DLN: 93493317020599 OMB No 1545-0047 Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations) ▶ Do not enter social security numbers on this form as it may be made public Department of the Open to Public ▶ Go to www.irs.gov/Form990 for instructions and the latest information. Inspection Internal Revenue Service For the 2019 calendar year, or tax year beginning 01-01-2018 , and ending 12-31-2018 D Employer identification number B Check if applicable Texas Children's Health Plan □ Address change 76-0486264 ☐ Name change Doing business as ☐ Initial return ☐ Final return/terminated E Telephone number Number and street (or P O box if mail is not delivered to street address) Room/suite 6330 West Loop South 8th Floor 800 ☐ Amended return (800) 990-8247 ☐ Application pending City or town, state or province, country, and ZIP or foreign postal code Houston, TX  $\,$  77401  $\,$ G Gross receipts \$ 1,823,477,034 Name and address of principal officer H(a) Is this a group return for Weldon Gage □Yes ☑No subordinates? 6330 West Loop S 8th Fl Ste 800 H(b) Are all subordinates Houston, TX 77401 ☐ Yes ☐No ıncluded? **☑** 501(c)(3) **☐** 501(c)( ) **◄** (Insert no ) 4947(a)(1) or □ 527 If "No," attach a list (see instructions) **H(c)** Group exemption number ▶ Website: ► WWW TEXASCHILDRENSHEALTHPLAN ORG L Year of formation 1995 M State of legal domicile K Form of organization ☑ Corporation ☐ Trust ☐ Association ☐ Other ▶ Summary 1 Briefly describe the organization's mission or most significant activities To create a healthier future for children and women throughout our global community by leading in patient care, education, and research Activities & Governance 2 Check this box ► ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets 3 Number of voting members of the governing body (Part VI, line 1a) . 1 4 4 Number of independent voting members of the governing body (Part VI, line 1b) . Total number of individuals employed in calendar year 2018 (Part V, line 2a) 5 **6** Total number of volunteers (estimate if necessary) . . . 6 0 Total unrelated business revenue from Part VIII, column (C), line 12 7a **b** Net unrelated business taxable income from Form 990-T, line 34 **Prior Year Current Year** 8 Contributions and grants (Part VIII, line 1h) . 688,315 746,104 Ravenua 1,561,969,153 1,676,689,669 9 Program service revenue (Part VIII, line 2g) . 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 2,419,667 4,329,302 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 46,850 85,584 1,565,123,985 1,681,850,659 12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) 13 Grants and similar amounts paid (Part IX, column (A), lines 1-3). 1,616,430,847 1,482,115,466 **14** Benefits paid to or for members (Part IX, column (A), line 4) . . . . 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10) 40,076,835 33,072,919 Expenses **16a** Professional fundraising fees (Part IX, column (A), line 11e) . . **b** Total fundraising expenses (Part IX, column (D), line 25) ▶0 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) . 83,525,283 95,511,682 1,605,717,584 1,745,015,448 18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25) Revenue less expenses Subtract line 18 from line 12 . -40,593,599 -63,164,789 Net Assets or Fund Balances Beginning of Current Year End of Year 297,075,094 348,554,783 20 Total assets (Part X, line 16) . 21 Total liabilities (Part X, line 26) . 159,038,434 207,517,970 22 Net assets or fund balances Subtract line 21 from line 20 . 138,036,660 141,036,813 Signature Block Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge 2019-11-13 Signature of officer Sign Here Weldon Gage Executive Vice President & CFO Type or print name and title Print/Type preparer's name Preparer's signature Check 🔲 ıf P00520729 Paid self-employed Firm's name ► CROWE LLP Firm's EIN > 35-0921680 Preparer Use Only Firm's address ► 750 N St Paul Suite 850 Phone no (214) 777-5200 Dallas, TX 75201 ✓ Yes □ No May the IRS discuss this return with the preparer shown above? (see instructions) . For Paperwork Reduction Act Notice, see the separate instructions. Cat No 11282Y Form 990 (2018)

Form	990 (2018)					Page 2
Pa	statement	of Program Servic	e Accomplis	hments		
	Check if Sched	dule O contains a respo	onse or note to a	any line in this Part III .		🗆
1	Briefly describe the o	rganızatıon's mıssıon				
To cr	eate a healthier future	for children and wome	en throughout ou	ır global community by	leading in patient care, education	n, and research
2	Did the organization i	undertake anv significa	ant program serv	vices during the year wh	nich were not listed on	
	<del>-</del>	990-EZ?		- ·		☐ Yes ☑ No
		se new services on Sch				
3	Did the organization of	cease conducting, or m	nake significant o	changes in how it condu	icts, any program	
	services?					🗌 Yes 🗹 No
	If "Yes," describe the	se changes on Schedu	le O			
4	Section 501(c)(3) and		ons are required	to report the amount o	largest program services, as mea f grants and allocations to others	
4a	(Code See Additional Data	) (Expenses \$	1,697,226,514	including grants of \$	) (Revenue \$	1,676,689,669 )
	See Additional Data					
4b	(Code	) (Expenses \$		ıncludıng grants of \$	) (Revenue \$	)
4c	(Code	) (Expenses \$		including grants of \$	) (Revenue \$	)
4d	Other program service	es (Describe in Schedi	ule O )			
	(Expenses \$	ıncl	uding grants of	\$	) (Revenue \$	)
4e	Total program serv	ice expenses ▶	1,697,226,5	14		

Part IV Checklist of Required Schedules Yes No Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Yes 1 2 Yes Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 😼 . . . Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates No 3 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? 4 Yes Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? 5 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? Nο 6 Did the organization receive or hold a conservation easement, including easements to preserve open space, Nο the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II . . . . . 7 Did the organization maintain collections of works of art, historical treasures, or other similar assets? No 8 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation No services?If "Yes," complete Schedule D, Part IV 9 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, 10 No permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V . . . . . . . . . . If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VIII, VIII, IX, or X as applicable a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? Yes 11a Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total Nο assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII . . . . . . . . . . . . 11b c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its Yes 11c total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII 👺 . . . . . . . . . . Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported No 11d e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X 🕏 11e Yes Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses 11f Yes the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X 🕏 12a Did the organization obtain separate, independent audited financial statements for the tax year? 12a Yes b Was the organization included in consolidated, independent audited financial statements for the tax year? 12h Nο If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional Is the organization a school described in section 170(b)(1)(A)(II)? If "Yes," complete Schedule E 13 Nο 14a 14a Did the organization maintain an office, employees, or agents outside of the United States? . . . Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments 14b Nο Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any Nο foreign organization? If "Yes," complete Schedule F, Parts II and IV . . . . . 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to No or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV . . . 16 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, Nο 17 column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I(see instructions) Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, 18 No Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," 19 No **20a** Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H . . . 20a No b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? 20b Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic Nο 21 government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, 22

Nο

Form	990 (2018)			Page <b>4</b>
Pai	tiV Checklist of Required Schedules (continued)			
			Yes	No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K If "No," go to line 25a	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.  Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If "Yes," complete Schedule L, Part II	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
а	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b		No
С	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule $M$	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I .	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	

b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity

Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related

Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that

Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 197 Note.

within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2 . . . . \*\*

is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI

Check if Schedule O contains a response or note to any line in this Part V .

1a Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable .

Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable

36

37

38

Part V

35b

36

37

38

2,983

1a

Yes

Yes

Yes

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Nο

Nο

No

d If "Yes," indicate the number of Forms 8282 filed during the year . . . . 7d |

Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 7e No 7f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . No If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as 7g If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 7h 

8

9a

9h

14a

14b

15

No

No

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Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during

Sponsoring organizations maintaining donor advised funds.

a Initiation fees and capital contributions included on Part VIII, line 12 . . .

b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities

c Enter the amount of reserves on hand . . . . . . . . . . . . . . .

14a Did the organization receive any payments for indoor tanning services during the tax year? . . . . .

b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.

Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess

parachute payment(s) during the year? If "Yes," see instructions and file Form 4720, Schedule N . . . . . .

Is the organization an educational institution subject to the section 4968 excise tax on net investment income?

Section 501(c)(7) organizations. Enter

11 Section 501(c)(12) organizations. Enter a Gross income from members or shareholders .

9a Did the sponsoring organization make any taxable distributions under section 4966? . . .

**b** Did the sponsoring organization make a distribution to a donor, donor advisor, or related person? . . .

**b** Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them ) . . . . . . . . . . . . 11b 12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? 12a b If "Yes," enter the amount of tax-exempt interest received or accrued during the year 12b

10a

10b

11a

13c

Section 501(c)(29) qualified nonprofit health insurance issuers.

a Is the organization licensed to issue qualified health plans in more than one state?

Note. See the instructions for additional information the organization must report on Schedule O 13a Enter the amount of reserves the organization is required to maintain by the states in 13b which the organization is licensed to issue qualified health plans . . . .

Form	990 (2018)			Page <b>6</b>
Pai	Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions  Check if Schedule O contains a response or note to any line in this Part VI	" respo	onse to i	lines
Se	ction A. Governing Body and Management			
		$\Box$	Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year 1a 7			
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
b	Enter the number of voting members included in line 1a, above, who are independent  1b 1			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? •	3		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? .	4		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets? .	5		No
6	Did the organization have members or stockholders?	6	Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
а	The governing body?	8a	Yes	
Ь	Each committee with authority to act on behalf of the governing body?	<b>8</b> b		No
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9		No
Se	ction B. Policies (This Section B requests information about policies not required by the Internal Revenu	e Code	e.)	
		$\overline{}$	Yes	No
	Did the organization have local chapters, branches, or affiliates?	10a		No
	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10ь		
	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes	
	Describe in Schedule O the process, if any, used by the organization to review this Form 990			
	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes	
	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
С	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes	
13	Did the organization have a written whistleblower policy?	13	Yes	
14	Did the organization have a written document retention and destruction policy?	14	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
а	The organization's CEO, Executive Director, or top management official	15a		No
Ь	Other officers or key employees of the organization	15b		No
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		No
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		
Se	ction C. Disclosure			
17	List the States with which a copy of this Form 990 is required to be filed▶			
18	Section 6104 requires an organization to make its Form 1023 (or 1024-A if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply			
	Own website $\square$ Another's website $ ot value of the property Another (explain in Schedule O)$			
19	Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year			
20	State the name, address, and telephone number of the person who possesses the organization's books and records  PJennifer Little 1919 S Braeswood Blvd Houston, TX 77030 (832) 824-2972			

Part VII

Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees,

and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII .

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

- 1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax
- year • List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's current key employees, if any See instructions for definition of "key employee" • List the organization's five current highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the
- organization and any related organizations • List all of the organization's former officers, key employees, or highest compensated employees who received more than \$100,000
- of reportable compensation from the organization and any related organizations • List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the
- organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

<b>(A)</b> Name and Title	(B) Average hours per week (list any hours		ne bo	x, u n off	t che inles ficer	s pers	son	(D) Reportable compensation from the organization (W-	(E) Reportable compensation from related organizations	(F) Estimated amount of other compensation from the
	for related organizations below dotted line)	individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	2/1099-MISC)	(W- 2/1099- MISC)	organization and related organizations
(1) Lucio Fragoso	39 0	V		x				070 120	0	111.601
BOARD MEMBER AND PRESIDENT	1 0	×		^				970,138	0	111,691
(2) Michelle Riley-Brown	1 0	1		,					1 200 526	175.000
Schedule O	39 0	×		×				0	1,388,536	175,002
(3) Mark A Wallace	1 0	1						_		
BOARD MEMBER / Chairman	39 0	×		X				0	6,781,279	649,108
(4) Dan DıPrısco	1 0							_		
BOARD MEMBER	39 0	×						0	1,006,907	123,188
(5) Weldon Gage	1 0							_		
BOARD MEMBER	39 0	×						0	1,492,417	180,899
(6) Angelo P Giardino MD PHD	1 0							_		
SCHEDULE O	39 0	×						0	388,215	30,619
(7) Mark Mullarkey	1 0	1						_		
Board Member	39 0	X						0	1,344,041	162,895
(8) Eric Williams MD	1 0	1						_		_
SCHEDULE O	39 0	×						0	0	0
(9) Lisa Hollier	1 0									
Chief Medical Officer of Obstetrics	1 0			X				0	0	0
(10) Anna Mateja	39 0									
CFO AND SECRETARY	1 0			X				699,550	0	187,578
(11) Heidi Schwarzwald	1 0									
Chief Medical Officer of Pediatrics	1 0			X				0	0	0
(12) Justin Loudon	40 0									
ASSISTANT VICE PRESIDENT	0				Х			239,535	0	65,485
(13) Gail Bean	40 0									
REGIONAL PROVIDER/CARE COORD DIRECTOR	0					X		164,880	0	43,404
(1.4.) Change Mayathantan	40 0						<u> </u>			

0 0 40 0 (14) Sharon McWhorter 178.465 30.000 CONTROLS AND COMPLIANCE DIRECTOR 40 0 (15) LIA RODRIGUEZ Х 286,805 24,272 MEDICAL DIRECTOR 39 0 (16) Diane Scardino 498,545 76,007 VICE PRESIDENT 10 40 0 (17) Sherry L Vetter 390.225 Х 144.065 VICE PRESIDENT Form 990 (2018) Form 990 (2018) Page 8 Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued) Name and Title Average Position (do not check more Reportable Reportable Estimated than one box, unless person compensation amount of other hours per compensation week (list is both an officer and a from related compensation from the organization (Worganizations (Wany hours director/trustee) from the for related 2/1099-MISC) 2/1099-MISC) organization and voldtue Highest Individual trustee organizations related Institutional director. below dotted organizations employee line) t compensated Trustee (18) Tangula Taylor 0 0 0 290,131 60,747 SCHEDULE O 40 0

											Yes	No
2	Total number of individuals (including of reportable compensation from the			e liste	ed al	bove	e) who	rec	eived more than \$1	00,000		
d ·	Fotal (add lines 1b and 1c)		<u> </u>				<b>&gt;</b>		3,428,143	12,691,526		2,064,960
	Fotal from continuation sheets to Pa	•					<b>&gt;</b>					
1b	Sub-Total						<b>&gt;</b>				·	

1b :	Sub-Total						<b>&gt;</b>			·			
c ·	otal from continuation sheets to Pa	art VII <b>, Section</b>	Α				▶						
d.	otal (add lines 1b and 1c)						▶		3,428,143	12,	691,526		2,064,960
2	Total number of individuals (including of reportable compensation from the o			e liste	ed a	bove	e) who	rece	eived more than	\$100,000		Yes	No
												Yes	NO
3	Did the organization list any <b>former</b> of line 1a? <i>If "Yes," complete Schedule J</i>										on <b>3</b>	Yes	
4	For any individual listed on line 1a, is organization and related organizations												

1b :	Sub-Total	<del></del>	<del></del>	-	<del>-</del>	-	<u></u>	 						
c <sup>7</sup>	Total from continuation sheets to ${\sf P}$	art VII <b>, Section</b>	Α.				•							
d⁻	Total (add lines 1b and 1c)						▶	 3,428,143			12,691,52	26		2,064,960
	of reportable compensation from the	organization 🕨	50					 					Yes	No
3	Did the organization list any <b>former</b> line 1a? <i>If "Yes," complete Schedule</i> .				•		, ,	-		•	•	3	Yes	
4	For any individual listed on line 1a, is							 	c				-	

С	Sub-Total	6		2,064,960
2	Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization $\triangleright$ 50			
			Yes	No
3	Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	Yes	
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such			
	ındıvıdual	4	Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5		No

Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation

from the organization Report compensation for the calendar year ending with or within the organization's tax year

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of

(A)

Name and business address

Section B. Independent Contractors

**BRIGGS & CALDWELL LLC** 

NEW YORK, NY 100877151

PO BOX 27151

PO BOX 120970 DALLAS, TX 75312 INFOMEDIA GROUP INC

11845 IH 10 WEST 400 SAN ANTONIO, TX 78230 BRI 1833 6330 LLC

BELLAIRE, TX 77401

KPMG LLP

9801 WESTHEIMER ROAD SUITE 701 HOUSTON, TX 77042

HEALTH MANAGEMENT SYSTEMS INC

6330 WEST LOOP SOUTH SUITE B-180

compensation from the organization ▶ 21

5

(B)

Description of services

MARKETING SERVICES

HEALTHCARE IT SERVICES

CONSULTING SERVICES

MAINTENANCE SERVICES

IT SOLUTIONS

Nο

2,887,110

1,260,858

1,204,023

1,089,892

896,869

Form **990** (2018)

(C)

Compensation

Contributions, Gifts, Grants and Other Similar Amounts

Program Service Revenue

Other Revenue

12 Total revenue. See Instructions

990 (2018)											Page <b>9</b>
VIII Statement of											
Check if Schedul	e O contains a	a respo	onse or r	ote to any	(,	A) evenue	(B Relate exen funct rever	ed or npt	(C) Unrelate business revenue	5	(D) Revenue excluded from tax under sections 512 - 514
1a Federated campaig	ns	1a					1000	iuc			312 314
<b>b</b> Membership dues		<b>1</b> b									
<b>c</b> Fundraising events		1c									
d Related organizatio	ns	1d									
e Government grants (co	ontributions)	1e		746,104							
<b>f</b> All other contributions, and similar amounts n above		1f									
g Noncash contribution in lines 1a - 1f \$	ons included										
h Total. Add lines 1a	-1f										
				Business	s Code	746,104					1
2a PREMIUM REVENUE					524114	1,675,7	45,710	1,675,74	15,710		
b VENDED SERVICE REVE	NUE				541600	9	43,959	94	13,959		
					341000						
d —											
e ———		_									
<b>f</b> All other program se	rvice revenue	:					0		0		0 0
<b>9Total.</b> Add lines 2a-2	.f		<b>&gt;</b>	1,676,	689,669						
3 Investment income (ii			nterest,	and other		4,958,868					4,958,868
similar amounts) .  4 Income from investme			and proc	eeds •	`						1,230,000
				_							
	(ı) Rea	I	(II) F	Personal							
<b>6a</b> Gross rents											
<b>b</b> Less rental expenses					1						
Dantal manager		0									
c Rental income or (loss)		U			١						
<b>d</b> Net rental income o	r (loss)	•		. •	<u> </u>						
- Cuasa amazunt	(ı) Securit	ties	(11)	Other	4						
7a Gross amount from sales of assets other than inventory	140,9	996,809									
<b>b</b> Less cost or other basis and sales expenses	141,6	526,375									
C Gain or (loss)		29,566			<u>0</u>	600 F66					620 566
<b>d</b> Net gain or (loss) . <b>8a</b> Gross income from fi				<b>•</b>	-	-629,566	1				-629,566
(not including \$ contributions reporte See Part IV, line 18	ed on line 1c)	of a									
<b>b</b> Less direct expense	s	b			_						
c Net income or (loss)		_	ents .	• •							
9a Gross income from g See Part IV, line 19		ies a									
<b>b</b> Less direct expense	s	b			1						
<b>c</b> Net income or (loss)		activit	es .	· •	_ 						
10aGross sales of invent returns and allowand											
		а									
<b>b</b> Less cost of goods s	sold	b									
C Net income or (loss)		invent		<u> </u>							
Miscellaneous  11aNon-patient revenue			Busin	ess Code 90009	9	85,584					85,584
b					+						
					+		-				
d All other revenue .			-			0		0		0	0
e Total. Add lines 11a	-11d			<b>&gt;</b>					1		

85,584

1,676,689,669

1,681,850,659

Part IX	Statement of Functional Expenses
C . FO.	( ) ( ) ( ) ( ) ( ) ( ) ( ) ( )

For	n 990 (2018)				Page <b>10</b>
	art IX Statement of Functional Expenses tion 501(c)(3) and 501(c)(4) organizations must complete all co	olumns All other orga	anizations must comp	elete column (A)	
	Check if Schedule O contains a response or note to any	line in this Part IX .	<u></u>		<u> <math>\square</math></u>
	not include amounts reported on lines 6b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	<b>(D)</b> Fundraisingexpenses
1	Grants and other assistance to domestic organizations and domestic governments See Part IV, line 21				
2	Grants and other assistance to domestic individuals See Part IV, line 22				
3	Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, line 15 and 16				
4	Benefits paid to or for members	1,616,430,847	1,616,430,847		
5	Compensation of current officers, directors, trustees, and key employees	2,273,976		2,273,976	
6	Compensation not included above, to disqualified persons (as defined under section $4958(f)(1)$ ) and persons described in section $4958(c)(3)(B)$				
7	Other salaries and wages	18,744,831	15,214,079	3,530,752	
8	Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions)	2,285,866	2,261,812	24,054	
9	Other employee benefits	6,284,828	5,764,993	519,835	
10	Payroll taxes	3,483,418	3,087,043	396,375	_
11	Fees for services (non-employees)				
ä	a Management				
ı	Legal				
	Accounting	154,550		154,550	
	I Lobbying	127,725	127,725		
	Professional fundraising services See Part IV, line 17				
1	Investment management fees	251,785		251,785	
9	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	10,493,628	9,175,937	1,317,691	0
12	Advertising and promotion	5,060,472	1,171,812	3,888,660	
13	Office expenses	1,214,988	370,845	844,143	
	Information technology	1,850,542	1,626,328	224,214	
	Royalties				
	Occupancy	3,601,246	3,176,737	424,509	
	Travel	533,959	523,542	10,417	
	Payments of travel or entertainment expenses for any federal, state, or local public officials .	90,418	87,268	3,150	
19	Conferences, conventions, and meetings				
20	Interest				
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	8,639,186	7,783,121	856,065	
	Insurance	222,067	195,890	26,177	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
	a PREMIUM TAXES	29,185,798	29,185,798		
	b VENDED SERVICES FROM TCH	32,728,201		32,728,201	
	c COMMUNITY BENEFITS	389,960	258,196	131,764	
	d MEMBERSHIP INCENTIVES	246,790	246,790		
	e All other expenses	720,367	537,751	182,616	0
25	Total functional expenses. Add lines 1 through 24e	1,745,015,448	1,697,226,514	47,788,934	0
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				
	Check here ► ☐ If following SOP 98-2 (ASC 958-720)				

Form **990** (2018)

Page **11** 

26.488.292

844.403

25.961

348.554.783

190.585.535

177,056,000

-36,019,187

141,036,813

348,554,783

Form **990** (2018)

Form 990 (2018)

13

14

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16

17

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19

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21

22

29

31

32

33

34

Assets or 30

Net

Investments-program-related See Part IV, line 11

Total assets.Add lines 1 through 15 (must equal line 34) .

Escrow or custodial account liability Complete Part IV of Schedule D

Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☑ and complete lines 30 through 34.

Paid-in or capital surplus, or land, building or equipment fund . . .

Retained earnings, endowment, accumulated income, or other funds

Capital stock or trust principal, or current funds

Total liabilities and net assets/fund balances

Loans and other payables to current and former officers, directors, trustees,

Intangible assets . . . . .

Grants payable . .

Deferred revenue . . .

Permanently restricted net assets

Total net assets or fund balances

Other assets See Part IV, line 11 . .

Accounts payable and accrued expenses

Tax-exempt bond liabilities . . .

	<b>3</b>	II.		
2	Savings and temporary cash investments	4,516,827	2	4,521,062
3	Pledges and grants receivable, net		3	
4	Accounts receivable, net	12,156,995	4	41,726,901
5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0
6	Loans and other receivables from other disqualified persons (as defined under			

section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) 6 voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L . Assets Notes and loans receivable, net . 8 Inventories for sale or use . Prepaid expenses and deferred charges 9 10a Land, buildings, and equipment cost or other 10a 9,261,761 basis Complete Part VI of Schedule D 3,918,823 11,051,302 Less accumulated depreciation 10b 10c 5,342,938 104,247,751 129.552.653 11 11 Investments—publicly traded securities . 0 12 12 Investments—other securities See Part IV, line 11 .

