

**ARTICLE II  
OF  
BYLAWS OF THE UNIVERSITY OF WISCONSIN MEDICAL FOUNDATION  
(REVISED DECEMBER 2003)\***

**ARTICLE II  
PURPOSE**

- 2.1 The Corporation has been organized and shall be operated as a medical education and research organization exclusively for charitable, educational and scientific purposes as set forth below. The Corporation shall, in performing its purposes, at all times be operated exclusively for the benefit of, and to support the purposes and operations of, the University of Wisconsin Medical School (“UW Medical School” or “Medical School”) and the University of Wisconsin-Madison. The purposes of the Foundation are:
- (a) To further the provision of complete, efficient, and coordinated quality medical care to all the sick and injured who may come for diagnosis, treatment, and care, without regard to race, color, creed, sex, age or ability to pay for services. To provide care to Medicare and Medicaid recipients, and particularly to provide such medical care for persons who may seek such care at clinics and hospitals where Foundation physicians practice.
  - (b) To support high-quality instruction to medical students at the UW Medical School and to graduates of medical schools who are in post-graduate training programs at clinics and hospitals affiliated with the UW Medical School.
  - (c) To achieve sufficient levels of patients seeking care at hospitals and clinics affiliated with the UW Medical School to support the teaching, research and service missions of the UW Medical School and the University of Wisconsin-Madison Schools of Nursing & Pharmacy.
  - (d) To support medical and scientific research whether that research is conducted independently or in conjunction with the University of Wisconsin-Madison Schools of Nursing & Pharmacy, University Hospital, the UW Medical School and/or other corporations, organizations, foundations, funds, institutions, governmental bodies or individuals.

\* December 2003 revisions did not amend Article II.

- (e) To support public and professional education on issues of health care through efforts which may include without limitation conducting, undertaking, promoting and developing discussion groups, forums, panels and lectures for the instruction and training of physicians, health care providers and personnel, patients, and the general public. Special emphasis shall be placed on preventive medicine and meeting the needs of under-served rural and urban populations.
- (f) To develop the administrative capacity to organize the efficient delivery of medical care. To coordinate with hospitals providing such care and particularly with University Hospital.
- (g) To conduct, undertake, promote, develop and carry on other charitable, scientific and educational work of any and every kind. The Foundation may do so either directly or by making or providing donations, gifts, grants, contributions, loans, guarantees, scholarships, fellowships or subsidies. The Foundation may use either net income or the principal assets of the Corporation, or both (without limit as to the amount going to any one recipient or in the aggregate to all recipients). Such donations, gifts, grants, contributions or loans may be to or for the use or benefit of other corporations, organizations, foundations, funds, institutions or governmental entities if they further the teaching, research and public service missions of the Medical School.
- (h) To generate, negotiate, and manage relationships and/or affiliations between the UW Medical School Faculty with hospitals, clinics, health care provider organizations, third-party payors, and managed health care systems as necessary to the realization of the objectives set forth in (a) through (g) above.
- (i) To accumulate and manage capital assets, and collect and distribute clinical revenues and investment income, in ways determined by the Board of Directors to enhance the UW Medical School missions of teaching, research, and public service.
- (j) To engage in and take such action to further the purposes set forth in (a) through (i) above as are consistent with the Articles of Incorporation, the requirements of Chapter 181 Wisconsin Statutes and §501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time.