



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 private foundations) ▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS generally cannot redact the information on the form. ▶ Information about Form 990 and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2013 Open to Public Inspection
--	---	---

A For the 2013 calendar year, or tax year beginning 07-01-2013 , 2013, and ending 06-30-2014									
B Check if applicable ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending		C Name of organization GEISINGER HEALTH PLAN				D Employer identification number 23-2311553			
		Doing Business As							
		Number and street (or P O box if mail is not delivered to street address) 100 NORTH ACADEMY AVENUE MC 49-70			Room/suite	E Telephone number (570) 271-6624			
		City or town, state or province, country, and ZIP or foreign postal code DANVILLE, PA 17822							
						G Gross receipts \$ 1,725,396,866			
		F Name and address of principal officer GLENN D STEELE JR MD PHD 100 NORTH ACADEMY AVENUE MC 22-01 DANVILLE, PA 17822			H(a) Is this a group return for subordinates? ☐ Yes ☒ No				
					H(b) Are all subordinates included? ☐ Yes ☐ No If "No," attach a list (see instructions)				
I Tax-exempt status ☐ 501(c)(3) ☒ 501(c) (4) (insert no) ☐ 4947(a)(1) or ☐ 527					H(c) Group exemption number ▶				
J Website: ▶ WWW.GEISINGER.ORG									
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶				L Year of formation 1972		M State of legal domicile PA			

Part I		Summary	
Activities & Governance	1 Briefly describe the organization's mission or most significant activities GEISINGER HEALTH PLAN BENEFITS THE COMMUNITIES IT SERVES BY PROVIDING HIGHER QUALITY FOR EACH PERSONS HEALTH CARE DOLLAR THROUGH INNOVATIVE MODELS OF CARE AND COVERAGE THAT SUPPORT THE GEISINGER HEALTH SYSTEMS CHARITABLE MISSION		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	16
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	10
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	0
6 Total number of volunteers (estimate if necessary)	6		
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	47,339,145	
b Net unrelated business taxable income from Form 990-T, line 34	7b		
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	1,216,729,952	1,686,361,749
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	7,403,272	8,494,632
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	3,347,082	332,453
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	1,227,480,306	1,695,188,834
	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)		0
14 Benefits paid to or for members (Part IX, column (A), line 4)		0	
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)		0	
16a Professional fundraising fees (Part IX, column (A), line 11e)		0	
b Total fundraising expenses (Part IX, column (D), line 25) ☐ 0			
17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	1,178,555,473	1,654,231,662	
18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	1,178,555,473	1,654,231,662	
19 Revenue less expenses Subtract line 18 from line 12	48,924,833	40,957,172	
Net Assets or Fund Balances		Beginning of Current Year	End of Year
	20 Total assets (Part X, line 16)	315,337,680	396,304,964
	21 Total liabilities (Part X, line 26)	127,997,438	167,398,417
	22 Net assets or fund balances Subtract line 21 from line 20	187,340,242	228,906,547

Part II	Signature Block
----------------	------------------------

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer			2015-05-07	
	Date				
Paid Preparer Use Only	DAVID J FELICIO ESQUIRE SECRETARY				
	Type or print name and title				
	Prnt/Type preparer's name		Preparer's signature		Date
	2015-05-11		Check ☐ if self-employed		PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☐ No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III ☒

1 Briefly describe the organization's mission

GEISINGER HEALTH PLAN BENEFITS THE COMMUNITIES IT SERVES BY PROVIDING HIGHER QUALITY FOR EACH PERSONS HEALTH CARE DOLLAR THROUGH INNOVATIVE MODELS OF CARE AND COVERAGE THAT SUPPORT THE GEISINGER HEALTH SYSTEMS CHARITABLE MISSION

