

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), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2013 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended 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 <u>THE YAVAPAI REGIONAL MEDICAL CENTER TAX SHELTERED</u>	1b Three-digit plan number (PN) ▶ <u>002</u> 1c Effective date of plan <u>01/01/1986</u>
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>YAVAPAI REGIONAL MEDICAL CENTER</u> <u>1003 WILLOW CREEK ROAD</u> <u>PRESCOTT, AZ 86301</u>	2b Employer Identification Number (EIN) <u>86-0098923</u> 2c Sponsor's telephone number <u>928-771-5243</u> 2d Business code (see instructions) <u>622000</u>

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.	10/15/2014	MARK TIMM
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2014	MARK TIMM
	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
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN	
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		3c Administrator's telephone number 4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year		5	2251
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	1892
b Retired or separated participants receiving benefits		6b	8
c Other retired or separated participants entitled to future benefits		6c	456
d Subtotal. Add lines 6a , 6b , and 6c		6d	2356
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e	4
f Total. Add lines 6d and 6e		6f	2360
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	1409
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	36
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 Characteristics Codes in the instructions: 2L 2M 2G			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics 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) ☒ <u>2</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance 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. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013	
A Name of plan THE YAVAPAI REGIONAL MEDICAL CENTER TAX SHELTERED	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 YAVAPAI REGIONAL MEDICAL CENTER	D Employer Identification Number (EIN) 86-0098923

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier
ING LIFE INSURANCE & ANNUITY CO.

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
71-0294708	86509	VFZ274	2356	01/01/2013	12/31/2013

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
38144	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).
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(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
HELFINSTINE NANCY JMS. 1003 WILLOW CREEK RD PRESCOTT, AZ 86301

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
38144			3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 36485994**5** Current value of plan's interest under this contract in separate accounts at year end **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee(3) ☐ guaranteed investment (4) ☒ other ▶ ANNUITY CONTRACT**b** Balance at the end of the previous year **7b** 35077418**c** Additions: (1) Contributions deposited during the year **7c(1)** 3583624(2) Dividends and credits **7c(2)**(3) Interest credited during the year **7c(3)** 1086055(4) Transferred from separate account **7c(4)**(5) Other (specify below) **7c(5)** 161198

▶ *

(6) Total additions **7c(6)** 4830877**d** Total of balance and additions (add lines **7b** and **7c(6)**). **7d** 39908295**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)** 2956256(2) Administration charge made by carrier **7e(2)** 2782(3) Transferred to separate account **7e(3)**(4) Other (specify below) **7e(4)** 463263

▶ *

(5) Total deductions **7e(5)** 3422301**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**) **7f** 36485994

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.....	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service <hr/> Department of Labor Employee Benefits Security Administration <hr/> Pension Benefit Guaranty Corporation	Insurance 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. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning **01/01/2013** and ending **12/31/2013**

A Name of plan THE YAVAPAI REGIONAL MEDICAL CENTER TAX SHELTERED	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 YAVAPAI REGIONAL MEDICAL CENTER	D Employer Identification Number (EIN) 86-0098923	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier

ING LIFE INSURANCE AND ANNUITY COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
71-0294708	86509	VF6024	93	01/01/2013	12/31/2013

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	297136
5 Current value of plan's interest under this contract in separate accounts at year end	5	741102

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐**7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☒ other ▶ **UNALLOCATED ANNUITY CONTRACT**

b Balance at the end of the previous year	7b	327742
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c Additions: (1) Contributions deposited during the year	7c(1)		
(2) Dividends and credits	7c(2)		
(3) Interest credited during the year	7c(3)	8979	
(4) Transferred from separate account	7c(4)	217252	
(5) Other (specify below)	7c(5)	148052	
▶ LOAN REPAYMENTS			

(6) Total additions	7c(6)	374283
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d Total of balance and additions (add lines 7b and 7c(6))	7d	702025
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	87923	
(2) Administration charge made by carrier	7e(2)	527	
(3) Transferred to separate account	7e(3)	88740	
(4) Other (specify below)	7e(4)	227700	
▶			

(5) Total deductions	7e(5)	404890
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	297135
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Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.....	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

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
		2013
		This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning **01/01/2013** and ending **12/31/2013**

A Name of plan THE YAVAPAI REGIONAL MEDICAL CENTER TAX SHELTERED	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 YAVAPAI REGIONAL MEDICAL CENTER	D Employer Identification Number (EIN) 86-0098923	

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
ING LIFE INSURANCE AND ANNUITY COMP

71-0294708

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

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

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

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)

(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 ☐

(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 ☐

(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 ☐

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)

(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 ☐

(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 ☐

(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

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:

<div>SCHEDULE D (Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div>		<div>DFE/Participating Plan Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2013</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013					
A Name of plan THE YAVAPAI REGIONAL MEDICAL CENTER TAX SHELTERED				B Three-digit plan number (PN) ▶ 002	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 YAVAPAI REGIONAL MEDICAL CENTER				D Employer Identification Number (EIN) 86-0098923	
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)					
a Name of MTIA, CCT, PSA, or 103-12 IE: VARIABLE ANNUITY ACCOUNT C					
b Name of sponsor of entity listed in (a): ING LIFE INSURANCE AND ANNUITY COMP					
c EIN-PN 71-0214708-000		d Entity code P		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 741102	
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)	

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

Schedule D (Form 5500) 2013 v. 130118

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
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
		2013
		This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013	
A Name of plan THE YAVAPAI REGIONAL MEDICAL CENTER TAX SHELTERED	B Three-digit plan number (PN) ► 002
C Plan sponsor's name as shown on line 2a of Form 5500 YAVAPAI REGIONAL MEDICAL CENTER	D Employer Identification Number (EIN) 86-0098923

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)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(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)	1746085	1788742
(9) Value of interest in common/collective trusts	1c(9)		
(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)	42832549	56204100
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	35405161	36783130
(15) Other.....	1c(15)		

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	79983795	94775972

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	79983795	94775972
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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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	2653053	
(B) Participants	2a(1)(B)	5205336	
(C) Others (including rollovers)	2a(1)(C)	2736743	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		10595132

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	79390	
(F) Other	2b(1)(F)	1141936	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1221326

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3070030	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		3070030

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		79472
(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)		6520498
c Other income.....	2c		8962
d Total income. Add all income amounts in column (b) and enter total.....	2d		21495420

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	6677698	
(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)		6677698
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		25545
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other.....	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		6703243

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		14792177
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: **BKD, LLP**

(2) EIN: **44-0160260**

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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

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.).....

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.).....

