000% 08/15/2026 DD 08/15/96	387,200.00	44.2470	353,976.00	33,224.00-
3,500,000.0000	U S TREAS STRIP INT PMT 0.000% 02/15/2027 DD 02/15/97	1,715,385.00	43.1250	1,509,375.00	206,010.00-
100,000.0000	U S TREAS STRIP INT PMT 0.000% 05/15/2028 DD 11/16/98	42,267.00	40.4620	40,462.00	1,805.00-
400,000.0000	UNITED STATES TREAS SEC STRIP 0.000% 05/15/2038 DD 08/15/08	106,112.00	25.2310	100,924.00	5,188.00-



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<u>SHARES/ PAR VALUE</u>	<u>SECURITY DESCRIPTION</u>	<u>COST</u>	<u>PRICE</u>	<u>MARKET VALUE</u>	<u>UNREALIZED GAIN/LOSS</u>
TOTAL U. S. GOVERNMENT SECURITIES		32,440,161.15		31,034,127.40	1,406,033.75-
<u>CORPORATE DEBT INSTRUMENTS - PREFERRED</u>					
1,000,000.0000	AT&T CORP SR NT STEP 11/15/2031 DD 05/15/02	1,256,130.00	122.0520	1,220,520.00	35,610.00-
600,000.0000	AT & T INC GLOBAL NT 6.500% 09/01/2037 DD 08/31/07	646,194.00	103.6500	621,900.00	24,294.00-
500,000.0000	AMERICAN EXPRESS CO NT 8.150% 03/19/2038 DD 03/19/08	573,370.00	125.1160	625,580.00	52,210.00
800,000.0000	AMERICAN INTL GROUP INC NT 5.050% 10/01/2015 DD 04/01/06	536,456.00	83.4260	667,408.00	130,952.00
200,000.0000	AMERICAN INTL GROUP INC NT 6.250% 05/01/2036 DD 04/20/06	112,322.00	74.2520	148,504.00	36,182.00
400,000.0000	BNP PARIBAS/BNP PARIBAS US VAR RT 06/04/2010 DD 06/04/08	386,592.00	100.1890	400,756.00	14,164.00
500,000.0000	BANK AMER N A CHARLOTE N C 6.000% 10/15/2036 DD 10/26/06	530,890.00	96.6330	483,165.00	47,725.00-
150,000.0000	CATERPILLAR FINL SVCS CORP MTN VAR RT 06/24/2011 DD 06/26/08	134,092.50	100.8270	151,240.50	17,148.00
300,000.0000	CATERPILLAR INC DEB 6.050% 08/15/2036 DD 08/08/06	292,131.00	106.6130	319,839.00	27,708.00
700,000.0000	CHASE ISSUANCE TR 05-8 NT CL A VAR RT 10/15/2012 DD 08/25/05	638,743.00	99.8670	699,069.00	60,326.00
400,000.0000	CHASE ISSUANCE TR 07-1 NT CL A VAR RT 03/15/2013 DD 01/25/07	353,528.00	99.5870	398,348.00	44,820.00

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<u>SHARES/ PAR VALUE</u>	<u>SECURITY DESCRIPTION</u>	<u>COST</u>	<u>PRICE</u>	<u>MARKET VALUE</u>	<u>UNREALIZED GAIN/LOSS</u>
400,000.0000	CHASE ISSUANCE 08-1 CL A VAR RT 01/15/2012 DD 01/28/08	379,464.00	100.0110	400,044.00	20,580.00
200,000.0000	CHUBB CORP SR NT 6.500% 05/15/2038 DD 05/06/08	190,930.00	110.1210	220,242.00	29,312.00
400,000.0000	CITIGROUP INC GLOBAL SR NT 5.875% 05/29/2037 DD 05/29/07	302,756.00	88.1180	352,472.00	49,716.00
200,000.0000	CITIGROUP INC SR NT 6.875% 03/05/2038 DD 03/05/08	227,578.01	99.8020	199,604.00	27,974.01-
200,000.0000	CREDIT SUISSE N Y BRH SUB NT 6.000% 02/15/2018 DD 02/19/08	183,666.00	104.6340	209,268.00	25,602.00
400,000.0000	DEERE JOHN CAP CORP MEDIUM VAR RT 07/16/2010 DD 07/16/07	374,688.00	100.0190	400,076.00	25,388.00
900,000.0000	DUKE ENERGY CAROLINAS LLC 6.000% 01/15/2038 DD 01/10/08	980,505.00	105.7530	951,777.00	28,728.00-
600,000.0000	FLORIDA PWR & LT CO IST MTC BD 5.850% 05/01/2037 DD 04/17/07	658,656.00	103.5960	621,576.00	37,080.00-
59,864.2000	FORD CR AUTO 08-C CL A-2B VAR RT 01/15/2011 DD 05/22/08	48,024.20	100.0550	59,897.13	11,872.93
850,000.0000	GENERAL ELEC CAP CORP 8TRO0806 5.875% 01/14/2038 DD 01/14/08	832,031.00	92.5880	786,998.00	45,033.00-
700,000.0000	GEORGIA PWR CO SR NT SER 2007A 5.650% 03/01/2037 DD 03/13/07	663,474.00	100.1160	700,812.00	37,338.00
100,000.0000	GLAXOSMITHKLINE CAP INC GTD NT 5.375% 04/15/2034 DD 04/06/04	98,475.75	97.1530	97,153.00	1,322.75-
500,000.0000	GLAXOSMITHKLINE CAP INC GTD NT 6.375% 05/15/2038 DD 05/13/08	564,920.00	110.7880	553,940.00	10,980.00-



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400,000.0000	GOLDMAN SACHS GROUP INC MEDIUM VAR RT 06/28/2010 DD 06/28/07	372,184.00	100.0430	400,172.00	27,988.00
400,000.0000	GOLDMAN SACHS GROUP INC SR NT 6.125% 02/15/2033 DD 02/13/03	364,664.00	100.4230	401,692.00	37,028.00
600,000.0000	GOLDMAN SACHS GROUP INC SUB NT 6.750% 10/01/2037 DD 10/03/07	477,736.91	102.7890	616,734.00	138,997.09
400,000.0000	HSBC BK USA NA MTN #S80001 5.875% 11/01/2034 DD 10/25/04	389,428.00	97.2560	389,024.00	404.00-
400,000.0000	HEWLETT PACKARD CO GLOBAL NT VAR RT 03/01/2012 DD 02/27/07	356,284.00	99.9920	399,968.00	43,684.00
1,100,000.0000	JP MORGAN CHASE CAP XVIII 6.950% 08/17/2036 DD 08/17/06	926,849.00	97.1530	1,068,683.00	141,834.00
300,000.0000	JPMORGAN CHASE CAP XXII QTD CA 6.450% 02/02/2037 DD 02/02/07	245,847.00	91.7740	275,322.00	29,475.00
400,000.0000	KET LIFE GLOBAL FDG I 144A VAR RT 05/17/2010 DD 05/17/07	358,792.00	99.8890	399,556.00	40,764.00
400,000.0000	MORGAN STANLEY DM 8 CD NT 7.250% 04/01/2032 DD 04/03/02	348,000.00	113.7510	455,004.00	107,004.00
500,000.0000	MORGAN STANLEY GLOBAL MEDIUM 6.625% 04/01/2018 DD 04/01/08	438,644.99	108.1170	540,585.00	101,940.01
300,000.0000	NATIONAL RURAL UTILS COOP FIN 8.000% 03/01/2032 DD 03/07/02	295,695.00	119.5870	358,761.00	63,066.00
500,000.0000	ORACLE CORP NT 6.500% 04/15/2038 DD 04/09/08	550,480.00	109.8090	549,045.00	1,435.00-
600,000.0000	PHILIP MORRIS INTL INC NT 6.375% 05/16/2038 DD 05/16/08	624,042.00	108.0930	648,558.00	24,516.00