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a	(Code)	(Expenses \$)	1,592,878,713	including grants of \$	(Revenue \$)	1,686,573,143)	
		INSURANCE SEE SCHEDULE O I GENERAL INFORMATION THREE COMPANIES COMPRISE WHAT IS KNOWN AS GEISINGER HEALTH PLANS GEISINGER HEALTH PLAN, A TRADITIONAL HEALTH MAINTENANCE ORGANIZATION (HMO), GEISINGER QUALITY OPTIONS, INC , PREFERRED PROVIDER ORGANIZATION (PPO) PLANS, AND "GEISINGER INDEMNITY INSURANCE COMPANY (GIIC), WHICH OPERATES AS A THIRD PARTY ADMINISTRATOR (TPA) AND OFFERS ADMINISTRATIVE- ONLY SERVICES TOGETHER THE THREE COMPANIES HAD MORE THAN 478,000 MEMBERS AT THE END OF FISCAL YEAR 2014 ALL THREE COMPANIES ARE BASED IN DANVILLE, PENNSYLVANIA GEISINGER HEALTH PLAN (GHP), A NOT-FOR-PROFIT ORGANIZATION, PROVIDES PRE- PAID MANAGED HEALTH CARE TO ITS MEMBERS AT THE END OF THE 2014 FISCAL YEAR, GHP WAS PREDOMINATELY PROVIDING MANAGED HEALTH CARE TO GOVERNMENT PROGRAMS INCLUDING 127,000 MEDICAID MEMBERS, 54,000 MEDICARE ADVANTAGE MEMBERS AND 9,000 CHIP MEMBERS IN ADDITION, GHP PROVIDED MANAGED HEALTH CARE TO 81,000 MEMBERS FOUNDED IN 1972, INCORPORATED IN 1984, AND INITIALLY LICENSED BY THE DEPARTMENT OF INSURANCE IN 1985, GHP CURRENTLY OPERATES IN 43 CONTIGUOUS COUNTIES OF PREDOMINATELY RURAL CENTRAL AND NORTHEASTERN PENNSYLVANIA IN ADDITION, GHP CONTRACTS WITH MORE THAN 49,000 PROVIDERS AND 183 HOSPITALS GHP HAS BEEN RECOGNIZED AS ONE OF THE LARGEST RURAL HEALTH PLANS IN THE UNITED STATES AND HAS MAINTAINED THE HIGHEST LEVEL OF ACCREDITATION FROM THE NATIONAL COMMITTEE FOR QUALITY ASSURANCE (NCQA) SINCE 1993 GHP HAS THE 1 RANKED PRIVATE AND MEDICARE PLANS IN PENNSYLVANIA AND IS NATIONALLY RANKED 12 AND 10 RESPECTIVELY IN THE 2014-2015 NATIONAL COMMITTEE FOR QUALITY ASSURANCE HEALTH INSURANCE PLAN RANKINGS NEW FACILITIES AND MORE SERVICES BECAUSE GHP IS A NONPROFIT ORGANIZATION, REVENUES IN EXCESS OF THE COST OF THE HEALTH CARE PROVIDED TO MEMBERS ARE USED TO IMPROVE FACILITIES AND SERVICES, INCREASE BENEFITS AND PROVIDE AFFORDABLE RATES GHP TYPICALLY MAKES ANNUAL CONTRIBUTIONS TO THE GEISINGER HEALTH SYSTEM FOUNDATION ("THE FOUNDATION") TO ENHANCE TEACHING, EDUCATION, AND RESEARCH PROJECTS THAT BENEFIT ALL PENNSYLVANIANS THESE CONTRIBUTIONS ARE USED TO FUND THE DEVELOPMENT OF NEW FACILITIES AND TO ADD MORE SERVICES TO OUR EXISTING HOSPITALS AND PHYSICIAN CLINICS THIS DIRECTLY SUPPORTS THE CHARITABLE MISSION OF THE FOUNDATION AND IT'S CHARITABLE AFFILIATES BY MAKING IT POSSIBLE TO ENHANCE HEALTH CARE PROGRAMS AND SERVICES THROUGHOUT THE REGION WHILE IMPROVING THE AVAILABILITY OF CARE FOR PATIENTS IN OUR SERVICE AREA PROVIDING AFFORDABLE, HIGH QUALITY, COMPREHENSIVE HEALTH CARE AND BENEFITS INCREASES THE ACCESS OF CARE TO THOSE WHO MIGHT NOT OTHERWISE BE ABLE TO AFFORD HEALTH CARE AND CONTRIBUTES TO THE QUALITY OF LIFE IN ALL OF THE COMMUNITIES WE SERVE GHP PROVIDES COMPREHENSIVE HEALTH CARE SERVICES ON A PREPAID BASIS THROUGH AN INTEGRATED HEALTH CARE DELIVERY SYSTEM, WHICH PROVIDES HEALTH CARE TO THE COMMUNITY AS A WHOLE AS PART OF AN INTEGRATED HEALTH SYSTEM, GHP IS ABLE TO CHANNEL EXPERIENCE, KNOWLEDGE AND FUNDS TO PURSUE UNIQUE PROJECTS WITH THE GEISINGER HEALTH SYSTEM NO OTHER ORGANIZATION IN THIS REGION HAS BOTH PROVIDER AND PAYER JOINED TOGETHER TO CREATE SYNERGIES THAT IMPROVE THE HEALTH OF THE COMMUNITIES THAT WE SERVE GHP'S PROVENHEALTH NAVIGATOR(R) IS A PARTNERSHIP BETWEEN PATIENTS, PRIMARY CARE PROVIDERS AND GHP TO IMPROVE MEMBERS' HEALTH ALSO KNOWN AS A "MEDICAL HOME," PHN PROVIDES A CASE MANAGER WHO WORKS CLOSELY WITH THE MEMBER'S HEALTH-CARE PROVIDERS, THE MEMBER AND THE MEMBER'S FAMILY BY COORDINATING CARE WITH HOSPITAL, SPECIALISTS, PHARMACISTS AND SKILLED NURSING FACILITIES THE MODEL GEISINGER HEALTH SYSTEM EMPLOYS BLENDS ASPECTS OF A CHRONIC CARE MODEL, A MEDICAL HOME MODEL AND A PATIENT-CENTERED PRIMARY CARE MODEL ADDITIONAL FUNCTIONAL COMPONENTS ARE INCLUDED, CREATING A NEW HEALTH CARE DELIVERY VEHICLE HEALTH NAVIGATOR ACTING AS THE FIRST-LINE CAREGIVER AND GUIDE, GEISINGER HEALTH PLAN NURSE CASE MANAGERS HELP MEMBERS NAVIGATE THE HEALTH-CARE SYSTEM THE KEY STRATEGY OF HEALTH NAVIGATOR IS TO OFFER MEMBERS ACCESS TO A HEALTH NAVIGATOR CASE MANAGER 24 HOURS A DAY, 7 DAYS A WEEK THE PRIMARY CARE PRACTICE TEAM AND GHP, WORKING WITH THE MEMBER AT THE CENTER OF THE SYSTEM, ACCEPT RESPONSIBILITY TO OPTIMIZE HEALTH STATUS FOR EVERY INDIVIDUAL AND TO MEET PRE-ESTABLISHED QUALITY, EFFICIENCY, AND MEMBER SATISFACTION OUTCOMES TARGETS FOR THE PRACTICE POPULATION PROVENCARE(R)- CHRONIC DISEASE GEISINGER HEALTH SYSTEM IDENTIFIED COMMON CHRONIC DISEASES (DIABETES, CORONARY ARTERY DISEASE, CONGESTIVE HEART FAILURE) AND ADULT PREVENTION MEASURES (IMMUNIZATIONS, COLONOSCOPIES, ETC) USING EVIDENCE-BASED BEST PRACTICES, CARE WAS "BUNDLED" TO INCLUDE THE MOST EFFECTIVE TREATMENT SUCCESS IS MEASURED BY MEETING 100% OF THE BUNDLE REQUIREMENTS, AS TRACKED OVER TIME GEISINGER HAS MADE SIGNIFICANT IMPROVEMENT IN MEETING THE BUNDLE REQUIREMENTS FOR DIABETES AND PREVENTIVE CARE FOR ADULTS PROVENCARE(R)-ACUTE EPISODIC CARE (THE "WARRANTY") BEGINNING WITH CORONARY ARTERY BYPASS GRAFTS (CABG), THE PROCESS INCLUDES IDENTIFYING HIGH-VOLUME DRGS, DETERMINING BEST PRACTICE TECHNIQUES, AND DELIVERING EVIDENCE-BASED CARE WORKING WITH GHP, THE GEISINGER HEALTH SYSTEM CLINICAL ENTERPRISE ESTABLISHED A GLOBAL FEE THAT INCLUDES PRE- OPERATIVE CARE, HOSPITALIZATION, PHYSICIAN FEES, REHABILITATION, AND ANY CARE (ADMISSIONS DUE TO COMPLICATIONS) RELATED TO THE SURGERY WITHIN 90 DAYS THIS ADDITIONAL CARE IS NOT CHARGED (IF THEY ARE SEEN AT A GEISINGER HEALTH SYSTEM FACILITY) THIS "WARRANTED" CARE HAS BEEN VERY SUCCESSFUL AND FEATURED IN THE NEW YORK TIMES AND PUBLISHED IN THE ANNALS OF SURGERY IN ADDITION TO CABG, GEISINGER HEALTH SYSTEM NOW HAS PROGRAMS FOR ANGIOPLASTY WITH AN ACUTE MYOCARDIAL INFARCTION (HEART ATTACK), HIP REPLACEMENT, CATARACTS, ERYTHROPOIETIN (A DRUG USED FOR KIDNEY PATIENTS), PERINATAL CARE, LOW BACK PAIN AND BARIATRIC SURGERY TRANSITIONS OF CARE BEGUN IN JANUARY 2008, THIS PROGRAM IS A JOINT QUALITY AND EFFICIENCY INITIATIVE THAT COMPLEMENTS HEALTH NAVIGATOR IT SMOOTHES OUT THE TRANSITION OF CARE AS A MEMBER MOVES FROM INPATIENT THROUGH OUTPATIENT SETTINGS TO DATE, IT HAS BEEN FOCUSED ON NARROW POPULATIONS SUCH AS MEMBERS WHO HAVE HEART FAILURE IT HAS SUCCESSFULLY REDUCED READMISSIONS, PROGRAM EXPANSION IS PLANNED ELECTRONIC HEALTH RECORD (EHR) GEISINGER HEALTH SYSTEM IS ON THE FOREFRONT IN THE DEVELOPMENT AND USE OF THE EHR GHP HELPED SUPPORT THE 100 MILLION INVESTED IN THE EHR OVER THE LAST SEVERAL YEARS THE POSSIBILITIES FOR IMPROVING THE QUALITY OF CARE WITH THE EHR ARE ENDLESS CURRENTLY, GHP USES THE EHR TO COMMUNICATE WITH MEMBERS WHO ARE INVOLVED IN MEDICAL OR DISEASE MANAGEMENT PROGRAMS AND THEIR PHYSICIANS GEISINGER HEALTH SYSTEM ALSO ALLOWS COMMUNITY HOSPITALS AND PHYSICIANS TO ACCESS PATIENT INFORMATION DISEASE AND CASE MANAGEMENT SERVICES TO IMPROVE THE HEALTH OF MEMBERS, GHP PROVIDES DISEASE AND CASE MANAGEMENT PROGRAMS AND SERVICES TO COORDINATE CARE FOR THOSE WITH CHRONIC CONDITIONS THE PROGRAMS ARE FOCUSED ON CONGESTIVE HEART FAILURE, HYPERTENSION, DIABETES, CORONARY ARTERY DISEASE, OSTEOPOROSIS, CHRONIC OBSTRUCTIVE PULMONARY DISEASE, CHRONIC KIDNEY DISEASE, ASTHMA, TOBACCO CESSATION AND WEIGHT MANAGEMENT THESE IN-DEPTH PROGRAMS WERE THE RESULT OF A COLLABORATION OF EXPERTISE BETWEEN GHP AND PROVIDERS IN THE GEISINGER HEALTH SYSTEM AND HAVE ATTAINED NATIONAL RECOGNITION BY HEALTH MANAGEMENT ORGANIZATIONS AND INDUSTRY GROUPS THE SUCCESS OF THIS COLLABORATION IS ONE EXAMPLE OF HOW THIS UNIQUE RELATIONSHIP CAN BENEFIT THE COMMUNITY SILVER SNEAKERS MEMBERS ENROLLED IN GHP'S MEDICARE ADVANTAGE PLANS ARE OFFERED FITNESS PROGRAMS AT NO ADDITIONAL COST, DEPENDING ON THE PLAN SELECTED THE SILVER SNEAKERS PROGRAM PROVIDES MEMBERS WITH A FREE FITNESS CENTER MEMBERSHIP, CUSTOMIZED FITNESS CLASSES DESIGNED FOR OLDER ADULTS, HEALTH EDUCATION SEMINARS AND SOCIAL EVENTS HEALTH FAIRS, EDUCATIONAL PROGRAMS, AND EDUCATIONAL MATERIALS THROUGH HEALTH FAIRS AND EDUCATIONAL PROGRAMS, GHP EMPLOYEES PROVIDE THE PUBLIC INFORMATION ON TOPICS SUCH AS MEDICARE, THE CHILDREN'S HEALTH INSURANCE PROGRAM (CHIP) AND THE AFFORDABLE CARE ACT GHP EDUCATED MORE THAN 77,000 INDIVIDUALS INCLUDING MEDICARE-ELIGIBLE BENEFICIARIES AND LOW-INCOME FAMILIES ON MEDICARE AND CHIP ENROLLMENT AND THE COVERAGE OPTIONS THAT ARE AVAILABLE MEETINGS WERE EITHER HOSTED BY GHP OR GHP PARTICIPATED IN ANOTHER ORGANIZATION'S EVENT IN 2013, GHP CREATED AN INFORMATIONAL WEBSITE DEDICATED TO EDUCATIONAL INFORMATION ON THE AFFORDABLE CARE ACT (ACA) GHP CONTINUES TO CREATE ADDITIONAL MARKETING MATERIALS AND HOST SEVERAL MEETINGS AND SEMINARS ON THE AFFORDABLE CARE ACT (ACA) AND THE IMPACT ON VARIOUS CONSUMER GROUPS IN ADDITION, GHP EDUCATES THE GENERAL PUBLIC, MEMBERS, EMPLOYER GROUPS, BROKERS, PARTICIPATING PROVIDERS AND OFFICE PERSONNEL ON HEALTH AND WELLNESS INFORMATION ON TOPICS RANGING FROM WOMEN'S HEALTH TO COLD AND FLU PREVENTION THE INFORMATION IS AVAILABLE IN A VARIETY OF FORMATS INCLUDING NEWSPAPER ARTICLES, NE					

[illegible][illegible]

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$)

4e	Total program service expenses	1,592,878,713
-----------	---------------------------------------	----------------------

Part IV

Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	1	No
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?	2	No
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	3	No
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	4	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	5	No
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> 	6	No
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> 	7	No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> 	8	No
9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> 	9	No
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> 	10	No
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> 	11a Yes	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i> 	11b	No
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i> 	11c	No
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i> 	11d	No
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> 	11e Yes	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> 	11f	No
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> 	12a	No
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> 	12b Yes	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	13	No
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	14b	No
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	15	No
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>	16	No
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I (see instructions)</i>	17	No
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	18	No
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	19	No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	20a	No
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21		No
22	Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c	Yes	
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	Yes	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

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

☒

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	4,264	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	0	
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	Yes	
3b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.	Yes	
4a	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)?		No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		
7d	If "Yes," indicate the number of Forms 8282 filed during the year.		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	16	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
1b	Enter the number of voting members included in line 1a, above, who are independent	10	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	Yes
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	a The governing body?	8a	Yes
8b	b Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	No
10b	b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
11b	b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
12b	b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
12c	c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	a The organization's CEO, Executive Director, or top management official	15a	Yes
15b	b Other officers or key employees of the organization	15b	Yes
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	Yes
16b	b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	Yes

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed PA
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. Own website Another's website Upon request Other (explain in Schedule O)
19	Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization ROBERT W KOMULA VP CONTROLLER 100 NORTH ACADEMY AVENUE MC 32-51 DANVILLE, PA 17822 (570) 271-5409

Part VII

Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

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

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

- 1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year
- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid

List all of the organization's **current** key employees, if any See instructions for definition of "key employee "

List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) HEATHER M ACKER DIRECTOR	25 1 75	X						0	0	0
(2) WILLIAM H ALEXANDER DIRECTOR	25 6 00	X						0	0	0
(3) DUANE E DAVIS MD FACP FACR PRES , CEO,	40 00	X		X				0	864,796	34,140
(4) ALFRED S CASALE MD FACC FACS DIRECTOR	40 00	X						0	950,321	110,167
(5) EARL FOURA DIRECTOR	25 50	X						0	0	0
(6) RICHARD A GRAFMYRE DIRECTOR	25 5 75	X						0	0	0
(7) R BROOKS GRONLUND DIRECTOR	25 50	X						0	0	0
(8) JONATHAN P HOSEY MD DIRECTOR	40 00	X						0	319,051	20,246
(9) JOSEPH J MOWAD MD DIRECTOR	40 00	X						0	377,447	48,662
(10) THOMAS H LEE JR MD DIRECTOR	25 5 50	X						0	0	0
(11) V CHRIS HOLCOMBE PE DIRECTOR	25 50	X						0	0	0
(12) GLENN D STEELE JR MD PHD CHAIR, DIRE	40 00	X		X				0	2,201,016	451,279
(13) KAREN DAVIS PHD DIRECTOR	25 1 00	X						0	4,500	0
(14) DON A ROSINI DIRECTOR	25 6 00	X						0	0	0
(15) WILLIAM E SORDONI DIRECTOR	25 75	X						0	0	0
(16) CHRISTOPHER B SULLIVAN DIRECTOR	50 75	X						0	0	0
(17) FRANK J TREMBULAK SR VP, TREA	40 00	X		X				0	1,165,670	221,282

