

Form **990**
 Department of the Treasury
 Internal Revenue Service

Return of Organization Exempt From Income Tax
 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)
 The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047
2006
 Open to Public Inspection

A For the 2006 calendar year, or tax year beginning 07-01-2006 and ending 06-30-2007

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization GEISINGER MEDICAL CENTER	D Employer identification number 24-0795959
		Number and street (or P O box if mail is not delivered to street address) Room/suite 100 NORTH ACADEMY AVENUE MC 30-50	E Telephone number (570) 271-6624
		City or town, state or country, and ZIP + 4 DANVILLE, PA 17822	F Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Web site: WWW GEISINGER ORG

J Organization type (check only one) 501(c) (3) (insert no) 4947(a)(1) or 527

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than 25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 627,017,495

H and I are not applicable to section 527 organizations

H(a) Is this a group return for affiliates? Yes No

H(b) If "Yes" enter number of affiliates

H(c) Are all affiliates included? Yes No (If "No," attach a list See instructions)

H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No

I Group Exemption Number

M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF)

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

		Revenue		Expenses		Net Assets	
1	Contributions, gifts, grants, and similar amounts received						
a	Contributions to donor advised funds	1a					
b	Direct public support (not included on line 1a)	1b	559				
c	Indirect public support (not included on line 1a)	1c					
d	Government contributions (grants) (not included on line 1a)	1d	2,500				
e	Total (add lines 1a through 1d) (cash \$ 3,059 noncash \$)			1e	3,059		
2	Program service revenue including government fees and contracts (from Part VII, line 93)			2	601,963,189		
3	Membership dues and assessments			3			
4	Interest on savings and temporary cash investments			4	128,619		
5	Dividends and interest from securities			5	17,883,575		
6a	Gross rents	6a	9,672				
b	Less rental expenses	6b					
c	Net rental income or (loss) subtract line 6b from line 6a			6c	9,672		
7	Other investment income (describe)			7			
8a	Gross amount from sales of assets other than inventory	(A) Securities	5,629,653	8a	94,501		
b	Less cost or other basis and sales expenses			8b	85,060		
c	Gain or (loss) (attach schedule)		5,629,653	8c	9,441		
d	Net gain or (loss) Combine line 8c, columns (A) and (B)			8d	5,639,094		
9	Special events and activities (attach schedule) If any amount is from gaming, check here						
a	Gross revenue (not including \$ of contributions reported on line 1b)	9a					
b	Less direct expenses other than fundraising expenses	9b					
c	Net income or (loss) from special events Subtract line 9b from line 9a			9c			
10a	Gross sales of inventory, less returns and allowances	10a					
b	Less cost of goods sold	10b					
c	Gross profit or (loss) from sales of inventory (attach schedule) Subtract line 10b from line 10a			10c			
11	Other revenue (from Part VII, line 103)			11	1,305,227		
12	Total revenue Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11			12	626,932,435		
13	Program services (from line 44, column (B))			13	545,823,007		
14	Management and general (from line 44, column (C))			14	27,536,061		
15	Fundraising (from line 44, column (D))			15			
16	Payments to affiliates (attach schedule)			16			
17	Total expenses Add lines 16 and 44, column (A)			17	573,359,068		
18	Excess or (deficit) for the year Subtract line 17 from line 12			18	53,573,367		
19	Net assets or fund balances at beginning of year (from line 73, column (A))			19	161,409,444		
20	Other changes in net assets or fund balances (attach explanation)			20	4,735,460		
21	Net assets or fund balances at end of year Combine lines 18, 19, and 20			21	219,718,271		

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.

	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach Schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a			
22b Other grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b			
23 Specific assistance to individuals (attach schedule)	23			
24 Benefits paid to or for members (attach schedule)	24			
25a Compensation of current officers, directors, key employees etc Listed in Part V-A (attach schedule)	25a	496,484	496,484	
b Compensation of former officers, directors, key employees etc listed in Part V-B (attach schedule)	25b			
c Compensation and other distributions not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)	25c	647,390	273,584	373,806
26 Salaries and wages of employees not included on lines 25a, b and c	26	148,358,087	148,322,815	35,272
27 Pension plan contributions not included on lines 25a, b and c	27	6,555,557	6,531,006	24,551
28 Employee benefits not included on lines 25a - 27	28	19,387,413	19,286,368	101,045
29 Payroll taxes	29	11,193,899	11,048,627	145,272
30 Professional fundraising fees	30			
31 Accounting fees	31	86,000		86,000
32 Legal fees	32	25	25	
33 Supplies	33	125,196,125	123,903,368	1,292,757
34 Telephone	34	281,550	268,149	13,401
35 Postage and shipping	35	1,124,317	1,070,804	53,513
36 Occupancy	36	6,704,409	6,418,214	286,195
37 Equipment rental and maintenance	37	10,494,469	6,257,486	4,236,983
38 Printing and publications	38	990,067	634,781	355,286
39 Travel	39	2,367,374	2,089,730	277,644
40 Conferences, conventions, and meetings	40	1,068,933	976,326	92,607
41 Interest	41	7,702,781	7,336,156	366,625
42 Depreciation, depletion, etc (attach schedule)	42	24,005,504	22,862,929	1,142,575
43 Other expenses not covered above (itemize)				
a See Additional Data Table	43a			
b	43b			
c	43c			
d	43d			
e	43e			
f	43f			
g	43g			
44 Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	573,359,068	545,823,007	27,536,061
				0

Joint Costs. Check if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____, (ii) the amount allocated to Program services \$ _____, (iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