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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
400,000.0000	PRICOA GLOBAL FDG MTN #TR00012 VAR RT 01/15/2010 DD 12/13/04	362,512.00	99.9950	399,980.00	37,468.00
1,035,000.0000	RABOBANK NEDERLAND VAR RT 12/29/2049 DD 06/04/09	1,128,150.00	121.9250	1,261,923.75	133,773.75
300,000.0000	RAS LAFFAN LIQUEFIELD 144A 6.332% 09/30/2027 DD 09/26/06	303,000.00	100.9620	302,886.00	114.00-
500,000.0000	ROYAL BK SCOTLAND GRP PLC 144A VAR RT 03/30/2012 DD 11/30/09	500,000.00	99.6880	498,440.00	1,560.00-
400,000.0000	SLM STUDENT 03-7 CL A-SA 144A VAR RT 12/15/2033 DD 07/22/03	276,698.00	97.8640	391,456.20	114,758.20
700,000.0000	SLM STUDENT LN TR 07-2CL A2 VAR RT 07/25/2017 DD 02/22/07	613,508.00	98.9690	692,783.00	79,275.00
742,070.4100	SLM STUDENT LN TR 08 CL A VAR RT 04/25/2023 DD 08/28/08	695,483.21	103.9490	771,374.77	75,891.56
900,000.0000	SANTANDER PERP S A 144A VAR RT 10/29/2049 DD 10/24/07	572,436.00	89.8820	808,938.00	236,502.00
700,000.0000	TARGET CORP NT 7.000% 01/15/2038 DD 01/17/08	648,760.00	116.6750	816,725.00	167,965.00
500,000.0000	WACHOVIA BK NATL ASSN MTN 6.600% 01/15/2038 DD 12/07/07	542,455.00	105.5480	527,740.00	14,715.00-
880,000.0000	WAL-MART STORES INC NT 6.200% 04/15/2038 DD 04/15/08	1,007,116.00	110.2790	970,455.20	36,660.80-
500,000.0000	WELLS FARGO BK 5.950% 08/26/2036 DD 08/29/06	525,145.00	97.6030	488,015.00	37,130.00-
TOTAL CORPORATE DEBT INSTRUMENTS - PREFERRED		23,889,526.57		25,724,009.55	1,834,482.98



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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
CORPORATE DEBT INSTRUMENTS					
200,000.0000	STATE OF QATAR 6.400% 01/20/2040 DD 11/24/09	199,570.00	100.5000	201,000.00	1,430.00
400,000.0000	AIG MATCHED FDC CORP 144A VAR RT 01/29/2010 DD 01/29/07	342,348.00	99.9310	399,724.00	57,376.00
400,000.0000	ALLSTATE CORP 5.950% 04/01/2036 DD 03/24/06	338,636.00	101.1200	404,480.00	65,844.00
645,342.2100	ALTERNATIVE LN TR 06 0A9 2A-1A VAR RT 07/25/2036 DD 05/30/06	263,280.21	43.4650	280,497.99	17,217.78
200,000.0000	AMERICAN INTERNATIONAL GROUP I 8.175% 05/15/2068 DD 05/15/09	77,804.00	66.0000	132,000.00	54,196.00
600,000.0000	ANGEN INC SR NT 6.375% 06/01/2037 DD 12/01/07	645,084.00	109.1490	654,894.00	9,810.00
300,000.0000	ANHEUSER BUSCH 144A 8.200% 01/15/2039 DD 01/12/09	374,352.00	126.4500	379,350.00	4,998.00
800,000.0000	APACHE CORP NT 6.000% 01/15/2037 DD 01/26/07	775,736.00	106.4050	851,240.00	75,504.00
640,000.0000	BARCLAYS BANK PLC 10.179% 06/12/2021 DD 06/12/09	529,008.00	129.0670	826,028.80	297,020.80
300,000.0000	CITIGROUP INC 8.125% 07/15/2039 DD 07/23/09	342,339.00	112.8650	338,595.00	3,744.00-
650,000.0000	CONSOLIDATED EDISON CO N Y INC 6.750% 04/01/2038 DD 04/04/08	694,505.50	114.8090	741,058.50	46,553.00
400,000.0000	DEERE JOHN CAP CORP MTN 00353 VAR RT 06/10/2011 DD 06/12/08	364,996.00	100.9360	403,744.00	38,748.00

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300,000.0000	ENERGY TRANSFER PARTNERS L P 7.500% 07/01/2038 DD 03/28/08	348,978.00	109.5680	328,704.00	20,274.00-
400,000.0000	HSBC FIN CORP MTN # TR 00007 VAR RT 05/10/2010 DD 05/10/05	361,528.00	99.9690	399,876.00	38,348.00
200,000.0000	HEINZ (H J) FINANCE CO 7.125% 08/01/2039 DD 07/29/09	224,702.00	113.0540	226,108.00	1,406.00
700,000.0000	KINDER MORGAN ENERGY PARTNERS 6.950% 01/15/2038 DD 06/21/07	566,125.00	106.5760	746,032.00	179,907.00
300,000.0000	LEHMAN BROS HLDGS INC MEDIUM 6.875% 05/02/2018 DD 04/24/08	28,500.00	20.7500	62,250.00	33,750.00
300,000.0000	METLIFE INC SR NT 5.700% 06/15/2035 DD 06/23/05	244,296.00	98.7580	296,274.00	51,978.00
500,000.0000	NGPL PIPECO LLC SR NT 144A 7.768% 12/15/2037 DD 12/21/07	407,310.00	115.2180	576,090.00	168,780.00
300,000.0000	ORACLE CORP 6.125% 07/08/2039 DD 07/08/09	298,002.00	105.0030	315,009.00	17,007.00
700,000.0000	PACIFIC GAS & ELEC CO SR NT 6.350% 02/15/2038 DD 03/03/08	765,604.00	108.4390	759,073.00	6,531.00-
200,000.0000	PEMEX PROJ FDC MASTER TR GTD 6.625% 06/15/2038 DD 12/15/08	195,000.00	93.0530	186,106.00	8,894.00-
500,000.0000	PRUDENTIAL FINL INC MTN 000028 6.625% 12/01/2037 DD 12/03/07	340,905.00	102.5060	512,530.00	171,625.00
900,000.0000	RBS CAP TR II TR PFD SECS VAR RT 12/29/2049 DD 12/10/03	383,373.00	60.0000	540,000.00	156,627.00
1,200,000.0000	VERIZON COMMUNICATIONS INC NT 6.900% 04/15/2038 DD 04/04/08	1,350,300.00	110.8340	1,330,008.00	20,292.00-