Part VII

1b	Sub-Total			
c	Total from continuation sheets to Part VII, Section A			
d	Total (add lines 1b and 1c)		8,317,717	1,267,890

2 Total number of individuals (including but not limited to those \$100,000 of reportable compensation from the organization) ▶

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	Yes
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A)	(B)	(C)
Name and business address	Description of services	Compensation
INOVALON INC 4321 COLLINGTON ROAD BOWIE MD 20716	CONSULTING FEES	7,278,600
THE PETER GROUP INC 437 MADISON AVENUE 4TH FLOOR NEW YORK NY 10022	ADVERTISING	5,927,405
MEDIMPACT HEALTHCARE SYSTEMS 10181 SCRIPPS GATEWAY CT SAN DIEGO CA 92131	PHARMACY BROKER	5,283,876
MATRIX MEDICAL NETWORK 9201 E MOUNTAIN VIEW SUITE 220 SCOTTSDALE AZ 852585172	MEDICAL MGMT	4,503,550
TEKSYSTEMS PO BOX 198568 ATLANTA GA 303848568	BROKER FEES	4,069,934

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ►114

Part VIII

Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns 1a				
	b	Membership dues 1b				
	c	Fundraising events 1c				
	d	Related organizations 1d				
	e	Government grants (contributions) 1e				
	f	All other contributions, gifts, grants, and similar amounts not included above 1f				
	g	Noncash contributions included in lines 1a-1f \$				
	h	Total. Add lines 1a-1f				
Program Service Revenue	2a	INSURANCE PREMIUMS	Business Code			
			524114	1,554,569,744	1,554,569,744	
	b	IC SHARED SERVICE-SCHEDULE O	541900	82,838,470	82,838,470	
	c	INSURANCE PREMIUMS (POS)	524114	47,218,086		47,218,086
	d	PARTNERSHIP INCOME (MERIDIAN)	541900	1,735,449	1,735,449	
	e					
	f	All other program service revenue				
	g	Total. Add lines 2a-2f		1,686,361,749		
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)	5,679,377			5,679,377
	4	Income from investment of tax-exempt bond proceeds				
	5	Royalties				
	6a	Gross rents	(i) Real	(ii) Personal		
	b	Less rental expenses				
	c	Rental income or (loss)				
	d	Net rental income or (loss)				
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other		
			33,023,287			
	b	Less cost or other basis and sales expenses	30,208,032			
	c	Gain or (loss)	2,815,255			
	d	Net gain or (loss)	2,815,255			2,815,255
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18				
		a				
	b	Less direct expenses b				
	c	Net income or (loss) from fundraising events				
	9a	Gross income from gaming activities See Part IV, line 19				
		a				
	b	Less direct expenses b				
	c	Net income or (loss) from gaming activities				
	10a	Gross sales of inventory, less returns and allowances				
		a				
	b	Less cost of goods sold b				
	c	Net income or (loss) from sales of inventory				
	Miscellaneous Revenue		Business Code			
	11a	OTHER REVENUE	524298	135,816	135,816	
	b	COMMISSION INCOME	524298	113,614		113,614
	c	PURCHASE DISCOUNTS	524298	75,578	75,578	
	d	All other revenue		7,445		7,445
	e	Total. Add lines 11a-11d		332,453		
	12	Total revenue. See Instructions		1,695,188,834	1,639,355,057	47,339,145
					47,339,145	8,494,632

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☒

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.				
2	Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4	Benefits paid to or for members.				
5	Compensation of current officers, directors, trustees, and key employees.				
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).				
7	Other salaries and wages.				
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).				
9	Other employee benefits.				
10	Payroll taxes.				
11	Fees for services (non-employees):				
a	Management.				
b	Legal.	120,550		120,550	
c	Accounting.	770,131	21,500	748,631	
d	Lobbying.	128,995		128,995	
e	Professional fundraising services. See Part IV, line 17.				
f	Investment management fees.	1,722,588	289,535	1,433,053	
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	168,185,591	125,534,918	42,650,673	
12	Advertising and promotion.	6,778,028	6,551,428	226,600	
13	Office expenses.	14,559,695	12,869,508	1,690,187	
14	Information technology.	5,141,355	163,650	4,977,705	
15	Royalties.				
16	Occupancy.	2,372,610	167,460	2,205,150	
17	Travel.	1,695,894	1,422,797	273,097	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19	Conferences, conventions, and meetings.	172,271	106,853	65,418	
20	Interest.	48,687		48,687	
21	Payments to affiliates.				
22	Depreciation, depletion, and amortization.	4,544,086	4,272,124	271,962	
23	Insurance.	1,966,047	1,218,448	747,599	
24	Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O).				
a	CLAIM PAYMENTS	1,375,849,461	1,375,849,461		
b	TAXES - OTHER	38,509,867	37,426,020	1,083,847	
c	INTER-ENTITY EXPENSE	30,542,875	26,373,194	4,169,681	
d	LICENSE, FEES, AND DUES	957,303	475,636	481,667	
e	All other expenses	165,628	136,181	29,447	
25	Total functional expenses. Add lines 1 through 24e.	1,654,231,662	1,592,878,713	61,352,949	0
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720).				

Part X

Balance Sheet

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

				(A)		(B)
				Beginning of year		End of year
Assets	1	Cash—non-interest-bearing		12,785,638	1	
	2	Savings and temporary cash investments		2,267,025	2	1,836,539
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net		111,602,281	4	155,105,943
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.			5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L.			6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		2,436,958	9	3,744,891
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.	10a60,736,853			
	b	Less: accumulated depreciation	10b22,845,638	12,745,372	10c	37,891,215
	11	Investments—publicly traded securities		171,049,982	11	185,246,950
	12	Investments—other securities. See Part IV, line 11.			12	
	13	Investments—program-related. See Part IV, line 11.			13	
	14	Intangible assets		152,180	14	5,376,218
	15	Other assets. See Part IV, line 11.		2,298,244	15	7,103,208
	16	Total assets. Add lines 1 through 15 (must equal line 34).		315,337,680	16	396,304,964
Liabilities	17	Accounts payable and accrued expenses		96,990,072	17	83,038,559
	18	Grants payable			18	
	19	Deferred revenue		25,955,028	19	19,398,512
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D.			21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L.			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.		5,052,338	25	64,961,346
	26	Total liabilities. Add lines 17 through 25.		127,997,438	26	167,398,417
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☒ and complete lines 27 through 29, and lines 33 and 34.					
	27	Unrestricted net assets		187,340,242	27	228,906,547
	28	Temporarily restricted net assets			28	
	29	Permanently restricted net assets			29	
	Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		187,340,242	33	228,906,547
	34	Total liabilities and net assets/fund balances		315,337,680	34	396,304,964

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	1,695,188,834
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,654,231,662
3	Revenue less expenses Subtract line 2 from line 1	3	40,957,172
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	187,340,242
5	Net unrealized gains (losses) on investments	5	10,628,150
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-10,000,000
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	228,906,547

Part XII Financial Statements and Reporting

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

		Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		No
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis	Yes	
2c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	Yes	
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	Yes	

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions. ▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
GEISINGER HEALTH PLAN

Employer identification number
23-2311553

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		☐ Yes ☐ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)
☐ Preservation of land for public use (e g , recreation or education) ☐ Preservation of an historically important land area
☐ Protection of natural habitat ☐ Preservation of a certified historic structure
☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3
- Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a

☐

Public exhibition

d

☐

Loan or exchange programs

b

☐

Scholarly research

e

☐

Other

c

☐

Preservation for future generations
- 4
- Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5
- During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?
- ☐ Yes

☐ No

Part IV

Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a
- Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?
- ☐ Yes

☐ No
- b
- If "Yes," explain the arrangement in Part XIII and complete the following table
- | | |
|----|--------|
| | Amount |
| 1c | |
| 1d | |
| 1e | |
| 1f | |

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance
- 2a
- Did the organization include an amount on Form 990, Part X, line 21?
- ☐ Yes

☐ No
- b
- If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII

Part V

Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current year	(b)Prior year	b (c)Two years back	(d)Three years back	(e)Four years back
1a	Beginning of year balance				
b	Contributions				
c	Net investment earnings, gains, and losses				
d	Grants or scholarships				
e	Other expenditures for facilities and programs				
f	Administrative expenses				
g	End of year balance				

- 2
- Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a

Board designated or quasi-endowment

b

Permanent endowment

c

Temporarily restricted endowment
- The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a
- Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- (i) unrelated organizations

3a(i)

Yes

No

(ii) related organizations

3a(ii)

Yes

No

b

If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

3b

Yes

No
- 4

Describe in Part XIII the intended uses of the organization's endowment funds
- Part VI

Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.
- | Description of property | (a) Cost or other basis (investment) | (b)Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|--------------------------------|------------------------------|----------------|
| 1a Land | | 429,575 | | 429,575 |
| b Buildings | | 11,836,978 | 2,590,888 | 9,246,090 |
| c Leasehold improvements | | 1,686,157 | 358,362 | 1,327,795 |
| d Equipment | | 40,467,426 | 19,737,404 | 20,730,022 |
| e Other | | 6,316,717 | 158,984 | 6,157,733 |
| Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) | | | | 37,891,215 |
- Schedule D (Form 990) 2013

Part XI

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

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

1	Total revenue, gains, and other support per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains on investments	2a		
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)		5	

Part XII

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

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

1	Total expenses and losses per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)		5	

Part XIII

Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Return Reference	Explanation
SCHEDULE D, PAGE 4, PART XIII	PART X - LIABILITY UNDER FIN 48 FOOTNOTE EFFECTIVE JULY 1, 2007, GEISINGER HEALTH SYSTEM(1) (GHS) ADOPTED ACCOUNTING STANDARDS CODIFICATION 740 (FIN 48), (FORMERLY KNOWN AS "STATEMENT 109 ACCOUNTING FOR INCOME TAXES" OR "FAS 109") FIN 48 CLARIFIES THE ACCOUNTING AND REPORTING FOR INCOME TAXES WHERE INTERPRETATION OF THE TAX LAW MAY BE UNCERTAIN. FIN 48 PRESCRIBES A COMPREHENSIVE MODEL FOR THE FINANCIAL STATEMENT RECOGNITION, MEASUREMENT, PRESENTATION AND DISCLOSURE OF INCOME TAX UNCERTAINTIES WITH RESPECT TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN INCOME TAX RETURNS. THE ADOPTION OF FIN 48 HAD NO IMPACT ON UNRESTRICTED NET NET ASSETS AS OF JUNE 30, 2014 OR ANY PREVIOUS YEARS SINCE ADOPTION. ACCORDINGLY, NO FIN 48 FOOTNOTE DISCLOSURE WAS MADE IN THE JUNE 30, 2014 GHS CONSOLIDATED FINANCIAL STATEMENTS. (1) THROUGHOUT THIS DOCUMENT, THE ACRONYM "GHS" OR THE TERMS "SYSTEM", "GEISINGER", OR "GEISINGER HEALTH SYSTEM" SHALL REFER TO THE ENTIRE HEALTHCARE SYSTEM COMPRISED OF THE GEISINGER HEALTH SYSTEM FOUNDATION (THE FOUNDATION) AS PARENT AND ALL SUBSIDIARY CORPORATE ENTITIES COMPRISING THE SYSTEM.