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
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.)	4c		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.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		1500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		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?	4g		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?	4h		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.)	4i	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.)	4j		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?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		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.	4n			

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:**

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)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

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 2013 This Form is Open to Public Inspection.
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan <u>THE YAVAPAI REGIONAL MEDICAL CENTER TAX SHELTERED</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>YAVAPAI REGIONAL MEDICAL CENTER</u>	D Employer Identification Number (EIN) <u>86-0098923</u>

Part I	Distributions
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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
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): <u>71-0294708</u>	
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

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)
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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 (include any prior year accumulated funding deficiency not waived).....	6a		
b Enter the amount contributed by the employer to the plan for this plan year.....	6b		
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)	6c		
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 or other authority 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
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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. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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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.
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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 lines 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 lines 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 lines 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 lines 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 lines 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 lines 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 line 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 lines (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

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 line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Yavapai Regional Medical Center Retirement Plan

EIN 86-0098923 PN 002

Independent Auditor's Report and Financial Statements

December 31, 2013 and 2012

Yavapai Regional Medical Center Retirement Plan

December 31, 2013 and 2012

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Independent Auditor's Report

Plan Administrator
Yavapai Regional Medical Center
Prescott, Arizona

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Yavapai Regional Medical Center Retirement Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

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 information summarized in Note 3 and notes receivable from participants and related interest income, which was certified by ING National Trust Company, the trustee of the Plan, and ING Life Insurance and Annuity Company, the custodian of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee and custodian hold the Plan's investment assets and notes receivable from participants and execute transactions related to these assets. The plan administrator has obtained certifications from the trustee and custodian as of and for the years ended December 31, 2013 and 2012, that the information provided to the plan administrator by the trustee is complete and accurate to the best of its knowledge and

Plan Administrator
Yavapai Regional Medical Center

belief, and that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedule listed in the table of contents is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the *Employee Retirement Income Security Act of 1974*, and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee and custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America 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*.

BKD, LLP

Colorado Springs, Colorado
October 14, 2014

Federal Employer Identification Number: 44-0160260

Yavapai Regional Medical Center Retirement Plan
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

Assets

	<u>2013</u>	<u>2012</u>
Investments, at Fair Value	\$ 92,987,230	\$ 78,237,710
Notes Receivable from Participants	<u>1,788,742</u>	<u>1,746,085</u>
Net Assets Available for Benefits	<u><u>\$ 94,775,972</u></u>	<u><u>\$ 79,983,795</u></u>

Yavapai Regional Medical Center Retirement Plan
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2013 and 2012

	2013	2012
Investment Income		
Net appreciation in fair value of investments	\$ 6,608,932	\$ 4,306,048
Interest and dividends	<u>4,211,966</u>	<u>2,007,966</u>
Net investment income	<u>10,820,898</u>	<u>6,314,014</u>
Interest Income on Notes Receivable from Participants	<u>79,390</u>	<u>81,637</u>
Contributions		
Employer	2,653,053	2,625,245
Participants	5,205,336	4,724,437
Rollovers	<u>2,736,743</u>	<u>1,200,231</u>
	<u>10,595,132</u>	<u>8,549,913</u>
Total additions	<u>21,495,420</u>	<u>14,945,564</u>
Deductions		
Benefits paid to participants	6,703,243	3,866,214
Administrative expense	<u>-</u>	<u>32,807</u>
Totals deductions	<u>6,703,243</u>	<u>3,899,021</u>
Net Increase	14,792,177	11,046,543
Net Assets Available for Benefits, Beginning of Year	<u>79,983,795</u>	<u>68,937,252</u>
Net Assets Available for Benefits, End of Year	<u><u>\$ 94,775,972</u></u>	<u><u>\$ 79,983,795</u></u>

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

Note 1: Description of the Plan

The following description of Yavapai Regional Medical Center Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan document and *Summary Plan Description*, which are available from the plan administrator, for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan sponsored by Yavapai Regional Medical Center (the Organization) for the benefit of its employees. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). ING Life Insurance and Annuity Company (ING Life) serves as the custodian of the Plan and ING National Trust Company (ING Trust) is the trustee of the Plan.

Contributions

The Plan permits eligible employees, through a salary deferral election, to have the Organization make annual contributions of up to 50% of eligible compensation. Employee rollover and catch-up contributions are permitted. The Plan allows for the Organization to make matching contributions for employees with a minimum of 1,000 hours of service in the calendar year. The Organization makes matching contributions to the eligible employees of 100% of employees' salary deferral amounts up to 5% of employees' compensation. Contributions are subject to certain limitations. Forfeitures are used to reduce Organization contributions.

Participant Investment Account Options

Investment account options available include various funds. Each participant has the option of directing his or her contributions into any of the separate investment accounts and may change the allocation daily.

Participant Accounts

Each participant's account is credited with the participant's contribution, the Organization's contribution, plan earnings and forfeitures of terminated participants' nonvested accounts. Allocations are based on participant earnings or account balances, as defined. The benefits to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their voluntary contributions, plus earnings thereon. Vesting in the Organization's matching contribution portion of their accounts, plus earnings thereon, is based on hours and years of service. A participant is fully vested after five years of service, during

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

which the hours of service requirement has been met. The nonvested balance is forfeited upon termination of service. Forfeitures are used to reduce Organization contributions.

Payment of Benefits

Upon termination of service, an employee may elect to receive either a lump-sum payment, partial distributions, installment payments (joint and survivor annuity), or purchase of an annuity contract equal to the value of his or her account.

Participants may withdraw amounts from their accounts subject to certain limitations imposed by the Plan. Such withdrawals are also subject to certain taxes and penalties as assessed by the Internal Revenue Service.

Notes Receivable from Participants

The Plan document includes provisions authorizing loans from the Plan to active eligible participants and in accordance with the Organization's established loan procedures. The minimum amount of a loan shall be \$1,000. The maximum amount of a participant's loan is determined by the available loan balance restricted to the lesser of \$50,000 or 50% of the participant's vested account balance. All loans are secured by the participant's vested interest in the Plan and are repayable over a period not to exceed 57 months (except for loans used to acquire or construct a principal residence). Payments are automatically deducted from payroll. Interest on the loans is based on the prime rate as published in the *The Wall Street Journal*.

Plan Termination

Although it has not expressed an intention to do so, the Organization has the right under the Plan to discontinue its contributions at any time and to terminate the Plan, subject to the provisions of ERISA. In the event of plan termination in accordance with the Internal Revenue Code, participants will become 100% vested in their accounts.

Reclassifications

Certain reclassifications have been made to the 2012 financial statements to conform to the 2013 financial statement presentation. These reclassifications had no effect on the change in net assets available for benefits.

Note 2: Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets and changes in net assets and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Valuation of Investments and Income Recognition

Quoted market prices, if available, are used to value investments. The separate accounts are individually controlled variable annuities and are valued at the unit value of the accumulation units held by the Plan, as provided by ING Life. The accumulation unit value is determined daily by ING Life based on the net asset value of shares of the underlying fund, the fund's dividends and the contract's separate account charges. Mutual funds are valued at the net asset value (NAV) of shares held by the Plan at year-end. The money market account is valued at cost, which approximates fair value.