26.488.292

638,000

29.561

297.075.094

145.712.809

13

14

15

16

17

18

19

20

21

29

30

31

32

33

34

117,056,000

20,980,660

138,036,660

297,075,094

Liabilities key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L . 22 0 23 23 Secured mortgages and notes payable to unrelated third parties 24 24 Unsecured notes and loans payable to unrelated third parties 13.296.064 25 16.906.474 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17 - 24)

Complete Part X of Schedule D 26 Total liabilities. Add lines 17 through 25 . 159.038.434 26 207.517.970 Organizations that follow SFAS 117 (ASC 958), check here ▶ ☐ and

Fund Balances complete lines 27 through 29, and lines 33 and 34. 27 Unrestricted net assets 27 28 28 Temporarily restricted net assets

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O

3a

3b

Yes

Yes (2018)

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single

b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required

audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

Audit Act and OMB Circular A-133?

#### **Additional Data**

Software ID: 18007697

**EIN:** 76-0486264

**Software Version:** 2018v3.1

Name: Texas Children's Health Plan

Form 990 (2018)

### Form 990, Part III, Line 4a:

TEXAS CHILDREN'S HEALTH PLAN'S (TCHP) PROGRAM SERVICE OBJECTIVE IS TO PROVIDE HEALTH CARE COVERAGE TO UNDERSERVED CHILDREN AND WOMEN WHO, WITHOUT MEDICAID, STAR, STAR KIDS, OR CHIP, WOULD NOT HAVE ACCESS TO AFFORDABLE HEALTH INSURANCE TCHP PARTICIPATES IN MEDICAID, WHICH TARGETS CHILDREN UNDER 185-100% OF THE FEDERAL POVERTY LEVEL AND THE CHILDREN'S HEALTH INSURANCE PROGRAM, WHICH TARGETS CHILDREN BETWEEN 200-100% OF THE POVERTY LEVEL Health Plan TCHP was founded in 1996 by Texas Children's Hospital TCHP is the nation's first health maintenance organization created just for children TCHP has a network of more than 2,931 Primary Care Providers, 11,734 specialists, and 118 hospitals to cover kids, teens, pregnant women and adults As of December 31, 2018, TCHP had 344,141 members Star The State of Texas Access Reform (STAR) is a Medicaid program offered at no cost for children up to age 21, some adults and pregnant women who cannot afford health insurance As of December 31, 2018, TCHP had 346,451 Star members Star Kids Effective November 1, 2016, TCHP began offering Star Kids, a new Texas Medicaid managed care program that provides Medicaid benefits to children and adults 20 and younger who have disabilities Star kids offers regular Medicaid services along with long-term services and supports (LTSS) which include things like help in a home with basic daily activities and help making changes to a home so that members can move around safely. As of December 31, 2018, TCHP had 25,826 Star Kids members CHIP. The Children's Health Insurance Program (CHIP) offers low-cost health coverage for children from birth through age 18. CHIP is designed for families who earn too much money to qualify for Medicaid but

cannot afford to buy private health coverage. As of December 31, 2018, TCHP had 61,864 CHIP members

efile GRAPHIC print - DO NOT P			nt - DO NOT PR	OCESS	As Filed Data -	DLN: 9	N: 93493317020599						
SCI	HED	ULE A		ublic (	Charity Statu	e and Dul	nlic Sunn	ort	OMB No 1545-0047				
	m 99			e if the or	ganization is a sect 4947(a)(1) nonexe ▶ Attach to Form	ion 501(c)(3) c empt charitable 990 or Form 99	organization or trust. 10-EZ.	r a section 2018					
•		the Treasury		Go to	www.irs.gov/Form	<u>990</u> for the late	st information	•	Open to Public Inspection				
Name	e of th	<b>ne organiza</b> n's Health Plar						Employer identific	ation number				
								76-0486264					
Pal					<b>is</b> (All organization it is (For lines 1 thro			See instructions.					
1					sociation of churches	•		(A)(i).					
2		A school described in section 170(b)(1)(A)(ii). (Attach Schedule E (Form 990 or 990-EZ) )											
3					ice organization desc	,	, ,						
4		·	,	•	-			•	nter the hospital's				
•	ш	A medical research organization operated in conjunction with a hospital described in <b>section 170(b)(1)(A)(iii).</b> Enter the hospital's name, city, and state											
5		An organization operated for the benefit of a college or university owned or operated by a governmental unit described in <b>section 170</b> (b)(1)(A)(iv). (Complete Part II)											
6			• • •	,	governmental unit de	escribed in <b>sectio</b>	on 170(b)(1)(A	۸)(v).					
7			ation that normally (O(b)(1)(A)(vi).			s support from a	governmental u	ınıt or from the gener	al public described in				
8		A communi	ty trust described	ın <b>section</b>	170(b)(1)(A)(vi)	(Complete Part I	I)						
9					scribed in <b>170(b)(1)</b> e instructions Enter				ege or university or a				
10	<b>✓</b>	from activit	An organization that normally receives (1) more than 331/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 331/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)										
11		An organiza	ation organized and	d operated	exclusively to test fo	r public safety S	ee section 509	(a)(4).					
12		more public	ly supported orga	nızatıons d		<b>09(a)(1)</b> or <b>sec</b>	ction 509(a)(2	s of, or to carry out th <b>).</b> See <b>section 509(</b> a s 12e. 12f. and 12g					
a		Type I. A s organizatio	supporting organiza	ation opera regularly a	ated, supervised, or c	ontrolled by its s	upported organi	zation(s), typically by of the supporting orga					
b		manageme		ıg organıza	tion vested in the sar			organization(s), by ha ge the supported orga					
c		Type III f	unctionally integ	<b>rated.</b> A s				nd functionally integra	ited with, its				
d		Type III n	on-functionally i	<b>ntegrate</b> rganization	l. A supporting organ	Ization operated fy a distribution i	in connection wi requirement and	th its supported organ I an attentiveness req	1.1				
e		Check this	box if the organiza	tion receiv	ed a written determir	nation from the II		pe I, Type II, Type II	I functionally				
f	Enter	-	of supported orga		integrated supporting	organization							
g	Provi	de the follow	ing information ab	out the su	pported organization(	s)							
	(i) Name of supported (organization			i) EIN	(iii) Type of organization (described on lines 1- 10 above (see instructions))		anization listed ing document?	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)				
						Yes	No						
			1										
Tota	1												
		work Reduc	tion Act Notice, s	ee the In	structions for	Cat No 11285	<u> </u> 	   Schedule A / Form 9	90 or 990-EZ) 2018				

instructions

(Complete only if you checked the box on line 5, 7, 8, or 9 of Part I or if the organization failed to qualify under Part

	III. If the organization fai						ry under rait
	ection A. Public Support	is to quality at	ider the tests his	tea below, pieus	se complete run	C 111.)	
	Calendar year		I				
	(or fiscal year beginning in) ▶	(a) 2014	<b>(b)</b> 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
1	Gifts, grants, contributions, and						
	membership fees received (Do not						
	include any "unusual grant ")						
2	Tax revenues levied for the						
	organization's benefit and either paid						
_	to or expended on its behalf						
3	The value of services or facilities						
	furnished by a governmental unit to						
	the organization without charge						
	Total. Add lines 1 through 3						
5	The portion of total contributions by						
	each person (other than a						
	governmental unit or publicly supported organization) included on						
	line 1 that exceeds 2% of the amount						
	shown on line 11, column (f)						
6	Public support. Subtract line 5 from						
•	line 4						
S	ection B. Total Support		•	•	•		
	Calendar year	(a)2014	<b>(b)</b> 2015	(c)2016	(d)2017	(e)2018	(f)Total
	(or fiscal year beginning in) ▶	(a)2014	( <b>b</b> )2015	(6)2016	(4)2017	(e)2018	(T)TOLAT
7	Amounts from line 4						
8	Gross income from interest,						
	dividends, payments received on						
	securities loans, rents, royalties and						
	income from similar sources						
9	Net income from unrelated business						
	activities, whether or not the						
	business is regularly carried on						
10	Other income Do not include gain or						
	loss from the sale of capital assets						
	(Explain in Part VI ) <b>Total support.</b> Add lines 7 through						
11	10						
12	Gross receipts from related activities, e	tc (see instruction	ons)		1	12	
13	First five years. If the Form 990 is for	-			•	1 / 1 / -	
	check this box and <b>stop here</b>					<u> ▶ L</u>	
S	ection C. Computation of Public	<b>Support Perc</b>	entage				
14	Public support percentage for 2018 (line	e 6, column (f) d	ıvıded by line 11, o	column (f))		14	
15	Public support percentage for 2017 Sch	edule A, Part II,	line 14			15	
	33 1/3% support test—2018. If the			on line 13, and lin	e 14 is 33 1/3% oi		box
	and <b>stop here.</b> The organization qualif					,	▶□
	33 1/3% support test—2017. If the				and line 15 is 22 i	/3% or more char	ok this
D		-			alid lille 13 15 33 1	73 70 OF HIOTE, CHEC	_
	box and <b>stop here.</b> The organization						▶□
<b>17</b> a	10%-facts-and-circumstances test-						
	is 10% or more, and if the organization						
	in Part VI how the organization meets t	ne "racts-and-cir	cumstances" test	ine organization	qualifies as a publi	iciy supported	_
	organization						▶□
b	10%-facts-and-circumstances test						
	15 is 10% or more, and if the organiza						
	Explain in Part VI how the organization	meets the "fact	s-and-circumstand	es" test The orga	nization qualifies a	as a publicly	
	supported organization						▶ □
18	Private foundation. If the organizatio	n did not check a	box on line 13, 1	6a, 16b, 17a, or 1	7b, check this box	and see	<del>_</del>

Part III

6,185,555,722

6,185,555,722

10,266,500

10,266,500

132,434

99 83 %

99 88 %

0 17 %

0 12 %

▶□

6,195,954,656

0

(f) Total

	the organization fails to qualify under the tests listed below, please complete Part II.)												
S	ection A. Public Support						_						
	Calendar year (or fiscal year beginning in) ▶	(a) 2014	<b>(b)</b> 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total						
1	Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	936,312	889,946	718,445	688,315	746,104	3,979,122						
2	Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	918,430,037	957,559,900	1,066,927,841	1,561,969,153	1,676,689,669	6,181,576,600						
3	Gross receipts from activities that are not an unrelated trade or business under section 513						0						
4	Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0						
5	The value of services or facilities furnished by a governmental unit to the organization without charge						0						
6	Total. Add lines 1 through 5	919,366,349	958,449,846	1,067,646,286	1,562,657,468	1,677,435,773	6,185,555,722						
7a	Amounts included on lines 1, 2, and 3 received from disqualified persons	0	0	0	0	0	0						
b	Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year	0	0	0	0	0	0						

0

(b) 2015

958,449,846

752,860

752,860

959,202,706

First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization.

b 33 1/3% support tests—2017. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is

not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

(a) 2014

919,366,349

395,261

395,261

919,761,610

Investment income percentage for 2018 (line 10c, column (f) divided by line 13, column (f))

Public support percentage for 2018 (line 8, column (f) divided by line 13, column (f))

0

(c) 2016

1,067,646,286

1,793,527

1,793,527

1,069,439,813

0

0

(e) 2018

1,677,435,773

4,958,868

4,958,868

85,584

1,682,480,225

15

16

17

18

Schedule A (Form 990 or 990-EZ) 2018

(d) 2017

1,562,657,468

2,365,984

2,365,984

46,850

1,565,070,302

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If

Support Schedule for Organizations Described in Section 509(a)(2)

	disqualified persons tha
	the greater of \$5,000 or
	amount on line 13 for th
С	Add lines 7a and 7b