[illegible]

Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
GEISINGER HEALTH PLAN

Employer identification number
23-2311553

Part I

Questions Regarding Compensation

		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items		
	☐ First-class or charter travel ☐ Travel for companions ☐ Tax idemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)		
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	2	
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III		
	☐ Compensation committee ☐ Independent compensation consultant ☐ Form 990 of other organizations ☐ Written employment contract ☐ Compensation survey or study ☐ Approval by the board or compensation committee		
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization		
a	Receive a severance payment or change-of-control payment?	4a	No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	Yes
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c	No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III		
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.		
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of		
a	The organization?	5a	No
b	Any related organization?	5b	No
	If "Yes," to line 5a or 5b, describe in Part III		
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of		
a	The organization?	6a	No
b	Any related organization?	6b	No
	If "Yes," to line 6a or 6b, describe in Part III		
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7	No
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If "Yes," describe in Part III	8	No
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	9	

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table								

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II

Also complete this part for any additional information

Return Reference	Explanation
SCHEDULE J, PAGE 1, PART I, LINE 4	ALFRED S CASALE, M D , FACC, FACS 0 72,702 0 FRANK J TREMBULAK 0 205,970 0 DAVID J FELICIO, ESQUIRE 0 63,492 0 KEVIN F BRENNAN, CPA, FHFMA 0 185,631 0
SCHEDULE J, PART III	PART I, LINE 4B - SUPPLEMENTAL NONQUALIFIED RETIREMENT PLAN COMPENSATION FOR ELIGIBLE EMPLOYEES MAY BE DEFERRED TO A 457(F) NONQUALIFIED PLAN THAT VESTS WITH COMPLETION OF SERVICE, DEATH AND/OR PERMANENT DISABILITY FOOTNOTE THROUGHOUT FORM 990, THE TERMS "GEISINGER HEALTH SYSTEM" AND "SYSTEM" OR THE ACRONYM "GHS" SHALL REFER TO THE ENTIRE HEALTHCARE SYSTEM COMPRISED OF GEISINGER HEALTH SYSTEM FOUNDATION ("GHSF") AS PARENT AND ALL SUBSIDIARY CORPORATIONS COMPRISING THE SYSTEM

Additional Data

Software ID:
Software Version:
EIN: 23-2311553
Name: GEISINGER HEALTH PLAN

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

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
DUANE E DAVIS MD FACP FACR PRES , CEO, DIR	(i) (ii)	566,002	241,207	57,587	18,402	15,738	898,936	
ALFRED S CASALE MD FACC FACS DIRECTOR	(i) (ii)	686,330	149,931	114,060	88,958	21,209	1,060,488	72,702
JONATHAN P HOSEY MD DIRECTOR	(i) (ii)	256,217	32,722	30,112	18,402	1,844	339,297	
JOSEPH J MOWAD MD DIRECTOR	(i) (ii)	266,710	13,006	97,731	34,402	14,260	426,109	
GLENN D STEELE JR MD PHD CHAIR, DIRECTOR	(i) (ii)	1,065,733	1,000,000	135,283	418,415	32,864	2,652,295	
FRANK J TREMBULAK SR VP, TREAS , DIR	(i) (ii)	614,182	280,856	270,632	210,979	10,303	1,386,952	205,970
DAVID J FELICIO ESQUIRE CLO, SECRETARY	(i) (ii)	381,608	161,063	117,228	73,936	23,587	757,422	63,492
DAVID J WEADER ESQUIRE ASSISTANT SECRETARY	(i) (ii)	220,883	68,504	2,784	18,402	20,710	331,283	
KEVIN F BRENNAN CPA FHFMA EVP, FINANCE, CFO	(i) (ii)	520,243	239,635	223,487	184,190	22,908	1,190,463	185,631
GEORGE A SCHNEIDER ASSISTANT TREASURER	(i) (ii)	340,739	127,868	30,874	18,402	19,979	537,862	

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons
▶ Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.
▶ Information about Schedule L (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047
2013
Open to Public Inspection

Name of the organization
GEISINGER HEALTH PLAN

Employer identification number
23-2311553

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).
Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
				Yes	No

2 Enter the amount of tax incurred by organization managers or disqualified persons during the year under section 4958 ▶ \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$

Part II Loans to and/or From Interested Persons.
Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a, or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?	(i) Written agreement?	
			To	From			Yes	No		Yes	No
Total ▶ \$											

Part III Grants or Assistance Benefitting Interested Persons.
Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

Part IV Business Transactions Involving Interested Persons.					
Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.					
(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) GEISINGER MEDICAL MANAGEMENT CORP	BUSINESS	25,138,907	IC SHARED SERV EXP		No
(2) GEISINGER INDEMNITY INSURANCE COMP	BUSINESS	47,317,246	IC SHARED SERV REV		No
(3) GEISINGER QUALITY OPTIONS INC	BUSINESS	35,521,224	IC SHARED SERV REV		No
(4) MERIDIAN GEISINGER HLTH NETWORKLLC	BUSINESS	750,000	CAPITAL CONTRIBUTION		No
(5) MERIDIAN GEISINGER HLTH NETWORKLLC	BUSINESS	2,920,024	SRVCS & SUPP/LOSS		No

Part V Supplemental Information	
Provide additional information for responses to questions on Schedule L (see instructions)	
Return Reference	Explanation
SCHEDULE L, PART V	GEISINGER HEALTH PLAN (GHP) IS CLOSELY AFFILIATED WITH SEVERAL OTHER ORGANIZATIONS IN THE NORMAL COURSE OF OPERATIONS OF THESE AFFILIATED ORGANIZATIONS, THERE ARE NUMEROUS INTER-ORGANIZATIONAL TRANSACTIONS, WHICH MAY INCLUDE SALES, EXCHANGES AND LEASES OF PROPERTY, EXTENSIONS OF CREDIT, FURNISHING OF GOODS, SERVICES, AND FACILITIES, AND TRANSFERS OF ASSETS THESE TYPES OF INTER-ORGANIZATIONAL TRANSACTIONS WERE DESCRIBED TO THE INTERNAL REVENUE SERVICE (IRS) IN A RULING APPLICATION AND WERE RECOGNIZED BY THE NATIONAL OFFICE OF THE IRS IN A SERIES OF PRIVATE LETTER RULINGS AS BEING ENTIRELY CONSISTENT WITH THE ORGANIZATION'S TAX EXEMPT STATUS THE FOLLOWING ORGANIZATIONS REPRESENT THE AFFILIATED FOR-PROFIT ORGANIZATIONS WITHIN THE GEISINGER HEALTH SYSTEM FOR WHOM BUSINESS TRANSACTIONS MUST BE DISCLOSED FOR PURPOSES OF SCHEDULE L PART IV TRANSACTIONS WITH INTERESTED PERSONS GEISINGER MEDICAL MANAGEMENT CORPORATION GEISINGER QUALITY OPTIONS, INC GEISINGER INDEMNITY INSURANCE COMPANY MERIDIAN GEISINGER HEALTH NETWORK, LLC THE FOLLOWING OFFICERS AND/OR DIRECTORS OF GEISINGER HEALTH PLAN MAY BE OFFICERS AND/OR DIRECTORS OF SOME OR ALL OF THESE ORGANIZATIONS HEATHER M ACKER WILLIAM H ALEXANDER ALFRED S CASALE, M D DUANE E DAVIS, M D KAREN E DAVIS, PH D DAVID J FELICIO, ESQUIRE EARL FOURA RICHARD A GRAFMYRE R BROOKS GRONLUND V CHRISTOPHER HOLCOMBE, PE JONATHAN P HOSEY, M D THOMAS H LEE, JR , M D JOSEPH J MOWAD, M D DON A ROSINI GEORGE A SCHNEIDER WILLIAM E SORDONI GLENN D STEELE, M D , PH D CHRISTOPHER B SULLIVAN FRANK J TREMBULAK DAVID J WEADER, ESQUIRE FOOTNOTE THROUGHOUT FORM 990, THE TERMS "GEISINGER HEALTH SYSTEM" AND "SYSTEM" OR THE ACRONYM "GHS" SHALL REFER TO THE ENTIRE HEALTHCARE SYSTEM COMPRISED OF GEISINGER HEALTH SYSTEM FOUNDATION ("THE FOUNDATION") AS PARENT AND ALL SUBSIDIARY CORPORATIONS COMPRISING THE SYSTEM

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization GEISINGER HEALTH PLAN	Employer identification number 23-2311553
---	--

Return Reference	Explanation
FORM 990 - ORGANIZATION'S MISSION	GEISINGER HEALTH PLAN BENEFITS THE COMMUNITIES IT SERVES BY PROVIDING HIGHER QUALITY FOR EACH PERSONS HEALTH CARE DOLLAR THROUGH INNOVATIVE MODELS OF CARE AND COVERAGE THAT SUPPORT THE GEISINGER HEALTH SYSTEMS CHARITABLE MISSION