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200,000.0000	VIRGINIA ELEC & PWR CO SR NT 6.350% 11/30/2037 DD 12/04/07	202,994.00	109.1530	218,306.00	15,312.00
302,688.6100	WELLS FARGO MTG BKD 07-10 1A22 VAR RT 07/25/2037 DD 06/25/07	144,100.91	60.4060	182,842.08	38,741.17
200,000.0000	WELLS FARGO CAP XIII FXD TO VAR RT 12/31/2049 DD 05/19/08	165,062.00	97.0000	194,000.00	28,938.00
100,000.0000	MEYERHAUSER CO NTS 7.375% 03/15/2032 DD 09/15/02	88,875.00	94.8070	94,807.00	5,932.00
TOTAL CORPORATE DEBT INSTRUMENTS		11,063,313.62		12,580,627.37	1,517,313.75
<u>CORPORATE STOCK - COMMON</u>					
3,365.0000	ARCH CAPITAL GROUP LTD SHS	235,886.50	71.5500	240,765.75	4,879.25
8,320.0000	VISTAPRINT NV	166,312.38	56.6600	471,411.20	305,098.82
12,391.0000	ADC TELECOMMUNICATIONS INC COM NEW	68,155.20	6.2100	76,948.11	8,792.91
3,921.0000	AK STL HLDG CORP COM	71,342.60	21.3500	83,713.35	12,370.75
4,153.0000	ABOVENET INC COM	203,244.35	65.0400	270,111.12	66,866.77
6,464.0000	ACTUANT CORP CL A NEW	79,681.28	18.5300	119,777.92	40,096.64
8,264.0000	ADVANCED ENERGY INDS INC	82,226.80	15.0800	124,621.12	42,394.32
3,338.0000	AIRGAS INC	130,244.77	47.6000	158,888.80	28,644.03
4,076.0000	ALBEMARLE CORP	90,719.35	36.3700	148,244.12	57,524.77

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7,839.0000	AMERICAN FINL GROUP INC OHIO COM	178,028.42	24.9500	195,583.05	17,554.63
1,580.0000	AMERIGROUP CORP	46,641.61	26.9600	42,596.80	4,044.81-
3,900.0000	AMSURG CORP COM	66,714.34	22.0200	85,878.00	19,163.66
28,650.0000	APPLIED MICRO CIRCUITS CORP COM NEW	259,295.28	7.4700	214,015.50	45,279.78-
8,010.0000	ARCSIGHT INC COM	188,534.00	25.5800	204,895.80	16,361.80
3,970.0000	ARENA RES INC COM	121,452.74	43.1200	171,186.40	49,733.66
6,203.0000	ARROW ELECTRS INC COM	125,331.35	29.6100	183,670.83	58,339.48
4,368.0000	ASHLAND INC NEW COM	144,186.17	39.6200	173,060.16	28,873.99
1,600.0000	ASSOCIATED BANC CORP COM	17,722.32	11.0100	17,616.00	106.32-
12,107.0000	ATHENAHEALTH INC COM	449,157.03	45.2400	547,720.68	98,563.65
12,475.0000	ATHEROS COMMUNICATIONS INC COM	340,910.65	34.2400	427,144.00	86,233.35
18,452.0000	ATHEL CORP COM	62,289.92	4.6100	85,063.72	22,773.80
4,090.0000	BALDOR ELEC CO	109,318.93	28.0900	114,888.10	5,569.17
7,567.0000	BE AEROSPACE INC	58,509.74	23.5000	177,824.50	119,314.76
11,280.0000	BEAZER HOMES USA INC	47,067.19	4.8400	54,595.20	7,528.01
8,706.0000	BENCHMARK ELECTRS INC	110,120.05	18.9100	164,630.46	54,510.41

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3,273.0000	BERRY PETE CO CL A	72,825.33	29.1500	95,407.95	22,582.62
9,015.0000	BJS RESTAURANTS INC COM	97,091.61	18.8300	169,752.45	72,660.84
4,475.0000	BLACKBOARD INC COM	121,253.50	45.3900	203,120.25	81,866.75
21,710.0000	BRIDGEPOINT ED INC COM	281,307.57	15.0200	326,084.20	44,776.63
9,033.0000	BROWN SHOE INC NEW COM	76,509.51	9.8700	89,155.71	12,646.20
9,340.0000	BUCYRUS INTERNATIONAL INC	251,896.22	56.3700	526,495.80	274,599.58
4,313.0000	CEC ENTMT INC COM	110,546.79	31.9200	137,670.96	27,124.17
1,132.0000	CF INDS HLDGS INC COM	57,623.55	90.7800	102,762.96	45,139.41
4,762.0000	CLECO CORP NEW COM	108,716.45	27.3300	130,145.46	21,429.01
10,946.0000	CALLAWAY GOLF CO COM	93,306.25	7.5400	82,532.84	10,773.41-
11,692.0000	CARDINAL FINL CORP COM	90,613.00	8.7400	102,188.08	11,575.08
18,545.0000	CARRIZO OIL & GAS INC COM	289,456.33	26.5100	491,627.95	202,171.62
10,385.0000	CAVIUM NETWORKS INC COM	207,277.08	23.8300	247,474.55	40,197.47
8,214.0000	CELANESE CORP DEL COM SER A	93,468.15	32.1000	263,669.40	170,201.25
4,610.0000	CHIPOTLE MEXICAN GRILL INC CL A	277,141.00	88.1600	406,417.60	129,276.60
26,215.0000	CINCINNATI BELL INC	50,594.95	3.4500	90,441.75	39,846.80
8,400.0000	COLONIAL PPTYS TR COM SHS BEN INT	84,466.62	11.7300	98,532.00	14,065.38

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3,447.0000	COMMSCOPE INC COM	44,843.75	26.5300	91,448.91	46,605.16
7,079.0000	COMSTOCK RES INC NEW	284,979.76	40.5700	287,195.03	2,215.27
3,070.0000	COMTECH TELECOMMUNICATIONS CORP NEW	97,723.95	35.0400	107,572.80	9,848.85
11,555.0000	CONCUR TECHNOLOGIES INC COM	353,104.00	42.7500	493,976.25	140,872.25
3,425.0000	CONSOLIDATED GRAPHICS INC	77,020.59	35.0200	119,943.50	42,922.91
8,325.0000	CONTINENTAL AIRLS INC CL B	139,682.57	17.9200	149,184.00	9,501.43
4,842.0000	COOPER TIRE & RUBR CO	48,306.79	20.0500	97,082.10	48,775.31
24,165.0000	CYBERSOURCE CORP DEL COM	289,769.99	20.1100	485,958.15	196,188.16
44,505.0000	CYPRESS SEMICONDUCTOR CORP	428,471.69	10.5600	469,972.80	41,501.11
13,560.0000	DG FASTCHANNEL INC COM	299,633.12	27.9300	378,730.80	79,097.68
10,220.0000	D R HORTON INC	105,717.19	10.8700	111,091.40	5,374.21
10,060.0000	DTS INC COM	191,420.92	34.2100	344,152.60	152,731.68
4,978.0000	DEAN FOODS CO COM NEW	89,454.66	18.0400	89,803.12	348.46
8,519.0000	DEVELOPERS DIVERSIFIED RLTY CORP COM	70,087.71	9.2600	78,885.94	8,798.23
4,053.0000	DIEBOLD INC	113,712.70	28.4500	115,307.85	1,595.15
2,310.0000	DIGITAL RLTY TR INC COM	75,883.50	50.2800	116,146.80	40,263.30