<p>What is the organization's primary exempt purpose? ▶</p>	<p>TO ENHANCE THE QUALITY OF LIFE OF THE POPULATION SERVED BY PROVIDING QUALITY HOSPITAL SERVICES AND ACCESS THROUGH AN INTEGRATED SERVICE ORGANIZATION BASED ON A BALANCED PROGRAM OF PATIENT CARE, EDUCATION, RESEARCH, AND COMMUNITY SERVICE</p>	<p>Program Service Expenses (Required for 501(c)(3) and (4) orgs, and 4947(a)(1) trusts, but optional for others)</p>
<p>All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)</p>		
<p>a</p>	<p>MISSION GEISINGER MEDICAL CENTER'S MISSION IS TO ENHANCE THE QUALITY OF LIFE OF THE POPULATION SERVED BY PROVIDING QUALITY HOSPITAL SERVICES AND ACCESS THROUGH AN INTEGRATED SERVICE ORGANIZATION BASED ON A BALANCED PROGRAM OF PATIENT CARE, EDUCATION, RESEARCH, AND COMMUNITY SERVICE. II GENERAL PROGRAM SERVICE INFORMATION: GEISINGER MEDICAL CENTER ("GMC"), A 501(C)(3) NOT-FOR-PROFIT CORPORATION, OWNS AND OPERATES A 424-BED REGIONAL REFERRAL QUATERNARY HEALTHCARE MEDICAL CENTER LOCATED IN DANVILLE, PENNSYLVANIA, A PREDOMINATELY RURAL AREA OF NORTHEASTERN AND CENTRAL PENNSYLVANIA. THE EXISTENCE OF A QUATERNARY HEALTHCARE CENTER IN A GENERALLY RURAL, MEDICALLY UNDER-SERVED AREA IS UNUSUAL. GMC IS HOME TO THE JANET WEIS CHILDREN'S HOSPITAL, THE WOMEN'S HEALTH PAVILION AND THE OUTPATIENT SURGERY CENTER. IN ADDITION TO TREATMENT CENTERS FOR CANCER, KIDNEY AND PANCREAS TRANSPLANTS, HEART AND NEUROLOGICAL DISEASE, DIALYSIS AND INFERTILITY, A SPECIALTIES AND SUBSPECIALTIES GEISINGER CLINIC. PHYSICIANS PRACTICING AT GMC PROVIDE SKILLED SERVICES IN NUMEROUS SPECIALTY AND SUBSPECIALTY AREAS. SPECIAL SERVICES AVAILABLE INCLUDE: AIMI (ACUTE INTERVENTION IN MYOCARDIAL INFARCTION), COCHLEAR IMPLANT, STEM CELL TRANSPLANT, ANTICOAGULATION CLINIC, PSYCHIATRY (ADOLESCENCE), PET SCANS, MOHS SURGERY, NEUROSTIMULATORS, CORNEAL TRANSPLANTS, CLEFT PALATE CLINIC, MINIMALLY INVASIVE SURGERY, CAPSULE ENDOSCOPY, ENDOVASCULAR ANEURYSM COILING, STRETTA (LASER PROCEDURE), MATERNAL/FETAL MEDICINE, GYNONCOLOGY, SPINAL BIFIDA CLINIC, CANCER GENETICS CLINIC, PEDIATRIC UROLOGY, LIVER DISEASE AND PORTAL HYPERTENSION, HIGH DOSE INTERLEUKIN-2 THERAPY, HIGH DOSE RATE INTRACAVITARY BRACHYTHERAPY, INTRA-OPERATIVE HEPATIC ULTRASOUND AND RADIOFREQUENCY ABLATION OF LIVER TUMORS, CAT SCAN VIRTUAL COLONOSCOPY, BLOOD CONSERVATION PROGRAM, PRE-SURGERY CENTER, OPHTHALMOLOGY (GLAUCOMA, RETINAL, PEDIATRIC, CORNEA, OPHTHALMOPLASTIC SURGERY, GENERAL), PEDIATRIC SURGERY, TRAUMA SURGERY, EMERGENCY SERVICES, CARDIAC CAT SCAN ANGIOGRAPHY, SURGICAL PATHOLOGY, BLOOD BANK, PEDIATRIC REHABILITATION, SLEEP DISORDERS, LABORATORY, INTENSIVE O/P, PSYCHIATRIC PROGRAM, BARIATRIC SURGERY, LASER SURGERY (YAG LASER), CARDIAC MRI TESTING, BACLOFEN PUMPS, VAGAL NERVE STIMULATORS, INFERTILITY, ENDOVASCULAR GRAFT IMPLANTS, MAGNETIC RESONANCE ANGIOGRAPHY, PEDIATRIC OBESITY, KIDNEY AND PANCREAS TRANSPLANTS, CAROTID STENTING, UROGYNECOLOGY, RADIATION ONCOLOGY, APNEA CLINIC, CYROABLATION, ADULT & PEDIATRIC TRAUMA CENTER, SURGICAL ONCOLOGY (COLON, PANCREAS, ESOPHAGEAL, LIVER AND RENAL), HEPATIC INTRA-ARTERIAL CHEMOTHERAPY, CHEMO-EMBOLIZATION OF LIVER AND KIDNEY CANCER, CAT SCAN, CARDIAC SCORING, PAIN MANAGEMENT, CLINICS, REGIONAL ANESTHESIA PROGRAM, ORTHOPAEDICS (TRAUMA, SPINE, JOINT, SPORTS MEDICINE, PEDIATRIC, HAND, FOOT/ANKLE, GENERAL), COLORECTAL SURGERY, BREAST SURGERY, AERO-MEDICAL SERVICES, AUTOMATED TESTING, LAB CYTOLOGY, MICROBIOLOGY, B RESIDENCY & FELLOWSHIP PROGRAMS. GMC CONDUCTS THIRTEEN GRADUATE MEDICAL EDUCATION RESIDENCY AND FIFTEEN FELLOWSHIP PROGRAMS. THERE WERE APPROXIMATELY 266 GRADUATE PHYSICIANS PARTICIPATING IN THESE PROGRAMS IN FISCAL YEAR 2007. PROGRAM SPECIALTIES ARE AS FOLLOWS: RESIDENCY PROGRAMS: DERMATOLOGY, ORTHOPAEDIC SURGERY, EMERGENCY MEDICINE, OSTEOPATHIC, TRADITIONAL GENERAL SURGERY, OTOLARYNGOLOGY, OBSTETRICS/GYNECOLOGY, RADIOLOGY, OPHTHALMOLOGY, UROLOGY, INTERNAL MEDICINE (INCLUDES OSTEOPATHIC MEDICINE), PEDIATRICS (INCLUDES OSTEOPATHIC PEDIATRICS), MEDICINE/PEDIATRICS (INCLUDES OSTEOPATHIC MEDICINE/PEDIATRICS), FELLOWSHIP PROGRAMS: CARDIOVASCULAR MEDICINE, RHEUMATOLOGY, GASTROENTEROLOGY & NUTRITION, DERMATOPATHOLOGY, BARIATRICS, VASCULAR SURGERY, CYTOPATHOLOGY, BODY IMAGING, MINIMALLY INVASIVE SURGERY, NEUROPSYCHOLOGY, INTERVENTIONAL RADIOLOGY, PROCEDURAL DERMATOLOGY, NEPHROLOGY, CLINICAL PSYCHOLOGY, CLINICAL CARDIAC ELECTROPHYSIOLOGY. THE TOTAL COST OF PROVIDING THE RESIDENCY AND FELLOWSHIP PROGRAMS, NET OF THIRD PARTY REIMBURSEMENT, WAS 20,193,401. C ALLIED HEALTH AND RELATED EDUCATION PROGRAMS: GMC OPERATES FOUR SCHOOLS OF ALLIED HEALTH EDUCATION. THESE SCHOOLS ARE CONDUCTED WITHIN GMC AND ARE OPERATED IN CONJUNCTION WITH VARIOUS COLLEGES AND UNIVERSITIES. THE DIETETIC INTERNSHIP PROGRAM HAD THREE STUDENTS CONTRIBUTING 1,251 HOURS OF SERVICE, THE SCHOOL OF RADIOLOGY HAD TWENTY STUDENTS CONTRIBUTING 2,086 HOURS OF SERVICE, THE PHARMACY RESIDENCY PROGRAM HAD TWO STUDENTS CONTRIBUTING 4,160 HOURS OF SERVICE AND THE SCHOOL OF CARDIOVASCULAR TECHNOLOGY HAD FIVE STUDENTS CONTRIBUTING 2,055 HOURS OF SERVICE. OTHER HEALTH RELATED EDUCATION PROGRAMS OFFERED BY GMC INCLUDE A PHARMACY CLERKSHIP AND PHLEBOTOMY TRAINING. TOTAL COST TO GMC OF PROVIDING ALLIED HEALTH AND RELATED EDUCATION PROGRAMS, NET OF THIRD PARTY REIMBURSEMENTS, WAS 287,486. D TRAUMA CARE: IN OCTOBER 1986, GMC WAS DESIGNATED BY THE PENNSYLVANIA TRAUMA SYSTEMS FOUNDATION AS A REGIONAL RESOURCE TRAUMA CENTER (LEVEL I) BASED ON THE PROVISION OF COMPREHENSIVE TRAUMA CARE 24 HOURS A DAY AND THE CONDUCT OF OUTREACH, EDUCATIONAL AND RESEARCH PROGRAMS IN TRAUMA CARE. IN 1996, THE PENNSYLVANIA TRAUMA SYSTEMS FOUNDATION ACCREDITED GMC AS ADDITIONAL QUALIFICATIONS IN PEDIATRICS. GMC'S PEDIATRIC TRAUMA PROGRAM IS ACCREDITED THROUGH SEPTEMBER 2008 AND THE ADULT TRAUMA PROGRAM IS ACCREDITED THROUGH SEPTEMBER 2009. THE TRAUMA CENTER INCLUDES LIFE FLIGHT, A MULTIPLE AIRCRAFT RAPID RESPONSE HELICOPTER RETRIEVAL PROGRAM, WHICH HAS PLAYED A VITAL PART IN SAVING HUNDREDS OF LIVES. GEISINGER HAS FIVE AIRCRAFT AVAILABLE FOR DISPATCH ON A 24-HOUR BASIS. THE CURRENT BASE LOCATIONS ARE IN DANVILLE, ST. COLLEGE, AVOCA, WILLIAMSPORT AND MINERSVILLE, PA. THE DISPATCHING OF LIFE FLIGHT FOR INTER-HOSPITAL TRANSFERS AND SCENE CALLS IS AUTHORIZED BY A PHYSICIAN OR OTHER QUALIFIED PERSONNEL AND IS DETERMINED ON AN INDIVIDUAL BASIS ACCORDING TO NEED. IN FISCAL YEAR 2007, LIFE FLIGHT PROVIDED EMERGENCY TRANSPORTATION TO 2,798 PATIENTS BY HELICOPTER AND SERVED MULTIPLE HOSPITALS IN PENNSYLVANIA AND NEIGHBORING STATES. E JANET WEIS CHILDREN'S HOSPITAL: THE JANET WEIS CHILDREN'S HOSPITAL HOUSES ALL INPATIENT PEDIATRIC BEDS INCLUDING 36 MEDICAL AND SURGICAL, 38 NEWBORN INTENSIVE AND SPECIAL CARE AND 12 PEDIATRIC INTENSIVE CARE BEDS. THE FACILITY ALSO PROVIDES SPACE FOR PEDIATRIC REHABILITATION AND HAS ESTABLISHED AN AMBULANCE TRANSPORT SERVICE FOR NEONATAL RETRIEVALS. THE FACILITY IS CONNECTED WITH THE REST OF THE MEDICAL CENTER AT FOUR OF THE FIVE LEVELS TO ALLOW FOR SMOOTH INTEGRATION OF ANCILLARY AND SUPPORT SERVICES. THE FUNDING FOR THE CONSTRUCTION OF THE JANET WEIS CHILDREN'S HOSPITAL WAS PROVIDED BY THE DONATING PUBLIC, INCLUDING FUNDS RAISED BY THE CHILDREN'S MIRACLE NETWORK TELETHON. THIS FACILITY IS VISIBLE EVIDENCE OF GEISINGER'S COMMITMENT TO THE CHILDREN OF PENNSYLVANIA. FOR THE FISCAL YEAR ENDING JUNE 30, 2007, THE JANET WEIS CHILDREN'S HOSPITAL DISCHARGED 3,080 PATIENTS AND PROVIDED 22,159 PATIENT DAYS OF SERVICE. THE FACILITY AFFORDS MORE EFFICIENT CARE WITH AN IMPROVED LENGTH OF STAY. F WOMEN'S HEALTH PAVILION: THE WOMEN'S HEALTH PAVILION, ON THE CAMPUS OF GMC, WAS DEDICATED AS PART OF THE JANET WEIS CHILDREN'S AND WOMEN'S HOSPITAL IN 2000. THE WOMEN'S PAVILION FEATURES FAMILY-ORIENTED BIRTHING SUITES THAT ALLOW EACH WOMAN TO LABOR, DELIVER AND RECOVER IN THE SAME SPACE. IN ADDITION, THERE ARE SEMI-PRIVATE ROOMS, A NURSERY AND TWO CAESAREAN SECTION OPERATING SUITES. THE GEISINGER WOMEN'S PAVILION IS THE ONLY HOSPITAL IN THE AREA THAT OFFERS COVERAGE BY OBSTETRICIANS, MIDWIVES, NEONATOLOGISTS, PEDIATRICIANS AND ANESTHESIOLOGISTS 24 HOURS A DAY, SEVEN DAYS A WEEK. OUTPATIENT SERVICES AT THE WOMEN'S PAVILION INCLUDE OBSTETRICS, GYNECOLOGY, FEMALE INCONTINENCE, MAMMOGRAPHY AND BREAST CARE, LABORATORY SERVICES AND A FERTILITY CLINIC. FOR THE FISCAL YEAR ENDING JUNE 30, 2007, THE WOMEN'S HEALTH PAVILION DISCHARGED 1,979 PATIENTS AND PROVIDED 5,563 PATIENT DAYS OF SERVICE. G OUTPATIENT SURGERY CENTER - WOODBINE: IN JANUARY 2005, GEISINGER HEALTH SYSTEM OPENED ITS OUTPATIENT SURGICAL CENTER ON WOODBINE LANE. THE SITE, WHICH IS APPROXIMATELY TWO MILES FROM THE MAIN HOSPITAL, ENCOMPASSES 33,000 SQ. FT. THE SURGERY CENTER FEATURES SIX FULLY EQUIPPED OPERATING ROOMS, PERIOPERATIVE FACILITIES, STERILE PROCESSING, SUPPLY STORAGE, ANCILLARY SUPPORT AND ADMINISTRATIVE OFFICE SPACE. THE FACILITY ALSO HOUSES FOUR FULLY EQUIPPED ENDOSCOPIC PROCEDURE ROOMS. THE CENTER OPERATES UNDER THE DEPARTMENT OF HEALTH GUIDELINES WITH MORE THAN 100 SURGICAL PROCEDURES AVAILABLE. FOR THE FISCAL YEAR ENDING JUNE 30, 2007, THE OUTPATIENT SURGERY CENTER HANDLED 3,891 SURGICAL CASES AND 3,049 ENDOSCOPIC CASES. H GMC SPORTS MEDICINE OUTPATIENT CLINIC - WOODBINE LANE: IN JULY 2006, GEISINGER HEALTH SYSTEM RELOCATED ITS SPORTS MEDICINE - ORTHOPAEDIC CLINICAL PRACTICE TO THE WOODBINE COMPLEX IN CONCERT WITH A COMPREHENSIVE REHABILITATION CLINIC OPERATED THROUGH A JOINT VENTURE WITH HEALTH SOUTH. III UNCOMPENSATED CARE: GMC RECOGNIZES THAT ITS MISSION IS TO SERVE ALL THE MEMBERS OF THE COMMUNITY WITH RESPECT TO THE PROVISION OF HEALTHCARE SERVICES AND EDUCATION. GMC PROV.</p>	
<p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here <input type="checkbox"/></p>	<p>545,823,007</p>
<p>b</p>		
<p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>c</p>		
<p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>d</p>		
<p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>e Other program services (attach schedule)</p>	<p>(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>f Total of Program Service Expenses (should equal line 44, column (B), Program services)</p>	<p>.</p>	<p>545,823,007</p>

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A)		(B)		
		Beginning of year		End of year		
Assets	45 Cash—non-interest-bearing		687,085	45		
	46 Savings and temporary cash investments		21,799,825	46	22,999,360	
	47a Accounts receivable	47a	154,042,692			
	b Less allowance for doubtful accounts	47b	102,139,500	4,748,508	47c	51,903,192
	48a Pledges receivable	48a				
	b Less allowance for doubtful accounts	48b			48c	
	49 Grants receivable				49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)				50a	
	b Receivables from other disqualified persons (as defined under section 4958(c)(3)(B) (attach schedule)				50b	
	51a Other notes and loans receivable (attach schedule)	51a	904,234			
	b Less allowance for doubtful accounts	51b		378,351	51c	904,234
	52 Inventories for sale or use			6,425,814	52	7,137,032
	53 Prepaid expenses and deferred charges			1,151,216	53	4,537,614
	54a Investments—publicly-traded securities <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV			69,259,989	54a	129,257,054
	b Investments—other securities (attach schedule) <input checked="" type="checkbox"/> Cost <input type="checkbox"/> FMV			55,122,317	54b	88,279,813
55a Investments—land, buildings, and equipment basis	55a					
b Less accumulated depreciation (attach schedule)	55b			55c		
56 Investments—other (attach schedule)				56		
57a Land, buildings, and equipment basis	57a	412,306,850				
b Less accumulated depreciation (attach schedule)	57b	237,415,002	166,959,224	57c	174,891,848	
58 Other assets, including program-related investments (describe <input type="checkbox"/> _____)			65,925,518	58	50,874,643	
59 Total assets (must equal line 74) Add lines 45 through 58			392,457,847	59	530,784,790	
Liabilities	60 Accounts payable and accrued expenses		9,679,115	60	9,143,263	
	61 Grants payable			61		
	62 Deferred revenue		11,011,683	62	81,973	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)				63	
	64a Tax-exempt bond liabilities (attach schedule)			177,040,467	64a	224,121,851
	b Mortgages and other notes payable (attach schedule)				64b	30,731,773
	65 Other liabilities (describe <input type="checkbox"/> _____)			33,317,138	65	46,987,659
66 Total liabilities Add lines 60 through 65			231,048,403	66	311,066,519	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74					
	67 Unrestricted		161,409,444	67	219,718,271	
	68 Temporarily restricted			68		
	69 Permanently restricted			69		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74					
	70 Capital stock, trust principal, or current funds			70		
	71 Paid-in or capital surplus, or land, building, and equipment fund			71		
	72 Retained earnings, endowment, accumulated income, or other funds			72		
	73 Total net assets or fund balances Add lines 67 through 69 or lines 70 through 72 (Column (A) must equal line 19 and column (B) must equal line 21)			161,409,444	73	219,718,271
	74 Total liabilities and net assets / fund balances Add lines 66 and 73			392,457,847	74	530,784,790

Part VI Other Information *(continued)*

Yes No

<p>82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?</p>	<p>82a</p>	<p>Yes</p>	
<p>b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III)</p>	<p>82b</p>		
<p>83a Did the organization comply with the public inspection requirements for returns and exemption applications?</p>	<p>83a</p>	<p>Yes</p>	
<p>b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?</p>	<p>83b</p>	<p>Yes</p>	
<p>84a Did the organization solicit any contributions or gifts that were not tax deductible?</p>	<p>84a</p>		<p>No</p>
<p>b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?</p>	<p>84b</p>		
<p>85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?</p>	<p>85a</p>		
<p>b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes," was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed the prior year</p>	<p>85b</p>		
<p>c Dues assessments, and similar amounts from members</p>	<p>85c</p>		
<p>d Section 162(e) lobbying and political expenditures</p>	<p>85d</p>		
<p>e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices</p>	<p>85e</p>		
<p>f Taxable amount of lobbying and political expenditures (line 85d less 85e)</p>	<p>85f</p>		
<p>g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?</p>	<p>85g</p>		
<p>h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?</p>	<p>85h</p>		
<p>86 501(c)(7) orgs. Enter a Initiation fees and capital contributions included on line 12</p>	<p>86a</p>		
<p>b Gross receipts, included on line 12, for public use of club facilities</p>	<p>86b</p>		
<p>87 501(c)(12) orgs. Enter a Gross income from members or shareholders</p>	<p>87a</p>		
<p>b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)</p>	<p>87b</p>		
<p>88a At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX</p>	<p>88a</p>	<p>Yes</p>	
<p>b At any time during the year, did the organization directly or indirectly own a controlled entity within the meaning of section 512(b)(13)? If yes complete Part XI</p>	<p>88b</p>	<p>Yes</p>	
<p>89a 501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911 <input type="checkbox"/> _____, section 4912 <input type="checkbox"/> _____, section 4955 <input type="checkbox"/> _____</p>			
<p>b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction</p>	<p>89b</p>		<p>No</p>
<p>c Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 <input type="checkbox"/> _____</p>			
<p>d Enter Amount of tax on line 89c, above, reimbursed by the organization <input type="checkbox"/> _____</p>			
<p>e All organizations. At any time during the tax year was the organization a party to a prohibited tax shelter transaction?</p>	<p>89e</p>		<p>No</p>
<p>f All organizations. Did the organization acquire direct or indirect interest in any applicable insurance contract?</p>	<p>89f</p>		<p>No</p>
<p>g For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?</p>	<p>89g</p>		<p>No</p>
<p>90a List the states with which a copy of this return is filed <input type="checkbox"/> PA</p>			
<p>b Number of employees employed in the pay period that includes March 12, 2006 (See instructions)</p>	<p>90b</p>	<p>2,925</p>	
<p>91a The books are in care of <input type="checkbox"/> THOMAS SOKOLA VP FINANCE Telephone no <input type="checkbox"/> (570) 271-8892 100 NORTH ACADEMY AVENUE Located at <input type="checkbox"/> DANVILLE, PA ZIP + 4 <input type="checkbox"/> 17822</p>			
<p>b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?</p>	<p>91b</p>	<p>Yes</p>	<p>No</p>
<p>If "Yes," enter the name of the foreign country <input type="checkbox"/> _____</p>			
<p>See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts</p>			

Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? **91c** Yes No

If "Yes," enter the name of the foreign country _____

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year **92**

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a See Additional Data Table					
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					202,041,905
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	128,619	
96 Dividends and interest from securities			16	17,883,575	
97 Net rental income or (loss) from real estate					
a debt-financed property					
b non debt-financed property			16	9,672	
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	5,639,094	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue a See Additional Data Table					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))		4,469,961		94,083,784	528,375,631
105 Total (add line 104, columns (B), (D), and (E))					626,929,376

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
93A	SEE 990, PAGE 3, PART III, A
93F	SEE 990, PAGE 3, PART III, A
103B	SEE 990, PAGE 3, PART III, A

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
HEALTHSOUTHGHS LLC 1 HEALTHSOUTH PARKWAY BIRMINGHAM, AL35243 72-1398803	50 00 %	REHABILITATION HOSPITAL	15,995,794	8,589,612
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

NOTE: If "Yes" to **(b)**, file Form 8870 and Form 4720 (see instructions).