The investment contracts with the insurance company are valued at contract value, which approximates fair value as estimated by ING Life. Contract value represents contributions made under the contract, plus interest at the contract rate, less funds used to pay retirement benefits and administrative expenses. The investment contracts with ING are not considered fully benefit-responsive investment contracts and have minimum guaranteed interest rates. The ING Fixed Plus Account, ING Fixed Plus II Account, ING Fixed Plus III Account, and ING General Accumulation Account have minimum guaranteed interest rates of 3.0%. The ING Fixed Account has a minimum guaranteed interest rate of 4.0%. The investment contracts with ING contain liquidity restrictions and certain surrender charges.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. 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.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Plan Tax Status

As the Internal Revenue Service (IRS) does not currently have procedures in place for a 403(b) plan to apply for an individual determination letter, the Plan has not requested or obtained a determination letter on the document that was in place during 2009. However, the plan administrator believes that the Plan was designed and operated in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

The Plan operates under an ERISA Specimen 403(b) plan adoption agreement in connection with a prototype 403(b) plan and trust sponsored by ING Life Insurance and Annuity Company. This prototype plan document has not been filed with the appropriate agency, as the IRS does not currently have an approval program for 403(b) prototype documents. The plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax.

With a few exceptions, the Plan is no longer subject to U.S. federal, state and local or non-U.S. income tax examinations by tax authorities for years before 2010.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Administrative Expenses

Administrative expenses may be paid by the Organization or the Plan, at the Organization's discretion.

Transfers Between Fair Value Hierarchy Levels

Transfers in and out of Level 1 (quoted market prices), Level 2 (other significant observable inputs) and Level 3 (significant unobservable inputs) are recognized on the last day of the Plan year.

Subsequent Events

Subsequent events have been evaluated through the date of the Independent Auditor's Report, which is the date the financial statements were available to be issued.

Note 3: Investments

Except for its investment contracts with ING Life, the Plan's investments are held by the trustee and custodian. The following table presents the fair value of the Plan's investments. Investments that represent 5% or more of net assets available for benefits are separately identified.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	2013	2012
Mutual Funds		
Fidelity Advisor New Insights Inst Class	\$ 13,704,758	\$ 10,140,597
Parnassus Investments Equity Income	7,593,537	5,300,939
Oppenheimer Developing Markets Fund	5,196,793	4,526,069
ING PIMCO Total Return Port Svc Class	*	5,147,778
Others	28,967,910	17,003,729
Total mutual funds	55,462,998	42,119,112
ING Fixed Plus Account III, at Contract Value	36,485,994	35,077,418
Pooled Separate Accounts	739,309	711,633
Other Fixed Accounts, at Contract Value	297,136	327,742
Money Market Fund	1,793	1,805
Total investments	<u>\$ 92,987,230</u>	<u>\$ 78,237,710</u>

* Less than 5% of net assets available for benefits (included in "Others").

During the years ended December 31, 2013 and 2012, the Plan's investments (including investments, bought, sold and held during the year) appreciated in fair value by \$6,608,932 and \$4,306,048, respectively, as follows:

	2013	2012
Mutual Funds	\$ 6,455,771	\$ 4,188,229
Pooled Separate Accounts	144,181	107,475
Fixed Accounts	8,980	10,344
	<u>\$ 6,608,932</u>	<u>\$ 4,306,048</u>

Interest and dividends realized on the Plan's investments for the years ended December 31, 2013 and 2012 were \$4,211,966 and \$2,007,966, respectively.

Note 4: Party-in-Interest Transactions

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

employee Organization whose members are covered by the Plan, a person who owns 50% or more of such an employer or employee association, or relatives of such persons.

The Plan invests in several funds managed by ING Life, which is the custodian of the Plan and an affiliate of the trustee of the Plan. The fixed accounts are held in the general account of ING Life.

The Plan incurs expenses related to general administration and record keeping. The Organization pays these expenses and certain accounting and auditing fees relating to the Plan and provides administrative services at no cost to the Plan.

Note 5: Plan Amendment

Effective January 1, 2013, the Plan was amended and restated ("Plan Amendment"). The name of the Plan was changed to the Yavapai Regional Medical Center Retirement Plan.

Note 6: Disclosures About Fair Value of Plan Assets and Liabilities

Fair value is 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. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- Level 1** Quoted prices in active markets for identical assets or liabilities
- Level 2** Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities
- Level 3** Unobservable inputs supported by little or no market activity and are significant to the fair value of the assets or liabilities

Recurring Measurements

The following table presents the fair value measurements of assets and liabilities recognized in the accompanying statements of net assets available for benefits measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2013 and 2012:

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

2013				
	Fair Value Measurements Using			
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observ- able Inputs (Level 2)	Significant Unobserv- able Inputs (Level 3)
	Fair Value			
Mutual Funds				
Large Cap Growth	\$ 14,853,307	\$ 14,853,307	\$ -	\$ -
Large Cap Value	13,957,488	13,957,488	-	-
Global/International	8,980,696	8,980,696	-	-
Small/Mid/Specialty	7,708,285	7,708,285	-	-
Bonds	6,544,144	6,544,144	-	-
Balanced	2,337,929	2,337,929	-	-
Asset Allocation	1,081,149	1,081,149	-	-
Total mutual funds	55,462,998	55,462,998	-	-
Separate Accounts				
Global/International	263,953	-	263,953	-
Large Cap Value	250,690	-	250,690	-
Large Cap Growth	152,328	-	152,328	-
Balanced	35,375	-	35,375	-
Small/Mid/Specialty	30,872	-	30,872	-
Bonds	6,091	-	6,091	-
Total separate accounts	739,309	-	739,309	-
Fixed Accounts	36,783,130	-	-	36,783,130
Money Market Account	1,793	-	1,793	-
	<u>\$ 92,987,230</u>	<u>\$ 55,462,998</u>	<u>\$ 741,102</u>	<u>\$ 36,783,130</u>