Return Reference	Explanation	
	FORM 990, PAGE 2, PART III, LINE 4A	I GENERAL INFORMATION THREE COMPANIES COMPRISE WHAT IS KNOWN AS GEISINGER HEALTH PLANS (GEISINGER HEALTH PLAN, A TRADITIONAL HEALTH MAINTENANCE ORGANIZATION (HMO), GEISINGER QUALITY OPTIONS, INC., PREFERRED PROVIDER ORGANIZATION (PPO) PLANS, AND "GEISINGER INDEMNITY INSURANCE COMPANY (GIC), WHICH OPERATES AS A THIRD PARTY ADMINISTRATOR (TPA) AND OFFERS ADMINISTRATIVE- ONLY SERVICES. TOGETHER THE THREE COMPANIES HAD MORE THAN 478,000 MEMBERS AT THE END OF FISCAL YEAR 2014. ALL THREE COMPANIES ARE BASED IN DANVILLE, PENNSYLVANIA. GEISINGER HEALTH PLAN (GHP), A NOT-FOR-PROFIT ORGANIZATION, PROVIDES PRE-PAID MANAGED HEALTH CARE TO ITS MEMBERS. AT THE END OF THE 2014 FISCAL YEAR, GHP WAS PREDOMINATELY PROVIDING MANAGED HEALTH CARE TO GOVERNMENT PROGRAMS INCLUDING 127,000 MEDICAID MEMBERS, 54,000 MEDICARE ADVANTAGE MEMBERS AND 9,000 CHIP MEMBERS. IN ADDITION, GHP PROVIDED MANAGED HEALTH CARE TO 81,000 MEMBERS. FOUNDED IN 1972, INCORPORATED IN 1984, AND INITIALLY LICENSED BY THE DEPARTMENT OF INSURANCE IN 1985, GHP CURRENTLY OPERATES IN 43 CONTIGUOUS COUNTIES OF PREDOMINATELY RURAL CENTRAL AND NORTHEASTERN PENNSYLVANIA. IN ADDITION, GHP CONTRACTS WITH MORE THAN 49,000 PROVIDERS AND 183 HOSPITALS. GHP HAS BEEN RECOGNIZED AS ONE OF THE LARGEST RURAL HEALTH PLANS IN THE UNITED STATES AND HAS MAINTAINED THE HIGHEST LEVEL OF ACCREDITATION FROM THE NATIONAL COMMITTEE FOR QUALITY ASSURANCE (NCQA) SINCE 1993. GHP HAS THE 1 RANKED PRIVATE AND MEDICARE PLANS IN PENNSYLVANIA AND IS NATIONALLY RANKED 12 AND 10 RESPECTIVELY IN THE 2014-2015 NATIONAL COMMITTEE FOR QUALITY ASSURANCE HEALTH INSURANCE PLAN RANKINGS. NEW FACILITIES AND MORE SERVICES BECAUSE GHP IS A NONPROFIT ORGANIZATION, REVENUES IN EXCESS OF THE COST OF THE HEALTH CARE PROVIDED TO MEMBERS ARE USED TO IMPROVE FACILITIES AND SERVICES, INCREASE BENEFITS AND PROVIDE AFFORDABLE RATES. GHP TYPICALLY MAKES ANNUAL CONTRIBUTIONS TO THE GEISINGER HEALTH SYSTEM FOUNDATION ("THE FOUNDATION") TO ENHANCE TEACHING, EDUCATION, AND RESEARCH PROJECTS THAT BENEFIT ALL PENNSYLVANIANS. THESE CONTRIBUTIONS ARE USED TO FUND THE DEVELOPMENT OF NEW FACILITIES AND TO ADD MORE SERVICES TO OUR EXISTING HOSPITALS AND PHYSICIAN CLINICS. THIS DIRECTLY SUPPORTS THE CHARITABLE MISSION OF THE FOUNDATION AND ITS CHARITABLE AFFILIATES BY MAKING IT POSSIBLE TO ENHANCE HEALTH CARE PROGRAMS AND SERVICES THROUGHOUT THE REGION WHILE IMPROVING THE AVAILABILITY OF CARE FOR PATIENTS IN OUR SERVICE AREA. PROVIDING AFFORDABLE, HIGH QUALITY, COMPREHENSIVE HEALTH CARE AND BENEFITS INCREASES THE ACCESS OF CARE TO THOSE WHO MIGHT NOT OTHERWISE BE ABLE TO AFFORD HEALTH CARE AND CONTRIBUTES TO THE QUALITY OF LIFE IN ALL OF THE COMMUNITIES WE SERVE. GHP PROVIDES COMPREHENSIVE HEALTH CARE SERVICES ON A PREPAID BASIS THROUGH AN INTEGRATED HEALTH CARE DELIVERY SYSTEM, WHICH PROVIDES HEALTH CARE TO THE COMMUNITY AS A WHOLE. AS PART OF AN INTEGRATED HEALTH SYSTEM, GHP IS ABLE TO CHANNEL EXPERIENCE, KNOWLEDGE AND FUNDS TO PURSUE UNIQUE PROJECTS WITH THE GEISINGER HEALTH SYSTEM. NO OTHER ORGANIZATION IN THIS REGION HAS BOTH PROVIDER AND PAYER JOINED TOGETHER TO CREATE SYNERGIES THAT IMPROVE THE HEALTH OF THE COMMUNITIES THAT WE SERVE. GHP'S PROVENHEALTH NAVIGATOR(R) IS A PARTNERSHIP BETWEEN PATIENTS, PRIMARY CARE PROVIDERS AND GHP TO IMPROVE MEMBERS' HEALTH. ALSO KNOWN AS A "MEDICAL HOME," PHN PROVIDES A CASE MANAGER WHO WORKS CLOSELY WITH THE MEMBER'S HEALTH-CARE PROVIDERS, THE MEMBER AND THE MEMBER'S FAMILY BY COORDINATING CARE WITH HOSPITAL, SPECIALISTS, PHARMACISTS AND SKILLED NURSING FACILITIES. THE MODEL GEISINGER HEALTH SYSTEM EMPLOYS BLENDS ASPECTS OF A CHRONIC CARE MODEL, A MEDICAL HOME MODEL AND A PATIENT-CENTERED PRIMARY CARE MODEL. ADDITIONAL FUNCTIONAL COMPONENTS ARE INCLUDED, CREATING A NEW HEALTH CARE DELIVERY VEHICLE: HEALTH NAVIGATOR. ACTING AS THE FIRST-LINE CAREGIVER AND GUIDE, GEISINGER HEALTH PLAN NURSE CASE MANAGERS HELP MEMBERS NAVIGATE THE HEALTH-CARE SYSTEM. THE KEY STRATEGY OF HEALTH NAVIGATOR IS TO OFFER MEMBERS ACCESS TO A HEALTH NAVIGATOR CASE MANAGER 24 HOURS A DAY, 7 DAYS A WEEK. THE PRIMARY CARE PRACTICE TEAM AND GHP, WORKING WITH THE MEMBER AT THE CENTER OF THE SYSTEM, ACCEPT RESPONSIBILITY TO OPTIMIZE HEALTH STATUS FOR EVERY INDIVIDUAL AND TO MEET PRE-ESTABLISHED QUALITY, EFFICIENCY, AND MEMBER SATISFACTION OUTCOMES TARGETS FOR THE PRACTICE POPULATION. PROVENCARE(R)- CHRONIC DISEASE GEISINGER HEALTH SYSTEM IDENTIFIED COMMON CHRONIC DISEASES (DIABETES, CORONARY ARTERY DISEASE, CONGESTIVE HEART FAILURE) AND ADULT PREVENTION MEASURES (IMMUNIZATIONS, COLONOSCOPIES, ETC). USING EVIDENCE-BASED BEST PRACTICES, CARE WAS "BUNDLED" TO INCLUDE THE MOST EFFECTIVE TREATMENT. SUCCESS IS MEASURED BY MEETING 100% OF THE BUNDLE REQUIREMENTS, AS TRACKED OVER TIME. GEISINGER HAS MADE SIGNIFICANT IMPROVEMENT IN MEETING THE BUNDLE REQUIREMENTS FOR DIABETES AND PREVENTIVE CARE FOR ADULTS. PROVENCARE(R)-ACUTE EPISODIC CARE (THE "WARRANTY") BEGINNING WITH CORONARY ARTERY BYPASS GRAFTS (CABG), THE PROCESS INCL

Return Reference	Explanation	
	FORM 990, PAGE 2, PART III, LINE 4A	UDES IDENTIFYING HIGH-VOLUME DRGS, DETERMINING BEST PRACTICE TECHNIQUES, AND DELIVERING EV IDENCE-BASED CARE. WORKING WITH GHP, THE GEISINGER HEALTH SYSTEM CLINICAL ENTERPRISE ESTAB LISHED A GLOBAL FEE THAT INCLUDES PRE- OPERATIVE CARE, HOSPITALIZATION, PHYSICIAN FEES, RE HABILITATION, AND ANY CARE (ADMISSIONS DUE TO COMPLICATIONS) RELATED TO THE SURGERY WITHIN 90 DAYS. THIS ADDITIONAL CARE IS NOT CHARGED (IF THEY ARE SEEN AT A GEISINGER HEALTH SYSTM EM FACILITY). THIS "WARRANTED" CARE HAS BEEN VERY SUCCESSFUL AND FEATURED IN THE NEW YORK TIMES AND PUBLISHED IN THE ANNALS OF SURGERY. IN ADDITION TO CABG, GEISINGER HEALTH SYSTEM NOW HAS PROGRAMS FOR ANGIOPLASTY WITH AN ACUTE MYOCARDIAL INFARCTION (HEART ATTACK), HIP REPLACEMENT, CATARACTS, ERYTHROPOIETIN (A DRUG USED FOR KIDNEY PATIENTS), PERINATAL CARE, LOW BACK PAIN AND BARIATRIC SURGERY. TRANSITIONS OF CARE BEGUN IN JANUARY 2008, THIS PROGR AM IS A JOINT QUALITY AND EFFICIENCY INITIATIVE THAT COMPLEMENTS HEALTH NAVIGATOR. IT SMOO THES OUT THE TRANSITION OF CARE AS A MEMBER MOVES FROM INPATIENT THROUGH OUTPATIENT SETTIN GS. TO DATE, IT HAS BEEN FOCUSED ON NARROW POPULATIONS SUCH AS MEMBERS WHO HAVE HEART FAIL URE. IT HAS SUCCESSFULLY REDUCED READMISSIONS, PROGRAM EXPANSION IS PLANNED. ELECTRONIC HE ALTH RECORD (EHR) GEISINGER HEALTH SYSTEM IS ON THE FOREFRONT IN THE DEVELOPMENT AND USE O F THE EHR. GHP HELPED SUPPORT THE 100 MILLION INVESTED IN THE EHR OVER THE LAST SEVERAL YE ARS. THE POSSIBILITIES FOR IMPROVING THE QUALITY OF CARE WITH THE EHR ARE ENDLESS. CURRENT LY, GHP USES THE EHR TO COMMUNICATE WITH MEMBERS WHO ARE INVOLVED IN MEDICAL OR DISEASE MA NAGEMENT PROGRAMS AND THEIR PHY SICIANS. GEISINGER HEALTH SYSTEM ALSO ALLOWS COMMUNITY HOSP ITALS AND PHY SICIANS TO ACCESS PATIENT INFORMATION. DISEASE AND CASE MANAGEMENT SERVICES T O IMPROVE THE HEALTH OF MEMBERS, GHP PROVIDES DISEASE AND CASE MANAGEMENT PROGRAMS AND SER VICES TO COORDINATE CARE FOR THOSE WITH CHRONIC CONDITIONS. THE PROGRAMS ARE FOCUSED ON CO NGESTIVE HEART FAILURE, HYPERTENSION, DIABETES, CORONARY ARTERY DISEASE, OSTEOPOROSIS, CHR ONIC OBSTRUCTIVE PULMONARY DISEASE, CHRONIC KIDNEY DISEASE, ASTHMA, TOBACCO CESSATION AND WEIGHT MANAGEMENT. THESE IN-DEPTH PROGRAMS WERE THE RESULT OF A COLLABORATION OF EXPERTISE BETWEEN GHP AND PROVIDERS IN THE GEISINGER HEALTH SYSTEM AND HAVE ATTAINED NATIONAL RECOG NITION BY HEALTH MANAGEMENT ORGANIZATIONS AND INDUSTRY GROUPS. THE SUCCESS OF THIS COLLABO RATION IS ONE EXAMPLE OF HOW THIS UNIQUE RELATIONSHIP CAN BENEFIT THE COMMUNITY. SILVER SN EAKERS MEMBERS ENROLLED IN GHP'S MEDICARE ADVANTAGE PLANS ARE OFFERED FITNESS PROGRAMS AT NO ADDITIONAL COST, DEPENDING ON THE PLAN SELECTED. THE SILVER SNEAKERS PROGRAM PROVIDES M EMBERS WITH A FREE FITNESS CENTER MEMBERSHIP, CUSTOMIZED FITNESS CLASSES DESIGNED FOR OLDE R ADULTS, HEALTH EDUCATION SEMINARS AND SOCIAL EVENTS. HEALTH FAIRS, EDUCATIONAL PROGRAMS, AND EDUCATIONAL MATERIALS THROUGH HEALTH FAIRS AND EDUCATIONAL PROGRAMS, GHP EMPLOYEES PR OVIDE THE PUBLIC INFORMATION ON TOPICS SUCH AS MEDICARE, THE CHILDREN'S HEALTH INSURANCE P ROGRAM (CHIP) AND THE AFFORDABLE CARE ACT. GHP EDUCATED MORE THAN 77,000 INDIVIDUALS INCLU DING MEDICARE-ELIGIBLE BENEFICIARIES AND LOW-INCOME FAMILIES ON MEDICARE AND CHIP ENROLLME NT AND THE COVERAGE OPTIONS THAT ARE AVAILABLE. MEETINGS WERE EITHER HOSTED BY GHP OR GHP PARTICIPATED IN ANOTHER ORGANIZATION'S EVENT. IN 2013, GHP CREATED AN INFORMATIONAL WEBSIT E DEDICATED TO EDUCATIONAL INFORMATION ON THE AFFORDABLE CARE ACT (ACA). GHP CONTINUES TO CREATE ADDITIONAL MARKETING MATERIALS AND HOST SEVERAL MEETINGS AND SEMINARS ON THE AFFORD ABLE CARE ACT (ACA) AND THE IMPACT ON VARIOUS CONSUMER GROUPS. IN ADDITION, GHP EDUCATES T HE GENERAL PUBLIC, MEMBERS, EMPLOYER GROUPS, BROKERS, PARTICIPATING PROVIDERS AND OFFICE P ERSONNEL ON HEALTH AND WELLNESS INFORMATION ON TOPICS RANGING FROM WOMEN'S HEALTH TO COLD AND FLU PREVENTION. THE INFORMATION IS AVAILABLE IN A VARIETY OF FORMATS INCLUDING NEWSPAP ER ARTICLES, NEWSLETTERS, EMAILS, BROCHU