Part XI **Information Regarding Transfers To and From Controlled Entities** *Complete only if the organization is a controlling organization as defined in section 512(b)(13)*

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity	Yes	No
	Yes	

	(A) Name and address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
Totals				192,386,495

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity	Yes	No
	Yes	

	(A) Name and address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
Totals				131,796,516

108 Did the organization have a binding written contract in effect on August 17, 2006 covering the interests, rents, royalties and annuities described in question 107 above?	Yes	No
	Yes	

Please Sign Here

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.

*****	2008-05-07
Signature of officer	Date
DAVID J FELICIO ESQUIRE CHIEF LEGAL OFFICER	
Type or print name and title	

Paid Preparer's Use Only

Preparer's signature	Date
Firm's name (or yours if self-employed), address, and ZIP + 4	

**SCHEDULE A
(Form 990 or
990EZ)**

Department of the
Treasury
Internal Revenue
Service

Name of the organization
GEISINGER MEDICAL CENTER

**Organization Exempt Under Section 501(c)(3)
(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or 4947(a)(1) Nonexempt Charitable Trust
Supplementary Information—(See separate instructions.)**

MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

OMB No 1545-0047

2006

Employer identification number

24-0795959

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 2 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
SUSAN M HALLICK RN 100 NORTH ACADEMY AVENUE DANVILLE, PA 17822	SYSTEM CNO 40 00	330,265	44,046	2,805
EDELYN L MILLER 100 NORTH ACADEMY AVENUE DANVILLE, PA 17822	CAO GMC 40 00	213,760	59,981	0
CHERYL A MCHALE RN 100 NORTH ACADEMY AVENUE DANVILLE, PA 17822	RN 40 00	170,460	24,988	0
JOHN R JONES 100 NORTH ACADEMY AVENUE DANVILLE, PA 17822	VP THERAP 40 00	151,364	41,965	0
ALFRED H STAMMERS 100 NORTH ACADEMY AVENUE DANVILLE, PA 17822	DIR PERFUSIO 40 00	146,957	41,400	0
Total number of other employees paid over \$50,000	1,357			

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
HEALTHSOUTHGHS LLC 2 REHAB LAND DANVILLE, PA 17822	MEDICAL SERVICE	1,899,048
ENTELECHY HEALTH SYSEMS LLC 24 SOUTH 18TH STREET 2ND FLOOR PITTSBURGH, PA 15203	CONSULTING	235,567
POST AND SCHELL P C 19TH FLOOR 1800 JOHN F KENNEDY BOULEVARD PHILADELPHIA, PA 19103	LEGAL FEES	137,692
MISSION PHARMACAL PO BOX 973017 DALLAS, TX 75397	MEDICAL TESTING	94,760
ERNST & YOUNG LLP PO BOX 828135 PHILADELPHIA, PA 19182	AUDIT FEES	83,939
Total number of others receiving over \$50,000 for professional services	1	

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None". See page 2 for instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
LAMAR TEXAS LIMITED PARTNERSHIP P O BOX 96030 BATON ROUGE, LA 70896	ADVERTISING	97,461
Total number of other contractors receiving over \$50,000 for other services		

Part III Statements About Activities (See page 2 of the instructions.)**Yes** **No**

1 During the year, has the organization attempted to influence national, state, or local legislation, include any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ <u>6,457</u> (Must equal amounts on line 38, Part VI-A, or line 1 of Part VI-B) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities	1	Yes	
2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.) 🗑️ a Sale, exchange, or leasing property?	2a		No
b Lending of money or other extension of credit?	2b		No
c Furnishing of goods, services, or facilities?	2c	Yes	
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? 🗑️	2d	Yes	
e Transfer of any part of its income or assets?	2e		No
3a Did the organization make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments)	3a	Yes	
b Did the organization have a section 403(b) annuity plan for its employees?	3b	Yes	
c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment , historic land areas or structures? If "Yes" attach a detailed statement	3c		No
d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	3d		No
4a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g If "No," complete lines 4f and 4g	4a	Yes	
b Did the organization make any taxable distributions under section 4966?	4b		
c Did the organization make a distribution to a donor, donor advisor, or related person?	4c		
d Enter the total number of donor advised funds owned at the end of the tax year ▶ _____			
e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ _____			
f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ▶ <u>0</u>			
g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ <u>0</u>			

Part IV Reason for Non-Private Foundation Status (See pages 4 through 7 of the instructions.)

I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box)

- 5** A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)
- 6** A school Section 170(b)(1)(A)(ii) (Also complete Part V)
- 7** A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)
- 8** A federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)
- 9** A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) **Enter the hospital's name, city, and state** ▶
- 10** An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A)
- 11a** An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 11b** A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 12** An organization that normally receives **(1) more than 33 1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc , functions—subject to certain exceptions, and **(2) no more than 33 1/3%** 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) (Also complete the **Support Schedule** in Part IV-A)
- 13** An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3) Check the box that describes the type of supporting organization

Type I Type II Type III - Functionally Integrated Type III - Other

Provide the following information about the supported organizations. (see page 7 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support?
			Yes	No	
Total					

- 14** An organization organized and operated to test for public safety Section 509(a)(4) (See page 7 of the instructions)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) **Use cash method of accounting.**

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28)					
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc , purpose					
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975					
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22					
24 Line 23 minus line 17					
25 Enter 1% of line 23					
26 Organizations described on lines 10 or 11:					
a Enter 2% of amount in column (e), line 24					26a
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a Do not file this list with your return. Enter the total of all these excess amounts					26b
c Total support for section 509(a)(1) test Enter line 24, column (e)					26c
d Add Amounts from column (e) for lines 18 _____ 19 _____ 22 _____ 26b _____					26d
e Public support (line 26c minus line 26d total)					26e
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f
27 Organizations described on line 12:					
a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person " Do not file this list with your return. Enter the sum of such amounts for each year (2005) _____ (2004) _____ (2003) _____ (2002) _____					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000 (Include in the list organizations described in lines 5 through 11b, as well as individuals) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2) , enter the sum of these differences (the excess amounts) for each year (2005) _____ (2004) _____ (2003) _____ (2002) _____					
c Add Amounts from column (e) for lines 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					27c
d Add Line 27a total _____ and line 27b total _____					27d
e Public support (line 27c total minus line 27d total)					27e
f Total support for section 509(a)(2) test Enter amount from line 23, column (e)					27f
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h
28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not file this list with your return. Do not include these grants in line 15					

Part V Private School Questionnaire (See page 7 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29	
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30	
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement)	31	
32 Does the organization maintain the following	32a	
a Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b Records documenting that scholarships and other financial assistance are awarded on racially nondiscriminatory basis?	32b	
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
d Copies of all material used by the organization or on its behalf to solicit contributions?	32d	
If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)		
33 Does the organization discriminate by race in any way with respect to		
a Students' rights or privileges?	33a	
b Admissions policies?	33b	
c Employment of faculty or administrative staff?	33c	
d Scholarships or other financial assistance?	33d	
e Educational policies?	33e	
f Use of facilities?	33f	
g Athletic programs?	33g	
h Other extracurricular activities?	33h	
If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement)		
34a Does the organization receive any financial aid or assistance from a governmental agency?	34a	
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement	34b	
35 Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 10 of the instructions.)

(To be completed **ONLY** by an eligible organization that filed Form 5768)

Check **a** if the organization belongs to an affiliated group Check **b** if you checked "a" and "limited control" provisions apply

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred)

		(a) Affiliated group totals	(b) To be completed for all electing organizations
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	3,904	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	234,971	6,457
38	Total lobbying expenditures (add lines 36 and 37)	238,875	6,457
39	Other exempt purpose expenditures	1,564,777,717	573,352,611
40	Total exempt purpose expenditures (add lines 38 and 39)	1,565,016,592	573,359,068
41	Lobbying nontaxable amount Enter the amount from the following table— If the amount on line 40 is— The lobbying nontaxable amount is— Not over \$500,000 20% of the amount on line 40 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		
42	Grassroots nontaxable amount (enter 25% of line 41)	250,000	250,000
43	Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36		0
44	Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38		0

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

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 instructions for lines 45 through 50 on page 13 of the instructions)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45 Lobbying nontaxable amount	1,000,000	1,000,000	1,000,000	1,000,000	4,000,000
46 Lobbying ceiling amount (150% of line 45(e))					6,000,000
47 Total lobbying expenditures	238,875	179,119	163,662	129,689	711,345
48 Grassroots nontaxable amount	250,000	250,000	250,000	250,000	1,000,000
49 Grassroots ceiling amount (150% of line 48(e))					1,500,000
50 Grassroots lobbying expenditures	3,904	4,426	6,995	2,651	17,976

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of

- a** Volunteers
- b** Paid staff or management (Include compensation in expenses reported on lines **c** through **h**.)
- c** Media advertisements
- d** Mailings to members, legislators, or the public
- e** Publications, or published or broadcast statements
- f** Grants to other organizations for lobbying purposes
- g** Direct contact with legislators, their staffs, government officials, or a legislative body
- h** Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i** Total lobbying expenditures (Add lines **c** through **h**.)

Yes	No	Amount

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 13 of the instructions.)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

- a** Transfers from the reporting organization to a noncharitable exempt organization of
 - (i)** Cash
 - (ii)** Other assets
- b** Other transactions
 - (i)** Sales or exchanges of assets with a noncharitable exempt organization
 - (ii)** Purchases of assets from a noncharitable exempt organization
 - (iii)** Rental of facilities, equipment, or other assets
 - (iv)** Reimbursement arrangements
 - (v)** Loans or loan guarantees
 - (vi)** Performance of services or membership or fundraising solicitations

	Yes	No
51a(i)		No
a(ii)		No
b(i)		No
b(ii)		No
b(iii)	Yes	
b(iv)	Yes	
b(v)		No
b(vi)		No
c		No

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
51b(iii)	13,131	GEISINGER HEALTH PLAN	GHP PAID RENT TO GMC
51b(iv)	113,910,191	GEISINGER HEALTH PLAN	GMC IS REIMBURSED BY GHP FOR MEDICAL SERVICES PROVIDED TO GHP MEMBERS
51b(iv)	14,826,164	GEISINGER HEALTH PLAN	GMC PAID PREMIUMS TO AFFILIATE FOR GHP HEALTH INSURANCE, NET OF EMPLOYEE CONTRIBUTIONS
51b(iv)	1,859,338	GEISINGER HEALTH PLAN	GHP PURCHASED PHARMACEUTICALS FROM GMC
51b(iv)	5,268	GEISINGER HEALTH PLAN	GHP PAID GMC FOR LABORATORY SERVICES

52a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
GEISINGER HEALTH PLAN	501C4	AFFILIATE COMMON PARENT

Additional Data

Software ID:
Software Version:
EIN: 24-0795959
Name: GEISINGER MEDICAL CENTER

Form 990, Part II, Line 43 - Other expenses not covered above (itemize):

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
a EXPENSES	43a				
b INTER-ENTITY EXPENSE	43b	155,666,063	145,246,079	10,419,984	
c CONTRACTED SERVICES - NON-MED	43c	18,928,084	17,696,661	1,231,423	
d CONTRACTED SERVICES - MEDICAL	43d	10,373,779	10,373,779		
e INSURANCE	43e	14,648,913	8,844,624	5,804,289	
f BAD DEBT EXPENSE	43f	5,339,883	5,339,883		
g RECRUITMENT	43g	411,070	407,694	3,376	
h LICENSE, FEES, DUES, & OTHER	43h	462,774	345,359	117,415	
i CONTINUING MEDICAL EDUCATION	43i	141,011	141,011		
j ADVERTISING	43j	399,022	16,238	382,784	
k CONTRIBUTION EXPENSE	43k	12,079	12,079		
l MISCELLANEOUS	43l	1,160	185	975	
m BANK & INVESTMENT MANAGEMENT	43m	188,336	182	188,154	
n LOBBYING EXPENSE	43n	6,457		6,457	
o PAYMENTS TO HEALTHCARE PROF	43o	118,865	118,865		
p TAXES OTHER	43p	1,188		1,188	