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	2012			
	Fair Value Measurements Using			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observ- able Inputs (Level 2)	Significant Unobserv- able Inputs (Level 3)
Mutual Funds				
Large Cap Growth	\$ 10,938,797	\$ 10,938,797	\$ -	\$ -
Large Cap Value	9,492,060	9,492,060	-	-
Global/International	7,489,557	7,489,557	-	-
Bonds	7,960,888	7,960,888	-	-
Small/Mid/Specialty	4,263,213	4,263,213	-	-
Balanced	1,304,018	1,304,018	-	-
Asset Allocation	670,579	670,579	-	-
Total mutual funds	42,119,112	42,119,112	-	-
Separate Accounts				
Global/International	247,844	-	247,844	-
Large Cap Value	224,200	-	224,200	-
Large Cap Growth	161,085	-	161,085	-
Balanced	50,934	-	50,934	-
Bonds	7,735	-	7,735	-
Small/Mid/Specialty	19,835	-	19,835	-
Total separate accounts	711,633	-	711,633	-
Fixed Accounts	35,405,160	-	-	35,405,160
Money Market Account	1,805	-	1,805	-
	<u>\$ 78,237,710</u>	<u>\$ 42,119,112</u>	<u>\$ 713,438</u>	<u>\$ 35,405,160</u>

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying statements of net assets available for benefits, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended December 31, 2013. The Plan had no liabilities measured at fair value on a recurring basis.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

In addition, the Plan had no assets or liabilities measured at fair value on a nonrecurring basis. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of securities with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections and cash flows. Such securities are classified in Level 2 of the valuation hierarchy. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy. See the following table for inputs and valuation techniques used for Level 3 securities.

Fair value determinations for Level 3 measurements of securities are the responsibility of the Controller's office. The Controller's office contracts with a pricing specialist to generate fair value estimates on a monthly or quarterly basis. The Controller's office challenges the reasonableness of the assumptions used and reviews the methodology to ensure the estimated fair value complies with accounting standards generally accepted in the United States.

Level 3 Reconciliation

The following is a reconciliation of the beginning and ending balances of recurring fair value measurements recognized in the accompanying statements of net assets available for benefits using significant unobservable (Level 3) inputs.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	<u>Fixed Accounts</u>
Balance, January 1, 2012	\$ 33,923,732
Total realized and unrealized gains and losses included in net increase in net assets available for benefits	-
Purchases, including investment income	3,985,764
Sales	(2,504,335)
Settlements	-
Transfers in and/or out of Level 3	-
	<hr/>
Balance, December 31, 2012	35,405,161
Total realized and unrealized gains and losses included in net increase in net assets available for benefits	-
Purchases, including investment income	4,917,428
Sales	(3,539,459)
Settlements	-
Transfers in and/or out of Level 3	-
	<hr/>
Balance, December 31, 2013	<u><u>\$ 36,783,130</u></u>
Total gains or losses for the period included in net increase in net assets available for benefits attributable to the change in unrealized gains or losses related to assets still held at the reporting date	 <u><u>\$ -</u></u>

Realized and unrealized gains and losses for items reflected in the table above are included in net increase in net assets available for benefits in the statements of changes in net assets available for benefits.

Unobservable (Level 3) Inputs

The following table presents quantitative information about unobservable inputs used in recurring Level 3 fair value measurements.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	Fair Value at December 31, 2013	Valuation Technique	Unobservable Inputs	Range (Weighted Average)
Fixed Account III	\$ 36,485,994	Discounted cash flow	Contractual interest rate	3.0%
Fixed Plus Account II	283,781	Discounted cash flow	Contractual interest rate	3.0%
Fixed Account	8,628	Discounted cash flow	Contractual interest rate	4.0%
Fixed Plus Account	4,727	Discounted cash flow	Contractual interest rate	3.0%

Note 7: 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 participants' account balances and the amounts reported in the statements of net assets available for benefits.

Supplemental Schedule

Yavapai Regional Medical Center Retirement Plan

EIN 86-0098923 PN 002

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

December 31, 2013

Identity of Issuer	Description of Investment	Cost	Current Value
* ING Fixed Plus Account III	Guaranteed Investment Contract	**	\$ 36,485,994
* ING Fixed Plus Account II	Guaranteed Investment Contract	**	283,781
* ING Fixed Account	Guaranteed Investment Contract	**	8,628
* ING Fixed Plus Account	Guaranteed Investment Contract	**	4,727
Fidelity Advisor New Insights Inst Class	Mutual Fund	**	13,704,758
Parnassus Investments Equity Income	Mutual Fund	**	7,593,537
Oppenheimer Developing Markets Fund	Mutual Fund	**	5,196,793
* ING PIMCO Total Return Port Svc Class	Mutual Fund	**	3,685,955
Blackrock Equity Dividend	Mutual Fund	**	3,654,697
American Funds EuroPacific R3	Mutual Fund	**	3,113,831
Janus Balanced Fund Class T Sh	Mutual Fund	**	2,337,929
Templeton Global Bond Fund	Mutual Fund	**	2,243,419
Neuberger Berman Genesis Fund	Mutual Fund	**	2,098,164
Columbia Mid Cap Index Fund	Mutual Fund	**	1,718,341
T. Rowe Price Equity Index 500	Mutual Fund	**	1,624,846
Brown Advisory Growth Equity	Mutual Fund	**	1,148,549
Columbia Acorn USA	Mutual Fund	**	946,293
Columbia Small Cap Index Fund	Mutual Fund	**	775,613
American Funds Fdmntl Inv R3	Mutual Fund	**	693,792
PIMCO Real Return	Mutual Fund	**	614,770
* ING FMR SM Diversified Mid Cap Portfolio	Mutual Fund	**	599,760
Perkins Small Cap Value Fund	Mutual Fund	**	554,921
American Funds Capital World Growth & Income R3	Mutual Fund	**	474,309
American Century LIVESTRONG 2025 Portfolio	Mutual Fund	**	450,052
American Century One Choice Income Portfolio	Mutual Fund	**	390,616
American Century LIVESTRONG 2035 Portfolio	Mutual Fund	**	381,104
BlackRock Natural Resources	Mutual Fund	**	332,986
Perkins Mid Cap Value Fund	Mutual Fund	**	326,408
* ING Global Real Estate Fund	Mutual Fund	**	287,976
American Century LIVESTRONG 2015 Portfolio	Mutual Fund	**	228,124
* ING Templeton Foreign Equity Portfolio	Mutual Fund	**	195,763
Oppenheimer Developing Markets Fund A	Separate Account	**	180,794
Fidelity VIP Contrafund Port - Init	Separate Account	**	133,011
American Funds Growth Fnd R4	Separate Account	**	111,879
American Funds EuroPacific R4	Separate Account	**	81,994
* ING Index Plus LargeCap Port - I	Separate Account	**	72,019
AIM Mid Cap Core Equity Fund	Mutual Fund	**	67,823
Fidelity VIP Growth Portfolio - Init	Separate Account	**	38,459
Pax World Balanced Fd Indiv Inv	Separate Account	**	35,375
Fidelity VIP Equity-Inc. Port - Init	Separate Account	**	25,740
American Century LIVESTRONG 2045 Portfolio	Mutual Fund	**	21,869

Yavapai Regional Medical Center Retirement Plan

EIN 86-0098923 PN 002

Schedule H, Line 4i – Schedule of Assets (Held at End of Year) (Continued)