Section B. Total Support Calendar year

Amounts from line 6

June 30, 1975

11, and 12 \

Add lines 10a and 10b

Net income from unrelated

(or fiscal year beginning in) ▶

Gross income from interest, dividends, payments received on

securities loans, rents, royalties

and income from similar sources Unrelated business taxable income (less section 511 taxes)

from businesses acquired after

business activities not included in line 10b, whether or not the business is regularly carried on

Other income Do not include gain

or loss from the sale of capital assets (Explain in Part VI ) Total support. (Add lines 9, 10c,

check this box and stop here

from line 6)

9

C

11

12

14

15

16

17

18

20

10a

Public support. (Subtract line 7c

19a 331/3% support tests-2018. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

Investment income percentage from 2017 Schedule A, Part III, line 17

Public support percentage from 2017 Schedule A, Part III, line 15

Section D. Computation of Investment Income Percentage

Section C. Computation of Public Support Percentage

Schedule A (Form 990 or 990-EZ) 2018 Page 4 Part IV Supporting Organizations (Complete only if you checked a box on line 12 of Part I If you checked 12a of Part I, complete Sections A and B If you checked 12b of

Part I, complete Sections A and C If you checked 12c of Part I, complete Sections A, D, and E If you checked 12d of Part I, complete Sections A and D, and complete Part V ) Section A. All Supporting Organizations

Yes No Are all of the organization's supported organizations listed by name in the organization's governing documents? 1 If "No," describe in Part VI how the supported organizations are designated If designated by class or purpose, describe the designation If historic and continuing relationship, explain 1 Did the organization have any supported organization that does not have an IRS determination of status under section 509

(a)(1) or (2)? If "Yes," explain in **Part VI** how the organization determined that the supported organization was described in section 509(a)(1) or (2)2 Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below

3а Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the

determination 3b Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use 3с Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you

checked 12a or 12b in Part I, answer (b) and (c) below 4a Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or 4b supervised by or in connection with its supported organizations

Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes 4c Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable) Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported

organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by 5a

amendment to the organizing document) Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the

organization's organizing document? Substitutions only. Was the substitution the result of an event beyond the organization's control?

5b 5c Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other

than (1) its supported organizations. (ii) individuals that are part of the charitable class benefited by one or more of its

6

7

8

answer line 10b below

the organization had excess business holdings)

supported organizations, or (III) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI. 6

Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in

section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ)

7 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes,"

complete Part I of Schedule L (Form 990 or 990-EZ)

8 Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes,"

provide detail in Part VI.

9a Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting

organization had an interest? If "Yes," provide detail in Part VI.

Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in

9b which the supporting organization also had an interest? If "Yes," provide detail in Part VI.

9с

Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether

Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding

10a certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes,"

10a

10b

Schedule A (Form 990 or 990-EZ) 2018

>cn	edule A (Form 990 or 990-E2) 2018		F	age 5
Pa	rt IV Supporting Organizations (continued)			
			Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?			
а	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the			
	governing body of a supported organization?	11a		
b	A family member of a person described in (a) above?	11b		
C	A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI	<b>11</b> c		
S	ection B. Type I Supporting Organizations			
			Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in <b>Part VI</b> how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.	1		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in <b>Part VI</b> how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised or controlled the supporting	2		
	organization	-		
S	ection C. Type II Supporting Organizations			
			Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of			
	each of the organization's supported organization(s)? If "No," describe in <b>Part VI</b> how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s)	1		
_	<u> </u>			
	ection D. All Type III Supporting Organizations		Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		103	-140
		1		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization (s) or (ii) serving on the governing body of a supported organization? If "No," explain in <b>Part VI</b> how the organization maintained a close and continuous working relationship with the supported organization(s)			
		2		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in <b>Part VI</b> the role the organization's supported organizations played in this regard	3		
S	ection E. Type III Functionally-Integrated Supporting Organizations		l	
1	Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instruction)	ions)		
	The organization satisfied the Activities Test Complete line 2 below	•		
	b			
	The organization supported a governmental entity Describe in Part VI how you supported a government entity (see	instru	ctions)	
2	Activities Test Answer (a) and (b) below.	į	Yes	No
	a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in <b>Part VI identify those supported organizations and explain</b> how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities	2a		
	b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in <b>Part VI</b> the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement			
,		2b		
3	Parent of Supported Organizations Answer (a) and (b) below.	_		
	a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>Provide details in Part VI.</i>	3a		
	<b>b</b> Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? If "Yes," describe in <b>Part VI.</b> the role played by the organization in this regard	3h		

Page 6

1	Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov 20, 1970 (explain in Part VI) <b>See</b> instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E								
	Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)					
1	Net short-term capital gain	1							
2	Recoveries of prior-year distributions	2							
3	Other gross income (see instructions)	3							
4	Add lines 1 through 3	4							
5	Depreciation and depletion	5							
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6							
7	Other expenses (see instructions)	7							
8	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8							
	Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)					
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)	1							
a	Average monthly value of securities								
b	Average monthly cash balances	<b>1</b> b							
С	Fair market value of other non-exempt-use assets	1c							
d	Total (add lines 1a, 1b, and 1c)	1d							
е	<b>Discount</b> claimed for blockage or other factors (explain in detail in Part VI)								
2	Acquisition indebtedness applicable to non-exempt use assets	2							
3	Subtract line 2 from line 1d	3							
4	Cash deemed held for exempt use Enter 1-1/2% of line 3 (for greater amount, see instructions)	4							
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5							
6	Multiply line 5 by 035	6							
7	Recoveries of prior-year distributions	7							
8	Minimum Asset Amount (add line 7 to line 6)	8							
	Section C - Distributable Amount			Current Year					
1	Adjusted net income for prior year (from Section A, line 8, Column A)								
2	Enter 85% of line 1	2							
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3							
				1					

4

Schedule A (Form 990 or 990-F7) 2018

Enter greater of line 2 or line 3

Schedule A (Form 990 or 990-EZ) (2018)

5 Remaining underdistributions for years prior to 2018, if any Subtract lines 3g and 4a from line 2 If the amount is greater than zero, explain in Part VI

Remaining underdistributions for 2018 Subtract lines 3h and 4b from line 1. If the amount is greater than zero, explain in Part VI. See instructions.
 Excess distributions carryover to 2019. Add lines.

**a** Excess from 2014. . . . . **b** Excess from 2015. . . . . **c** Excess from 2016. . . . .

See instructions

d Excess from 2017.e Excess from 2018.

3<sub>j</sub> and 4c

8 Breakdown of line 7

Schedule A (	Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c, Part IV, Section B, lines 1 and 2, Part IV, Section C, line 1, Part IV, Section D, lines 2 and 3, Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b, Part V, line 1, Part V, Section B, line 1e, Part V Section D, lines 5, 6, and 8, and Part V, Section E, lines 2, 5, and 6 Also complete this part for any additional information (See instructions)  Facts And Circumstances Test  O Schedule A, Supplemental Information									
Part VI	Section A, lines 1, 2, Part IV, Section D, lin Section D, lines 5, 6,	3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c, Part IV, Section B, lines 1 and 2, Part IV, Section C, line 1, es 2 and 3, Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b, Part V, line 1, Part V, Section B, line 1e, Part V								
	Facts And Circumstances Test									
990 <b>S</b> ched	dule A, Supplemen	tal Information								
Ret	urn Reference	Explanation								

Schodula A (Form 990 or 990-E7) 2018

Schedule A, Part III, Line 12 DESCRIPTION - NON-PATIENT REVENUE, COLUMN A - , COLUMN B - , COLUMN C - , COLUMN D - 46850 0, Other Income

COLUMN E - 85584 0, COLUMN F - 132434 0,

**SCHEDULE C** 

# **Political Campaign and Lobbying Activities**

For Organizations Exempt From Income Tax Under section 501(c) and section 527

OMB No 1545-0047

Open to Public

Department of the Treasury Internal Revenue Service

(Form 990 or 990-

EZ)

▶Complete if the organization is described below. ▶Attach to Form 990 or Form 990-EZ. ▶Go to www.irs.gov/Form990 for instructions and the latest information.

Inspection

DLN: 93493317020599

f the	Section 501(c)(3) organizations Cor Section 501(c) (other than section 5 Section 527 organizations Complet e organization answered "Yes" of Section 501(c)(3) organizations that Section 501(c)(3) organizations that e organization answered "Yes" of tax) (see separate instruction Section 501(c)(4), (5), or (6) organization	n Form 990, Part IV, Line 4, or Form 99 t have filed Form 5768 (election under so t have NOT filed Form 5768 (election un n Form 990, Part IV, Line 5 (Proxy Tax s), then	Part I-C I-A and C below 90-EZ, Part VI, Imection 501(h)) Co der section 501(h	Do not con te <b>47 (Lob</b> mplete Pa )) Comple	mplete Part I-E bying Activiti rt II-A Do not te Part II-B Do is) or Form 99	B les), then complete Part II lo not complete I 90-EZ, Part V, Ii	-B Part II-A ne 35c			
	me of the organization cas Children's Health Plan				Employer ide	entification nu	mber			
					76-0486264					
	rt I-A Complete if the orga	nization is exempt under sectio	n 501(c) or is	a sectio	n 527 orgar	nization.				
1	Provide a description of the organ "political campaign activities")	nization's direct and indirect political cam	ipaign activities in	Part IV (s	ee instructions	s for definition o	f			
2	Political campaign activity expend	litures (see instructions)			<b>&gt;</b>	\$				
3	Volunteer hours for political camp									
Pai	rt I-B Complete if the orga	nization is exempt under section	n 501(c)(3).							
1	Enter the amount of any excise ta		<b>•</b>	\$						
2	Enter the amount of any excise to	ax incurred by organization managers ur		<b>&gt;</b>	\$					
3	If the organization incurred a sec	tion 4955 tax, did it file Form 4720 for t	his year?			☐ Yes	□ No			
4a	Was a correction made?			☐ Yes	□ No					
b	If "Yes," describe in Part IV									
Pai	rt I-C Complete if the orga	nization is exempt under sectio	n 501(c), exce	pt section	on <b>501(c)</b> (3	3).				
1	Enter the amount directly expend	ed by the filing organization for section	527 exempt funct	ion activiti	es 🕨	\$				
2	· · · · · · · · · · · · · · · · · · ·									
3	Total exempt function expenditure	es Add lines 1 and 2 Enter here and on	lıne 17b	<b>&gt;</b>	\$					
4	Did the filing organization file For	m 1120-POL for this year?				⊤ Yes	□ No			
5	organization made payments For of political contributions received	employer identification number (EIN) of reach organization listed, enter the amo that were promptly and directly delivere ee (PAC) If additional space is needed,	unt paid from the ed to a separate pe	filing orga olitical org	inization's fund anization, such	hich the filing ds Also enter th	e amount			
	(a) Name	filing o	ount paid from organization's If none, enter -0-	rganization's contributions received and promptly and						
1										
2										
3										
1										
5										
5										

ь	Total lobbying expenditures to influence a legislative	body (direct lobbying)	
c	Total lobbying expenditures (add lines 1a and 1b)		
d	Other exempt purpose expenditures		
e	Total exempt purpose expenditures (add lines 1c and		
f	Lobbying nontaxable amount Enter the amount fron columns		
	If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	
	Not over \$500,000	20% of the amount on line 1e	
	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	
	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	
	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	
	Over \$17,000,000	\$1,000,000	
		 •	
g	Grassroots nontaxable amount (enter 25% of line 1f	)	
h	Subtract line 1g from line 1a If zero or less, enter -(		

i Subtract line 1f from line 1c If zero or less, enter -0j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting ☐ Yes ☐ No section 4911 tax for this year? 4-Year Averaging Period Under section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.) Lobbying Expenditures During 4-Year Averaging Period Calendar year (or fiscal year (a) 2015 **(b)** 2016 (c) 2017 (d) 2018 (e) Total beginning in) 2a

Lobbying nontaxable amount Lobbying ceiling amount (150% of line 2a, column(e))