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
WILLIAM H ALEXANDER 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	DIRECTOR 2 00	0	0	0
DORRANCE R BELIN ESQ 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	DIRECTOR 2 00	0	0	0
JOSEPH E BISORDI MD 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	CMO 40 00	0	0	0
KEVIN F BRENNAN 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	KEY, CFO 40 00	0	0	0
E ALLEN DEAVER 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	DIRECTOR 2 00	0	0	0
DAVID J FELICIO ESQ 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	CLO, SECTY 40 00	0	0	0
BRUCE H HAMORY MD 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	KEY, CMO 40 00	0	0	0
FRANK M HENRY 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	DIRECTOR 2 00	0	0	0
ROBERT J KALLIN 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	KEY, DEVELOP 40 00	0	0	0
KEVIN J KERESTUS 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	KEY, INT AUD 40 00	0	0	0

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
RONALD A PAULUS MD 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	KEY, TECH 40 00	0	0	0
DON A ROSINI 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	DIRECTOR 2 00	0	0	0
LOUIS A SHAPIRO 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	KEY,EVP,CAO 40 00	415,849	76,509	4,126
GEORGE B SORDONI 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	DIRECTOR 2 00	0	0	0
GLENN D STEELE JR MD PHD 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	PRES,CH,DIR 40 00	0	0	0
FRANK J TREMBULAK 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	SR VP, TREAS 40 00	0	0	0
JOANNE E WADE 100 NORTH ACADEMY AVENUE MC 30-21 DANVILLE, PA 17822	KEY, PRG DEV 40 00	0	0	0

Form 990, Part VI, Line 80b - If "Yes", enter the name of the organization and whether it is exempt or nonexempt:

Name of the Organization	Exempt	Nonexempt
GEISINGER HEALTH SYSTEM FOUNDATION	X	
GEISINGER CLINIC	X	
GEISINGER WYOMING VALLEY MEDICAL CTR	X	
MARWORTH	X	
GEISINGER HEALTH PLAN	X	
GEISINGER SOUTH WILKES-BARRE	X	
HERSHEY MEDICAL CENTER	X	
GEISINGER SYSTEM SERVICES	X	
GEISINGER COMMUNITY HEALTH SERVICES	X	
GEISINGER INSURANCE CORPORATION RRG	X	
GEISINGER MEDICAL CENTER PROF LIAB	X	
GEISINGER EXCESS COVERAGE PROF LIAB	X	
GEISINGER MEDICAL MANAGEMENT CORP		X
INTERNATIONAL SHARED SERVICES INC		X
CLINICAL COMMUNITY PHARMACY COMPANY		X
SUREHEALTH LLC		X
CCP RETAIL LLC		X
CARESITE PHARMACY OF ARIZONA LLC		X
CARESITE SPECIALTY RX LLC		X
GEISINGER INDEMNITY INSURANCE COMPAN		X
GEISINGER QUALITY OPTIONS INC		X
GEISINGER ASSURANCE COMPANY LTD		X
HEALTHSOUTH GHS LLC		X

Form 990, Part VII, Line 93 - Program service revenue:

Note: Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
a NET PATIENT SERVICE REVENUE					322,456,468
b EDUCATION/TUITION RM RENTAL					143,383
c OTHER PROFESSIONAL SERVICES					2,610,594
d HEALTHSOUTH/PGS LLC REHAB					890,399
e OUTPATIENT PHARMACY			3	65,279,371	
f EYEWEAR CENTER			3	810,723	
g PHARMACEUTICAL & LAB SUPPLY			3	173,424	
h MEDICAL RECORD REVENUE			3	453	
i RENTAL INCOME			16	3,086,508	
j LABORATORY SERVICES	621500	4,465,752			
k INTERCOMPANY REVENUE	541900	4,209			

Form 990, Part VII, Line 103 - Other revenue:

Note: Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
a REVERSE PRIOR YEAR ACCRUAL					232,882
b GIFT SHOP			3	644,669	
c THRIFT SHOP			5	48,952	
d HOUSE OF CARE & CHAPLAIN RM			3	54,866	
e EMPLOYEE LOAN INTEREST			3	100,430	
f ALLHEALTH INCOME			3	223,428	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2006 Compensation Schedule

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Name	Related Organization		Relationship	Compensation Amount	Benefit Plan Contributions	Expense Account	Compensation Description
	Name	EIN					
JOSEPH E BISORDI MD	GEISINGER CLINIC	23-6291113			435,388	102,123	102123
KEVIN F BRENNAN	GEISINGER SYSTEM SERVICES	23-2164794			591,092	108,711	108711
DAVID J FELICIO ESQ	GEISINGER SYSTEM SERVICES	23-2164794			281,936	68,434	68434
BRUCE H HAMORY MD	GEISINGER CLINIC	23-6291113			741,861	159,396	159396
KEVIN J KERESTUS	GEISINGER SYSTEM SERVICES	23-2164794			136,826	37,385	37385
RONALD A PAULUS MD	GEISINGER SYSTEM SERVICES	23-2164794			388,570	61,331	61331
GLENN D STEELE JR MD PHD	GEISINGER SYSTEM SERVICES	23-2164794			974,868	745,184	745184
FRANK J TREMBULAK	GEISINGER SYSTEM SERVICES	23-2164794			704,040	118,262	118262
JOANNE E WADE	GEISINGER SYSTEM SERVICES	23-2164794			621,702	107,804	107804

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2006 Gain/Loss from Sale of Other Assets Schedule

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Sales Expenses	Total (net)	Accumulated Depreciation
RETURN OF TRANSCUTANEOUS MONITORING SYSTEM	2006-08	PURCHASE	2007-04		23,793	23,793		1,586	1,586
RETURN OF INTELLIVUE MONITORS	2006-08	PURCHASE	2007-04		11,466	10,967		1,230	731
RETURN OF 30DEG RING CT/MR APPLICATOR SE	2007-05	PURCHASE	2007-05		10,933	10,933			
RETURN OF PEDIATRIC BIOFEEDBACK SYSTEM	2006-01	PURCHASE	2007-03		10,190	10,190		2,378	2,378
RETURN OF ULTRATHIN FIBERSCOPE	2006-11	PURCHASE	2007-01		9,887	10,875		-384	604
RETURN OF CHOLEDOCHOSCOPE	2007-05	PURCHASE	2007-05		8,807	8,807			
RETURN OF SCREW REMOVAL SET	2007-02	PURCHASE	2007-04		7,857	7,857		131	131
RETURN OF MAYFIELD BAS UNITS ORTHO	2006-11	PURCHASE	2007-01		3,842	3,876		31	65
RETURN OF UPRIGHT FREEZER	2006-09	PURCHASE	2007-03		2,753	2,898			145
SALE OF TWO 2002 SUBARUS	2001-06	PURCHASE	2006-10		4,473			4,473	
SALE OF VARIOUS OLD EQUIPMENT		PURCHASE	2006-11		500			500	
DISPOSAL OF OBSOLETE PROPERTY & EQUIPMENT		PURCHASE				7,104,593		-504	7,104,089

TY 2006 Gain/Loss from Sale of Public Securities Schedule**Name:** GEISINGER MEDICAL CENTER**EIN:** 24-0795959**Gross Sales Price:** 5,629,653**Basis:****Sales Expenses:****Total (net):** 5,629,653

TY 2006 General Explanation Attachment

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Identifier	Return Reference	Explanation
GENERAL RETURN INFORMATION		<p>FROM 990, PART II, LINE 42 - DEPREC TOTAL ----- LAND IMPROVEMENTS 485,964 BUILDINGS 4,565,288 BUILDING SERVICE EQUIP 4,933,400 BUILDING FINISHING 238 MAJOR MOVEABLE EQUIP 12,743,532 COMPUTER EQUIP 1,102,348 DEBT COST AMORTIZATION 174,734 ----- TOTAL LINE 42 - DEPREC 24,005,504 _____ FORM 990, PAGE 2, PART II, STATEMENT PAYMENTS OF TRAVEL AND ENTERTAINMENT DURING THE FISCAL YEAR, GEISINGER PAYMENTS OF 4,069.64 FOR OR ON BEHALF OF THESE PAYMENTS WERE CLASSIFIED AS BEING AMORTIZED OVER THE 30 YEAR LIFECYCLES COSTS WERE ALLOCATED AMONG FOLLOWS: GEISINGER SYSTEM SERVICES GEISINGER MEDICAL CENTER GEISINGER CLINIC GEISINGER WYOMING VALLEY MEDICAL CENTER GEISINGER SOUTH WILKES-BARRE TOTAL _____ FORM 990, PART XI - INFORMATION REGARDING ENTITIES QUESTION 106 - DID THE REPORTING OR CONTROLLED ENTITY AS DEFINED IN SECTION 107 - DID THE REPORTING OR CONTROLLED ENTITY AS DEFINED IN SECTION 107 AS SHOWN IN THE RESPONSE TO FORM 990 MEDICAL CENTER IS CLOSELY AFFILIATE THE NORMAL COURSE OF THE OPERATIONS ARE NUMEROUS INTERORGANIZATIONAL TRANSACTIONS PROMOTE ORGANIZATIONS AND THE ATTAINMENT OF INTERORGANIZATIONAL TRANSACTION SERVICE IN A RULING APPLICATION AND OF THE IRS IN A SERIES OF PRIVATE REORGANIZATIONS' TAX EXEMPT STATUS GEISINGER ASSURANCE COMPANY, LTD IS THE CAYMAN ISLANDS, AS SUCH IT DOES ITS PARENT, GEISINGER HEALTH SYSTEM GEISINGER ASSURANCE COMPANY, LTD IN THAT AN EIN BE ENTERED ON THE CONTRACT _____ FORM 990, SCHEDULE A, PART VII-A - L CHARITIES/AFFILIATED GROUP INFORMATION DUE TO ELECTRONIC FILING LIMITATION LOBBYING INFORMATION HAS BEEN SCANNED FORM 990 SEE STATEMENT 31</p>

Identifier

Return Reference

Explanation

GENERAL ELECTIONS

TY 2006 Investments - Securities Schedule**Name:** GEISINGER MEDICAL CENTER**EIN:** 24-0795959

Description	Book Value	Cost/FMV
US AND STATE GOVERNMENT		F
CORPORATE STOCK		F
MFO HIRTLE CALLAGHAN TR INTL EQUITY	32,058,156	F
MFO HIRTLE CALLAGHAN SM CAP EQUITY	13,646,567	F
CF HIRTLE CALLAGHAN TR OFFSHORE	21,853,072	F
JP MORGAN US DIR CORP FIN INSTL INV	229,017	C
JP MORGAN US POOL CORP FIN INSTL INV	1,729,613	C
JP MORGAN EUR DIR CORP FIN INSTL INV	31,522	C
JPM EUR POOL CORP FIN INSTL INVS II	698,434	C
CF HIRTLE CALLAGHAN FUND V OFFSHORE	392,309	C
CF HIRTLE CALLAGHAN FUND VI OFFSHORE	125,681	C
CORPORATE BONDS		F
CF HIRTLE CALLAGHAN ABSOLUTE RETURN	11,797,225	F
MFO HIRTLE CALLAGHAN TR FIXED INCOME	5,718,217	F

TY 2006 Land etc. Schedule

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Category/Item	Cost/Other Basis	Accumulated Depreciation	Book Value
LAND IMPROVEMENTS	10,667,762	7,058,288	3,609,474
BUILDINGS	236,199,991	135,210,938	100,989,053
EQUIPMENT	149,611,738	95,145,776	54,465,962
CONSTRUCTION IN PROGRESS	13,054,441		13,054,441
DEPOSITS ON FIXED ASSETS	1,422,010		1,422,010
FIXED ASSET CLEARING			
LAND	1,350,908		1,350,908

TY 2006 Mortgages and Notes Payable Schedule

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Total Mortgage Amount:

Item No.	1
Lender's Name	GOOD WILL FIRE COMPANY NUMBER 1 GOOD WILL FIRE COMPANY NUMBER 1
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	746320
Balance Due	731773
Date of Note	2007-05
Maturity Date	2022-04
Repayment Terms	MONTHLY PAYMENTS OF 5,877
Interest Rate	0.0500
Security Provided by Borrower	UNSECURED
Purpose of Loan	REAL ESTATE CAPITAL LEASE
Description of Lender Consideration	HELICOPTER HANGAR, BDLG, AND LOT
Consideration FMV	470000

Item No.	2
Lender's Name	HOSPITAL BILLING & COLLECTION SVC HOSPITAL BILLING & COLLECTION SVC
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	30000000
Balance Due	30000000
Date of Note	2006-05
Maturity Date	2008-05
Repayment Terms	MONTHLY VARIABLE PAYMENTS
Interest Rate	0.0445
Security Provided by Borrower	ACCOUNTS RECEIVABLE
Purpose of Loan	FINANCE PURCHASE OF HOSPITAL (GSWB)
Description of Lender Consideration	CASH
Consideration FMV	30000000