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8,304.0000	DIODES INC	51,683.03	20.4100	169,484.64	117,801.61
11,119.0000	DYCOM INDS INC	65,810.91	8.0300	89,285.57	23,474.66
19,920.0000	EDUCATION RLTY TR INC COM	91,077.71	4.8400	96,412.80	5,335.09
2,355.0000	ENCORE ACQUISITION CO COM CASH MERGER	60,099.60	48.0200	113,087.10	52,987.50
26,540.0000	ENTEGRIS INC COM	93,357.03	5.2800	140,131.20	46,774.17
9,034.0000	ENTERCOM COMMUNICATIONS CORP	11,111.82	7.0700	63,870.38	52,758.56
4,700.0000	EQUINIX INC COM NEW	249,993.04	106.1500	498,905.00	248,911.96
11,950.0000	FAIRCHILD SEMICONDUCTOR INTL INC COM	111,241.36	9.9900	119,380.50	8,139.14
1,300.0000	FEDERAL RLTY INVT TR SHS BEN INT NEW	74,966.80	67.7200	88,036.00	13,069.20
6,068.0000	FIDELITY NATL FINANCIAL INC CL A	107,902.32	13.4600	81,675.28	26,227.04-
11,071.0000	FIRST FINL BANCORP	84,335.45	14.5600	161,193.76	76,858.31
5,682.0000	FIRSTHERIT CORP	115,231.22	20.1400	114,435.48	795.74-
10,739.0000	FOOT LOCKER INC COM	94,091.77	11.1400	119,632.46	25,540.69
10,440.0000	GSI COMMERCE INC COM	209,728.17	25.3900	265,071.60	55,343.43
9,971.0000	GANNETT INC COM	115,969.71	14.8500	148,069.35	32,099.64

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2,105.0000	GENERAL CABLE CORP DEL COM NEW	80,337.95	29.4200	61,929.10	18,408.85-
4,820.0000	GENESCO INC COM	110,064.41	27.4600	132,357.20	22,292.79
13,180.0000	GENTEX CORP COM	146,145.41	17.8500	235,263.00	89,117.59
6,775.0000	GENOPTIX INC COM	220,453.06	35.5300	240,715.75	20,262.69
13,206.0000	GOODRICH PETE CORP NEW COM	386,704.49	24.3500	321,566.10	65,138.39-
14,945.0000	GRAND CANYON ED INC COM	265,839.88	19.0100	284,104.45	18,264.57
2,685.0000	GRANITE CONSTR INC COM	88,817.74	33.6600	90,377.10	1,559.36
19,523.0000	GREAT LAKES DREDGE & DOCK CORP NEW COM	125,490.06	6.4800	126,509.04	1,018.98
5,300.0000	GREEN MTN COFFEE ROASTERS INC COM	136,740.03	81.4700	431,791.00	295,050.97
4,805.0000	HMS HOLDING CORP COM	151,117.45	48.6900	233,955.45	82,838.00
3,569.0000	HANCOCK HLDG CO	155,971.94	43.8100	156,357.89	385.95
4,785.0000	HANOVER INS GROUP INC COM	205,611.43	44.4300	212,597.55	6,986.12
4,498.0000	HARRIS STRATEX NETWORKS INC COM STK	22,089.30	6.9100	31,081.18	8,991.88
3,294.0000	HEALTH CARE REIT INC COM	139,006.80	44.3200	145,990.08	6,983.28
37,434.0000	HEXCEL CORP NEW	391,273.48	12.9800	485,893.32	94,619.84
5,150.0000	HIGHWOODS PPTYS INC COM	154,056.38	33.3500	171,752.50	17,696.12



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10,995.0000	HITTITE MICROWAVE CORP COM	387,566.23	40.7700	448,266.15	60,699.92
3,897.0000	HORNBECK OFFSHORE SVCS INC COM	63,826.16	23.2800	90,722.16	26,896.00
2,171.0000	HUNT J B TRANS SVCS INC	60,603.47	32.2700	70,058.17	9,454.70
1,150.0000	IBERIABANK CORP COM	55,290.34	53.8100	61,881.50	6,591.16
10,142.0000	INLAND REAL ESTATE CORP COM NEW	74,912.20	8.1500	82,657.30	7,745.10
6,992.0000	INNOMPHOS HLDGS INC COM	107,120.77	22.9800	160,676.16	53,555.39
26,699.0000	INTEGRATED DEVICE TECH INC	152,066.91	6.4700	172,742.53	20,675.62
5,299.0000	INTREPID POTASH INC COM	131,566.77	29.1700	154,571.83	23,005.06
4,286.0000	INVESTMENT TECH GRP COM NEW	95,758.08	19.7000	84,434.20	11,323.88-
7,245.0000	J CREW GROUP INC COM	99,689.26	44.7400	324,141.30	224,452.04
4,145.0000	JDA SOFTWARE GROUP INC	98,772.95	25.4700	105,573.15	6,800.20
8,524.0000	JABIL CIRCUIT INC COM	62,599.72	17.3700	148,061.88	85,462.16
7,421.0000	JONES APPAREL GROUP INC COM	35,488.55	16.0600	119,181.26	83,692.71
2,308.0000	KBW INC COM	53,084.00	27.3600	63,146.88	10,062.88
21,719.0000	KEY ENERGY SERVICES INC COM	159,936.25	8.7900	190,910.01	30,973.76
21,300.0000	KEYCORP NEW COM	118,232.04	5.5500	118,215.00	17.04-
3,273.0000	KINETIC CONCEPTS INC COM NEW	116,058.22	37.6500	123,228.45	7,170.23

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20,534.0000	KING PHARMACEUTICALS INC COM	204,367.05	12.2700	251,952.18	47,585.13
6,250.0000	KNIGHT CAP GROUP INC COM	100,871.39	15.4000	96,250.00	4,621.39-
8,815.0000	KNIGHT TRANSN INC COM	140,059.91	19.2900	170,041.35	29,981.44
3,795.0000	LANDSTAR SYS INC COM	143,813.44	38.7700	147,132.15	3,318.71
10,995.0000	LULULEMON ATHLETICA COM	164,063.85	30.1000	330,949.50	166,885.65
9,284.0000	MDU RESOURCES GROUP INC	165,493.66	23.6000	219,102.40	53,608.74
15,178.0000	MGIC INVT CORP WIS COM	111,769.68	5.7800	87,728.84	24,040.84-
11,730.0000	MGM MIRAGE	116,814.67	9.1200	106,977.60	9,837.07-
6,615.0000	MKS INSTRS INC	98,503.71	17.4000	115,101.00	16,597.29
7,168.0000	MANITOWOC INC COM	51,771.18	9.9700	71,464.96	19,693.78
22,986.0000	MUELLER WTR PRODS INC COM SER A	87,814.74	5.2000	119,527.20	31,712.46
7,000.0000	MYERS INDS INC	43,602.30	9.1000	63,700.00	20,097.70
20,099.0000	NATIONAL PENN BANCHARES INC COM	118,384.39	5.7900	116,373.21	2,011.18-
5,505.0000	NATIONAL RETAIL PPYS INC COM	99,549.52	21.2200	116,816.10	17,266.58
8,415.0000	NETLOGIC MICROSYSTEMS INC COM	301,287.13	46.2600	389,277.90	87,990.77
15,795.0000	NEUTRAL TANDEM INC COM	343,804.63	22.7500	359,336.25	15,531.62
8,166.0000	NORTHEAST UTILS COM	189,954.42	25.7900	210,601.14	20,646.72