Total lobbying expenditures Grassroots nontaxable amount

Grassroots ceiling amount (150% of line 2d, column (e))

Grassroots lobbying expenditures

	dule C (Form 990 or 990-EZ) 2018  rt II-B Complete if the organization is exempt under section 501(c)(3) and has NOT fil	ed				age <b>3</b>
7.0	Form 5768 (election under section 501(h)).	cu				
For e	each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying	(a)			(b)	
ectiv		Yes	No		Amou	ınt
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of					
а	Volunteers?		No			
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		No			
c	Media advertisements?		No			
d	Mailings to members, legislators, or the public?		No			
е	Publications, or published or broadcast statements?		No			
f	Grants to other organizations for lobbying purposes?		No			
g	Direct contact with legislators, their staffs, government officials, or a legislative body?		No			
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		No			
i	Other activities?	Yes			1	.27,72
j	Total Add lines 1c through 1i				1	.27,72
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No			
b	If "Yes," enter the amount of any tax incurred under section 4912					
С	If "Yes," enter the amount of any tax incurred by organization managers under section 4912					
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?					
Pai	t III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)	(5), o	r secti	on		
	501(c)(6).					
1	Were substantially all (90% or more) dues received nondeductible by members?			1	Yes	No
2	Did the organization make only in-house lobbying expenditures of \$2,000 or less?		F	2		
3	Did the organization make only in-house lobbying expenditures of \$2,000 of less.  Did the organization agree to carry over lobbying and political expenditures from the prior year?		F	3		
		<del>/</del> 5\ -			01/-	·/c>
Pal	t III-B Complete if the organization is exempt under section 501(c)(4), section 501(c) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part answered "Yes."				out(c	)(0)
1	Dues, assessments and similar amounts from members	1				
2	Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).	_				
	Current year	2a				
b	Carryover from last year	2b				
C		2c				
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3				
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?					

Part IV **Supplemental Information** 

Provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, lines 1 and 2 (see

instructions), and Part II-B, line 1 Also, complete this part for any additional information

Taxable amount of lobbying and political expenditures (see instructions)

Return Reference

Explanation

Schedule C, Part II-B, Line 1 DETAILED TCHP PAYS FOR LOBBYING EXPENSES TO THE TEXAS ASSOCIATION OF HEALTH PLANS (TAHP), Association

5

DESCRIPTION OF THE LOBBYING for Community Affiliated Plans (ACAP), and the Texas Association of Community-Based Health Plans (TACHP)

**ACTIVITY** 

TO HELP SUPPORT ADVOCACY EFFORTS IN THE TEXAS LEGISLATURE RELATED TO ISSUES THAT IMPACT HEALTH PLANS IN TEXAS

HEALTH PLANS IN TEXAS

Schedule C, Part II-B, Line 1 DETAILED TCHP PAYS FOR LOBBYING EXPENSES TO THE TEXAS ASSOCIATION OF HEALTH PLANS (TAHP), Association DESCRIPTION OF THE LOBBYING for Community Affiliated Plans (ACAP), and the Texas Association of Community-Based Health Plans (TACHP) TO HELP SUPPORT ADVOCACY EFFORTS IN THE TEXAS LEGISLATURE RELATED TO ISSUES THAT IMPACT **ACTIVITY** 

Schedule C (Form 990 or 990EZ) 2018

5

efile GRAPHIC print - DO NOT PROCESS As Filed Data -**SCHEDULE D** 

(Form 990)

Department of the Treasury

Name of the organization

Internal Revenue Service

**Supplemental Financial Statements** 

► Complete if the organization answered "Yes," on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. ▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for the latest information.

DLN: 93493317020599 OMB No 1545-0047

Open to Public **Inspection** 

Employer identification number

Tex	as Children's Health Plan				76-0486264	<u>.</u>
Pa	rt I Organizations Maintaining Donor Advi				1	
	Complete if the organization answered "Ye				41.5-	1 1 11 :
1	Total number at end of year	(a) Dono	r advis	ea tunds	(b)Fun	ds and other accounts
1 2	Total number at end of year  Aggregate value of contributions to (during year)			+		
2 3	Aggregate value of grants from (during year)			+		
4	Aggregate value at end of year					
5	Did the organization inform all donors and donor adviso	rs in writing that th	ne asse	ts held in donor ad	vised funds ar	re the
	organization's property, subject to the organization's ex	clusive legal contro	2ار			☐ Yes ☐ No
6	Did the organization inform all grantees, donors, and do charitable purposes and not for the benefit of the donor private benefit?					
Pa	t II Conservation Easements. Complete if the	ie organization a	nswer	ed "Yes" on Forn	n 990. Part 1	
1	Purpose(s) of conservation easements held by the organ					,
	Preservation of land for public use (e.g., recreation	•		Preservation of an	historically im	portant land area
	Protection of natural habitat	Preservation of a c	•	•		
	Preservation of open space		.c. cirica filotofi	J., actur C		
2	· ·	avalitied concentrate		stribilition in the for	of a concor	vation
2	Complete lines 2a through 2d if the organization held a easement on the last day of the tax year	quaimeu conservat	ion cor	ici Dudon in the for		vation at the End of the Year
а	Total number of conservation easements				2a	
b	Total acreage restricted by conservation easements				2b	
c	Number of conservation easements on a certified historic	c structure included	d ın (a)		2c	
d	Number of conservation easements included in (c) acquistructure listed in the National Register	red after 7/25/06,	and no	t on a historic	2d	
3	Number of conservation easements modified, transferre tax year ▶	d, released, exting	uished,	or terminated by	the organizati	on during the
4	Number of states where property subject to conservation	n easement is loca	ted 🕨			
5	Does the organization have a written policy regarding the and enforcement of the conservation easements it holds	ne periodic monitor	_	spection, handling o	of violations,	
6	Staff and volunteer hours devoted to monitoring, inspec		iolation	s, and enforcing co	onservation ea	☐ <b>Yes</b> ☐ <b>No</b> sements during the year
7	Amount of expenses incurred in monitoring, inspecting,  \$ \( \)	handling of violation	ons, an	d enforcing conserv	vation easeme	ents during the year
8	Does each conservation easement reported on line 2(d) and section $170(h)(4)(B)(II)$ ?	above satisfy the i	require	ments of section 17	70(h)(4)(B)(ı)	☐ Yes ☐ No
9	In Part XIII, describe how the organization reports cons balance sheet, and include, if applicable, the text of the the organization's accounting for conservation easemen	footnote to the org ts	ganızat	ion's financial state	ements that de	escribes
Par	<b>Organizations Maintaining Collections</b> Complete if the organization answered "Ye				er Similar A	Assets.
1a	If the organization elected, as permitted under SFAS 11 art, historical treasures, or other similar assets held for provide, in Part XIII, the text of the footnote to its finar	public exhibition, e	ducation	on, or research in f		
b	If the organization elected, as permitted under SFAS 11 historical treasures, or other similar assets held for pub following amounts relating to these items					
(	i) Revenue included on Form 990, Part VIII, line 1				▶ \$	
(i	i)Assets included in Form 990, Part X				<b>▶</b> \$	
2	If the organization received or held works of art, historic following amounts required to be reported under SFAS:				ncıal gaın, pro	vide the
а	Revenue included on Form 990, Part VIII, line 1	, , , , , , , , , , , ,	, .,		<b>▶</b> \$	
b	Assets included in Form 990, Part X				<b>▶</b> \$	
	Paperwork Reduction Act Notice, see the Instruction	s for Form 990.		Cat No.	<u> </u>	 hedule D (Form 990) 201

Par	t III	Organizations M	aintaining Col	lections of	of Art, I	Histori	cal Ti	reası	ires, oi	· Other	Similar A	ssets (	contin	ued)	
3		the organization's acq (check all that apply)	quisition, accessioi	n, and other	records	, check a	any of	the fo	llowing t	hat are a	a significant	use of its	s colle	ction	
а		Public exhibition				d		Loan	or excha	ange pro	grams				
b		Scholarly research				e		Othe	r						
c		Preservation for future	e generations												
4	Provid Part X	de a description of the	organization's col	lections and	d explain	how the	y furth	ner the	e organız	ation's e	xempt purp	ose in			
5		g the year, dıd the org s to be sold to raıse fur									nılar	□ Ye	es	□ N	0
Pa	rt IV	Escrow and Cust Complete if the or X, line 21.			" on Fo	rm 990	, Part	IV, lı	ne 9, o	r report	ed an amo	unt on I	Form	990,	Part
1a		organization an agent led on Form 990, Part		an or other	ıntermed	diary for	contril	bution	s or othe	er assets	not	☐ <b>Y</b> €	es	□ N	o
b	If "Ye	s," explain the arrange	ement ın Part XIII	and comple	ete the fo	ollowing	table					Amount			_
С		ning balance		,		,				1c					_
d	Addıtı	ons during the year								<b>1</b> d					_
е	Distrib	butions during the year	r							1e					_
f	Endin	g balance								1f					_
2a	Did th	ne organization include	an amount on Fo	rm 990, Pai	rt X, lıne	21, for	escrow	or cu	stodial a	ccount li	abılıty?	.   Ye	es	□ N	o
b		s," explain the arrange													
Pa	rt V	Endowment Fun	<b>ds.</b> Complete if							-					
1a	Reginni	ing of year balance .		(a)Currer	nt year	( <b>b)</b> Pr	rior yea	r	(c)Iwo y	ears back	(d)Three ye	ears back	( <b>e</b> )⊦c	ur year	's back
	-	outions						$\dashv$							
		estment earnings, gair	ns and losses					$\dashv$							
		or scholarships	•												
		expenditures for facilities						_							
	and pro	ograms													
f	Admini	strative expenses .													
g	End of	year balance													
2 a		de the estimated perce I designated or quasi-e	-	ent year end	d balance	e (line 1g	g, colu	mn (a	)) held a	s					
b		anent endowment >													
c	Temp	orarily restricted endo	wment <b>&gt;</b>												
٠		ercentages on lines 2a		ld equal 100	0%										
3а		nere endowment funds	not in the posses	sion of the	organiza	tion that	are h	eld an	d admını	stered fo	or the		_		
	_	ization by											- (:)	Yes	No
		nrelated organizations					•						a(i) a(ii)		
Ь		elated organizations     . s" on 3a(ii), are the re			required	on Sche	 dule R	, .					3b		
4	Descr	be in Part XIII the inte	ended uses of the	organizatio	n's endo	wment f	unds							1	
Pa	rt VI	Land, Buildings,	and Equipmen	nt.											
	_	Complete if the or	<del></del>			rm 990 t or other									
	vescri	ption of property	(a) Cost or oth (investme		(b) Cosi	. oi oiner	na212 ((	ouier)	(C) ACC	umulated	depreciation		(u) Bo	ok valu	e
1a	Land														
b	Building	gs													
С	Leaseh	old improvements					5,68	32,643			1,618,896			4	,063,747
d	Equipm	nent					3,57	79,118			2,299,927			1	,279,191
e	Other														

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c) ) .