TY 2006 Other Assets Schedule

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Description	Beginning of Year Amount	End of Year Amount
INTERCOMPANY RECEIVABLE	53,186,285	46,838,167
INVESTMENT IN HBCS, LTD	6,000,000	
SUBORDINATED NOTE HBCS	4,000,000	
INTESTMENT IN HEALTHSOUTH/GHS LLC	2,046,591	1,795,210
DEFERRED COMPENSATION	78,285	
OTHER RECEIVABLES	57,784	34,845
UNREALIZED GAIN ON DERIVATIVE	556,573	1,900,654
SWAP RECEIVABLE		305,767

TY 2006 Other Changes in Net Assets Schedule**Name:** GEISINGER MEDICAL CENTER**EIN:** 24-0795959

Description	Amount
NET UNREALIZED GAINS ON INVESTMENTS	1,876,486
TRANSFER FROM AFFILIATE - GEISINGER FOUNDATION	1,172,768
BOOK INCOME FOR HEALTHSOUTH/GHS LLC	1,325,000
CHANGE IN VALUE OF DERIVATIVE	2,255,706
K-1 INCOME FOR HEALTHSOUTH/GHS LLC EIN 72-1398803	-982,874
UNREALIZED LOSS ON DERIVATIVES	-911,626

**TY 2006 Other Expenses
Not Included Schedule**

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Description	Amount
REVERSAL OF PRIOR YEAR OVER-ACCRUED FEES	232,882
RECLASS BANK AND INVESTMENT FEES	60,232
K-1 EXPENSES FROM HEALTHSOUTH/GHS LLC	1,038

TY 2006 Other Liabilities Schedule**Name:** GEISINGER MEDICAL CENTER**EIN:** 24-0795959

Description	Beginning of Year Amount	End of Year Amount
3RD PARTY UNFILED COST REPORT SETTLE	21,555,010	31,424,104
ALLOWANCE FOR UNFILED CLAIMS	5,278,370	6,752,908
MEDICAL LEGAL CLAIMS ALLOWANCE	4,971,915	5,222,795
ACCOUNTS RECEIVABLE CREDIT BALANCES	1,432,658	3,513,722
DEFERRED COMPENSATION	78,285	
DEPOSITS	900	1,300
BOND REBATE PAYABLE		72,830

**TY 2006 Other Notes/Loans
Receivable Short Schedule**

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Category/Name	Amount
ALLOWANCE FOR DOUBTFUL ACCOUNTS	

TY 2006 Other Revenues Included Schedule

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Description	Amount
TRANSFERS FROM AFFILIATES	1,172,768
BOOK INCOME FROM HEALTHSOUTH/GHS LLC	1,325,000
CHANGE IN VALUE OF DERIVATIVE	2,255,707

**TY 2006 Other Revenues
Not Included Schedule**

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Description	Amount
REVERSAL OF PRIOR YEAR OVER-ACCRUED FEES	232,882
K-1 INCOME FROM HEALTHSOUTH/GHS LLC	983,912
RECLASS BANK AND INVESTMENT FEES	60,232

TY 2006 Tax-Exempt Bond Liabilities Schedule

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

Item No.	1
Name of Issue	GEISINGER AUTHORITY SERIES A OF 199
Purpose	CAP EXP & REFUND 89 & 92 BOND SERIE
Amount Outstanding	41320257
Unexpeded Bond Proceeds	
Third Party Use	
Space Percentage	
Maturity Date	
Repayment Terms	ANNUAL & SEMI-ANNUAL PMTS
Interest Rate	5.14 %
Security	NONE - PRIMARY OBLIGOR GHSE

Item No.	2
Name of Issue	GEISINGER AUTHORITY SERIES 2002
Purpose	TO FINANCE CAPITAL EXPENDITURES
Amount Outstanding	31526863
Unexpeded Bond Proceeds	
Third Party Use	
Space Percentage	
Maturity Date	
Repayment Terms	PERIODIC PAYMENTS; VAR INT
Interest Rate	3.64 %
Security	NONE - PRIMARY OBLIGOR GHSE

Item No.	3
Name of Issue	GEISINGER AUTHORITY SERIES 2005A
Purpose	TO FINANCE CAPITAL EXPENDITURES
Amount Outstanding	36500000
Unexpeded Bond Proceeds	
Third Party Use	
Space Percentage	
Maturity Date	
Repayment Terms	PERIODIC PAYMENTS; VAR INT
Interest Rate	3.62 %
Security	NONE - PRIMARY OBLIGOR GHSE

Item No.	4
Name of Issue	GEISINGER AUTHORITY SERIES 2005B
Purpose	TO REFUND SERIES 2000 BOND ISSUE
Amount Outstanding	39778503
Unexpeded Bond Proceeds	
Third Party Use	
Space Percentage	
Maturity Date	
Repayment Terms	PERIODIC PAYMENTS; VAR INT
Interest Rate	3.64 %
Security	NONE - PRIMARY OBLIGOR GHFS

Item No.	5
Name of Issue	GEISINGER AUTHORITY SERIES 2005C
Purpose	TO REFUND SERIES 2000 BOND ISSUE
Amount Outstanding	25749437
Unexpeded Bond Proceeds	
Third Party Use	
Space Percentage	
Maturity Date	
Repayment Terms	PERIODIC PAYMENTS; VAR INT
Interest Rate	3.64 %
Security	NONE - PRIMARY OBLIGOR GHFS

Item No.	6
Name of Issue	GEISINGER AUTHORITY SERIES 2007
Purpose	TO FINANCE CAPITAL EXPENDITURES
Amount Outstanding	49246791
Unexpeded Bond Proceeds	
Third Party Use	
Space Percentage	
Maturity Date	
Repayment Terms	PERIODIC PAYMENTS; VAR INT
Interest Rate	4.36 %
Security	NONE - PRIMARY OBLIGOR GHFS

TY 2006 Self Dealing Statement

Name: GEISINGER MEDICAL CENTER

EIN: 24-0795959

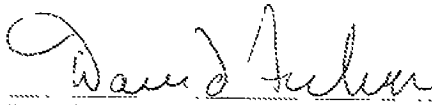
Line Number	Explanation
2c	<p>AS SHOWN ON FORM 990, PART VI, QUESTION 80B, GEISINGER MEDICAL CENTER IS CLOSELY AFFILIATED WITH SEVERAL OTHER ORGANIZATIONS. IN THE NORMAL COURSE OF THE OPERATIONS OF THESE AFFILIATED ORGANIZATIONS THERE ARE NUMEROUS INTER ORGANIZATIONAL TRANSACTIONS, INCLUDING SALES, EXCHANGES AND LEASES OF PROPERTY, EXTENSIONS OF CREDIT, FURNISHING OF GOODS, SERVICES AND FACILITIES, AND TRANSFERS OF ASSETS. THESE INTER ORGANIZATION TRANSACTIONS PROMOTE THE EFFICIENT OPERATION OF THE VARIOUS ORGANIZATIONS AND THE ATTAINMENT OF THEIR TAX EXEMPT PURPOSES. THESE TYPES OF INTER ORGANIZATION TRANSACTIONS WERE DESCRIBED TO THE INTERNAL REVENUE SERVICE IN A RULING APPLICATION AND WERE RECOGNIZED BY THE NATIONAL OFFICE OF THE IRS IN A SERIES OF PRIVATE RULINGS AS BEING ENTIRELY CONSISTENT WITH THE ORGANIZATIONS' TAX EXEMPT STATUS. ACCORDINGLY, QUESTIONS 2(A), (B), (C), AND (E) HAVE BEEN ANSWERED "NO" WITH RESPECT TO THESE TRANSACTIONS, AND "YES" AS TO THE OTHER TRANSACTIONS DESCRIBED BELOW, IF ANY. TRANSACTIONS BY DIRECTORS, OR OFFICERS OF GEISINGER HEALTH SYSTEM FOUNDATION ARE BEING DISCLOSED AS INDIRECT TRANSACTIONS. PNC BANK SERVES AS SUCCESSOR TRUSTEE FOR THE ABIGAIL GEISINGER TRUST. DORRANCER. BELIN, ESQUIRE SERVED IN VARYING CAPACITIES AS A MEMBER, DIRECTOR AND/OR COMMITTEE MEMBER FOR GEISINGER MEDICAL CENTER AND/OR ITS AFFILIATED ENTITIES. THIS INDIVIDUAL ALSO SERVED AS A DIRECTOR ON THE ADVISORY BOARD OF PNC BANK, NATIONAL ASSOCIATION AND PNC BANK, NORTHEASTERN PENNSYLVANIA. PNC BANK ALSO HELD CERTAIN ACCOUNTS FOR GEISINGER HEALTH SYSTEM AFFILIATED ENTITIES. WILLIAM H. ALEXANDER SERVED IN VARYING CAPACITIES AS A MEMBER, DIRECTOR, AND COMMITTEE MEMBER FOR THE GEISINGER MEDICAL CENTER BOARD OF DIRECTORS AND OTHER GEISINGER HEALTH SYSTEM AFFILIATED ENTITIES. FOR THIS REPORTING PERIOD, MR. ALEXANDER WAS A FACULTY MEMBER AT THE UNIVERSITY OF PENNSYLVANIA, WHICH HAS A GENERAL AND CLINICAL TRAINING CONTRACTS WITH GEISINGER MEDICAL CENTER AND GEISINGER WYOMING VALLEY MEDICAL CENTER AS WELL AS RESEARCH CONTRACTS WITH GEISINGER CLINIC, AFFILIATE ORGANIZATIONS OF GEISINGER MEDICAL CENTER. E. ALLEN DEAVER SERVED IN VARYING CAPACITIES AS A MEMBER, DIRECTOR AND COMMITTEE MEMBER OF THE GEISINGER MEDICAL CENTER BOARD OF DIRECTORS AND OTHER GEISINGER HEALTH SYSTEM AFFILIATE ENTITIES BOARD OF DIRECTORS. FOR THIS REPORTING PERIOD, MR. DEAVER SERVED AS A DIRECTOR FOR PP&L RESOURCES. GEISINGER MEDICAL CENTER AND ITS AFFILIATED ENTITIES MAY PURCHASE UTILITY SERVICES FROM PP&L RESOURCES OR ITS AFFILIATE ENTITIES. WILLIAM J. FLOOD SERVED IN VARYING CAPACITIES AS DIRECTOR, AND/OR COMMITTEE MEMBER OF GEISINGER MEDICAL CENTER FOR THIS REPORTING PERIOD, MR. FLOOD SERVED AS THE SECRETARY/ TREASURER OF HIGHWAY EQUIPMENT & SUPPLY CO., WHICH MAY FROM TIME TO TIME PROVIDE SUPPLIES TO VARIOUS GEISINGER HEALTH SYSTEM MAINTENANCE DEPARTMENTS. JOEL S. MINDEL, M.D., PH.D. SERVED AS A COMMITTEE MEMBER OF GEISINGER MEDICAL CENTER AND DIRECTOR AND/OR COMMITTEE MEMBER OF OTHER GEISINGER HEALTH SYSTEM AFFILIATE ENTITIES. A FAMILY MEMBER OF DR. MINDEL'S IS EMPLOYED BY JENNISON WITH WHICH GEISINGER MEDICAL CENTER OR ITS AFFILIATE ENTITIES MAY HAVE INVESTMENTS. ARTHUR M. PETERS, JR., ESQUIRE, SERVED AS A COMMITTEEMEMBER OF GEISINGER MEDICAL CENTER AND DIRECTOR AND/OR COMMITTEE MEMBER FOR GEISINGER HEALTH SYSTEM AFFILIATE ENTITIES.MR. PETERS ALSO SERVED AS SOLICITOR FOR FNB BANK, N.A.GEISINGER MEDICAL CENTER AND OTHER GEISINGER GEISINGER HEALTH SYSTEM AFFILIATED ENTITIES MAY FROM TIME TO TIME CONDUCT BUSINESS WITH FNB BANK, N.A. MR. PETERSALSO SERVED AS SOLICITOR FOR THE MAHONING TOWNSHIP SEWER AND WATER AUTHORITY AND MAHONING TOWNSHIP ZONING HEARING BOARD. VARIOUS ENTITIES OF THE GEISINGER HEALTH SYSTEM MAKE PAYMENTS FROM TIME TO TIME FOR SEWER ASSESSMENT FEES AND UNDER THE TERMS AND CONDITIONS OF A COMMUNITY ASSISTANCE AGREEMENT. MR. PETERS SERVED AS A MEMBER OF THE TRUSTEE LEADERSHIP STEERING COMMITTEE FOR THE HOSPITAL AND HEALTH SYSTEM ASSOCIATION OF PENNSYLVANIA. VARIOUS PERSONNEL OF GEISINGER HEALTH SYSTEM AFFILIATED ENTITIES ARE MEMBERS OF THE HOSPITAL AND HEALTH SYSTEM ASSOCIATION OF PENNSYLVANIA. DON A. ROSINI, A MEMBER, DIRECTOR AND COMMITTEE MEMBER OF GEISINGER MEDICAL CENTER AND A MEMBER, DIRECTOR AND/OR COMMITTEE MEMBER OF GEISINGER HEALTH SYSTEM AFFILIATED ENTITIES BOARD OF DIRECTORS, ALSO SERVED AS AN ADVISORY DIRECTOR OF M & T BANK, WHICH MAY FROM TIME TO TIME DO BUSINESS WITH VARIOUS GEISINGER HEALTH SYSTEM ENTITIES. MR. ROSINIS SON-IN-LAW IS THE CHIEF EXECUTIVE OFFICER OF VNA HEALTH SYSTEM, WHICH CONTRACTS WITH GEISINGER MEDICAL CENTER FOR CONSOLIDATED BILLING SERVICES. GARY A. SOJKA, PH.D., SERVED AS DIRECTOR AND COMMITTEE MEMBER OF GEISINGER HEALTH SYSTEM FOUNDATION, AN AFFILIATE ENTITY OF GEISINGER MEDICAL CENTER. DR. SOJKA RESIGNED FROM THE GEISINGER HEALTH SYSTEM FOUNDATION BOARD ON SEPTEMBER 21, 2006, AND REMAINS IN A DIRECTOR EMERITUS STATUS, WITH NO VOTING PRIVILEGES. DR. SOJKA IS A MEMBER OF BUCKNELL UNIVERSITY'S BIOLOGY DEPARTMENT WHICH HAD CLINICAL AND NON-CLINICAL AFFILIATION, SERVICE PURCHASE AGREEMENTS AND OBSERVATIONAL AGREEMENTS WITH GEISINGER MEDICAL CENTER, GEISINGER WYOMING VALLEY MEDICAL CENTER AND GEISINGER SYSTEM SERVICES, AFFILIATE ENTITIES OF GEISINGER MEDICAL CENTER. WILLIAM R. GRUVER SERVED AS A COMMITTEE MEMBER AND/OR DIRECTOR FOR GEISINGER MEDICAL CENTER AND OTHER GEISINGER HEALTH SYSTEM AFFILIATE ENTITIES. MR. GRUVER SERVES AS A CONSULTANT FOR HIRTLE, CALLAGHAN & CO., PENNSYLVANIA ,WHICH HAS BEEN ENGAGED TO PROVIDE CHIEF INVESTMENT OFFICER SERVICES FOR GEISINGER HEALTH SYSTEM FOUNDATION. MR. GRUVER ALSO SERVED AS A FACULTY MEMBER AT BUCKNELL UNIVERSITY WHICH FOR THIS REPORTING PERIOD, HAD CLINICAL AND NON-CLINICAL AFFILIATION, SERVICE PURCHASE, AND OBSERVATIONAL AGREEMENTS WITH GEISINGER MEDICAL CENTER AND GEISINGER SYSTEM SERVICES, AFFILIATE ENTITIES OF GEISINGER HEALTH SYSTEM FOUNDATION. MR. GRUVER ALSO PROVIDES TEACHING AND CONSULTING SERVICES TO VARIOUS GEISINGER HEALTH SYSTEM ENTITIES AS PART OF A PHYSICIAN LEADERSHIP DEVELOPMENT PROGRAM. ROBERT POOLE SERVES AS A COMMITTEE MEMBER AND/OR DIRECTOR FOR GEISINGER MEDICAL CENTER AND OTHER GEISINGER HEALTH SYSTEM ENTITIES. MR. POOLE OWNS S&A HOMES, WHICH SUBMITS CONSTRUCTION BIDS FROM TIME TO TIME TO GEISINGER HEALTH SYSTEM AFFILIATE ENTITIES. AFTER A DETAILED COMPETITIVE BID PROCESS, GEISINGER HEALTH SYSTEM ACCEPTED A BID FROM S&A HOMES TO CONSTRUCT STUDENT HOUSING FOR THE GEISINGER HEALTH SYSTEM ON THE GEISINGER MEDICAL CENTER CAMPUS. GLENN D. STEELE, JR., M.D. SERVED AS THE PRESIDENT AND CEO AND/OR CHAIR OF GEISINGER MEDICAL CENTER AND OTHER GEISINGER HEALTH SYSTEM ENTITIES. DR. STEELE SERVES ON THE BOARD OF DIRECTORS FOR BUCKNELL UNIVERSITY, WHICH, FOR THIS REPORTING PERIOD, HAD CLINICAL AND NON-CLINICAL AFFILIATION, SERVICE PURCHASE AND OBSERVATIONAL AGREEMENTS WITH GEISINGER MEDICAL CENTER AS WELL AS GEISINGER WYOMING VALLEY MEDICAL CENTER, GEISINGER CLINIC AND GEISINGER SYSTEM SERVICES, AFFILIATE ENTITIES OF GEISINGER MEDICAL CENTER. FRANK J. TREMBULAK SERVED IN VARYING CAPACITIES AS AN OFFICER OF GEISINGER MEDICAL CENTER AND OTHER GEISINGER HEALTH SYSTEM AFFILIATED ENTITIES. MR. TREMBULAK SERVED AS A DIRECTOR FOR SUSQUEHANNA UNIVERSITY AS WELL AS A MEMBER OF THE EXECUTIVE AND AUDIT COMMITTEES AND THE CAMPAIGN TASK FORCE FOR SUSQUEHANNA UNIVERSITY. SUSQUEHANNA UNIVERSITY HAS ATHLETIC TRAINING AND CLINICAL AFFILIATION AGREEMENTS WITH GEISINGER MEDICAL CENTER, AS WELL AS GEISINGER CLINIC, GEISINGER WYOMING VALLEY MEDICAL CENTER AND GEISINGER SYSTEM SERVICES; AFFILIATE ENTITIES OF GEISINGER HEALTH SYSTEM FOUNDATION. MR. TREMBULAK SERVED AS A DIRECTOR AND/ORCOMMITTEE MEMBER FOR THE HOSPITAL AND HEALTH SYSTEM ASSOCIATION OF PENNSYLVANIA AND THE PENNSYLVANIA CHAMBER OF BUSINESS AND INDUSTRY. VARIOUS PERSONNEL OF GEISINGER HEALTH SYSTEM AFFILIATED ENTITIES ARE MEMBERS OF THE HOSPITAL AND HEALTH SYSTEM ASSOCIATION OF PENNSYLVANIA AND THE PENNSYLVANIA CHAMBER OF BUSINESS AND INDUSTRY. JOANNE E. WADE, EXECUTIVE VICE PRESIDENT, STRATEGIC PROGRAM DEVELOPMENT, GEISINGER HEALTH SYSTEM FOUNDATION, AN AFFILIATE ENTITY OF GEISINGER MEDICAL CENTER, SERVES AS DIRECTOR FOR FNB BANK, DANVILLE, PA, WHICH MAY FROM TIME TO TIME CONDUCT BUSINESS WITH GEISINGER HEALTH SYSTEM ENTITIES. IN ADDITION, DIRECTORS OR OFFICERS OF GEISINGER HEALTH SYSTEM FOUNDATION MAY HAVE BEEN DIRECTORS OR OFFICERS OF COMPANIES WHO IN THE NORMAL COURSE OF BUSINESS MAY HAVE OFFERED GEISINGER HEALTH PLAN AND/OR GEISINGER INDEMNITY INSURANCE COMPANY, AS ONE OF THE AVAILABLE HEALTH COVERAGE OPTIONS FOR THEIR EMPLOYEES. GEISINGER HEALTH PLAN AND GEISINGER INDEMNITY INSURANCE COMPANY ARE AFFILIATES OF GEISINGER HEALTH SYSTEM FOUNDATION.</p>