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3,824.0000	NUVASIVE INC COM	132,501.63	31.9800	122,291.52	10,210.11-
8,389.0000	OLD DOMINION FGHT LINES INC	232,093.92	30.7000	257,542.30	25,448.38
11,445.0000	OMNIVISION TECHNOLOGIES INC COM	172,294.01	14.5200	166,181.40	6,112.61-
10,238.0000	PNM RES INC COM	123,488.15	12.6500	129,510.70	6,022.55
1,965.0000	PACWEST BANCORP DEL COM	43,463.41	20.1500	39,594.75	3,868.66-
10,448.0000	PARAMETRIC TECHNOLOGY CORP COM NEW	126,508.80	16.3400	170,720.32	44,211.52
5,728.0000	PENN NATL GAMING INC COM	139,282.49	27.1900	155,744.32	16,461.83
8,039.0000	PENN VA CORP	186,117.31	21.2900	171,150.31	14,967.00-
9,940.0000	PERKINELMER INC COM	153,669.07	20.5900	204,664.60	50,995.53
1,572.0000	PHILLIPS VAN HEUSEN CORP COM	31,644.35	40.6800	63,948.96	32,304.61
5,016.0000	PLEXUS CORP	85,372.64	28.4800	142,855.68	57,483.04
4,521.0000	POST PPTYS INC COM	81,337.05	19.6000	88,611.60	7,274.55
8,185.0000	POWER INTEGRATIONS INC	270,732.83	36.3600	297,606.60	26,873.77
4,247.0000	PROGRESS SOFTWARE CORP	95,073.58	29.2200	124,097.34	29,023.76
200.0000	QUAKER CHEM CORP COM	4,119.08	20.6400	4,128.00	8.92
2,350.0000	QUALITY SYS INC	90,095.13	62.8000	147,580.00	57,484.87
18,054.0000	RRI ENERGY INC COM	120,342.55	5.7200	103,268.88	17,073.67-

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15,750.0000	RACKSPACE HOSTING INC COM	260,012.89	20.8500	328,387.50	68,374.61
12,553.0000	RADIAN GROUP INC	109,400.19	7.3100	91,762.43	17,637.76-
13,010.0000	RIVERBED TECHNOLOGY INC COM	273,656.38	22.9700	298,839.70	25,183.32
3,840.0000	ROBBINS & MYERS INC COM	63,389.89	23.5200	90,316.80	26,926.91
8,338.0000	ROCKWOOD HLDGS INC COM	83,854.56	23.5600	196,443.28	112,588.72
8,050.0000	ROSETTA RES INC COM	147,075.76	19.9200	160,356.00	13,280.24
4,898.0000	RYLAND GROUP INC	88,865.78	19.7000	96,490.60	7,624.82
5,775.0000	SXC HEALTH SOLUTIONS CORP COM	270,110.21	53.9500	311,561.25	41,451.04
10,480.0000	SAPIENT CORP	78,473.38	8.2700	86,669.60	8,196.22
1,438.0000	SCHNITZER STL INDS INC CL A	72,530.39	47.7000	68,592.60	3,937.79-
5,455.0000	SHAW GROUP INC COM	165,082.83	28.7500	156,831.25	8,251.58-
6,580.0000	SILICON LABORATORIES INC OC-COM	283,971.02	48.3800	318,340.40	34,369.38
1,430.0000	SMITH A O CORP	42,213.60	43.3900	62,047.70	19,834.10
1,426.0000	JM SHUCKER COMPANY COM NEW	77,809.98	61.7500	88,055.50	10,245.52
14,157.0000	SOLUTIA INC COM NEW	38,531.95	12.7000	179,793.90	141,261.95
13,014.0000	SOUTH FINL GROUP INC COM	24,792.13	0.6450	8,394.03	16,398.10-
6,324.0000	SPARTECH CORP NEW	81,357.35	10.2600	64,884.24	16,473.11-



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<u>SHARES/ PAR VALUE</u>	<u>SECURITY DESCRIPTION</u>	<u>COST</u>	<u>PRICE</u>	<u>MARKET VALUE</u>	<u>UNREALIZED GAIN/LOSS</u>
14,941.0000	STANDARD PAC CORP NEW COM	26,594.97	3.7400	55,879.34	29,284.37
4,577.0000	STARWOOD HOTELS & RESORTS COM	91,623.17	36.5700	167,380.89	75,757.72
8,932.0000	STEEL DYNAMICS INC COM	93,579.64	17.7200	158,275.04	64,695.40
8,850.0000	SUCCESSFACTORS INC COM	143,941.89	16.5800	146,733.00	2,791.11
21,243.0000	SUNSTONE HOTEL INVS INC NEW COM	121,834.36	8.8800	188,637.84	66,803.48
7,750.0000	SUSQUEHANNA BANCSHARES INC PA	67,502.79	5.8900	45,647.50	21,855.29-
24,865.0000	SYNOVUS FINL CORP	50,098.14	2.0500	50,973.25	875.11
4,390.0000	SYNTEL INC COM	126,380.73	38.0300	166,951.70	40,570.97
2,680.0000	SYNIVERSE HLDS INC COM	31,999.22	17.4800	46,846.40	14,847.18
3,363.0000	TRW AUTOMOTIVE HLDS CORP COM	79,556.81	23.8800	80,308.44	751.63
3,880.0000	T-3 ENERGY SERVICES INC COM	43,135.96	25.5000	98,940.00	55,804.04
7,274.0000	TEMPLE INLAND INC COM	118,712.75	21.1100	153,554.14	34,841.39
6,235.0000	TENNECO INC COM	74,551.05	17.7300	110,546.55	35,995.50
4,715.0000	THORATEC CORP COM NEW	151,039.24	26.9200	126,927.80	24,111.44-
1,660.0000	TRIUMPH GROUP INC COM NEW	79,037.00	48.2500	80,095.00	1,058.00
20,185.0000	TRUE RELIGION APPAREL INC COM	487,298.07	18.4900	373,220.65	114,077.42-