Return Reference	Explanation
FORM 990, PART V	FORM 990, PART V, LINE 1A ENTER THE NUMBER REPORTED IN BOX 3 OF FORM 1096, ANNUAL SUMMARY AND TRANSMITTAL OF U S INFORMATION RETURNS GEISINGER SYSTEM SERVICES (GSS), AN AFFILIATE OF THE ORGANIZATION, PROVIDES A CENTRALIZED ACCOUNTS PAYABLE FUNCTION FOR ALL ORGANIZATIONS OF THE GEISINGER HEALTH SYSTEM AS THE ACCOUNTS PAYABLE PROCESSOR, GSS PREPARES AND FILES FORM 1099 UNDER ITS EIN FOR CERTAIN REPORTABLE PAYMENTS OF THE FILING ORGANIZATION THE NUMBER OF FORM 1099'S FILED BY GSS FOR THE 2014 REPORTING PERIOD ON BEHALF OF ITSELF AND ITS AFFILIATES WAS 12,405 THE RESPONSE ENTERED ON LINE 1A FOR THE ORGANIZATION INCLUDES ONLY THOSE FORM 1099'S FILED UNDER THE ORGANIZATION'S EIN IT DOES NOT INCLUDE THOSE FILED BY GSS ON ITS BEHALF

Return Reference	Explanation
FORM 990, PART VI	FORM 990, PART I, SECTION A, LINE 4 FORM 990, PART VI, SECTION A, LINE 1B ENTER THE NUMBER OF VOTING MEMBERS THAT ARE INDEPENDENT BASED ON THE FORM 990 DEFINITION OF "INDEPENDENCE" AS IT RELATES TO VOTING MEMBERS OF THE GOVERNING BODY, SIX VOTING MEMBERS ARE NOT INDEPENDENT BECAUSE THEY ARE COMPENSATED AS EMPLOYEES OF RELATED TAX-EXEMPT ORGANIZATIONS INCLUDING THE VOTING MEMBERS DESCRIBED ABOVE, A TOTAL OF FOURTEEN VOTING MEMBERS OF THE GOVERNING BODY ARE ALSO VOTING MEMBERS OF RELATED TAXABLE ORGANIZATIONS FOR WHICH BUSINESS TRANSACTIONS, BETWEEN GHP AND THE RELATED TAXABLE ORGANIZATIONS, ARE REPORTED ON SCHEDULE L, PART VI HOWEVER, IF THE RELATED TAXABLE ORGANIZATIONS WERE REQUIRED TO FILE SCHEDULE L, THESE TRANSACTIONS WOULD NOT BE OF A TYPE THAT WOULD BE REPORTABLE ON THEIR SCHEDULE L IN ADDITION, THESE VOTING MEMBERS ARE NOT COMPENSATED BY THE RELATED TAXABLE ORGANIZATIONS FOR WHICH TRANSACTIONS ARE DISCLOSED IN SCHEDULE L, PART IV, DO NOT HAVE AN OWNERSHIP INTEREST IN OR RECEIVE ANY ECONOMIC BENEFIT FROM THE ACTIVITIES OF THESE RELATED TAXABLE ORGANIZATIONS, RECEIVE NO PRIVATE INUREMENT / PRIVATE BENEFIT FROM THE TRANSACTIONS WITH THE RELATED TAXABLE ORGANIZATIONS AND THE VOTING MEMBERS OF THE GOVERNING BODY ABSTAIN FROM VOTING AND ARE ABSENT FROM BOARD DELIBERATIONS AND DECISIONS ON MATTERS IF A CONFLICT EXISTS REFER TO THE RESPONSE FOR FORM 990, PART VI, SECTION B, QUESTION 12A, 12B, AND 12C REGARDING THE GEISINGER HEALTH SYSTEM CONFLICTS OF INTEREST POLICY, DISCLOSURE, AND ENFORCEMENT FORM 990, PART VI, SECTION A, LINE 2 DID ANY OFFICER, DIRECTOR, TRUSTEE, OR KEY EMPLOYEE HAVE A FAMILY RELATIONSHIP OR BUSINESS RELATIONSHIP WITH ANY OTHER OFFICER, DIRECTOR, TRUSTEE, OR KEY EMPLOYEE? HEATHER M ACKER, WILLIAM H ALEXANDER, R BROOKS GRONLUND, ALFRED S CASALE, M D, DUANE E DAVIS, M D, KAREN DAVIS, PH D, DAVID J FELICIO, ESQUIRE, EARL FOURA, RICHARD A GRAFMYRE, V CHRIS HOLCOMBE, JONATHAN P HOSEY, M D, THOMAS H LEE, JR, M D, JOSEPH J MOWAD, M D, DON A ROSINI, GEORGE A SCHNEIDER, WILLIAM E SORDONI, GLENN D STEELE, JR, M D, PH D, CHRISTOPHER B SULLIVAN, FRANK J TREMBULAK, DAVID J WEADER, ESQUIRE ALL HAVE A BUSINESS RELATIONSHIP WITH ONE ANOTHER BECAUSE THEY SERVE AS OFFICERS AND/OR DIRECTORS FOR ONE OR MORE FOR-PROFIT AFFILIATES OF GEISINGER HEALTH PLAN ALL OF THE AFFILIATES ARE A PART OF THE GEISINGER HEALTH SYSTEM

Return Reference	Explanation
FORM 990, PAGE 6, PART VI, LINE 6	THE MEMBERS OF THE CORPORATION HAVE THE POWER AND AUTHORITY TO ELECT AND REMOVE DIRECTORS, ELECT AND REMOVE THE PRESIDENT AND FILL ANY VACANCY IN THE OFFICE OF THE PRESIDENT OF THE CORPORATION, AND, MAY APPROVE AMENDMENTS TO THE CORPORATE BYLAWS IN LIEU OF SUCH APPROVAL BY THE BOARD OF DIRECTORS THE MEMBERS ALSO HAVE THE RESERVE POWERS AS SET FORTH IN THE PENNSYLVANIA NONPROFIT CORPORATION LAW

Return Reference	Explanation
FORM 990, PAGE 6, PART VI, LINE 7A	THE BOARD OF DIRECTORS OF THE CORPORATION SHALL SERVE AS THE GOVERNING BODY OF THE CORPORATION 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 THE 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 AT THEIR DISCRETION AT THE ANNUAL MEETING OF THE MEMBERS OR AT A SPECIAL MEETING CALLED FOR SUCH PURPOSE

Return Reference	Explanation
FORM 990, PAGE 6, PART VI, LINE 11B	ALL OFFICERS AND DIRECTORS WERE ELECTRONICALLY PROVIDED A FINAL COPY OF THE FORM 990 PRIOR TO FILING THE RETURN WITH THE IRS. AN EXECUTIVE SUMMARY OF THE INFORMATION REPORTED ON THE RETURN IS PROVIDED TO ASSIST IN THE REVIEW. IN ACCORDANCE WITH THE GEISINGER HEALTH SYSTEM FOUNDATION BOARD OF DIRECTOR'S FINANCE COMMITTEE CHARTER, STAFF PERIODICALLY REVIEWS THE GHS ORGANIZATIONS' FORM 990 FILINGS. THE FORM 990 IS PREPARED BY THE GEISINGER HEALTH SYSTEM (GHS) TAX AND FINANCIAL REPORTING DEPARTMENTS WITH INFORMATION PROVIDED FROM FINANCE, TAX, HUMAN RESOURCES, LEGAL SERVICES AND OTHER RELEVANT DEPARTMENTS WITHIN THE GEISINGER HEALTH SYSTEM. THE CHIEF FINANCIAL OFFICER (CFO) OF GHS AND THE INDIVIDUAL ORGANIZATIONS SENIOR FINANCIAL MANAGERS REVIEW THEIR RESPECTIVE FORM 990 PRIOR TO MAKING THE FINAL RETURN AVAILABLE TO THE BOARD. IN ADDITION, THE CHIEF LEGAL OFFICER AND CHIEF HUMAN RESOURCE OFFICER OF GHS REVIEW THE INFORMATION DISCLOSED ON THE FORM 990 RELEVANT TO THEIR RESPECTIVE AREAS OF RESPONSIBILITY. FOR PURPOSES OF THEIR ANNUAL AUDIT OF THE GHS CONSOLIDATED FINANCIAL STATEMENTS, INDEPENDENT AUDITORS REVIEW ALL FEDERAL TAX RETURNS FILED BY THE GHS ORGANIZATIONS TO IDENTIFY MATERIAL ITEMS, INCLUDING IF THERE ARE ANY UNCERTAIN TAX POSITIONS THAT MAY BE REQUIRED TO BE RECOGNIZED. THE COMPANY HAD NO UNCERTAIN TAX POSITIONS REQUIRED TO BE REPORTED FOR FISCAL YEAR-ENDED JUNE 30, 2014.