December 31, 2013

Identity of Issuer	Description of Investment	Cost	Current Value
* ING Growth and Income Port - I	Separate Account	**	\$ 17,076
* ING Index Plus MidCap Port - I	Separate Account	**	13,639
Wanger USA	Separate Account	**	8,712
* ING Mid Cap Opportunities Port - I	Separate Account	**	8,521
* ING Intermediate Bond Portfolio - I	Separate Account	**	6,091
* ING Money Market Portfolio - I	Money Market Fund	**	1,793
* ING Black Rock Large Cap Growth Port	Separate Account	**	1,527
* ING TRowePrice Grwth Eqty Port I	Separate Account	**	1,501
* ING Invesco Comstock Port Srv	Separate Account	**	1,343
* ING Global Bond Port - I	Separate Account	**	1,009
* ING Large Cap Growth Port - I	Separate Account	**	463
* ING Templeton Foreign Equity Portfolio I	Separate Account	**	156
			<hr/>
			92,987,230
* Participant loans	Various maturity dates through 2031; interest rates ranging from 3.25% - 6.85%	**	<hr/>
			1,788,742
			<hr/>
			\$ 94,775,972

* Party-in-interest as defined by ERISA.

** Not required, as investments are participant-directed.

Attachment to 2013 Form 5500
Schedule H, line 4i - Schedule of Assets
(Held at End of Year)
Yavapai Regional Medical Center 403(b) Retirement
Plan
EIN#86-0098923
Plan#002
As Of December 31, 2013

(a) (b) Identity of issue, borrower, lessor or similar party	(c) Description of investments including maturity date, rate of interest, collateral, par, or maturity date	(d) Cost	(e) Current Value
AmCen One Choice 2015 Port Inv	Registered Investment Company		\$228,124
AmCen One Choice 2025 Port Inv	Registered Investment Company		\$450,052
AmCen One Choice 2035 Port Inv	Registered Investment Company		\$381,104
AmCen One Choice 2045 Port Inv	Registered Investment Company		\$21,869
AmCen One Choice Inc Port Inv	Registered Investment Company		\$390,616
AMERICAN FUNDS CAP WLD G&I R3	Registered Investment Company		\$474,309
AMERICAN FUNDS EUROPACIFIC R3	Registered Investment Company		\$3,113,831
American Funds Fdmntl Inv R3	Registered Investment Company		\$693,792
American Funds Growth Fnd R4	Registered Investment Company		\$111,879
American Funds Europacific R4	Registered Investment Company		\$81,994
BlkRck Equity Dividend Fnd IA	Registered Investment Company		\$3,654,697
BlkRck Natural Rsrcs Trst IA	Registered Investment Company		\$332,986
Brown Advry Grwth Eqty Fnd Inv	Registered Investment Company		\$1,148,549
COLUMBIA ACORN USA-A	Registered Investment Company		\$946,293
COLUMBIA MID CAP IND FD-A	Registered Investment Company		\$1,718,341
Columbia Small Cap Index Fnd A	Registered Investment Company		\$775,613
Fidelity Adv Nw Insight Fd Ins	Registered Investment Company		\$13,704,757
Fidelity VIP Contrafund Port 1	Registered Investment Company		\$133,011
Fidelity VIP Eqty-Income Port 1	Registered Investment Company		\$25,740
Fidelity VIP Growth Portfolio 1	Registered Investment Company		\$38,459
* ING Fixed Plus Account III	Insurance Company General Account		\$36,783,130
* ING FMR Divr MdCp Port Srv	Registered Investment Company		\$599,759
* ING GLOBAL REAL ESTATE FD-A	Registered Investment Company		\$287,976
* ING PIMCO Tot Return Pt Srv	Registered Investment Company		\$3,685,954
* ING Templeton Frg Eqty Pt Srv	Registered Investment Company		\$195,763
* ING Growth and Income Port 1	Registered Investment Company		\$17,076
* ING Money Market Portfolio 1	Registered Investment Company		\$1,793
* ING Intermediate Bond Port 1	Registered Investment Company		\$6,091
* ING Index Plus LargeCap Portfolio 1	Registered Investment Company		\$72,019
* ING Index Plus MidCap Portfolio 1	Registered Investment Company		\$13,639
* ING MidCap Opportunities Port 1	Registered Investment Company		\$8,521
* ING Global Bond Port 1	Registered Investment Company		\$1,009
* ING Invesco Cornstock Port Svc	Registered Investment Company		\$1,343
* ING Large Cap Growth Portfolio Inst	Registered Investment Company		\$463
* ING TRowePrice Growth Eqty Port 1	Registered Investment Company		\$1,501
* ING Templeton Frg Eqty Port 1	Registered Investment Company		\$154
* ING BlackRock Lrg Cp Grw Port Inst	Registered Investment Company		\$1,527
Invesco MdCp Core Eqty Fnd A	Registered Investment Company		\$67,823
Janus Balncd Fund - Class T Sh	Registered Investment Company		\$2,337,929
Neuberg Berm Genesis Fund Trs	Registered Investment Company		\$2,098,164
Oppenhm Development Mkt Fnd A	Registered Investment Company		\$5,377,588
Parnassus Eqty Income Fnd Inv	Registered Investment Company		\$7,593,537
PAX World Bal;anced Fund Ind Inv	Registered Investment Company		\$35,375
PERKINS MID CAP VALUE FUND-J	Registered Investment Company		\$326,408
PERKINS SMCP VL F - J SH	Registered Investment Company		\$554,921
PIMCO REAL RTRN ADMIN CLS	Registered Investment Company		\$614,770
TEMPLETON GLOBAL BOND FUND	Registered Investment Company		\$2,243,420
TRwPr Equity Index 500 Fund	Registered Investment Company		\$1,624,846
Wagner USA	Registered Investment Company		\$8,712
	Participant Loans - Rates 3.25% to 4.49%		\$1,788,742
TOTAL			\$94,775,972

* denotes party-in-interest

Column (d) is not required as the Plan's investments are totally participant directed.

Yavapai Regional Medical Center Retirement Plan

EIN 86-0098923 PN 002

Independent Auditor's Report and Financial Statements

December 31, 2013 and 2012

Yavapai Regional Medical Center Retirement Plan

December 31, 2013 and 2012

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Independent Auditor's Report

Plan Administrator
Yavapai Regional Medical Center
Prescott, Arizona

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Yavapai Regional Medical Center Retirement Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

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 information summarized in Note 3 and notes receivable from participants and related interest income, which was certified by ING National Trust Company, the trustee of the Plan, and ING Life Insurance and Annuity Company, the custodian of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee and custodian hold the Plan's investment assets and notes receivable from participants and execute transactions related to these assets. The plan administrator has obtained certifications from the trustee and custodian as of and for the years ended December 31, 2013 and 2012, that the information provided to the plan administrator by the trustee is complete and accurate to the best of its knowledge and

Plan Administrator
Yavapai Regional Medical Center

belief, and that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedule listed in the table of contents is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the *Employee Retirement Income Security Act of 1974*, and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee and custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America 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*.