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<u>SHARES/ PAR VALUE</u>	<u>SECURITY DESCRIPTION</u>	<u>COST</u>	<u>PRICE</u>	<u>MARKET VALUE</u>	<u>UNREALIZED GAIN/LOSS</u>
6,141.0000	TRUSTMARK CORP	124,149.30	22.5400	138,418.14	14,268.84
6,689.0000	UGI CORP NEW COM	163,345.38	24.1900	161,806.91	1,538.47-
14,500.0000	U STORE IT TR COM	83,101.01	7.3200	106,140.00	23,038.99
6,224.0000	UNIVERSAL HEALTH SVCS INC CL B	116,917.84	30.5000	189,832.00	72,914.16
4,752.0000	VECTREN CORP COM	118,847.50	24.6800	117,279.36	1,568.14-
6,347.0000	WASHINGTON FEDERAL INC	93,965.89	19.3400	122,750.98	28,785.09
1,305.0000	WASHINGTON REAL ESTATE INVT TR SH BEN INT	27,927.00	27.5500	35,952.75	8,025.75
18,332.0000	WESTERN ALLIANCE BANCORPORATION	110,870.53	3.7800	69,294.96	41,575.57-
1,719.0000	WHITING PETE CORP NEW COM	62,575.55	71.4500	122,822.55	60,247.00
17,550.0000	WHITNEY HLDG CO	172,907.02	9.1100	159,880.50	13,026.52-
7,793.0000	WILLBROS GROUP INC DEL COM	93,265.66	16.8700	131,467.91	38,202.25
4,638.0000	WISCONSIN ENERGY CORP COM	194,703.24	49.8300	231,111.54	36,408.30
6,443.0000	WORLD ACCEP CORP	117,331.69	35.8300	230,852.69	113,521.00
9,738.0000	ZIONS BANCORPORATION	194,711.51	12.8300	124,938.54	69,772.97-
TOTAL CORPORATE STOCK - COMMON		24,908,586.31		31,767,224.62	6,858,638.31



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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
<u>OTHER INVESTMENTS</u>					
600,000.0000	IRS P CD0003M R 5.0% 2028 DEC 19	0.00	0.0000	0.00	0.00
1,200,000.0000	IRS P EUR006M R 2.5% 2.500% R 17	0.00	0.0000	0.00	0.00
200,000.0000	AMERICAN MUN PWR-OHIO INC 6.053% 02/15/2043 DD 10/15/09	200,000.00	94.5880	189,176.00	10,824.00-
200,000.0000	BAY AREA TOLL AUTH CALIF TOLL 6.263% 04/01/2049 DD 11/05/09	200,000.00	95.5210	191,042.00	8,958.00-
300,000.0000	FLORIDA ST TPK AUTH TPK REV 6.800% 07/01/2039 DD 07/09/09	298,851.00	101.4330	304,299.00	5,448.00
200,000.0000	LAS VEGAS VY NEV WTR DIST 7.013% 06/01/2039 DD 12/23/09	200,000.00	102.1980	204,396.00	4,396.00
200,000.0000	METRO WASTEWTR RECLAMATION DIS 5.775% 04/01/2029 DD 08/27/09	200,000.00	99.2960	198,592.00	1,408.00-
200,000.0000	METROPOLITAN WASHINGTON D C AR 7.462% 10/01/2046 DD 08/12/09	200,000.00	100.6630	201,326.00	1,326.00
200,000.0000	MISSOURI JT MUN ELEC UTIL COMM 6.890% 01/01/2042 DD 12/17/09	200,000.00	99.0050	198,010.00	1,990.00-
200,000.0000	STOCKTON CALIF PUB FING AUTH 7.942% 10/01/2038 DD 08/27/09	200,000.00	98.5680	197,136.00	2,864.00-
200,000.0000	TEXAS ST 6.072% 10/01/2029 DD 08/27/09	200,000.00	100.9280	201,856.00	1,856.00
200,000.0000	UNIVERSITY CALIF REVS 5.770% 05/15/2043 DD 08/27/09	199,832.00	97.0120	194,024.00	5,808.00-

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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
74.0000	90DAY EURO DOLLAR FUTURE (CME) EXP MAR 10	0.00	99.6450	180,275.00	180,275.00
11.0000	90DAY EURO DOLLAR FUTURE (CME) EXP JUN 10	0.00	99.3200	21,737.50	21,737.50
7.0000	90DAY EURO DOLLAR FUTURE (CME) EXP SEP 10	0.00	98.9000	14,175.00	14,175.00
18.0000	90DAY EURO DOLLAR FUTURE (CME) EXP DEC 10	0.00	98.4700	25,162.50	25,162.50
12,200,000.0000	IRS P US0003M R 3.00% 2010 DEC 16	163,968.00	1.3440	163,968.00	0.00
4,200,000.0000	IRS P US0003M R 3.00% 2010 DEC 16	56,251.99	1.3393	56,251.99	0.00
2,400,000.0000	BARCLAYS CORP LTD REPO 0.010% 01/04/2010 DD 12/31/09	2,400,000.00	100.0000	2,400,000.00	0.00
TOTAL OTHER INVESTMENTS		4,718,902.99		4,941,426.99	222,524.00
<u>SHORT SALES</u>					
600,000.0000-	IRS P CD0003M R 5.0% 2028 DEC 19	4,791.74-	0.9410	5,646.02-	854.28-
1,200,000.0000-	IRS P EUR006M R 2.5% 2012 MAR 17	432.20-	0.0358	430.43-	1.77
12,200,000.0000-	IRS P US0003M R 3.00% 2010 DEC 16	0.00	0.0000	0.00	0.00
4,200,000.0000-	IRS P US0003M R 3.00% 2010 DEC 16	0.00	0.0000	0.00	0.00



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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
260,000.0000-	BARCLAYS CASH COLLATERAL 0.010% 01/01/2049 DD 07/01/08	260,000.00-	100.0000	260,000.00-	0.00
250,000.0000-	RBS PLC CASH COLLATERAL 0.010% 01/01/2049 DD 07/01/08	250,000.00-	100.0000	250,000.00-	0.00
TOTAL SHORT SALES		515,223.94-		516,076.45-	852.51-
WRITTEN OPTIONS					
3.0000-	EURO-BUND FUTURE MAR 10 CALL MAR 10 125.000 ED 2/26/10	0.85-	0.1721	516.51-	515.66-
3.0000-	EURO-BUND FUTURE MAR 10 PUT MAR 10 121.000 ED 02/26/10	1.08-	1.4490	4,347.29-	4,346.21-
13.0000-	US 10YR NOTE FUTURE MAR 10 CALL FEB 10 119.000 ED 1/22/10	2,183.61-	3.1250	406.25-	1,777.36
13.0000-	US 10YR NOTE FUTURE MAR 10 PUT FEB 10 116.000 ED 01/22/10	7,769.89-	109.3750	14,218.75-	6,448.86-
2,000,000.0000-	IRS P US0003M R 5.50% 09/02/15 PUT AUG 10 005.500 ED 08/31/10	21,000.00-	0.1907	3,814.60-	17,185.40
1,000,000.0000-	IRS P US0003M R 6.00% 09/02/20 PUT AUG 10 006.000 ED 08/31/10	9,875.47-	0.5679	5,679.50-	4,195.97
1,500,000.0000-	IRS P US0003M R 4.25% 04/21/20 PUT APR 10 004.250 ED 04/19/10	15,766.00-	1.0510	15,766.00-	0.00
1,000,000.0000-	IRS R US0003M P 2.8% 02/19/201 CALL FEB 10 002.800 ED 02/17/10	5,700.00-	0.0097	97.60-	5,602.40
1,400,000.0000-	IRS R US0003M P 3.25% 02/19/20 CALL FEB 10 003.250 ED 2/17/10	12,600.00-	0.9000	12,600.00-	0.00