Return Reference	Explanation
FORM 990, PAGE 6, PART VI, LINE 12C	THE OFFICERS AND DIRECTORS OF GEISINGER HEALTH PLAN ARE SUBJECT TO THE GHS CONFLICT OF INTEREST POLICY FOR DIRECTORS, OFFICERS AND SENIOR LEADERS (MAY INCLUDE INDEPENDENT CONTRACTORS) AT LEAST ONCE EACH YEAR DIRECTORS, OFFICERS, KEY EMPLOYEES, SENIOR LEADERS (INCLUDING INDEPENDENT CONTRACTORS) AND OTHERS DESIGNATED BY THE BOARD OF DIRECTORS ARE REQUIRED TO DISCLOSE IN WRITING THE EXISTENCE OF ANY POTENTIAL FINANCIAL INTERESTS THAT MAY GIVE RISE TO A CONFLICT OF INTEREST WITH ANY AFFILIATE WITHIN THE GEISINGER HEALTH SYSTEM THE DISCLOSURES ARE REVIEWED BY THE OFFICE OF THE CHIEF LEGAL OFFICER AND REPORTED TO THE AUDIT COMMITTEE AND BOARD OF DIRECTORS AFTER REVIEW OF THE FINANCIAL INTEREST AND ALL MATERIAL FACTS, INPUT FROM DEPARTMENT OF LEGAL SERVICES AND ANY DISCUSSION WITH THE PERSON DESIRED BY THE BOARD OR COMMITTEE, THE BOARD DECIDES IF A CONFLICT EXISTS AND TAKES APPROPRIATE ACTION THE INDIVIDUAL DISCLOSING THE FINANCIAL INTEREST IS ABSENT DURING THE BOARD DELIBERATIONS AND DECISIONS ON THE MATTER

Return Reference	Explanation
FORM 990, PAGE 6, PART VI, LINE 15A	THE PROCESS TO REVIEW AND APPROVE THE COMPENSATION OF GHS EMPLOYED BOARD DIRECTORS, OFFICERS AND EXECUTIVE MANAGEMENT IS DESIGNED TO SATISFY THE REBUTTABLE PRESUMPTION PROCEDURE AVAILABLE FOR INTERMEDIATE SANCTION PURPOSES. THE PROCESS REQUIRES A REVIEW OF COMPENSATION DETERMINATIONS BY DISINTERESTED PARTIES, USE OF APPROPRIATE COMPARABILITY DATA AND CONTEMPORANEOUS DOCUMENTATION OF THE PROCESS. ON AN ANNUAL BASIS AN INDEPENDENT, NATIONALLY RECOGNIZED COMPENSATION CONSULTANT COMPLETES A COMPARATIVE ASSESSMENT OF COMPENSATION FOR THE CEO AND SENIOR MANAGEMENT WITHIN GHS. THE CONSULTANT'S REPORT IS PRESENTED TO THE MANAGEMENT AND COMPENSATION COMMITTEE PRIOR TO ANY COMPENSATION ADJUSTMENT. THE REPORT SUPPORTS THE RIGOROUS REVIEW COMPLETED BY THE MANAGEMENT AND COMPENSATION COMMITTEE TO ENSURE THAT THE PROGRAM IS RESPONSIBLE TO THE GEISINGER CHARITABLE MISSION, REFLECTS REASONABLE COMPENSATION WITHIN THE NONPROFIT MARKET AND IS COMPLIANT WITH THE IRS'S INTERMEDIATE SANCTION REQUIREMENTS. THE SURVEY DATA IN THE COMPARATIVE ANALYSIS IS CAPTURED FOR FUNCTIONALLY COMPARABLE POSITIONS IN MULTIPLE SIMILAR NONPROFIT ORGANIZATIONS AND REFLECTS TOTAL REMUNERATION PROVIDED IN THE MARKET. ALL SURVEYS ARE CONDUCTED BY THIRD PARTY ORGANIZATIONS AND NOT CONDUCTED AT THE SPECIFIC DIRECTION OF GEISINGER. ANY COMPENSATION ADJUSTMENTS ARE APPROVED BY MANAGEMENT AND COMPENSATION COMMITTEE PRIOR TO THE EFFECTIVE DATE OF THE PAYMENT. THE MANAGEMENT AND COMPENSATION COMMITTEE AT ITS SOLE DISCRETION MAY POSITIVELY OR NEGATIVELY ADJUST ANY RECOMMENDED COMPENSATION.

Return Reference	Explanation
FORM 990, PAGE 6, PART VI, LINE 15B	SEE SCHEDULE O RESPONSE TO FORM 990, PART VI, SECTION B, QUESTION 15A

Return Reference	Explanation
FORM 990, PAGE 6, PART VI, LINE 19	THE MISSION STATEMENT IS AVAILABLE ON THE GEISINGER HEALTH SY STEM WEBSITE AT WWW GEISINGER ORG THE ANNUAL REPORT FOR GEISINGER HEALTH SY STEM, CONTAINING COMMUNITY BENEFIT INFORMATION, CONSOLIDATED FINANCIAL INFORMATION AND OTHER INFORMATION, ARE AVAILABLE ON THE GEISINGER HEALTH SY STEM WEBSITE. GO TO WWW GEISINGER ORG/PAGES/ABOUT-GEISINGER AND SELECT ANNUAL REPORTS FINANCIAL STATEMENTS, THE COMPLETE FORM 990 AND FORM 990-T, THE CONFLICTS OF INTEREST POLICY , AND OTHER GOVERNING DOCUMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST

Return Reference	Explanation
FORM 990, PART VIII	FORM 990, PART VIII, LINE 2B THE IC SUPPORT SERVICE REVENUE REPRESENTS REVENUE FROM INTERCOMPANY MANAGEMENT, ADMINISTRATIVE, AND CONSULTING SERVICES PROVIDED TO RELATED TAXABLE ORGANIZATIONS THE ORGANIZATION AND RELATED TAXABLE ORGANIZATIONS ARE ALL CONTROLLED BY GEISINGER HEALTH SYSTEM FOUNDATION THE SERVICES, PROVIDED AT OR BELOW COST, ARE PERFORMED WITHOUT A PROFIT MOTIVE TO PROMOTE THE EFFICIENT OPERATION OF THE GEISINGER HEALTH SYSTEM IN CARRYING OUT ITS CHARITABLE MISSION THE SERVICES ARE NOT OFFERED TO UNRELATED ORGANIZATIONS OR TO THE GENERAL PUBLIC UNDER IRS ADVISORY DATED MARCH 7, 2014, THESE INTERCOMPANY SHARED SERVICES ARE NOT INCLUDED IN THE DEFINITION OF UNRELATED BUSINESS INCOME AND SHOULD NOT TO BE INCLUDED ON FORM 990-T DUE TO THE ABSENCE OF THE FOLLOWING TWO CONDITIONS (1) THE SERVICES MUST BE ABOVE COST OR AT FAIR MARKET VALUE, AND (2) THERE MUST BE A PROFIT MOTIVE

Return Reference	Explanation
FORM 990, PART IX, LINE 11G	OUTSIDE PURCHASED SERVICES 104,688,309 31,766,528 0 BROKER FEES 17,668,738 0 0 CONSULTING FEES 2,441,783 9,495,656 0 COST CONTAINMENT 93,284 669,818 0 OTHER 187,135 230,672 0 PHARMACY ADMINISTRATION FEES 413,134 0 0 RECRUITMENT 40,250 238,971 0 CLAIMS PROCESSING 0 224,813 0 REPAIRS 2,285 24,215 0

Return Reference	Explanation
FORM 990, PART XI, LINE 9	TRANSFER TO AFFILIATE 10,000,000

Return Reference	Explanation
FORM 990, PART XII	FORM 990, PART XII, LINE 3A AS A RESULT OF A FEDERAL AWARD, WAS THE ORGANIZATION REQUIRED TO UNDERGO AN AUDIT OR AUDITS AS SET FORTH IN THE SINGLE AUDIT ACT AND OMB CIRCULAR A-133? FEDERAL AWARDS ARE AUDITED AS A PART OF THE GEISINGER HEALTH SYSTEM'S CONSOLIDATED REPORT ON FEDERAL AWARDS IN ACCORDANCE WITH OMB CIRCULAR A-133 FOOTNOTE THROUGHOUT FORM 990, THE TERMS "GEISINGER HEALTH SYSTEM" AND "SYSTEM" OR THE ACRONYM "GHS" SHALL REFER TO THE ENTIRE HEALTHCARE SYSTEM COMPRISED OF GEISINGER HEALTH SYSTEM FOUNDATION ("THE FOUNDATION") AS PARENT AND ALL SUBSIDIARY CORPORATIONS COMPRISING THE SYSTEM

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
GEISINGER HEALTH PLAN

Employer identification number
23-2311553

Part I Identification of Disregarded Entities

Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
See Additional Data Table							

Part III

Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K- 1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) KEYSTONE ACCOUNTABLE CARE ORG LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 45-4475297	ACO	PA	N/A					No			No	
(2) LIFESOURCE GEISINGER BLOOD CTR LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 36-4718005	BLOOD COLL	PA	N/A					No			No	
(3) MERIDIAN GEISINGER HLTH NETWORKLLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 45-5484165	ORG DEL SY	NJ	GHP	RELATED		894,532		No		Yes		30 000 %
(4) HEALTHSOUTH GHS LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 72-1398803	PHY THERAP	PA	N/A					No			No	
(5) EVANGELICAL-GEISINGER HEALTH LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 46-0567687	HEALTHCARE	PA	N/A					No			No	
(6) LEMED II 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2391766	RENTAL	PA	N/A					No			No	
(7) GEISINGER-SCA HOLDINGS LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 46-1615328	MANAGEMENT	DE	N/A					No			No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of- year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No
(1) GEISINGER MEDICAL MANAGEMENT CORP 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2077663	HOTEL/REST	PA	N/A					Yes	
(2) GEISINGER INDEMNITY INSURANCE CO 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2815174	HLTH INSUR	PA	N/A					Yes	
(3) GEISINGER QUALITY OPTIONS INC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 20-4275139	HLTH INSUR	PA	N/A					Yes	
(4) HEALTH ENTERPRISES INC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2353212	PHARMACY	PA	N/A					Yes	
(5) XG HEALTH SOLUTIONS INC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 46-1657345	CONSULTING	DE	N/A					Yes	
(6) GEISINGER ASSURANCE COMPANY LTD PO BOX 2196GT GRAND CAYMAN CJ 98-1016737	INSURANCE	CJ	N/A					Yes	