BKD, LLP

Colorado Springs, Colorado
October 14, 2014

Federal Employer Identification Number: 44-0160260

Yavapai Regional Medical Center Retirement Plan
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

Assets

	<u>2013</u>	<u>2012</u>
Investments, at Fair Value	\$ 92,987,230	\$ 78,237,710
Notes Receivable from Participants	<u>1,788,742</u>	<u>1,746,085</u>
Net Assets Available for Benefits	<u><u>\$ 94,775,972</u></u>	<u><u>\$ 79,983,795</u></u>

Yavapai Regional Medical Center Retirement Plan
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2013 and 2012

	2013	2012
Investment Income		
Net appreciation in fair value of investments	\$ 6,608,932	\$ 4,306,048
Interest and dividends	<u>4,211,966</u>	<u>2,007,966</u>
Net investment income	<u>10,820,898</u>	<u>6,314,014</u>
Interest Income on Notes Receivable from Participants	<u>79,390</u>	<u>81,637</u>
Contributions		
Employer	2,653,053	2,625,245
Participants	5,205,336	4,724,437
Rollovers	<u>2,736,743</u>	<u>1,200,231</u>
	<u>10,595,132</u>	<u>8,549,913</u>
Total additions	<u>21,495,420</u>	<u>14,945,564</u>
Deductions		
Benefits paid to participants	6,703,243	3,866,214
Administrative expense	<u>-</u>	<u>32,807</u>
Totals deductions	<u>6,703,243</u>	<u>3,899,021</u>
Net Increase	14,792,177	11,046,543
Net Assets Available for Benefits, Beginning of Year	<u>79,983,795</u>	<u>68,937,252</u>
Net Assets Available for Benefits, End of Year	<u><u>\$ 94,775,972</u></u>	<u><u>\$ 79,983,795</u></u>

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

Note 1: Description of the Plan

The following description of Yavapai Regional Medical Center Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan document and *Summary Plan Description*, which are available from the plan administrator, for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan sponsored by Yavapai Regional Medical Center (the Organization) for the benefit of its employees. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). ING Life Insurance and Annuity Company (ING Life) serves as the custodian of the Plan and ING National Trust Company (ING Trust) is the trustee of the Plan.

Contributions

The Plan permits eligible employees, through a salary deferral election, to have the Organization make annual contributions of up to 50% of eligible compensation. Employee rollover and catch-up contributions are permitted. The Plan allows for the Organization to make matching contributions for employees with a minimum of 1,000 hours of service in the calendar year. The Organization makes matching contributions to the eligible employees of 100% of employees' salary deferral amounts up to 5% of employees' compensation. Contributions are subject to certain limitations. Forfeitures are used to reduce Organization contributions.

Participant Investment Account Options

Investment account options available include various funds. Each participant has the option of directing his or her contributions into any of the separate investment accounts and may change the allocation daily.

Participant Accounts

Each participant's account is credited with the participant's contribution, the Organization's contribution, plan earnings and forfeitures of terminated participants' nonvested accounts. Allocations are based on participant earnings or account balances, as defined. The benefits to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their voluntary contributions, plus earnings thereon. Vesting in the Organization's matching contribution portion of their accounts, plus earnings thereon, is based on hours and years of service. A participant is fully vested after five years of service, during

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

which the hours of service requirement has been met. The nonvested balance is forfeited upon termination of service. Forfeitures are used to reduce Organization contributions.

Payment of Benefits

Upon termination of service, an employee may elect to receive either a lump-sum payment, partial distributions, installment payments (joint and survivor annuity), or purchase of an annuity contract equal to the value of his or her account.

Participants may withdraw amounts from their accounts subject to certain limitations imposed by the Plan. Such withdrawals are also subject to certain taxes and penalties as assessed by the Internal Revenue Service.

Notes Receivable from Participants

The Plan document includes provisions authorizing loans from the Plan to active eligible participants and in accordance with the Organization's established loan procedures. The minimum amount of a loan shall be \$1,000. The maximum amount of a participant's loan is determined by the available loan balance restricted to the lesser of \$50,000 or 50% of the participant's vested account balance. All loans are secured by the participant's vested interest in the Plan and are repayable over a period not to exceed 57 months (except for loans used to acquire or construct a principal residence). Payments are automatically deducted from payroll. Interest on the loans is based on the prime rate as published in the *The Wall Street Journal*.

Plan Termination

Although it has not expressed an intention to do so, the Organization has the right under the Plan to discontinue its contributions at any time and to terminate the Plan, subject to the provisions of ERISA. In the event of plan termination in accordance with the Internal Revenue Code, participants will become 100% vested in their accounts.

Reclassifications

Certain reclassifications have been made to the 2012 financial statements to conform to the 2013 financial statement presentation. These reclassifications had no effect on the change in net assets available for benefits.

Note 2: Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets and changes in net assets and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Valuation of Investments and Income Recognition

Quoted market prices, if available, are used to value investments. The separate accounts are individually controlled variable annuities and are valued at the unit value of the accumulation units held by the Plan, as provided by ING Life. The accumulation unit value is determined daily by ING Life based on the net asset value of shares of the underlying fund, the fund's dividends and the contract's separate account charges. Mutual funds are valued at the net asset value (NAV) of shares held by the Plan at year-end. The money market account is valued at cost, which approximates fair value.

The investment contracts with the insurance company are valued at contract value, which approximates fair value as estimated by ING Life. Contract value represents contributions made under the contract, plus interest at the contract rate, less funds used to pay retirement benefits and administrative expenses. The investment contracts with ING are not considered fully benefit-responsive investment contracts and have minimum guaranteed interest rates. The ING Fixed Plus Account, ING Fixed Plus II Account, ING Fixed Plus III Account, and ING General Accumulation Account have minimum guaranteed interest rates of 3.0%. The ING Fixed Account has a minimum guaranteed interest rate of 4.0%. The investment contracts with ING contain liquidity restrictions and certain surrender charges.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. 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.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Plan Tax Status

As the Internal Revenue Service (IRS) does not currently have procedures in place for a 403(b) plan to apply for an individual determination letter, the Plan has not requested or obtained a determination letter on the document that was in place during 2009. However, the plan administrator believes that the Plan was designed and operated in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

The Plan operates under an ERISA Specimen 403(b) plan adoption agreement in connection with a prototype 403(b) plan and trust sponsored by ING Life Insurance and Annuity Company. This prototype plan document has not been filed with the appropriate agency, as the IRS does not currently have an approval program for 403(b) prototype documents. The plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax.