See Form 990, Part X, line 12.	the organizat					
(a) Description of security or category (including name of security)					ation rket value	
L) Financial derivatives          2) Closely-held equity interests						
)Other						
)						
)						
)						
)						
)						
)						
tal. (Column (b) must equal Form 990, Part X, col (B) line 12)	•					
Investments—Program Related.  Complete if the organization answered 'Yes' on	Form 990. P	art IV. lır	ne 11c. See Form	990. Part X.	ine 13.	
(a) Description of investment	<b>(b)</b> Book v		(c)	Method of valu	ation	
)			Cost or e	end-of-year ma	rket value	
VESTMENT IN TEXAS CHILDREN'S HEALTH PLAN - THE CENTER R CHILDREN AND WOMEN	26	,488,292		С		
)						
)						
)						
)						
)						
)						
)						
)						
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )		5,488,292	+ IV line 11d See I	Form 990 Part	Y line 15	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  art IX  Other Assets. Complete if the organization answer  (a) Description	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part	X, line 15 <b>(b)</b> Book value	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  art IX  Other Assets. Complete if the organization answer  (a) Description	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answer  (a) Descripti	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answer  (a) Descripti	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answer  (a) Descripti	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answer.  (a) Descripti	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answers  (a) Description	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answers  (a) Descripti  )	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answers  (a) Descripti  )	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
art IX Other Assets. Complete if the organization answers  (a) Descripti  )	ed 'Yes' on For		t IV, line 11d See I	Form 990, Part		
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  art IX  Other Assets. Complete if the organization answer.  (a) Descripti  )  )  )  )  )  )  otal. (Column (b) must equal Form 990, Part X, col (B) line 15 )	ed 'Yes' on For	m 990, Pai			(b) Book value	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  art IX  Other Assets. Complete if the organization answer.  (a) Description  (b) Description  (c) Description  (d) Description  (e) Description  (f) Description  (h) Description	ed 'Yes' on For	m 990, Pai			(b) Book value	
Act IX  Other Assets. Complete if the organization answers  (a) Description  (b) must equal Form 990, Part X, col (B) line 13 )  Act IX  Other Assets. Complete if the organization answers  (a) Description  (b) must equal Form 990, Part X, col (B) line 15 )  Part X  Other Liabilities. Complete if the organization See Form 990, Part X, line 25.  (a) Description of liability	ed 'Yes' on For	m 990, Pai			(b) Book value	
Tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  Tart IX Other Assets. Complete if the organization answer.  (a) Description  (a) Description  (b) must equal Form 990, Part X, col (B) line 15 )  Tart X Other Liabilities. Complete if the organization See Form 990, Part X, line 25.  (a) Description of liability  Federal income taxes	ed 'Yes' on For	m 990, Pai			(b) Book value	
Tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  Tart IX Other Assets. Complete if the organization answer.  (a) Description  (a) Description  Tal. (Column (b) must equal Form 990, Part X, col (B) line 15 )  Part X Other Liabilities. Complete if the organization See Form 990, Part X, line 25.  (a) Description of liability  Federal income taxes  E TO AFFILIATES	ed 'Yes' on For	m 990, Pai			(b) Book value	
art IX Other Assets. Complete if the organization answer.  (a) Description  (b) must equal Form 990, Part X, col (B) line 13 )  (c) Description  (d) Description  (e) Description  (e) Description  (f) Description  (g) Description  (h) must equal Form 990, Part X, col (B) line 15 )  (e) Part X Other Liabilities. Complete if the organization See Form 990, Part X, line 25.  (a) Description of liability  (b) Federal income taxes  (c) To AFFILIATES	ed 'Yes' on For	m 990, Pai			(b) Book value	
art IX Other Assets. Complete if the organization answer.  (a) Description  (b) Must equal Form 990, Part X, col (B) line 13 )  (c) Description  (d) Description  (e) Description  (f) Description  (h) Description  (h) Description  (h) Description  (h) Description of liability  (h) Federal income taxes  (h) Description of liability  (h) Description of liability  (h) Description of liability	ed 'Yes' on For	m 990, Pai			(b) Book value	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  art IX Other Assets. Complete if the organization answers  (a) Description  (b) Description  (c) Description  (a) Description  (b) Description  (c) Description  (d) Description  (e) Description  (f) Description  (g) Description  (	ed 'Yes' on For	m 990, Pai			(b) Book value	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  Other Assets. Complete if the organization answers  (a) Description  (b) Description  (c) Description  (a) Description  (b) Must equal Form 990, Part X, col (B) line 15 )  Part X Other Liabilities. Complete if the organization See Form 990, Part X, line 25.  (a) Description of liability  (b) Federal income taxes  (c) TO AFFILIATES	ed 'Yes' on For	m 990, Pai			(b) Book value	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  (a) Description  (b) Description  (c) Description  (a) Description  (b) Must equal Form 990, Part X, col (B) line 15 )  (c) Part X Other Liabilities. Complete if the organization See Form 990, Part X, line 25.  (a) Description of liability  (b) Federal income taxes  (c) E TO AFFILIATES	ed 'Yes' on For	m 990, Pai			(b) Book value	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13)  Other Assets. Complete if the organization answers  (a) Description  (b) Description  (c) Description  (a) Description  (b) Description  (c) Description  (c) Description  (d) Description  (e) Description  (f) Description  (g) Description  (g) Description  (g) Description  (g) Description of liability	ed 'Yes' on For	m 990, Pai			(b) Book value	
tal. (Column (b) must equal Form 990, Part X, col (B) line 13 )  art IX  Other Assets. Complete if the organization answer.  (a) Description  (b) Description  (c) Description  (a) Description  (b) Description  (c) Description  (c) Description  (d) Description  (e) Description  (e) Description  (f) Description  (g) Description  (h) Description  (g) Description  (h) Description  (h) Description  (g) Description  (h) Description  (g) Description  (h) Description	ed 'Yes' on For	m 990, Pai			(b) Book value	
atl. (Column (b) must equal Form 990, Part X, col (B) line 13 )  Other Assets. Complete if the organization answers  (a) Description  (b) Description  (c) Description  (d) Description  (e) Description  (e) Description  (f) Description  (g) Description  (h) Description of liability  (h) Description of liab	ed 'Yes' on For	m 990, Pai			(b) Book value	

Part XI

2

3

4

b

c 5

1

2

c

d

5

Part XIII

See Additional Data Table

Part XII

h

Schedule D (Form 990) 2018

Page 4

1,681,598,437

1,681,850,659

1,744,763,226

1,744,763,226

252,222

1.745.015.448

Schedule D (Form 990) 2018

252,222

С	Recoveries of prior year grants			
d	Other (Describe in Part XIII )			

Amounts included on line 1 but not on Form 990, Part VIII, line 12

Amounts included on Form 990, Part VIII, line 12, but not on line 1 Investment expenses not included on Form 990, Part VIII, line 7b .

Amounts included on line 1 but not on Form 990, Part IX, line 25

Add lines **4a** and **4b** . . . . . . . . . . . . . . . . .

Other (Describe in Part XIII ) . . . . . .

Add lines **4a** and **4b** . . . . . .

Donated services and use of facilities . . .

Other (Describe in Part XIII ) . . . . . .

Supplemental Information

Net unrealized gains (losses) on investments . . . . Donated services and use of facilities . Add lines 2a through 2d . . . . . .

Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12) . . . . . . . .

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18) . . . . . . .

XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information

2c 

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

2d 4a

4b

2a 2b

2c

2d

4a

4b

Explanation

2a

2b

252,222

2e

3

4c

5

2e

3

4c

5

252,222

Return Reference

Schedule D (Form 990) 2018	Page <b>5</b>
Part XIII Supplemental Info	mation (continued)
Return Reference	Explanation

Schedule D (Form 990) 2018

## **Additional Data**

So

Software ID: 18007697
Software Version: 2018v3.1

**EIN:** 76-0486264

Name: Texas Children's Health Plan

## Supplemental Information

Return Reference	Explanation							
Schedule D, Part X, Line 2 FIN 48 (ASC 740) footnote	MANAGEMENT ANNUALLY REVIEWS ITS TAX POSITIONS AND HAS DETERMINED THAT THERE ARE NO MATERIA L UNCERTAIN TAX POSITIONS THAT REQUIRE RECOGNITION IN THE ACCOMPANYING CONSOLIDATED BALANC							

E SHEETS AS OF SEPTEMBER 30, 2018 AND 2017

efil	e GRAPHIC pr	int - DO NOT PROCESS As Filed	Dat	:a -	DLN: 934	9331	17020	599
Sch	edule J	Compen	sat	ion Information	OM	IB No	1545-0	0047
(Form 990)		For certain Officers, Directors, Trustees, Key Employees, and Highest						
				ated Employees vered "Yes" on Form 990, Part IV,	line 23.	20	18	}
	a	·	ttacl	n to Form 990. The instructions and the latest inform			to Pul	
	tment of the Treasury al Revenue Service	Go to <u>www.irs.gov/rorm9s</u>	<u>10</u> 101	r instructions and the latest inform	nation.		ectio	
	ne of the organiza as Children's Health				Employer identificat	ion nu	ımber	
rex	as Children's Health	राता।			76-0486264			
Pa	rt I Questio	ons Regarding Compensation						
							Yes	No
1a		piate box(es) if the organization provided ection A, line 1a Complete Part III to prov						
		or charter travel		Housing allowance or residence for	•			
	_	companions	님	Payments for business use of persoi				
		ification and gross-up payments	H	Health or social club dues or initiation  Personal services (e.g., maid, chauf				
	□ Discretion	ary spending account	ш	Personal services (e g , maid, chaur	reur, cher)			
b		tes in line 1a are checked, did the organiza Il of the expenses described above? If "No			ent or reimbursement	<b>1</b> b		
2	Did the organiza	tion require substantiation prior to reimbu es, officers, including the CEO/Executive D	rsing	or allowing expenses incurred by all	. 1-2	2		
	directors, truste	es, officers, including the CEO/Executive D	irecto	or, regarding the items checked in line	· Iar			
3		f any, of the following the filing organization			ne			
		EO/Executive Director Check all that apply doing anization to establish compensation of the compensation o			n Part III			
	П с		П	Western commission of the second				
		ition committee ent compensation consultant	H	Written employment contract Compensation survey or study				
		of other organizations		Approval by the board or compensa	tion committee			
4	During the year,	did any person listed on Form 990, Part V	II, Se	,				
	related organiza	tion						
а		ance payment or change-of-control payme				4a		No
b	•	receive payment from, a supplemental no		•		4b	Yes	
С		receive payment from, an equity-based c f lines 4a-c, list the persons and provide th		_	: III	4c		No
	,	· · · · · · · · · · · · · · · · · · ·						
	Only 501(c)(3	), 501(c)(4), and 501(c)(29) organiza	tions	must complete lines 5-9.				
5		d on Form 990, Part VII, Section A, line 1a ontingent on the revenues of	a, dıd	the organization pay or accrue any				
а	The organization	17				5a		No
b	Any related orga	inization? 5a or 5b, describe in Part III				5b		No
_	•	·						
6		d on Form 990, Part VII, Section A, line 1a ontingent on the net earnings of	a, aia	the organization pay or accrue any				
a	The organization					6a		No
b	Any related orga					6b		No
7	•	6a or 6b, describe in Part III	اد.اس	the argentation provide and a section	4			
7	payments not de	d on Form 990, Part VII, Section A, line 1a escribed in lines 5 and 6? If "Yes," describe	ın Pa	art III	1	7		No
8		nts reported on Form 990, Part VII, paid on itial contract exception described in Regula			escribe			Ne
9		3, did the organization also follow the rebu	ttable	presumption procedure described in	Regulations section	9		No
Ear I		ction Act Notice, see the Instructions	for E	orm 990 Cat No 5	0053T Schedule 1		200)	2018

Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed. For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII Note. The sum of columns (B)(I)-(III) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual (A) Name and Title (D) Nontaxable (B) Breakdown of W-2 and/or 1099-MISC (C) Retirement (E) Total of (F) and other benefits columns Compensation in compensation deferred (B)(i)-(D) column (B) (i) Base (ii) (iii) Other compensation reported as compensation Bonus & incentive reportable deferred on prior compensation compensation Form 990 See Additional Data Table

Schedule J (Form 990) 2018								

Schedule 3 (101111 330) 2010	rage 3						
Part III Supplemental Information							
Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II Also complete this part for any additional information							
Return Reference	Explanation						
Schedule J, Part I, Line 3 Arrangement	COMPENSATION FOR THE ORGANIZATION'S TOP MANAGEMENT OFFICIAL IS ESTABLISHED BY TEXAS CHILDREN'S AND TEXAS CHILDREN'S HOSPITAL, USING THE						

used to establish the top management |FOLLOWING METHODS \*COMPENSATION COMMITTEE \*INDEPENDENT COMPENSATION CONSULTANT \*COMPENSATION SURVEY OR STUDY \*APPROVAL BY THE