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SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
1,500,000.0000-	IRS R US0003M P 3.25% 04/21/20 CALL APR 10 003.250 ED 4/19/10	14,812.50-	0.9875	14,812.50-	0.00
1,400,000.0000-	IRS P US0003M R 4.0% 02/19/20 PUT FEB 10 004.000 ED 02/17/10	7,560.00-	0.5400	7,560.00-	0.00
2,200,000.0000-	IRS P US0003M R 3.5% 02/19/17 PUT FEB 10 003.500 ED 02/17/10	11,660.00-	0.5300	11,660.00-	0.00
TOTAL WRITTEN OPTIONS		108,929.40-		91,479.00-	17,450.40
COMMON/COLLECTIVE TRUST					
5,333,091.6500	EB TEMPORARY INVESTMENT FD II 0.379% 12/31/2040 DD 11/01/01	5,333,091.65	1.0000	5,333,091.65	0.00
1,336,167.7310	INTL RESEARCH EQUITY	42,987,636.09	32.3700	43,251,749.45	264,113.36
685,567.3000	BGI ALPHA TILTS FUND	65,250,126.87	126.3064	86,591,578.75	21,341,451.88
TOTAL COMMON/COLLECTIVE TRUST		113,570,854.61		135,176,419.85	21,605,565.24
GRAND TOTAL		211,020,746.86		241,669,637.95	647.61 C 30,648,243.48 I 30,648,891.09

SCHEDULE SB ATTACHMENTS

Statement by Enrolled Actuary

Plan Sponsor	Forum Health
EIN/PN	31-1560189/003
Plan Name	Forum Health Pension Plan
Valuation Date	January 1, 2009
Enrolled Actuary	Michael C. Kirchner
Enrollment Number	08-05383

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

Plan Name:	Forum Health Pension Plan
EIN / PN:	31-1560189 / 003
Plan Sponsor:	Forum Health
Valuation Date:	January 1, 2009

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26 Schedule of Active Participant Data as of January 1, 2009

Attained Age	Attained Years of Credited Service and Number and Average Compensation/Salary (limited)													Total
	0	1	2	3	4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
30-34	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
35-39	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
40-44	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
45-49	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
50-54	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
55-59	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
60-64	0	0	0	0	0	0	8	4	12	12	16	15	8	75
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
65-69	0	0	0	0	0	1	3	4	4	5	4	2	5	28
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
70 & over	0	0	0	0	0	0	1	2	0	1	2	2	1	9
	0	0	0	0	0	0	0	0	0	0	0	0	0	0

¹ Ages and service totals for purposes of determining category are based on exact (not rounded) values. Chart reflects only those participants expected to accrue benefits during the 2009 plan year. Another 3,085 participants are not accruing benefits.

Plan Name: Forum Health Pension Plan
 EIN / PN: 31-1560189 / 003
 Plan Sponsor: Forum Health
 Valuation Date: January 1, 2009

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V – Line 23 Statement of Actuarial Assumptions and Methods

Plan Sponsor

Forum Health

EIN/PN

31-1560189/003

Discount rates

Current plan year PPA effective interest rate: 6.86% (Full Yield Curve December 2008)

Assumed cost of living adjustments

None.

Inclusion date

Participants are included in the valuation after having attained age 21 with one year of employment for the eligible group with ongoing accruals.

Administrative expenses

We have assumed \$900,000 will be paid from the trust to cover administrative expenses and PBGC premiums during the 2009 plan year.

Mortality

For non-disabled participants, the prescribed mortality assumption under Section 430(h)(3)(A) of the Internal Revenue Code using static tables with separate mortality rates for annuitants and non-annuitants.

Plan Name: Forum Health Pension Plan
EIN / PN: 31-1560189 / 003
Plan Sponsor: Forum Health
Valuation Date: January 1, 2009

SCHEDULE SB ATTACHMENTS

Retirement

The rates at which participants retire by age are shown below.

Age	Annual Rate of Retirement
55 – 59	2%
60	10
61	10
62	30
63	20
64	20
65 and older	100

Disability rates (per 1,000 employees)

The 1985 Pension Disability Table for Class 1 employees using sex distinct rates for male and female is used for union employees. No disability is included for non-union participants since there are no disabled benefits. The annual rates at the following ages indicate the disability incidence assumptions used for the union employees:

Attained Age	Male	Female
20	.64	.55
25	.93	.96
30	1.34	1.65
40	3.14	3.57
50	8.30	8.54
55	15.02	14.90
60	22.66	17.93

Disabled mortality

Revenue Ruling 96-7 mortality tables for disabled participants are used for target liability.

Representative termination rates (per 100 employees not due to disability, retirement or death)

Attained Age	Annual Termination
20	18.60
25	13.60
30	10.10
35	7.90
40	6.50
45	5.50
50	4.50
55 and over	0.00

Plan Name: Forum Health Pension Plan
EIN / PN: 31-1560189 / 003
Plan Sponsor: Forum Health
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SCHEDULE SB ATTACHMENTS

Compensation increases

The prior year compensation is assumed to increase by 4% to estimate the current year compensation.

Future increases in Social Security

The National Average Wage Index is assumed to increase by 4% per annum.

Form of payment

Participants are assumed to elect the single life form.

Marriage

For purposes of valuing the pre-retirement surviving spouse's benefit, 85% of male and 50% of female participants are assumed to be married and male spouses are assumed to be three years older than female spouses.

Employees

It was assumed that there will be no new or rehired employees.

Asset method

Valuation assets are equal to the market value of assets as of the valuation date plus the discounted present value of contributions expected to be made after the valuation date at the prior plan year effective PPA interest rate.

Participant data

Employee data was supplied by Forum Health as of the valuation date via electronic files.

Tax policy

The actuarial valuation performed for the plan year ending December 31, 2009 is used to determine the maximum deductible contribution for the tax year ending December 31, 2009.

Benefits not included in valuation

None.

Plan Name: Forum Health Pension Plan
EIN / PN: 31-1560189 / 003
Plan Sponsor: Forum Health
Valuation Date: January 1, 2009

SCHEDULE SB ATTACHMENTS

PBGC Premium Funding Target

For purposes of determining the PBGC Premium Funding Target, the Alternative Premium Funding Target was determined using the assumptions described above.

Nature of actuarial calculations

The results documented in this report are estimates based on data that may be imperfect and on assumptions about future events. Certain plan provisions may be approximated or deemed insignificant and therefore are not valued. Assumptions may be made about participant data or other factors. Reasonable efforts were made in this valuation to ensure that items that are significant in the context of the actuarial liabilities or costs are treated appropriately, and not excluded or included inappropriately.

A range of results, different from those presented in this report could be considered reasonable. The numbers are not rounded, but this is for convenience only and should not imply precision, which is not inherent in actuarial calculations.

The assumptions selected for this valuation other than those prescribed by law, generally reflect long-term average expectations. If overall future plan experience is less favorable than assumed, the relative level of plan costs or contribution requirements determined in this valuation will likely increase in future valuations. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for the measurements (such as the end of an amortization period); and changes in plan provisions or applicable law. It is beyond the scope of this actuarial valuation to analyze the potential range of future pension contributions, but we can do so upon request.