With a few exceptions, the Plan is no longer subject to U.S. federal, state and local or non-U.S. income tax examinations by tax authorities for years before 2010.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Administrative Expenses

Administrative expenses may be paid by the Organization or the Plan, at the Organization's discretion.

Transfers Between Fair Value Hierarchy Levels

Transfers in and out of Level 1 (quoted market prices), Level 2 (other significant observable inputs) and Level 3 (significant unobservable inputs) are recognized on the last day of the Plan year.

Subsequent Events

Subsequent events have been evaluated through the date of the Independent Auditor's Report, which is the date the financial statements were available to be issued.

Note 3: Investments

Except for its investment contracts with ING Life, the Plan's investments are held by the trustee and custodian. The following table presents the fair value of the Plan's investments. Investments that represent 5% or more of net assets available for benefits are separately identified.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	2013	2012
Mutual Funds		
Fidelity Advisor New Insights Inst Class	\$ 13,704,758	\$ 10,140,597
Parnassus Investments Equity Income	7,593,537	5,300,939
Oppenheimer Developing Markets Fund	5,196,793	4,526,069
ING PIMCO Total Return Port Svc Class	*	5,147,778
Others	28,967,910	17,003,729
Total mutual funds	55,462,998	42,119,112
ING Fixed Plus Account III, at Contract Value	36,485,994	35,077,418
Pooled Separate Accounts	739,309	711,633
Other Fixed Accounts, at Contract Value	297,136	327,742
Money Market Fund	1,793	1,805
Total investments	<u>\$ 92,987,230</u>	<u>\$ 78,237,710</u>

* Less than 5% of net assets available for benefits (included in "Others").

During the years ended December 31, 2013 and 2012, the Plan's investments (including investments, bought, sold and held during the year) appreciated in fair value by \$6,608,932 and \$4,306,048, respectively, as follows:

	2013	2012
Mutual Funds	\$ 6,455,771	\$ 4,188,229
Pooled Separate Accounts	144,181	107,475
Fixed Accounts	8,980	10,344
	<u>\$ 6,608,932</u>	<u>\$ 4,306,048</u>

Interest and dividends realized on the Plan's investments for the years ended December 31, 2013 and 2012 were \$4,211,966 and \$2,007,966, respectively.

Note 4: Party-in-Interest Transactions

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

employee Organization whose members are covered by the Plan, a person who owns 50% or more of such an employer or employee association, or relatives of such persons.

The Plan invests in several funds managed by ING Life, which is the custodian of the Plan and an affiliate of the trustee of the Plan. The fixed accounts are held in the general account of ING Life.

The Plan incurs expenses related to general administration and record keeping. The Organization pays these expenses and certain accounting and auditing fees relating to the Plan and provides administrative services at no cost to the Plan.

Note 5: Plan Amendment

Effective January 1, 2013, the Plan was amended and restated ("Plan Amendment"). The name of the Plan was changed to the Yavapai Regional Medical Center Retirement Plan.

Note 6: Disclosures About Fair Value of Plan Assets and Liabilities

Fair value is 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. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- Level 1** Quoted prices in active markets for identical assets or liabilities
- Level 2** Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities
- Level 3** Unobservable inputs supported by little or no market activity and are significant to the fair value of the assets or liabilities

Recurring Measurements

The following table presents the fair value measurements of assets and liabilities recognized in the accompanying statements of net assets available for benefits measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2013 and 2012:

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

2013				
	Fair Value Measurements Using			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observ- able Inputs (Level 2)	Significant Unobserv- able Inputs (Level 3)
Mutual Funds				
Large Cap Growth	\$ 14,853,307	\$ 14,853,307	\$ -	\$ -
Large Cap Value	13,957,488	13,957,488	-	-
Global/International	8,980,696	8,980,696	-	-
Small/Mid/Specialty	7,708,285	7,708,285	-	-
Bonds	6,544,144	6,544,144	-	-
Balanced	2,337,929	2,337,929	-	-
Asset Allocation	1,081,149	1,081,149	-	-
Total mutual funds	55,462,998	55,462,998	-	-
Separate Accounts				
Global/International	263,953	-	263,953	-
Large Cap Value	250,690	-	250,690	-
Large Cap Growth	152,328	-	152,328	-
Balanced	35,375	-	35,375	-
Small/Mid/Specialty	30,872	-	30,872	-
Bonds	6,091	-	6,091	-
Total separate accounts	739,309	-	739,309	-
Fixed Accounts	36,783,130	-	-	36,783,130
Money Market Account	1,793	-	1,793	-
	<u>\$ 92,987,230</u>	<u>\$ 55,462,998</u>	<u>\$ 741,102</u>	<u>\$ 36,783,130</u>

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	2012			
	Fair Value Measurements Using			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observ- able Inputs (Level 2)	Significant Unobserv- able Inputs (Level 3)
Mutual Funds				
Large Cap Growth	\$ 10,938,797	\$ 10,938,797	\$ -	\$ -
Large Cap Value	9,492,060	9,492,060	-	-
Global/International	7,489,557	7,489,557	-	-
Bonds	7,960,888	7,960,888	-	-
Small/Mid/Specialty	4,263,213	4,263,213	-	-
Balanced	1,304,018	1,304,018	-	-
Asset Allocation	670,579	670,579	-	-
Total mutual funds	42,119,112	42,119,112	-	-
Separate Accounts				
Global/International	247,844	-	247,844	-
Large Cap Value	224,200	-	224,200	-
Large Cap Growth	161,085	-	161,085	-
Balanced	50,934	-	50,934	-
Bonds	7,735	-	7,735	-
Small/Mid/Specialty	19,835	-	19,835	-
Total separate accounts	711,633	-	711,633	-
Fixed Accounts	35,405,160	-	-	35,405,160
Money Market Account	1,805	-	1,805	-
	<u>\$ 78,237,710</u>	<u>\$ 42,119,112</u>	<u>\$ 713,438</u>	<u>\$ 35,405,160</u>

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying statements of net assets available for benefits, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended December 31, 2013. The Plan had no liabilities measured at fair value on a recurring basis.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

In addition, the Plan had no assets or liabilities measured at fair value on a nonrecurring basis. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of securities with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections and cash flows. Such securities are classified in Level 2 of the valuation hierarchy. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy. See the following table for inputs and valuation techniques used for Level 3 securities.

Fair value determinations for Level 3 measurements of securities are the responsibility of the Controller's office. The Controller's office contracts with a pricing specialist to generate fair value estimates on a monthly or quarterly basis. The Controller's office challenges the reasonableness of the assumptions used and reviews the methodology to ensure the estimated fair value complies with accounting standards generally accepted in the United States.