BOARD OR COMPENSATION COMMITTEE

Schedule 1 (Form 990) 2018

official's compensation

Return Reference	Explanation
Schedule J, Part I, Line 4b	457 (F) PLAN PAID/DEFERRED LUCIO FRAGOSO 443,600 / 78,500 MICHELLE RILEY-BROWN 752,123 / 115,500 MARK A WALLACE 4,638,133 / 580,212 DAN
Supplemental nonqualified retirement	DIPRISCO 519,500 / 80,388 WELDON GAGE 744,500 / 137,500 ANGELO P GIARDINO MD, PHD 133,017 / 0 MARK MULLARKEY 784,707 / 98,780 ANNA MATEJA
	370,716 / 120,145 JUSTIN LOUDON 37,300 / 0 DIANE SCARDINO 264,611 / 24,026 SHERRY L VETTER 154,400 / 104,359 TANGULA TAYLOR 44,100 / 24,850
	DIRECTOR INCENTIVE PLAN PAID/DEFERRED GAIL BEAN 14,100 / 0 SHARON MCWHORTER 14,700 / 0 LIA RODRIGUEZ 22,100 / 0 457(F) THE 457(F) PLAN IS A
	NON-QUALIFIED DEFERRED COMPENSATION PLAN THAT ALLOWS ELIGIBLE EXECUTIVES, FROM THE ASSISTANT VICE PRESIDENT LEVEL TO CHIEF EXECUTIVE
1	OFFICER, TO RECEIVE SUPPLEMENT EXECUTIVE RETIREMENT INCOME FUNDS MAY BE CREDITED INTO THIS ACCOUNT FROM AN EMPLOYER CONTRIBUTION,
<u>'</u>	CALCULATED BASED ON AN INDIVIDUAL'S TITLE AND BASE SALARY AS OF JANUARY 1 THESE EMPLOYER FUNDED CONTRIBUTIONS VEST THE EARLIER OF FIVE
1	YEARS, OR THE ATTAINMENT OF AGE 60 AND 75-POINTS DETERMINED AS OF THEIR AGE AND YEARS OF SERVICE THE 457(F) PLAN ALSO CONTAINS RESIDUAL
<u>'</u>	LONG-TERM INCENTIVE PLAN CONTRIBUTIONS AND CAPITAL ACUMULATION CONTRIBUTIONS FROM A FLEXILBE BENEFIT ACCOUNT SURPLUS THE LONG-TERM
1	INCENTIVE CONTRIBUTIONS VEST AFTER THREE YEARS AND THE CAPITAL ACCUMULATION CONRIBUTIONS VEST AFTER 5 YEARS IN THE PLAN DIRECTOR
<u> </u>	INCENTIVE PLAN THE DIRECTOR INCENTIVE PLAN IS AN ANNUAL INCENTIVE PLAN IN WHICH ELIGIBLE DIRECTORS PARTICIPATE THE PLAN SHARES GOALS
1	WITH THE EXECUTIVE ANNUAL INCENTIVE PLAN, FOCUSING ON FACTORS SUCH AS FINANCIAL PERFORMANCE, QUALITY GOALS, AND PATIENT SATISFACTION IN
<u> </u>	ADDITION, THERE ARE INDIVIDUAL COMPONENTS FOR EACH DIRECTOR WHICH VARY DEPENDING ON THE EXPECTED OUTCOMES FOR THAT AREA AND/OR YEAR

**Software ID:** 18007697

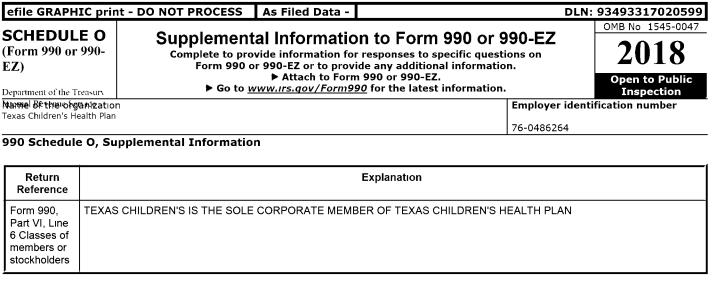
**Software Version:** 2018v3.1

**EIN:** 76-0486264

Name: Texas Children's Health Plan

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title		(B) Breakdown	of W-2 and/or 1099-MISC	compensation	(C) Retirement and	(D) Nontaxable	(E) Total of columns	(F) Compensation in	
		(i) Base Compensation	(ii) (iii)  Bonus & incentive Other reportable compensation compensation		other deferred compensation	benefits	(B)(ı)-(D)	column (B) reported as deferred on prior Form 990	
Lucio Fragoso	(1)	503,390	443,600	23,148	98,342	13,349	1,081,829	0	
BOARD MEMBER AND PRESIDENT	(11)	0	0	0	0	0	0	0	
Michelle Riley-Brown	(1)	0	0	0	0	0	0	0	
Schedule O	(11)	631,681	715,000	41,855	143,622	31,380	1,563,538	37,123	
Mark A Wallace	(1)	0	0	0	0	0	0	0	
BOARD MEMBER / Chairman	(11)	1,824,913	4,606,723	349,643	623,980	25,128	7,430,387	2,080,523	
Dan DıPrısco	(1)	0	0	0	0	0	0	0	
BOARD MEMBER	(11)	478,183	519,500	9,224	105,355	17,833	1,130,095	0	
Weldon Gage	(1)	0	0	0	0	0	0	0	
BOARD MEMBER	(11)	723,323	744,500	24,594	159,130	21,769	1,673,316	0	
Angelo P Giardino MD PHD	(1)	0	0	0	,	0	0	0	
SCHEDULE O	(11)	222,308	0	165,907	24,547	6,072	418,834	133,017	
Mark Mullarkey	(1)	0	0	0	0	0	,	0	
Board Member	(11)	555,930	670,300	117,811	125,407	37,488	1,506,936	114,407	
Anna Mateja	(1)	306,174	329,900	63,476	152,443	35,135	887,128	40,816	
CFO AND SECRETARY	(11)	0	0	0	0	0	0	0	
Justin Loudon	(1)	198,216	37,300	4,019	32,877	32,608	305,020	0	
ASSISTANT VICE PRESIDENT	(11)	0	0	0	0	0	0	0	
Tangula Taylor	(1)	0	0	0	0	0	0	0	
SCHEDULE O	(11)	243,028	44,100	3,003	41,425	19,322	350,878	0	
Gail Bean	(1)	149,912	14,100	868	20,921	22,483	208,284	0	
REGIONAL PROVIDER/CARE COORD DIRECTOR	(11)	0	0	0	0	0	0	0	
Sharon McWhorter	(1)	162,844	14,700	921	15,158	14,842	208,465	0	
CONTROLS AND COMPLIANCE DIRECTOR	(11)	0	0	0	0	0	0	0	
LIA RODRIGUEZ	(1)	245,946	22,100	18,759	15,077	9,195	311,077	0	
MEDICAL DIRECTOR	(11)	0	0	0	0	0	0	0	
Diane Scardino	(1)	225,543	237,600	35,402	48,596	27,411	574,552	27,011	
VICE PRESIDENT	(11)	0	0	0	0	0	0	0	
Sherry L Vetter	(1)	211,871	154,400	23,954	121,326	22,739	534,290	0	
VICE PRESIDENT	(11)	0	0	0	0	0	0	0	



990 Schedule O, Supplemental Information

Return
Reference

Explanation

Form 990,	TEXAS CHILDREN'S, AS THE SOLE MEMBER CORPORATION, HAS THE AUTHORITY TO ELECT THE BOARD OF
Part VI, Line	DIRECTORS OF THE ORGANIZATION
7a Members	
or	
stockholders	
electing	
members of	
governing	

Return Reference	Explanation
Form 990, Part VI, Line 7b Decisions requiring approval by members or stockholders	PER THE ORGANIZATION'S BYLAWS THE MEMBER HAS CERTAIN RESERVED POWERS - APPROVE, INTERPRET OR CHANGE THE PURPOSE OF THE CORPORATION - FIX THE NUMBER, APPOINT OR REMOVE, WITH OR WI THOUT CAUSE, ANY DIRECTOR OF THE CORPORATION - APPROVE THE MERGER, DISSOLUTION OR CONSOLI DATION OR REORGANIZATION OF THE CORPORATION - APPROVE THE ACQUISITION, SALE, LEASE, TRANS FER, OR OTHER ALIENATION OF PROPERTY OF THE CORPORATION, OTHER THAN IN THE USUAL AND REGUL AR COURSE OF THE CORPORATION'S BUSINESS, WHEN SUCH ACQUISITION, SALE, LEASE, TRANSFER OR O THER ALIENATION IS ABOVE SPECIFIC FINANCIAL LEVELS SET IN ACCORDANCE WITH POLICIES ESTABLI SHED FROM TIME TO TIME BY THE MEMBER - APPROVE CAPITAL AND OPERATING BUDGET OF THE CORPOR ATION - ADOPTION OR AMENDMENT OF SALARIES OR OTHER COMPENSATION (INCLUDING THE AWARDING O F ANY INCENTIVE COMPENSATION) OF THE OFFICERS OF THE CORPORATION, PHYSICIAN EMPLOYEES OF THE CORPORATION, IF ANY, AND PHYSICIANS WHO ARE INDEPENDENT CONTRACTORS OF THE CORPORATION, IF ANY - APPROVE DEBT INCURRED BY THE CORPORATION, WHICH IS IN EXCESS OF SUCH LIMITS AS ARE ESTABLISHED BY THE MEMBER - APPROVE THE DISPOSITION OF ASSETS OF THE CORPORATION AT THE TIME OF ITS DISSOLUTION - APPROVE ANY LONG-RANGE FINANCIAL OR STRATEGIC PLANS FOR THE CORPORATION - SELECTION OF THE CORPORATION'S AUDITORS - DESIGNATION OF ADDITIONAL OR SUC CESSOR MEMBER(S) - TAKE ANY ACTION WHICH WOULD BE CONSISTENT WITH THE GOVERNING DOCUMENTS OR POLICIES OF THE MEMBER

990 Schedule O, Supplemental Information Return Explanation Reference Form 990. Part NO SUCH COMMITTEES EXIST VI, Line 8b Documentation i of meetings held by committees of

governing body 990 Schedule O, Supplemental Information

Return Explanation

Form 990,
Part VI, Line
11b Review
of form 990
by governing
body

PER A RESOLUTION APPROVED BY THE MEMBER'S BOARD OF TRUSTEES, THE MEMBER BOARD'S AUDIT & CO
MPLIANCE COMMITTEE HAS THE DELEGATED AUTHORITY TO REVIEW THE ORGANIZATION'S COMPLETED FORM
990 PRIOR TO FILING FOLLOWING THE COMMITTEE'S REVIEW, THE COMPLETED FORM 990 IS DISTRIBU
TED TO THE MEMBERS OF THE ORGANIZATION'S BOARD OF DIRECTORS PRIOR TO FILING WITH THE IRS