Changes in assumptions and methods since last actuarial valuation

No changes in assumptions were made other than the prescribed changes in the yield curve and mortality.

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Schedule SB, Part V Summary of Principal Plan Provisions

Plan Sponsor

Forum Health

Plan

Forum Health Pension Plan

Effective Date and Most Recent Amendment

January 1, 1968 most recently amended and restated effective January 1, 2002, and further amended May 13, 2006 and through union negotiations effective December 24, 2006 (AFSCME), June 1, 2007 (SEIU), September 30, 2007 (ONA), and December 20, 2008 (SEIU).

Plan Year

The twelve-month period ending December 31.

Coverage and Participation

Eligibility is age 21 with one year of service. For the following groups no new employees are added that are hired after the noted effective dates.

Employee Group	Effective Date
Non-Union	05/13/2006
AFSCME	12/23/2006
ONA	09/30/2007
SEIU	12/20/2008

Grandfathered participant

An employee age 55 with 10 years of service as of December 31, 2001.

Credited Service and Vesting Service

After January 1, 2002, Benefit Service is received for each year of accrual. Employees with frozen benefit accruals as shown above will not accrue additional benefit service after the effective date unless grandfathered. Further, SEIU participants receive no benefit service from June 1, 2007

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through May 31, 2008. After January 1, 2002, Vesting Service is received for any year in which a participant works 1,000 hours or more.

Prior to January 1, 2002, Western Reserve benefit and vesting service was based one lapsed time to the nearest 1/12th year. Trumbull employees were determined on completed months with a 1,000 hour requirement except initial and ending years. Hillside employees recognize benefit service from April 1, 1998 forward but vesting from original hire.

Final Average Compensation for grandfathered benefits

The highest 5 consecutive years of compensation received during the 10 years prior to retirement or termination, converted into a monthly average. This is applicable to provisions prior to January 1, 2002 and grandfathered employees.

Compensation

Compensation is defined as total pay as reported for federal income tax purposes plus amounts deferred to 401(k) plan or tax sheltered annuities and shall not exceed \$245,000 after January 1, 2009, and is subject to future indexing.

Covered Compensation

Covered Compensation is determined each year and applies to all participants under the current formula. This is determined by taking the 35-year average of Taxable Wage Base ending in the plan year of accrual (rounded amount).

Under the prior Western Reserve formula, Covered Compensation was based on each individual and assumed the Taxable Wage Base remained constant in the future.

Normal Retirement Benefit

Normal Retirement Date: Eligibility is age 65, or fifth anniversary of participation if later.

Benefit Formula: A monthly benefit (1) plus (2), all subject to a minimum of (3):

- (1) For compensation after January 1, 2002, 1/12th of 1.5% of the Participant's Annual Compensation not in excess of one-half (1/2) of Covered Compensation in effect for each Plan Year plus 2.1% of the Participant's Annual Compensation in excess of one-half (1/2) of Covered Compensation in effect for each Plan Year. If benefit service is over 35 years, the percent remains 1.5%.

As shown in "Coverage and Participation", several employee groups will receive no further accruals under the career pay formula.

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- (2) The monthly benefit earned as of December 31, 2001 under the Western Reserve or Trumbull benefit formula, as applicable.
- (3) For employees who have attained age 55 and completed 10 years of service as of December 31, 2001: the benefit determined under the Western Reserve or Trumbull formula, as applicable on an ongoing basis.

Western Reserve Formula

- (1) 1.1% of Average Annual Compensation below Covered Compensation times Benefit Service (max 35 years).
- (2) 1.7% of Average Annual Compensation above Covered Compensation times Benefit Service (max 35 years).
- (3) \$18 times Benefit Service. ONA employees receive a \$33 credit for Benefit Service prior to December 31, 1995.

Trumbull Formula

- (1) .875% of \$7,200 times Benefit Service (max 35 years).
- (2) 1.5% of Average Annual Compensation in excess of \$7,200 times Benefit Service (max 35 years).
- (3) \$7 times Benefit Service.

Accrued Benefits

The benefit determined as of a given date of determination using the compensation history and service to date. It is an amount payable at Normal Retirement Date on a single life basis.

Early Retirement Benefit

Eligibility: Eligibility is age 55 and 10 years of Service.

Benefit: The accrued normal retirement benefit is available for early commencement on a reduced basis as noted below:

Reduction for Accruals after January 1, 2002

Benefits are reduced by 6% for the first five years and 4% for the next five years that payments commence prior to age 65.

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Western Reserve Formula Reduction

Benefits are reduced by 6% for each year that payments commence prior to age 65

Trumbull Formula Reduction

Benefits are reduced by 1/15 per year for the first five years and 1/30 per year for the next five years that payments commence prior to age 65.

Disability Benefit

Eligibility: Eligibility is on total and permanent disability after 10 years of Service. Effective May 13, 2006, non-union employees are no longer eligible for disability benefits.

Benefit: After a six-month waiting period, the accrued normal retirement pension determined as for Early Retirement but without reduction for early commencement of benefits.

Vested Benefits Upon Termination of Service

Vesting: Eligibility is any age and 5 years of Vesting Service.

Termination Benefit: The accrued benefit payable at Normal Retirement or earlier on a reduced service with 10 years of service.

Death Benefits for Participants in Active Service

Eligibility: Eligibility is deceased with vested benefit and eligible spouse.

Benefit: Participant's spouse receives a monthly lifetime pension equal to 50% of the reduced amount the participant would have received if he had lived to the earliest retirement age and elected a 50% Joint & Survivor annuitant benefit.

Postretirement Death Benefit

Normal, Early or Disability Retirement eligibility. Trumbull employees terminating prior to January 1, 2002 and Ohio Nurses employees terminating prior to September 1, 1995 are not eligible. Effective May 13, 2006, non-union employees are no longer eligible for postretirement death benefits.

Optional Forms of Retirement Income in Lieu of Normal Form

- (1) Single Life Form
- (2) 50% Joint and Survivor Annuitant Option (actuarially reduced)
- (3) 100% Joint and Survivor Annuitant Option (actuarially reduced)

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- (4) 10-Year Certain and Life Thereafter Option (actuarially reduced)

Change in Plan Provisions since Last Actuarial Valuation

This valuation fully recognizes the career pay formula freeze for SEIU represented employees effective December 20, 2008.

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Attachment to 2009 Form 5500
Schedule SB, line 22 - Description of Weighted Average Retirement Age

Plan Name FORUM HEALTH PENSION PLAN

EIN: 31-1560189

Plan Sponsor's Name FORUM HEALTH

PN: 003

The weighted average retirement age is equal to the normal retirement age of 63.

List the rate of retirement at each age and describe the methodology used to compute the weighted average retirement age, including a description of the weight applied at each potential retirement age.

Attachment to 2009 Form 5500
Schedule SB, line 25 - Change in Method

Plan Name FORUM HEALTH PENSION PLAN

EIN: 31-1560189

Plan Sponsor's Name FORUM HEALTH

PN: 003

Describe the change:

The target Normal Cost was changed to include the expected administrative expenses to be paid from the trust during the plan year.

Plan Name	FORUM HEALTH PENSION PLAN
Plan Sponsor's Name	FORUM HEALTH

[illegible]