Level 3 Reconciliation

The following is a reconciliation of the beginning and ending balances of recurring fair value measurements recognized in the accompanying statements of net assets available for benefits using significant unobservable (Level 3) inputs.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	<u>Fixed Accounts</u>
Balance, January 1, 2012	\$ 33,923,732
Total realized and unrealized gains and losses included in net increase in net assets available for benefits	-
Purchases, including investment income	3,985,764
Sales	(2,504,335)
Settlements	-
Transfers in and/or out of Level 3	-
	<hr/>
Balance, December 31, 2012	35,405,161
Total realized and unrealized gains and losses included in net increase in net assets available for benefits	-
Purchases, including investment income	4,917,428
Sales	(3,539,459)
Settlements	-
Transfers in and/or out of Level 3	-
	<hr/>
Balance, December 31, 2013	<u><u>\$ 36,783,130</u></u>
Total gains or losses for the period included in net increase in net assets available for benefits attributable to the change in unrealized gains or losses related to assets still held at the reporting date	 <u><u>\$ -</u></u>

Realized and unrealized gains and losses for items reflected in the table above are included in net increase in net assets available for benefits in the statements of changes in net assets available for benefits.

Unobservable (Level 3) Inputs

The following table presents quantitative information about unobservable inputs used in recurring Level 3 fair value measurements.

Yavapai Regional Medical Center Retirement Plan

Notes to Financial Statements

December 31, 2013 and 2012

	Fair Value at December 31, 2013	Valuation Technique	Unobservable Inputs	Range (Weighted Average)
Fixed Account III	\$ 36,485,994	Discounted cash flow	Contractual interest rate	3.0%
Fixed Plus Account II	283,781	Discounted cash flow	Contractual interest rate	3.0%
Fixed Account	8,628	Discounted cash flow	Contractual interest rate	4.0%
Fixed Plus Account	4,727	Discounted cash flow	Contractual interest rate	3.0%

Note 7: 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 participants' account balances and the amounts reported in the statements of net assets available for benefits.

Supplemental Schedule

Yavapai Regional Medical Center Retirement Plan

EIN 86-0098923 PN 002

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

December 31, 2013

Identity of Issuer	Description of Investment	Cost	Current Value
* ING Fixed Plus Account III	Guaranteed Investment Contract	**	\$ 36,485,994
* ING Fixed Plus Account II	Guaranteed Investment Contract	**	283,781
* ING Fixed Account	Guaranteed Investment Contract	**	8,628
* ING Fixed Plus Account	Guaranteed Investment Contract	**	4,727
Fidelity Advisor New Insights Inst Class	Mutual Fund	**	13,704,758
Parnassus Investments Equity Income	Mutual Fund	**	7,593,537
Oppenheimer Developing Markets Fund	Mutual Fund	**	5,196,793
* ING PIMCO Total Return Port Svc Class	Mutual Fund	**	3,685,955
Blackrock Equity Dividend	Mutual Fund	**	3,654,697
American Funds EuroPacific R3	Mutual Fund	**	3,113,831
Janus Balanced Fund Class T Sh	Mutual Fund	**	2,337,929
Templeton Global Bond Fund	Mutual Fund	**	2,243,419
Neuberger Berman Genesis Fund	Mutual Fund	**	2,098,164
Columbia Mid Cap Index Fund	Mutual Fund	**	1,718,341
T. Rowe Price Equity Index 500	Mutual Fund	**	1,624,846
Brown Advisory Growth Equity	Mutual Fund	**	1,148,549
Columbia Acorn USA	Mutual Fund	**	946,293
Columbia Small Cap Index Fund	Mutual Fund	**	775,613
American Funds Fdmntl Inv R3	Mutual Fund	**	693,792
PIMCO Real Return	Mutual Fund	**	614,770
* ING FMR SM Diversified Mid Cap Portfolio	Mutual Fund	**	599,760
Perkins Small Cap Value Fund	Mutual Fund	**	554,921
American Funds Capital World Growth & Income R3	Mutual Fund	**	474,309
American Century LIVESTRONG 2025 Portfolio	Mutual Fund	**	450,052
American Century One Choice Income Portfolio	Mutual Fund	**	390,616
American Century LIVESTRONG 2035 Portfolio	Mutual Fund	**	381,104
BlackRock Natural Resources	Mutual Fund	**	332,986
Perkins Mid Cap Value Fund	Mutual Fund	**	326,408
* ING Global Real Estate Fund	Mutual Fund	**	287,976
American Century LIVESTRONG 2015 Portfolio	Mutual Fund	**	228,124
* ING Templeton Foreign Equity Portfolio	Mutual Fund	**	195,763
Oppenheimer Developing Markets Fund A	Separate Account	**	180,794
Fidelity VIP Contrafund Port - Init	Separate Account	**	133,011
American Funds Growth Fnd R4	Separate Account	**	111,879
American Funds EuroPacific R4	Separate Account	**	81,994
* ING Index Plus LargeCap Port - I	Separate Account	**	72,019
AIM Mid Cap Core Equity Fund	Mutual Fund	**	67,823
Fidelity VIP Growth Portfolio - Init	Separate Account	**	38,459
Pax World Balanced Fd Indiv Inv	Separate Account	**	35,375
Fidelity VIP Equity-Inc. Port - Init	Separate Account	**	25,740
American Century LIVESTRONG 2045 Portfolio	Mutual Fund	**	21,869

Yavapai Regional Medical Center Retirement Plan

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Schedule H, Line 4i – Schedule of Assets (Held at End of Year) (Continued)

December 31, 2013

Identity of Issuer	Description of Investment	Cost	Current Value
* ING Growth and Income Port - I	Separate Account	**	\$ 17,076
* ING Index Plus MidCap Port - I	Separate Account	**	13,639
Wanger USA	Separate Account	**	8,712
* ING Mid Cap Opportunities Port - I	Separate Account	**	8,521
* ING Intermediate Bond Portfolio - I	Separate Account	**	6,091
* ING Money Market Portfolio - I	Money Market Fund	**	1,793
* ING Black Rock Large Cap Growth Port	Separate Account	**	1,527
* ING TRowePrice Grwth Eqty Port I	Separate Account	**	1,501
* ING Invesco Comstock Port Srv	Separate Account	**	1,343
* ING Global Bond Port - I	Separate Account	**	1,009
* ING Large Cap Growth Port - I	Separate Account	**	463
* ING Templeton Foreign Equity Portfolio I	Separate Account	**	156
			<hr/>
			92,987,230
* Participant loans	Various maturity dates through 2031; interest rates ranging from 3.25% - 6.85%	**	<hr/>
			1,788,742
			<hr/>
			\$ 94,775,972

* Party-in-interest as defined by ERISA.

** Not required, as investments are participant-directed.