Line Number	Explanation
2d	SEE 990, PAGE 6, PART V-A, QUESTION 75C THE DIRECTORS FROM GEISINGER HEALTH SYSTEM FOUNDATION AND ITS SUBSIDIARY ENTITIES ARE REIMBURSED UNDER AN ACCOUNTABLE PLAN, THROUGH GEISINGER SYSTEM SERVICES, A GEISINGER HEALTH SYSTEM AFFILIATE, FROM TIME TO TIME FOR TRANSPORTATION COSTS DIRECTLY RELATED TO ATTENDING THE BOARD OF DIRECTORS' MEETINGS. THE FREQUENCY OF THOSE MEETINGS NECESSITATES AIR TRAVEL BY VARIOUS DIRECTORS AND REIMBURSEMENT COSTS MAY EXCEED 1,000 IN TOTAL DURING THE FISCAL YEAR FOR EACH RESPECTIVE DIRECTOR.

GEISINGER MEDICAL CENTER
SECRETARIAL CERTIFICATION

I, DAVID J. FELICIO the July appointed Chief Legal Officer and Secretary of Geisinger Medical Center, DO HEREBY CERTIFY, as indicated by my signature and the seal of the corporation affixed below, that attached hereto is a true and correct copy of a summary of amendments to corporate bylaws approved by the Geisinger Medical Center Board of Directors at their meeting held on February 71, 2007, at which time a quorum was present and voting, and as the same appears in the official records of the corporation

GEISINGER MEDICAL CENTER

BY: 
David J. Felicio
Chief Legal Officer and Secretary

AMENDED AND RESTATED BYLAWS
OF
GEISINGER MEDICAL CENTER

ARTICLE I

NAME AND LOCATION

1.01 Name. The name of the corporation is Geisinger Medical Center (the "Corporation"). The terms Corporation, Medical Center and Hospital used throughout these Bylaws shall refer to Geisinger Medical Center as a "corporation", a "Medical Center", a "Hospital", a licensed "Ambulatory Surgical Facility" and any other services or facilities that may be operated or owned by Geisinger Medical Center.

1.02 Location. The location and post office address of the registered office of the Corporation in the Commonwealth of Pennsylvania is Danville, Pennsylvania, 17822 Attention: President. The Corporation may also have offices at such other places within or without the Commonwealth of Pennsylvania as the business of the Corporation may require.

ARTICLE II

PURPOSES

2.01 Purposes. The purposes of the Corporation shall be to conduct exclusively charitable, scientific and educational activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any successor United States Internal Revenue law) (the "Internal Revenue Code") in accordance with (a) the will of Abigail A. Geisinger, dated June 19, 1915, and the codicils thereto, recorded in the Office of the Register of Wills in and for Montour County, Pennsylvania in Will Book 6, Page 151, et seq., and (b) that indenture dated September 27, 1917 between Abigail A. Geisinger and the Scranton Trust Company, now PNC Bank N.A., successor trustee to The Pennsylvania State University, (the "Trustee"), recorded in the office of the Recorder of Deeds in and for Montour County, Pennsylvania in Deed Book 32, Page 606 et seq., including

A. Establishing, constructing, maintaining, operating and managing hospitals, clinics and medical centers for the diagnosis and prevention of disease and the treatment, care and cure of the sick and suffering;

B. Establishing, constructing, maintaining, operating and managing schools for the training and education of persons in medicine, nursing, and other health care disciplines;

C. Making donations and other transfers Geisinger Health System Foundation and to organizations controlled by such Foundation and described in Section 501(c)(3) of the Internal Revenue Code, consistent with and in furtherance of these purposes, and

D Engaging in all activities properly related to the foregoing, including the requesting of funds from individuals, corporations and other organizations for financing the services to be provided

ARTICLE III

MEMBERSHIP

3.01 Appointment and Removal The Members of the Corporation shall be those persons appointed as Members from time to time by Geisinger Health System Foundation, in each case to serve in such capacity at the discretion of Geisinger Health System Foundation, and subject to removal by the Geisinger Health System Foundation at any time with or without cause

3.02 Meetings The annual meeting of the Members of the Corporation for among other purposes, the election of Directors shall be held at such time and place as the Board of Directors may determine. Special meetings of the Members may be called at any time by the Board of Directors, the Chair of the Board, the President or at least ten percent of the Members. Meetings of the Members may be held at any place within or without the Commonwealth of Pennsylvania

3.03 Notice Written notice of the time and place of all meetings of the Members shall be delivered to each Member at least five days prior to the date of such meeting (unless a longer period of notice is required by applicable law by the Articles of Incorporation or by these Bylaws) and, in the case of special meetings, shall state the general nature of the business to be conducted. Notice shall be delivered personally, by telephone facsimile, electronic mail, or by mail. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, postage prepaid, addressed to the Member at the Member's most recent address listed in the records of the Corporation

3.04 Quorum One-half of the Members shall constitute a quorum for the transaction of business at any meeting of the Members, unless a greater proportion is required by applicable law, by the Articles of Incorporation or by these Bylaws.

3.05 Voting Each Member shall be entitled to one vote on any matter submitted to a vote of the Members. The acts approved by the affirmative vote of a majority of the Members present at a meeting at which a quorum is present shall be the acts of the Members, unless a greater proportion of affirmative votes is required by applicable law, by the Articles of Incorporation or by these Bylaws

ARTICLE IV

BOARD OF DIRECTORS

4.01 General Powers. The business and affairs of the Corporation shall be managed by the Board of Directors. In addition to the powers and authority expressly granted by these Bylaws, the Board of Directors may exercise all powers of the Corporation and do all lawful acts and things that are not prohibited by applicable law, by the Articles of Incorporation or by these Bylaws.

4.02 Duties The Board of Directors of the Corporation shall serve as the governing body of the Corporation, and in connection therewith, the Board of Directors shall, in addition to taking action in furtherance of the purposes of the Corporation

A. Be responsible to the Corporation for the operation of the facilities.

B. Annually approve a budget for the operation of the Corporation, which includes, but is not limited to, making sufficient resources available to assure that the Corporation remains financially viable and is capable of providing appropriate and adequate services to patients.

C. Annually approve a business plan which includes, but is not limited to, long and short term capital expenditures, and facility planning.

D. Annually review a plan for Performance Improvement.

E. Annually review the adequacy and appropriateness of insurance for the business affairs of the Corporation.

F. Annually disclose dual interests between members of the Board of Directors and the Corporation.

G. Annually evaluate the performance of the Board of Directors.

H. Annually evaluate the performance of the President.

I. Provide for orientation of new members on the Board of Directors.

J. Make available a program for continuing education for all members of the Board of Directors.

K. Approve the incurrence of additional indebtedness including indebtedness in the form of capital leases.

L. Approve the purchase of real estate and the sale, mortgage, lease away or disposal of real property and

M. Annually present to the Members the year-end audited financial statements and accompanying management letters.

N. Provide for a Patient Bill of Rights, establish policies and procedures to assure compliance and dissemination of the Patient's Bill of Rights, and monitor compliance through the Performance Improvement Plan.

4.03 Qualification. Any natural person, whether or not a resident of Pennsylvania may serve as a Director of the Corporation. Individuals who have been requested to serve as a member of the Board of Directors by virtue of their leadership role within the community, business world, or profession shall tender their resignation as a Director when their leadership role within the community, business world, or profession concludes. The Board may choose to not accept an individual Director's resignation as it deems appropriate.

4.04 Number. The Board of Directors shall consist of the President of the Corporation, an individual appointed as the Medical Staff representative and such number of additional Directors as the Members may from time to time determine, but in no case fewer than five or more than fifteen Directors in the aggregate.

4.05 Term and Appointment. The President of the Corporation shall be a Director by reason of holding such office. The remaining Directors shall be elected by the Members at the annual meeting of the Members. All Directors except the President of the Corporation shall serve for one year (or when filling a vacancy, the unexpired portion of the term) or until their successors are elected and have qualified. Members of the Corporation may serve as Directors and Directors may succeed themselves from term to term. Vacancies on the Board of Directors shall be filled by the Members in their discretion at the annual meeting of the Members or at a special meeting called for such purpose.

4.06 Meetings. The annual organizational meeting of the Board of Directors for, among other purposes, the election of officers, and all regular meetings of the Board of Directors shall be held at such times and places as the Board of Directors may from time to time determine. Special meetings of the Board of Directors may be called at any time by the Chair of the Board, the President, more than one third of all Directors or more than one third of all Members. The Board of Directors shall designate one meeting each year to be open to the general public, notice of which shall be placed at least fourteen days prior to the date of such meeting in such local newspaper or newspapers as the Board of Directors may determine. Meetings of the Board of Directors may be held at any location within or without the Commonwealth of Pennsylvania. 4.07 Notice. Written notice of the time and place of all meetings of the Board of Directors shall be delivered to each Director at least five days prior to the date of such meeting (unless a longer period of notice is required by applicable law, by the Articles of Incorporation or by these Bylaws) and, in the case of special meetings, shall state the general nature of the business to be conducted. Notice shall be delivered personally, by telephone facsimile, by electronic mail, or by mail. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, postage prepaid, addressed to the Director at the Director's most recent address listed in the records of the Corporation.

4.08 Removal. Directors shall be removed from the Board in accordance with provisions of the Pennsylvania Nonprofit Corporation Law, as may be in effect from time to time.

4.09 Quorum. One-half of the Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, unless a greater proportion is required by applicable law, by the Articles of Incorporation or by these Bylaws.

4.10 Voting. Each Director, including the President, shall be entitled to one vote on any matter submitted to a vote of the Board of Directors. The acts approved by the affirmative vote of a majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors, unless a greater proportion of affirmative votes is required by applicable law, by the Articles of Incorporation or by these Bylaws.

4.11 Concurrence Required for Certain Transfers. Geisinger Health System Foundation or the Corporation shall not, without the prior approval of the Trustee, sell, transfer or otherwise dispose of all or substantially all of the assets of the Corporation.

ARTICLE V

OFFICERS

5.01 Officers. The Board of Directors, at its annual organizational meeting, shall elect the Chair of the Board. The Members shall elect the President at the annual meeting of the Members, and the President shall, in turn, appoint the Secretary, Assistant Secretary and Treasurer. The Board of Directors may create such other offices as it deems necessary or desirable and the President shall appoint such

officers as may be necessary to fill any additional offices created by the Board of Directors. The Chair of the Board, and President shall have such powers and duties as these Bylaws prescribe or as the Board of Directors may determine from time to time, and shall serve at the discretion of the Board of Directors. All other officers shall have the powers and duties determined from time to time by the President or the Board of Directors and shall serve at the discretion of the President and the Board of Directors. No officer need be a Director except the Chair of the Board, who shall be chosen from among the Directors, and the President, who shall be a Director by reason of holding such office. Any two or more offices may be held by the same person. All officers shall hold office for a term of one year (or such other term as the Board of Directors shall determine for any office from time to time) or until their successors are elected and have qualified, unless sooner removed by the Board of Directors or the President in accordance with their respective powers set forth herein. Neither the Chair of the Board of the Trustee, the Vice-Chair of the Board of the Trustee nor any officer of the Trustee may serve as Chair of the Board, President or chief executive officer of the Corporation without the written consent of the Board of Directors and the Trustee.

5.02 Chair of the Board. The Chair of the Board, who shall be chosen from among the Directors, shall preside at all meetings, when the Chair is present, of the Board of Directors and the Executive Committee, if one exists. The Chair of the Board shall be a voting member ex-officio of all Standing Committees and Advisory Committees (as such committees are defined below in Sections 6.01 and 6.02, respectively).

5.03 President. The President shall be the chief executive officer of the Corporation. The President shall be responsible for the management of the Corporation, including the general supervision of all operations and personnel of the Corporation, subject to the policies and directives of the Board of Directors. In addition, the President shall

- (a) In the absence of the Chair of the Board, perform the duties of the Chair of the Board and preside at meetings of the Board of Directors,
- (b) Shall be a voting member ex-officio of all Standing Committees and Advisory Committees (as such committees are defined below in Sections 6.01 and 6.02, respectively)
- (c) Designate other individual(s) by name or position who are authorized to act for him during his absence,
- (d) Be responsible for the implementation of established policies in the operation of the hospital,
- (e) Serve as the liaison among the Board, Medical Staff, Administrative Staff, and departments within the hospital,
- (f) Provide for the organization of the administrative functions of the hospital including appointment of administrative staff and the establishment of formal lines of responsibility and accountability;
- (g) Attend regularly scheduled meetings of the Board of Directors, and
- (h) Perform such other duties as the Board of Directors shall from time to time direct.

5.04 Secretary. The Secretary shall keep the minutes of all meetings of the Board of Directors and all meetings of the Members, and shall have charge and custody of the records and seal of the Corporation. The Secretary shall have such other duties and responsibilities as are customarily associated with such office, or are assigned by the President or the Board of Directors.

5.05 Assistant Secretary. In the absence of the Secretary, the Assistant Secretary shall perform the duties of the Secretary. The Assistant Secretary shall have such other duties and responsibilities as are customarily associated with such office, or are assigned by the President or the Board of Directors.

5.06 Treasurer. The Treasurer shall have charge and custody of the funds of the Corporation, shall maintain an accurate accounting system and shall present financial reports to the President and the Board of Directors in such manner and form as the President or the Board of Directors may from time to time determine. The Treasurer shall have such other duties and responsibilities as are customarily associated with such office, or are assigned by the President or the Board of Directors.

5.07 Removal. The Chair of the Board, may be removed by the Board of Directors at any time with or without cause. The President may be removed by the Members at any time with or without cause. Any other officer of the Corporation may be removed by either the President or the Board of Directors at any time with or without cause.

5.08 Vacancy. A vacancy in the office of Chair of the Board shall be filled by the Board of Directors in its discretion. A vacancy in the office of President shall be filled by the Members in their discretion. A vacancy in any other office shall be filled by either the President or the Board of Directors in their discretion.

5.09 Delegation of Duties. In the absence of any officer of the Corporation, or for any other reason that the Board of Directors or the President may deem sufficient, the Board of Directors or the President may delegate, for the time being, the powers and duties, or any of them, of such officer to any other officer or to any Director or other person that the Board of Directors or the President may select.

ARTICLE VI

STANDING COMMITTEES OF THE BOARD OF DIRECTORS AND ADVISORY COMMITTEES

6.01 Standing Committees. The Board of Directors may establish such standing committees of the Board of Directors (and in each case, appoint the members and the chair thereof as it deems necessary or desirable ("Standing Committees") including, without limitation, a Medical Affairs Committee, as more fully described below. Standing Committees shall be comprised of Directors only with the exception of the Medical Affairs Committee and the GMC Outpatient Surgery - Woodbine ("GMC OSW") Operations Committee as more fully described below. The Board of Directors may delegate such authority to a Standing Committee as it deems appropriate and is not prohibited by applicable law. All Standing Committees and their members shall serve at the discretion of the Board of Directors.

(a) Nominating Committee. The Nominating Committee shall consist of those individuals who shall serve from time to time on the Geisinger Health System Foundation Nominating Committee.

(b) Medical Affairs Committee. The members of the Medical Affairs Committee shall be those individuals as appointed by the Geisinger Health System Foundation Board of Directors to serve as members from time to time. The Medical Affairs Committee shall have the authority to oversee and make final decisions relating to the appointment, reappointment and resignations of physicians, trial settlements and or trial proceedings relating to third party professional liability actions for the Corporation, and any other research and or medical affairs matters that the Board of Directors deem appropriate and is not prohibited by applicable law.

(c) Management and Compensation Committee There shall be a Management and Compensation Committee of the Board of Directors. The Management and Compensation Committee shall evaluate the performance of and establish compensation levels for the Corporation's executive management, review and approve compensation plans, and review and approve compensation policies and procedures to ensure compliance with prudent business practices and to best ensure maintenance of the Corporation's tax-exempt status. The Management & Compensation Committee shall consist of those individuals who shall serve from time to time on the Geisinger Health System Foundation Management & Compensation Committee.

(d) Audit Committee There shall be an Audit Committee of the Board of Directors. The Audit Committee shall have the authority to select, retain, and or terminate external financial auditors for the Corporation, review the overall scope of the annual financial audit, review and approve the annual audit results, including the external auditor's management letter and management's responses thereto, review the results of internal audits and ensure that the Corporation's management responds appropriately, and report all relevant matters to the Board of Directors on a timely basis. The Audit Committee shall consist of those individuals who shall serve from time to time on the Geisinger Health System Foundation Audit Committee.

(e) Investment Committee There shall be an Investment Committee of the Board of Directors. The Investment Committee shall assist the Board of Directors to fulfill its fiduciary obligations regarding the prudent investment management of the Corporation's operating and reserve funds in accordance with the Corporation's purposes by reviewing and approving investment policies, approving the selection of investment managers and their fees, reviewing investment performance, and reporting all relevant matters to the Board of Directors on a timely basis. The Investment Committee shall consist of those individuals who shall serve from time to time on the Geisinger Health System Foundation Investment Committee.

(f) Finance Committee The Finance Committee shall serve as a forum for ongoing operating and financial issues and provide a mechanism for focusing on strategic financial and operational issues, reviewing major complex financial transactions, and providing recommendations with regard to the developments of operating and capital budgets. The Finance Committee shall consist of those individuals who serve from time to time on the Geisinger Health System Foundation Finance Committee.

Specific tasks to be undertaken by the Finance Committee on an annual basis shall include the following: annual meeting with the audit committee and follow-up with the external auditors to discuss operating trends, review management letter, and develop recommendations regarding a consolidated annual budget.

The Finance Committee shall not undertake functions which are duplicative of the Audit or Investment Committees and shall work in a coordinated fashion with all three committees to assure that the fiduciary obligations of the Board of Directors shall be discharged with regard to oversight of the Foundation's affairs.

(g) GMC OSW Operations Committee There shall be a GMC OSW Operations Committee of the Board of Directors, which shall have the authority and the responsibility for overseeing the day-to-day operations of Geisinger Outpatient Surgery - Woodbine, including all functions required of the "governing body" of a hospital outpatient facility that is licensed as an Ambulatory Surgical Facility under Pennsylvania law. The members of the GMC OSW Operations Committee, a majority of whom shall be physicians, shall include the Medical Director of GMC OSW, the Vice President, Division of Anesthesiology and Surgery of Geisinger Medical Center, the Clinical Director of GMC OSW, the Lead CRNA of GMC OSW, and such additional members as the GMC OSW Operations Committee shall recommend, provided the Board concurs in such recommendation.

(b) Geisinger Ventures Committee

The Geisinger Ventures Committee shall have the principle functions as identified in its charter. The Geisinger Ventures Committee shall consist of those individuals who shall serve from time to time on the Geisinger Health System Foundation Geisinger Ventures Committee.

Standing Committees shall be comprised of Directors only and such other individuals that the Standing Committees, with the concurrence of the Board, may deem appropriate who are not Directors, but who shall have voting privileges and who shall possess the expertise required to guide the Standing Committees in fulfilling its purpose and function, as long as the majority of any standing committee's membership consists of members of the Board, with the exception of the GMC OSW Operations Committee and the Medical Affairs Committee as more fully described above. The Board of Directors may delegate such authority to a Standing Committee as it deems appropriate and is not prohibited by applicable law. All Standing Committees and their members shall serve at the discretion of the Board of Directors.

6.02 Advisory Committees. The Board of Directors, the Chair of the Board or the President may establish one or more Advisory Committees (and in each case, appoint the members and the chair thereof) to serve at the discretion of the Board of Directors and to advise the Board of Directors and the President in the performance of their duties. Persons may be appointed to an Advisory Committee who are neither Members of the Corporation nor Directors, provided that the chair of any Advisory Committee shall be chosen from among the Directors. No Advisory Committee may have or exercise any authority of the Board of Directors to manage the business and affairs of the Corporation. All Advisory Committees and their members shall serve at the discretion of the Board of Directors.

6.03 Term. Each member of a Standing or Advisory Committee shall continue as such until the next annual organizational meeting of the Board of Directors or until his or her successor is elected and has qualified, unless sooner removed or unless such committee is sooner disbanded by the Board of Directors or the Executive Committee, if one exists. Vacancies in the membership of any Standing or Advisory Committee shall be filled by appointments made in the same manner as the initial appointments to such committee in accordance with these Bylaws.

6.04 Removal. Any member of a Standing or Advisory Committee may be removed at any time by the Board of Directors with or without cause.

6.05 Quorum. A majority of the members of a Standing or Advisory Committee shall constitute a quorum for the transaction of any business, and the acts of a majority of the members present at any meeting at which a quorum is present shall be the acts of such committee, in each case unless a greater proportion is required by applicable law, by the Articles of Incorporation or by these Bylaws.

6.06 Minutes, Procedures and Reports of Committees. The Chair of each Standing and Advisory Committee shall designate a secretary, who need not be a member of such committee. Each Standing and Advisory Committee shall establish procedural rules consistent with applicable law, these Bylaws and the policies and directions of the Board of Directors and the Members, shall keep minutes of each of its meetings and shall issue such reports as the Board of Directors, the Executive Committee or the President may request.

ARTICLE VII

MEDICAL EXECUTIVE COMMITTEE

7.01 Appointment. There shall be a Medical Executive Committee which shall consist of the President, Medical Director of the Professional Clinical Staff, the Clinical Chairs of the various Departments and such additional number of persons appointed by, and serving at the discretion of, the Board of Directors as the Board of Directors may determine from time to time.

7.02 Duties. The Medical Executive Committee shall participate in the formulation of policies, procedures, rules and regulations for the general operation of the Hospital operated by the Corporation, all of which shall be in accordance with the policies and directives set forth by the Board of Directors from time to time. The Medical Executive Committee shall conduct an ongoing review and appraisal of the quality of patient care services provided by all individuals, including those who are and are not subject to the Medical Staff ("Staff") delineation process, and shall report such activities and their results to the Board of Directors. The Medical Executive Committee shall have the additional duties set forth in the Bylaws, Rules and Regulations of the Medical and Dental Staff, as amended from time to time (the "Staff Bylaws"). The Board of Directors or the President may delegate to the Medical Executive Committee such responsibilities and duties as either the Board of Directors or the President deems appropriate, and may restrict or rescind the delegation of any such responsibilities and duties at any time. The Medical Executive Committee may appoint an executive committee or other committees to assist in the performance of its duties, subject in all cases to the policies and directives set forth by the Board of Directors.

ARTICLE VIII

CANCER CENTER COMMITTEE

8.01 Purpose

The Geisinger Medical Center Cancer Center Committee will function as a standing committee for Geisinger Medical Center as required by the Commission on Cancer of the American College of Surgeons for an approved Cancer Program. The responsibilities of the Geisinger Medical Center Cancer Center Committee shall be to plan, initiate, guide and assess the activities of the Geisinger Medical Center Cancer Center, which relate to patient care, research and education.

8.02 Objectives

The Geisinger Medical Center Cancer Center Committee shall be as follows:

- Identify key cancer prevention programs. (C)
- Ascertain if there is a need, based on a comparison of the institution's data with national or regional data, for public and professional education programs about early diagnosis of specific malignancies. (QI)
- Make certain that pre-treatment workup and staging are comparable to or exceed national or regional data. (QI)
- Review types of treatment to determine the need for, or the impact of, specific professional educational programs. (P)(C)
- Analyze patient survival by stage of disease and treatment as compared with national or regional data. (QI)

- Encourage systematic lifelong surveillance of all patients with cancer (QI)
- Provide guidance for the Cancer Registry functions (QI)
- Make certain that cancer conferences include major cancer sites yearly and are primarily patient-oriented and prospective (C)
- Perform regular patient care evaluation studies as part of GMC performance improvement process (QI)
- Embrace Strategic Planning Initiatives of the Cancer Institute (P) (C)

8.03 Membership

The membership of the Geisinger Medical Center Cancer Center Committee shall include board-certified representatives from the medical specialties frequently involved in the care of the cancer patient. The areas that are represented include but not limited to, the departments of Surgery, Hematology Oncology, Radiation Oncology, Head & Neck Surgery, Gynecology, Pediatrics, Urology, Diagnostic Radiology, Pathology and Family Practice and other cancer related specialties. The Geisinger Medical Center Cancer Center Committee includes the Cancer Liaison Physician and the Cancer Registrar. The Geisinger Medical Center Cancer Center Committee shall also include members from Administration, Nursing Services, Performance Improvement, Social Services, and Cancer Registry. The Chairperson of the Geisinger Medical Center Cancer Center Committee shall be appointed by the committee for a three-year term. The Administrative partner is assigned to the Geisinger Medical Center Cancer Center Committee.

8.04 Meetings

The Geisinger Medical Center Cancer Center Committee shall meet monthly, but not less than four times per year. The Chairperson shall call additional meetings as may be required.

8.05 Reporting

Minutes are sent to the Associate Chief Medical Officer for Geisinger Medical Center, who reports to the Medical Executive Committee on the activities of the Cancer Committee. Minutes are also distributed to all Geisinger Medical Center Cancer Center Committee Members.

ARTICLE IX

MEDICAL AND DENTAL STAFF

9.01 Appointment

A. The Board of Directors shall (i) appoint each member of the Staff, which shall be composed of physicians and dentists who are graduates of accredited schools, (ii) require that the Staff be organized in a responsible administrative body and that the Staff adopt, as the Staff Bylaws, rules and regulations for the governance of medical, osteopathic and dental practice in the Medical Center. The Staff Bylaws shall be subject to approval by the Board of Directors. Physicians, osteopaths and dentists appointed to the Staff shall have responsibility for the care of patients, subject to, and in accordance with, such rules and limitations as are imposed by these Bylaws, the Staff Bylaws and the Board of Directors.

B. The process for appointment, reappointment and removal of Medical Staff shall be set forth in the Staff Bylaws and/or rules and regulations.

9.02 Duties. The Board of Directors shall delegate to the Staff such authority as it deems appropriate to ensure the quality of professional care provided to the Hospital's patients. The Staff shall conduct an ongoing review and appraisal of the quality of professional care rendered in the hospital and shall report such activities and their results to the Board of Directors. The Staff shall report and make recommendations to the Board of Directors regarding appointments, reappointments, and other changes in Staff membership and privileges, disciplinary actions, all matters relating to professional competency and patient care and such other matters as the Board of Directors may from time to time request.

9.03 Staff Bylaws. The Staff Bylaws shall be formulated by the Staff, in consultation with the Medical Executive Committee, and shall be effective when approved by the Board of Directors. The Staff Bylaws (and any amendments thereto when approved by the Board of Directors) shall be binding upon all members of the Staff. The President shall review the Staff Bylaws at least annually in consultation with the Staff, and shall report the results of such review to the Board of Directors. The Staff shall have initial responsibility for formulating, adopting and recommending to the Board of Directors amendments to the Staff Bylaws, which shall be effective when approved by the Board of Directors. If the Staff fails to exercise this responsibility in good faith and in a reasonable, timely and responsible manner, and after written notice from the Board of Directors to such effect, including a reasonable period of time for response, the Board of Directors may resort to its own initiative in formulating or amending the Staff Bylaws. In such event, recommendations and views of the Staff shall be carefully considered by the Board of Directors during the deliberations of the Board of Directors and in its actions.

9.04 Delegation and Recision of Authority. Nothing in this Article VIII shall reduce the authority of the Board of Directors to amend these Bylaws in accordance with Article XIV hereof. The Board of Directors shall have the right to rescind at any time the delegation of any authority granted by or pursuant to this Article VIII.

ARTICLE X

LIMITATION ON LIABILITY

10.01 Personal Liability of Directors. A director shall not be personally liable, as such, for monetary damages for any action taken, or the failure to take any action, unless (i) the director has breached or failed to perform the duties of his office under the Pennsylvania Nonprofit Corporation Law, as amended from time to time and the breach or failure to perform the duties constitutes self-dealing, willful misconduct or recklessness, or (ii) the Board determines that under the circumstances indemnification would constitute an excess benefit transaction under Section 1728 of the Internal Revenue Code of 1986, as amended. The provisions of this Section 9.01 shall not apply to (i) the responsibility or liability of a director pursuant to any criminal statute or (ii) the liability of a director for the payment of taxes pursuant to local, state or federal law (including any excise taxes which may be due as appropriate if the action or failure to act is deemed to constitute an excess benefit transaction).

ARTICLE XI

INDEMNIFICATION

11.01 Right to indemnification. To the maximum extent permitted by the Pennsylvania Nonprofit Corporation Law, as amended from time-to-time, the Corporation shall indemnify its currently acting and its former directors and officers and those persons who, at the request of the Corporation serve or have served another corporation, partnership, joint venture, trust or other enterprise in one or more of such capacities, and may indemnify any of its current or former employees, agents against any and all liabilities incurred in connection with their services in such capacities to the extent determined

appropriate by the Board of Directors. In such circumstances, the Corporation shall pay expenses incurred by any currently acting or former director or officer, and may pay expenses incurred by any current or former employee or agent in defending a civil or criminal action, suit or proceeding in advance of the final disposition of such action, suit or proceeding; provided, however, the director, officer, employee, or agent agrees to repay amounts advanced if it shall ultimately be determined that such person is not entitled to be indemnified by the Corporation in accordance with the provisions of the Pennsylvania Non-Profit Corporation Law.

ARTICLE XII

CONFLICT OF INTEREST

12.01 Conflict of Interest. Conflicts of interest shall be addressed through the Conflicts of Interest Policy adopted by the Board of Directors. No contract or other transaction between this Corporation and any other corporation, partnership, association, or other organization in which one or more of the Corporation's directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely for such reason, or solely because the director or officer is present at or participates in the meeting of the Board of Directors which authorizes the contract or transaction, or solely because his or their votes are counted for such purpose, if (i) the material facts as to the relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors and the Board in good faith authorizes the contract or transaction by the affirmative votes of a majority of the disinterested directors even though the disinterested directors are less than a quorum, or (ii) the contract or transaction is fair as to the Corporation as of the time it authorized, approved or ratified by the Board of Directors.

12.02 Quorum. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors which authorizes a contract or transaction specified in Section 11.01 of these Bylaws.

ARTICLE XIII

GEISINGER MEDICAL CENTER AUXILIARY

13.01 Auxiliary. There shall be established a Geisinger Medical Center Auxiliary, the purposes of which shall be (a) to promote and advance the welfare of the hospital through activities approved by the Board of Directors and (b) to promote goodwill for the hospital through services to the hospital and its patients. The bylaws of the Geisinger Medical Center Auxiliary (and any amendments thereto) shall not be effective unless and until approved by the Board of Directors.

ARTICLE XIV

MISCELLANEOUS PROVISIONS

14.01 Fiscal Year. The fiscal year of the Corporation shall end on the 30th day of June of each year.

14.02 Consent of Members, Directors and Committee Members in Lieu of Meeting. Any action which may be taken at a meeting of the Members, the Board of Directors or any committee may be taken without a meeting if a consent thereto in writing, setting forth the action so taken, shall be signed by all of the Members, Directors or respective committee members, as the case may be, and is subsequently filed with the Secretary of the Corporation.

ARTICLE XV

REVIEW AND AMENDMENT OF BYLAWS

15.01 Review. The Board of Directors shall (a) review these Bylaws annually, (b) make revisions as necessary in accordance with Section 14.02 below, and (c) indicate the date or dates when last reviewed and/or revised.

15.02 Amendments. These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted, by the Members of the Corporation or by the Board of Directors, provided that (a) in each case the prior approval of the Geisinger Health System Foundation is obtained.

Date Last Revised February 21, 2007

Last Annual Review February 21, 2007

H-PUBBYL Current Corporate Bylaw - Gen. Bylaws Feb. 2007 Doc.

Statement 31 - Form 990 Schedule A, Page 6, Part VII-A - Substantive Scholarship

In accordance with Reg. 54.5131-1(c), the following tables are an estimated group of organizational activities performed in a period of reporting following a liquidation:

Form 990 filer's fiscal year	Geisinger Health Services	Geisinger Medical Center	Geisinger Health Services - Community Care	Geisinger Health Services - Long Term Care	Geisinger Health Services - Home Care	Geisinger Health Services - Behavioral Health	Geisinger Health Services - Specialty Care	Geisinger Health Services - Research	Geisinger Health Services - Education	Geisinger Health Services - Administration	Geisinger Health Services - Information Technology	Geisinger Health Services - Facilities	Geisinger Health Services - Other	Total
Employer ID number	23-1507913	24-060988	14-081171	24-3152743	23-264798	23-1956159	23-2171417	23-2491807	23-2057237	14-1502894	23-0220919	21-0862492		
Prescribed facility expenses	0	0	0	0	1,000	0	0	0	0	0	0	0	0	1,000
Direct laboring expenses	0	8,267	0	0	0	13,250	0	0	0	0	0	0	0	21,517
Total indirect expenses	0	8,267	0	0	0	13,250	0	0	0	0	0	0	0	21,517
Other exempt purposes expenses	0	570,150,000	417,490,000	80,310,000	279,211,000	100,000,000	8,470,710	0	2,800,000	9,750,000	100,000	0	0	1,004,777,710
Excess grants, gifts, and other expenses	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Excess laboring expenses	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Does the member have a laboratory election in effect for the current year?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	No	No	No	No	

Geisinger Health Services
 GEISINGER MEDICAL CENTER
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