Return Reference	Explanation
Form 990, Part VI, Line 12c Conflict of interest policy	THE ORGANIZATION CONSISTENTLY MONITORS AND ENFORCES THE CONFLICT OF INTEREST POLICY THROUGH TWO SEPARATE PROCESSES, ONE THAT APPLIES TO THE BOARD MEMBERS, AND A SECOND THAT APPLIES TO OFFICERS AND KEY EMPLOYEES 1) BOARD MEMBERS - PER THE ORGANIZATION'S BOARD-APPROVED CONFLICTS REVIEW PROCESS, RESPONSES TO THE ANNUAL CONFLICTS QUESTIONNAIRE ARE REVIEWED BY THE MEMBER'S BOARD LEADERSHIP AND PRESENTED TO THE MEMBER'S AUDIT & COMPLIANCE COMMITTEE I FITHE COMMITTEE DEEMS THERE ARE ANY SIGNIFICANT ISSUES, THE RESPONSES ARE THEN REVIEWED BY THE MEMBER BOARD'S EXECUTIVE COMMITTEE AND ANY REQUIRED ACTION (RECUSEMENT FROM BOARD DELIBERATIONS RELATED TO THE CONFLICT, ETC.) IS TAKEN IN ACCORDANCE WITH THE ORGANIZATION'S BOARD AP PROVED CODE OF CONDUCT. 2) OFFICERS/KEY EMPLOYEES - PER THE ORGANIZATION'S BOARD AP PROVED CONFLICTS REVIEW PROCESS, RESPONSES TO THE ANNUAL CONFLICTS QUESTIONNAIRE ARE REVIEWED BY THE COMPLIANCE SERVICES DEPARTMENT. IF THE DEPARTMENT DEEMS THERE ARE ANY SIGNIFICA NT ISSUES, REQUIRED ACTION IS TAKEN IN ACCORDANCE WITH THE ORGANIZATION'S BOARD APPROVED CODE OF CONDUCT AND THE BOARD IS NOTIFIED OF SUCH ACTIONS

990 Schedule O, Supplemental Information

Return Explanation

Reference

Form 990, Part VI, Line	ALL GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, & FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST
19 Required	
documents	
available to	
the public	

Return Reference	Explanation
Form 990, Part VII,	MICHELLE RILEY-BROWN BOARD MEMBER, VICE CHAIRMAN AND TREASURER ANGELO GIARDINO BOARD MEM BER THROUGH 5/4/18 ERIC WILLIAMS, M.D. BOARD MEMBER AS OF 9/13/18 TANGULA TAYLOR Former
Section A,	Director of Business Development and Community Initiatives
Line 1a, Column (A)	
TITLES ` ´	

Return Reference	Explanation
Form 990, Part XI, Line 9 Other changes in net assets or fund balances	CAPITAL TRANSFER FROM TEXAS CHILDREN'S HOSPITAL - 60000000, CHANGE IN NON-ADMITTED ASSETS - 6342352,

# Return Explanation Reference

990 Schedule O, Supplemental Information

SCHEDULE
O Note
Regarding
Foreign
Insurance

TEXAS CHILDREN'S HEALTH PLAN DOES BENEFIT FROM EXCESS LIABILITY AND PROPERTY INSURANCE POL
ICIES ISSUED BY FOREIGN INSURERS THE PREMIUMS FOR THESE POLICIES ARE PAID BY TEXAS CHILDR
EN'S HOSPITAL WITH AN EXPENSE ALLOCATION TO TEXAS CHILDREN'S HEALTH PLAN
Insurance

Return Reference	Explanation
FORM 5471 DISCLOSURE STATEMENT	UNDER THE CONSTRUCTIVE OWNERSHIP RULES OF IRC SECTIONS 958(A) AND (B), THE TAXPAYER IS REQ UIRED TO FILE FORMS 5471, INFORMATION RETURN OF U S PERSONS WITH RESPECT TO CERTAIN FOREI GN CORPORATIONS, AS A CATEGORY 5 FILER WITH RESPECT TO CERTAIN CONTROLLED FOREIGN CORPORAT IONS (CFCS) THESE FILING REQUIREMENTS ARE OR WILL BE SATISFIED THROUGH THE FILING OF FORM S 5471 FOR THESE CFCS BY OTHER U S TAXPAYERS IDENTIFIED BELOW WHO HAVE THE SAME FILING RE QUIREMENT -TEXAS CHILDREN'S HOSPITAL FOUNDATION EIN 20-2380599 6621 FANNIN ST HOUSTON, T X 77030

efile GRAPHIC print - DC	NOT PROCESS	As Filed Data -										DLN: 93493	317020	599
SCHEDULE R (Form 990)		Related (	_					-				OMB No	1545-004	17
Department of the Treasury Internal Revenue Service	•	Complete if the organ  ► Go to <u>ww</u>		► Attach to	Form 990.		-		36, or :	37.		Open to		
Name of the organization Texas Children's Health Plan									Empl	oyer identif	ication	number		
										186264				
Part I Identification	of Disregarded E	ntities Complete If	tne organ	ization answ	rered "Yes	" on Form	990, Part	IV, line 3.	3.					
Name, address, and	(a) EIN (if applicable) of disre	egarded entity		(b) Primary a			c) nicile (state n country)	(d) Total inco	ome	<b>(e)</b> End-of-year as	sets	<b>(f</b> Direct co ent	ntrolling	
Part II Identification of related tax-exer	of Related Tax-Ex		<b>ıs</b> Comple	ete if the org	anızatıon	answered	"Yes" on F	orm 990,	Part IV	, lıne 34 be	cause	ıt had one or	more	
See Additional Data Table			1	(1-)	1 ,	- \	1 (4)	. 1		(-)		(6)	1 4-	
Name, address, and	(a) d EIN of related organizati	on	Prim	(b) ary activity	Legal dom	c) ncile (state n country)	Exempt Cod		Public ch	(e) arity status n 501(c)(3))	Dir	<b>(f)</b> rect controlling entity	Section (13) cor enti	512(b) ntrolled ty?
													Yes	No
For Paperwork Reduction Ac						t No 5013						edule R (Form		

(a) Name, address, and EIN of related organization		(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predomi Income(re unrelat excluded tax uni sections 514	nant elated, ed, from der 512-	<b>(f)</b> Share of total income		Disprop	h) irtionate tions?	(1) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	part	eral or aging ner?	( <b>k</b> ) Percen owner	itage
(1) CORDILLERA PRIMARY WAVE CO-INVESTMENT FUND L	D	INVESTMENT	CA	NA	N/A	,			Yes	No		Yes	No		
3000 SAND HILL RD BLDG 3 STE 100 MENLO PARK, CA 94025 82-1568240		INVESTMENT	CA	IVA	N/A										
Part IV Identification of Related Organ because it had one or more related						ar.			s" on	Form	990, Part I\	/, lın	e 34		
(a)  Name, address, and EIN of related organization	<b>(b)</b> Primary activity	Le dor (state c	c) egal nicile or foreign ntry)		(d) controlling entity	Type (C cor	(e) e of entity rp, S corp, trust)	(f) Share of tot income	al Sha	(g) are of er year assets	nd-of- Per-	(h) centag nership		Section (13) con entit	512( itrolle
(1)TCH INSURANCE COMPANY LTD 23 LIME BAY AVE GRAND CAYMAN KY11102 CJ 98-0176652	INSURANCE		נו	NA		C Corp	oration							Yes	
98-1078282	INVESTMENT	C	נו	NA		C Corp	oration							Yes	

See Additional Data Table

**q** Reimbursement paid by related organization(s) for expenses . . .

(a)

Name of related organization

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.			
Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or(iv) rent from a controlled entity	1.	а	No
<b>b</b> Gift, grant, or capital contribution to related organization(s)	11	ь	No
c Gift, grant, or capital contribution from related organization(s)	<del> </del>	.с	No
d Loans or loan guarantees to or for related organization(s)	10	d	No
e Loans or loan guarantees by related organization(s)	1.	e	No
f Dividends from related organization(s)	1	.f	No
g Sale of assets to related organization(s)	19	g	No
h Purchase of assets from related organization(s)	11	h	No
i Exchange of assets with related organization(s)	1	.i	No
j Lease of facilities, equipment, or other assets to related organization(s)	1	.j	No

Page 3

**1**q

1r Yes

1s Yes

Schedule R (Form 990) 2018

(d)

Method of determining amount involved

No

		-	-	_
f	Dividends from related organization(s)	1f		
	Sale of assets to related organization(s)	10	—	╁
		1h	$\vdash$	+
	Purchase of assets from related organization(s)	1:	$\vdash$	_
	Exchange of assets with related organization(s)	4:	├─	4
J	Lease of facilities, equipment, or other assets to related organization(s)	1	$\vdash$	4
				⅃

g	Sale of assets to related organization(s)	<b>1</b> g		No
h	Purchase of assets from related organization(s)	1h		No
i	Exchange of assets with related organization(s)	<b>1</b> i		No
j	Lease of facilities, equipment, or other assets to related organization(s)	1j		No
				T
k	Lease of facilities, equipment, or other assets from related organization(s)	1k	Yes	
I	Performance of services or membership or fundraising solicitations for related organization(s)	11	Yes	
m	Performance of services or membership or fundraising solicitations by related organization(s)	1m	Yes	
n	Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n		No
0	Sharing of paid employees with related organization(s)	10		No
D	Reimbursement paid to related organization(s) for expenses	<b>1</b> p	Yes	T

(b)

Transaction

type (a-s)

(c)

Amount involved

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

Part VI Unrelated Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships

was not a related organization. See instructions regarding exclusion for cereality investment partnerships													
(a) Name, address, and EIN of entity	<b>(b)</b> Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512- 514)	organizations?		(f) ( Share of Sha total end-c income as:	(g) Share of end-of-year assets  (h) Disproprtionate allocations?		_	(1) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
			514)	Yes	No			Yes	No		Yes	No	
										Schedul	e R (Forn	n 99	0) 2018



1919 S BRAESWOOD BLVD

9 GREENWAY PLAZA HOUSTON, TX 77046 76-0246858

4TH FLOOR HOUSTON, TX 77030 47-2029489

**Software ID:** 18007697 **Software Version:** 2018v3.1

ETN: 76-0496364

SUPPORTING ORG

	<b>EIN:</b> 76-0486264											
	Name: Texas Children's Health Plan											
Form 990, Schedule R, Part II - Identification of Related Tax-Exempt Organizations												
(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c) (3))	(f) Direct controlling entity	(g) Section 512 (b)(13) controlled entity?						
						Yes						
1919 S BRAESWOOD BLVD 4TH FLOOR HOUSTON, TX 77030 76-0461578	PARENT	TX	501(c)(3)	Type II	NA		No					
6621 FANNIN STREET HOUSTON, TX 77030 26-0834681	HEALTH CARE	TX	501(c)(3)	10	TEXAS CHILDREN'S	Yes						
PO BOX 300630 HOUSTON, TX 77230 26-1482195	HEALTH CARE	TX	501(c)(3)	Type II	TEXAS CHILDREN'S	Yes						
6621 FANNIN STREET HOUSTON, TX 77030 74-1100555	HOSPITAL	TX	501(c)(3)	3	TEXAS CHILDREN'S	Yes						
6621 FANNIN STREET HOUSTON, TX 77030 20-2380599	SUPPORTING ORG	TX	501(c)(3)	Type II	TEXAS CHILDREN'S	Yes						
PO BOX 300630 HOUSTON, TX 77230 76-0460242	HEALTH CARE	TX	501(c)(3)	10	TEXAS CHILDREN'S	Yes						
6621 FANNIN STREET HOUSTON, TX 77030 46-1392824	HEALTH CARE	TX	501(c)(3)	Type I	TEXAS CHILDREN'S HEALTH PLAN	Yes						
1010 C PRAFFILIOOD RIVE	HEALTH CARE	TX	501(c)(3)	10	TCH PEDIATRIC ASSOCIATES	Yes						

501(c)(3)

Type I

TEXAS CHILDREN'S

HOSPITAL

Yes

TX

Form 990, Schedule R, Part V - Transactions With Related Organizations (b) (a) (c) Name of related organization Transaction Amount Involved (d) Method of determining amount involved type(a-s) (1) 21,414,482 COST TCH PEDIATRIC ASSOCIATES INC М (1) TEXAS CHILDREN'S PHYSICIAN GROUP М 60,153,567 COST COST (2) TEXAS CHILDREN'S HOSPITAL Μ 448,843,070 (3) TEXAS CHILDREN'S HOSPITAL 60,000,000 COST (4) TEXAS CHILDREN'S HEALTH PLAN - THE CENTER 943.959 COST (5) TEXAS CHILDREN'S HEALTH PLAN - THE CENTER R 12,201,167 COST

Μ

4,849,840

Cost

Texas Children's Urgent Care

(6)