Part V

Transactions With Related Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1

During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a

Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to related organization(s)

c

Gift, grant, or capital contribution from related organization(s)

d

Loans or loan guarantees to or for related organization(s)

e

Loans or loan guarantees by related organization(s)

f

Dividends from related organization(s)

g

Sale of assets to related organization(s)

h

Purchase of assets from related organization(s)

i

Exchange of assets with related organization(s)

j

Lease of facilities, equipment, or other assets to related organization(s)

k

Lease of facilities, equipment, or other assets from related organization(s)

l

Performance of services or membership or fundraising solicitations for related organization(s)

m

Performance of services or membership or fundraising solicitations by related organization(s)

n

Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o

Sharing of paid employees with related organization(s)

p

Reimbursement paid to related organization(s) for expenses

q

Reimbursement paid by related organization(s) for expenses

r

Other transfer of cash or property to related organization(s)

s

Other transfer of cash or property from related organization(s)

Yes

No

1a

No

1b

Yes

1c

No

1d

No

1e

No

1f

No

1g

No

1h

No

1i

No

1j

No

1k

Yes

1l

Yes

1m

Yes

1n

No

1o

No

1p

No

1q

Yes

1r

No

1s

No

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

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
See Additional Data Table			

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

[illegible]

Part VII

Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation
SCHEDULE R	FORM 990, SCHEDULE R, PART V - TRANSACTIONS WITH RELATED ORGANIZATIONS AS SHOWN IN THE RESPONSE TO FORM 990, SCHEDULE R, GEISINGER HEALTH PLAN IS CLOSELY AFFILIATED WITH SEVERAL OTHER ORGANIZATIONS IN THE NORMAL COURSE OF THE OPERATIONS OF THESE AFFILIATED ORGANIZATIONS THERE ARE NUMEROUS INTER ORGANIZATIONAL TRANSACTIONS, WHICH MAY INCLUDE 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 GHS PRIVATE RULINGS AS BEING ENTIRELY CONSISTENT WITH THE ORGANIZATIONS' TAX EXEMPT STATUS

Additional Data

Software ID:

Software Version:

EIN: 23-2311553

Name: GEISINGER HEALTH PLAN

Form 990, Schedule R, Part II - Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) GEISINGER HEALTH SYSTEM FOUNDATION 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-1995911	PHILANTHRO	PA	501C3	7	NA	Yes	
(1) GEISINGER MEDICAL CENTER 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 24-0795959	HOSPITAL	PA	501C3	3	GHSF	Yes	
(2) GEISINGER CLINIC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-6291113	PHYSICIAN	PA	501C3	11A	GHSF	Yes	
(3) GEISINGER WYOMING VALLEY MEDICAL CT 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-1996150	HOSPITAL	PA	501C3	3	GHSF	Yes	
(4) MARWORTH 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2171417	D&A REHAB	PA	501C3	3	GHSF	Yes	
(5) GEISINGER SYSTEM SERVICES 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2164794	SUPPORT SV	PA	501C3	11A	GHSF	Yes	
(6) GEISINGER COMMUNITY HEALTH SERVICES 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2967235	HEALTHCARE	PA	501C3	9	GSS	Yes	
(7) GEISINGER INSURANCE CORPORATIONRRG 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 14-1909894	SELF INS	VT	501C3	11A	GHSF	Yes	
(8) COMMUNITY MEDICAL CENTER 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 24-0862246	HOSPITAL	PA	501C3	3	GHSF	Yes	
(9) COMMUNITY MEDICAL CARE INC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2429776	PHYSICIAN	PA	501C3	9	GHSF	Yes	
(10) MEDICAL DIMENSIONS INC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2369788	RE HOLDIN	PA	501C2		GHSF	Yes	
(11) MOUNTAIN VIEW NURSING HOME INC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2568288	LONG TERM	PA	501C3	9	GHSF	Yes	
(12) COMMUNITY MEDICAL CTR HEALTHCARE SY 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2279376	SUPPORT SV	PA	501C3	11A	GHSF	Yes	
(13) GEISINGER-BLOOMSBURG HOSPITAL 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2193572	HOSPITAL	PA	501C3	3	GHSF	Yes	
(14) BLOOMSBURG PHYSICIANS SERVICES 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2979856	PHYSICIAN	PA	501C3	3	GHSF	Yes	
(15) GEISINGER-BLOOMSBURG HEALTHCARE CTR 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2242854	SKILLED NU	PA	501C3	9	GHSF	Yes	
(16) COLUMBIA-MONTOUR HOME HLTH SERVICES 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-1704399	HOME HEALT	PA	501C3	9	GHSF	Yes	
(17) LEWISTOWN HEALTHCARE FOUNDATION 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2344363	PHILANTHRO	PA	501C3	11A	GHSF	Yes	
(18) GEISINGER-LEWISTOWN HOSPITAL 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-1352187	HOSPITAL	PA	501C3	3	GHSF	Yes	
(19) LEWISTOWN AMBULATORY CARE CORP 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2344362	RE HOLDIN	PA	501C3	11A	GHSF	Yes	

Form 990, Schedule R, Part II - Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c) (3))	(f) Direct controlling entity	(g) Section 512 (b)(13) controlled entity?	
						Yes	No
(21) FAM HLTH ASSOC OF GEISINGER-LEWIST 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 25-1651582	PHYSICIAN	PA	501C3	11A	GHSF	Yes	
(1) KEYSTONE HEALTH INFO EXCHANGE INC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 46-4359893	RHIO	PA	501C3	11A	GHSF	Yes	
(2) HEALTH CARE CORP OF NORTHEAST PA 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2337286	SUPPORT SV	PA	501C3	11A	CMC	Yes	

Form 990, Schedule R, Part III - Identification of Related Organizations Taxable as a Partnership

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal Domicile (State or Foreign Country)	(d) Direct Controlling Entity	(e) Predominant Income(related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of- year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in Box 20 of K-1 (Form 1065)	(j) General or Managing Partner?		(k) Percentage ownership
							Yes	No		Yes	No	
KEYSTONE ACCOUNTABLE CARE ORG LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 45-4475297	ACO	PA	N/A					No			No	
LIFESOURCE GEISINGER BLOOD CTR LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 36-4718005	BLOOD COLL	PA	N/A					No			No	
MERIDIAN GEISINGER HLTH NETWORKLLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 45-5484165	ORG DEL SY	NJ	GHP	RELATED		894,532		No		Yes		30 000 %
HEALTHSOUTH GHS LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 72-1398803	PHY THERAP	PA	N/A					No			No	
EVANGELICAL-GEISINGER HEALTH LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 46-0567687	HEALTHCARE	PA	N/A					No			No	
LEMED II 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 23-2391766	RENTAL	PA	N/A					No			No	
GEISINGER-SCA HOLDINGS LLC 100 NORTH ACADEMY AVENUE MC 49-70 DANVILLE, PA 17822 46-1615328	MANAGEMENT	DE	N/A					No			No	

Form 990, Schedule R, Part V - Transactions With Related Organizations

(a) Name of other organization	(b) Transaction type(a-s)	(c) Amount Involved	(d) Method of determining amount involved
COLUMBIA-MONTOUR HOME HEALTH SVC	L	668	GAAP
COLUMBIA-MONTOUR HOME HEALTH SVC	M	150,854	GAAP
COMMUNITY MEDICAL CARE INC	M	425,726	GAAP
COMMUNITY MEDICAL CENTER	M	29,558,416	GAAP
COMMUNITY MEDICAL CENTER	Q	3,073,643	GAAP
FAMILY HEALTH ASSOCIATES	M	743,153	GAAP
GEISINGER CLINIC	L	930,763	GAAP
GEISINGER CLINIC	M	177,758,145	GAAP
GEISINGER COMMUNITY HEALTH SERVICES	L	1,564	GAAP
GEISINGER COMMUNITY HEALTH SERVICES	M	8,733,683	GAAP
GEISINGER HEALTH SYSTEM FOUNDATION	B	10,000,000	FMV
GEISINGER INDEMNITY INSURANCE CO	Q	47,317,246	GAAP
GEISINGER MEDICAL CENTER	M	207,538,043	GAAP
GEISINGER MEDICAL CENTER	K	2,127	FMV
GEISINGER MEDICAL MANAGEMENT CORP	M	73,584	GAAP
GEISINGER MEDICAL MANAGEMENT CORP	M	25,065,323	GAAP
GEISINGER QUALITY OPTIONS INC	Q	35,521,224	GAAP
GEISINGER SYSTEM SERVICES	M	111,741,718	GAAP
GEISINGER SYSTEM SERVICES	Q	59,313,591	GAAP
GEISINGER SYSTEM SERVICES	M	29,892,857	GAAP
GEISINGER SYSTEM SERVICES	K	201,258	FMV
GEISINGER WYOMING VALLEY MED CTR	M	100,663,104	GAAP
GEISINGER-BLOOMSBURG HEALTHCARE CTR	Q	664,144	GAAP
GEISINGER-BLOOMSBURG HEALTHCARE CTR	M	1,216,597	GAAP
GEISINGER-BLOOMSBURG HOSPITAL	M	7,829,520	GAAP

Form 990, Schedule R, Part V - Transactions With Related Organizations

(a) Name of other organization	(b) Transaction type(a-s)	(c) Amount Involved	(d) Method of determining amount involved
GEISINGER-LEWISTOWN HOSPITAL	M	11,912,896	GAAP
KEYSTONE HEALTH INFO EXCHANGE INC	M	240,000	GAAP
MERIDIAN GEISINGER HLTH NTWRK LLC	B	750,000	FMV
MERIDIAN GEISINGER HLTH NTWRK LLC	L	2,920,024	GAAP
MOUNTAIN VIEW NURSING HOME INC	Q	440,712	GAAP
MOUNTAIN VIEW NURSING HOME INC	M	537,474	GAAP

TY 2013 GeneralDependencySmall**Name:** GEISINGER HEALTH PLAN**EIN:** 23-2311553**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK

Attachment Information: YEAR ENDING: JUNE 30, 2014 23-2311553 GEISINGER HEALTH PLAN 100 NORTH ACADEMY AVENUE, MC 49-70 DANVILLE, PA 17822 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR.