

Form 990

Return of Organization Exempt From Income Tax

OMB No 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2006

Open to Public Inspection

Department of the Treasury Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2006 calendar year, or tax year beginning 01-01-2006 and ending 12-31-2006

- B Check if applicable: Address change, Name change, Initial return, Final return, Amended return, Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization: THE DETROIT MEDICAL CENTER. Number and street: 3663 WOODWARD AVENUE SUITE 200. City or town, state or country, and ZIP + 4: DETROIT, MI 482012403

D Employer identification number

38-2571767

E Telephone number

(313) 578-2063

F Accounting method: Cash, Accrual

Other (specify)

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

G Web site: WWW DMC ORG

J Organization type: 501(c)(3)

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than 25,000

L Gross receipts: 323,068,601

H and I are not applicable to section 527 organizations

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

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

H(c) Are all affiliates included? Yes, No

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

I Group Exemption Number

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

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

Table with columns for Revenue, Expenses, and Net Assets. Rows include Contributions, Program service revenue, Membership dues, Interest on savings, Dividends, Gross rents, Other investment income, Gross amount from sales of assets, Special events and activities, Gross sales of inventory, Other revenue, Total revenue, Program services, Management and general, Fundraising, Payments to affiliates, Total expenses, Excess or (deficit) for the year, Net assets or fund balances at beginning of year, Other changes in net assets, Net assets or fund balances at end of year.

Part III Statement of Functional Expenses

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

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach Schedule) (cash \$ ⁰ _____ noncash \$ ⁰ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a			
22b	Other grants and allocations (attach schedule) (cash \$ ⁰ _____ noncash \$ ⁰ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b			
23	Specific assistance to individuals (attach schedule)	23			
24	Benefits paid to or for members (attach schedule)	24			
25a	Compensation of current officers, directors, key employees etc. Listed in Part V-A (attach schedule)	25a	9,900,522	5,192,072	4,319,254
b	Compensation of former officers, directors, key employees etc. listed in Part V-B (attach schedule)	25b	239,054		239,054
c	Compensation and other distributions not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)	25c			
26	Salaries and wages of employees not included on lines 25a, b and c	26	112,105,257	84,721,337	27,383,920
27	Pension plan contributions not included on lines 25a, b and c	27	618,784	525,966	92,818
28	Employee benefits not included on lines 25a - 27	28	19,212,590	18,619,492	593,098
29	Payroll taxes	29	8,670,709	6,720,453	1,950,256
30	Professional fundraising fees	30			
31	Accounting fees	31	992,547	816,866	175,681
32	Legal fees	32	1,440,531		1,440,531
33	Supplies	33	16,081,477	15,705,229	376,248
34	Telephone	34			
35	Postage and shipping	35	806,055	614,221	191,834
36	Occupancy	36	11,326,073	10,377,212	948,861
37	Equipment rental and maintenance	37	1,207,572	1,189,164	18,408
38	Printing and publications	38	135,658	48,896	86,762
39	Travel	39	302,046	78,175	223,871
40	Conferences, conventions, and meetings	40	105,842	80,653	25,189
41	Interest	41	9,095,912	7,115,108	1,980,804
42	Depreciation, depletion, etc. (attach schedule)	42	26,110,416	23,861,510	2,248,906
43	Other expenses not covered above (itemize)				
a	See Additional Data Table	43a			
b		43b			
c		43c			
d		43d			
e		43e			
f		43f			
g		43g			
44	Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	323,620,879	271,641,896	51,589,787

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

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$⁰ _____, (ii) the amount allocated to Program services \$⁰ _____, (iii) the amount allocated to Management and general \$⁰ _____, and (iv) the amount allocated to Fundraising \$⁰ _____

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

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

<p>What is the organization's primary exempt purpose? ▶</p>	<p>The Detroit Medical Center (DMC) is a 501 (c)(3) organization, which was formed as a supporting organization of The Detroit Medical Center Hospitals (The DMC Hospitals). The DMC Hospitals are all Michigan non-profit corporations exempt from tax under Section 501 (c)(3) of the Internal Revenue Code and qualify as non-private foundations. The DMC Hospitals consist of Children's Hospital of Michigan, Detroit Receiving Hospital and University Health Center, Harper-Hutzel Hospital, Sinai Hospital of Greater Detroit, Huron Valley Hospital, and Rehabilitation Institute of Michigan. DMC supports the DMC Hospitals by providing certain services to them, and performing certain functions which would otherwise be carried on by them. This allows the hospitals to provide more cost effective and efficient services. It also allows the hospitals to devote their time and resources to their primary exempt purpose of providing healthcare to the community. DMC coordinated and performs, on a centralized basis</p>	<p>Program Service Expenses (Required for 501(c)(3) and (4) orgs, and 4947(a)(1) trusts, but optional for others.)</p>
<p>a Laboratory Services DMC provides Laboratory testing for all the DMC Hospitals. DMC provides a lab on site at each of The DMC Hospitals so that "Stat" testing (tests that must be performed in less than one hour) is available to the hospitals' patients. There is also a central laboratory where routine and specialized testing is done. Currently, we provide testing in several areas. Basic testing includes Hematology, Micro Biology (Including PCR testing) and Chemistry. Specialty testing includes toxicology, HLA (tissue testing), cytogenetics, coagulation, molecular biology and cytology. Our continual goal is to provide support to The DMC Hospitals with the highest quality, cost effective laboratory services, including developing new testing methodologies.</p> <p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here ▶ <input type="checkbox"/></p>	<p>68,148,733</p>
<p>b Graduate Medical Education This program provides The DMC Hospitals with resident physicians that enable the DMC Hospitals to provide better quality health care to their patients and to retain high quality academic physicians on staff. The Graduate Medical Education program had approximately 1000 residents in 2002. As the residents progress through the training program, become senior residents, they take more responsibility for the supervising and training of the new medical students and junior residents. The areas of medicine include Internal Medicine, Family Medicine, Emergency Medicine, Neurology, OBGYN, Ophthalmology, Psychiatry, Pediatrics, Radiation Oncology, Urology, and Radiology.</p> <p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here ▶ <input type="checkbox"/></p>	<p>55,508,789</p>
<p>c Management Information Services The information systems needs for the DMC and its hospitals are extensive. DMC contracts with the firm of CareTech to provide all information system services including maintaining a number of enterprise-wide, mainframe-based and client server information systems, such as payroll, general ledger, medical records, and operating room scheduling. It is also responsible for a number of specific systems on a variety of hardware platforms, and network and communications infrastructure that allows the DMC system-wide access to most of these applications. Information Services also supports the voice communications, operating service, and paging systems across the DMC. These systems enable all of the DMC entities to have access to common patient information, as well as the other business information necessary to ensure efficient quality healthcare to their patients.</p> <p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here ▶ <input type="checkbox"/></p>	<p>82,900,931</p>
<p>d Administrative and Strategic Planning Services The DMC provides administrative leadership to each of The DMC Hospitals. This leadership role includes duties and responsibilities that will help to achieve the mission and objectives of each hospital in manner consistent with the collective mission and objectives of all DMC Hospitals. Strategic Planning services include providing strategic and financial planning that will enable the hospitals to efficiently use their resources and identify necessary goals and objectives that will enable them to continue to provide the highest quality and most cost effective healthcare services to the community.</p> <p>(Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here ▶ <input type="checkbox"/></p>	<p>24,089,387</p>
<p>e Other program services (attach schedule) (Grants and allocations \$)</p>	<p>If this amount includes foreign grants, check here ▶ <input type="checkbox"/></p>	<p></p>
<p>f Total of Program Service Expenses (should equal line 44, column (B), Program services) . . . ▶</p>	<p>271,641,896</p>	

Part IV Balance Sheets (See the instructions.)

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

		(A)		(B)		
		Beginning of year		End of year		
Assets	45 Cash—non-interest-bearing		0	45	0	
	46 Savings and temporary cash investments		34,637,726	46	10,609,129	
	47a Accounts receivable	47a	3,809,887			
	b Less allowance for doubtful accounts	47b	467,064	4,677,562	47c	3,342,823
	48a Pledges receivable	48a	0			
	b Less allowance for doubtful accounts	48b		0	48c	0
	49 Grants receivable			0	49	0
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)				50a	
	b Receivables from other disqualified persons (as defined under section 4958(c)(3)(B) (attach schedule)				50b	
	51a Other notes and loans receivable (attach schedule)	51a	9,139,695			
	b Less allowance for doubtful accounts	51b		9,171,135	51c	9,139,695
	52 Inventories for sale or use			-665,330	52	82,154
	53 Prepaid expenses and deferred charges			7,793,309	53	4,035,807
	54a Investments—publicly-traded securities <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV			0	54a	0
	b Investments—other securities (attach schedule) <input type="checkbox"/> Cost <input type="checkbox"/> FMV				54b	
55a Investments—land, buildings, and equipment basis	55a					
b Less accumulated depreciation (attach schedule)	55b			55c		
56 Investments—other (attach schedule)				56		
57a Land, buildings, and equipment basis	57a	367,329,957				
b Less accumulated depreciation (attach schedule)	57b	288,294,199	77,382,452	57c	79,035,758	
58 Other assets, including program-related investments (describe <input type="checkbox"/> _____)			517,393,481	58	487,628,949	
59 Total assets (must equal line 74) Add lines 45 through 58			650,390,335	59	593,874,315	
Liabilities	60 Accounts payable and accrued expenses		124,241,555	60	122,914,387	
	61 Grants payable			61		
	62 Deferred revenue			62		
	63 Loans from officers, directors, trustees, and key employees (attach schedule)				63	
	64a Tax-exempt bond liabilities (attach schedule)			79,651,955	64a	79,651,955
	b Mortgages and other notes payable (attach schedule)			320,157,893	64b	341,147,322
65 Other liabilities (describe <input type="checkbox"/> _____)			177,852,574	65	51,028,572	
66 Total liabilities Add lines 60 through 65			701,903,977	66	594,742,236	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74					
	67 Unrestricted		-67,341,932	67	-16,515,732	
	68 Temporarily restricted		14,620,290	68	14,439,811	
	69 Permanently restricted		1,208,000	69	1,208,000	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74					
	70 Capital stock, trust principal, or current funds				70	
	71 Paid-in or capital surplus, or land, building, and equipment fund				71	
	72 Retained earnings, endowment, accumulated income, or other funds				72	
	73 Total net assets or fund balances Add lines 67 through 69 or lines 70 through 72 (Column (A) must equal line 19 and column (B) must equal line 21)			-51,513,642	73	-867,921
	74 Total liabilities and net assets / fund balances Add lines 66 and 73			650,390,335	74	593,874,315

Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return (See the instructions.)

a	Total revenue, gains, and other support per audited financial statements		a	319,224,303
b	Amounts included on line a but not on Part I, line 12			
1	Net unrealized gains on investments	b1	-1,945,400	
2	Donated services and use of facilities	b2		
3	Recoveries of prior year grants	b3		
4	Other (specify) <input type="checkbox"/> _____	b4	-34,938	
	Add lines b1 through b4			b -1,980,338
c	Subtract line b from line a			c 321,204,641
d	Amounts included on Part I, line 12, but not on line a :			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify) _____	d2		
	Add lines d1 and d2			d -1,980,338
e	Total revenue (Part I, line 12) Add lines c and d			e 321,204,641

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

a	Total expenses and losses per audited financial statements		a	323,585,941
b	Amounts included on line a but not on Part I, line 17			
1	Donated services and use of facilities	b1		
2	Prior year adjustments reported on Part I, line 20	b2		
3	Losses reported on Part I, line 20	b3		
4	Other (specify) _____	b4		
	Add lines b1 through b4			b
c	Subtract line b from line a			c 323,585,941
d	Amounts included on Part I, line 17, but not on line a :			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify) _____	d2	34,938	
	Add lines d1 and d2			d 34,938
e	Total expenses (Part I, line 17) Add lines c and d			e 323,620,879

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
See Additional Data Table				

Part V-A Current Officers, Directors, Trustees, and Key Employees <i>(continued)</i>	Yes	No
75a Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings <u>20</u>		
b Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)	75b Yes	
c Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization" If "Yes," attach a statement that includes the information described in the instructions	75c Yes	
d Does the organization have a written conflict of interest policy?	75d Yes	

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (If not paid enter -0-)	(D) Contributions to employee benefit plans and deferred compensation plans	(E) Expense account and other allowances
Fernando Diaz MD PhD Detroit Medical Center 3990 John R Detroit, MI 48201	0	50,000	0	0
Luane Ewald Childrens Hospital of Michigan 3901 Beaubien Blvd Detroit, MI 48201	0	166,418	21,316	1,320

Part VI Other Information <i>(See the instructions.)</i>	Yes	No
76 Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76	No
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes	77 Yes	
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	78b Yes	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	No
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a Yes	
b If "Yes," enter the name of the organization See Additional Data Table _____ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81a Enter direct or indirect political expenditures (See line 81 instructions) <u>81a</u> 0		
b Did the organization file Form 1120-POL for this year?	81b	No

Part VI Other Information (continued)

Form 990 (2006) Part VI Other Information (continued)
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?
82b If "Yes," you may indicate the value of these items here
83a Did the organization comply with the public inspection requirements for returns and exemption applications?
83b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?
84a Did the organization solicit any contributions or gifts that were not tax deductible?
84b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?
85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?
85b Did the organization make only in-house lobbying expenditures of \$2,000 or less?
85c Dues assessments, and similar amounts from members
85d Section 162(e) lobbying and political expenditures
85e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices
85f Taxable amount of lobbying and political expenditures (line 85d less 85e)
85g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?
85h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?
86 501(c)(7) orgs. Enter a Initiation fees and capital contributions included on line 12
86b Gross receipts, included on line 12, for public use of club facilities
87 501(c)(12) orgs. Enter a Gross income from members or shareholders
87b Gross income from other sources
88a At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3?
88b At any time during the year, did the organization directly or indirectly own a controlled entity within the meaning of section 512(b)(13)?
89a 501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911, section 4912, and section 4955
89b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year?
89c Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958
89d Enter Amount of tax on line 89c, above, reimbursed by the organization
89e All organizations. At any time during the tax year was the organization a party to a prohibited tax shelter transaction?
89f All organizations. Did the organization acquire direct or indirect interest in any applicable insurance contract?
89g For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?
90a List the states with which a copy of this return is filed
90b Number of employees employed in the pay period that includes March 12, 2006
91a The books are in care of
91b 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?

Part VI Other Information (continued)

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

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

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

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

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a NET COMM LAB REV	621500	19,343,109			609,625
b PURCHASING REV					104,834,291
c MANAGEMENT FEES	561000	525,025			180,171,456
d BENEFITS ADMIN					5,239,966
e OTHER EXEMPT REV					15,851,512
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate					
a debt-financed property					
b non debt-financed property			16	165,409	
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	253,215	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue a PARKING LOT			03	61,454	
b DIVIDENDS & INT			14	-5,886,994	
c PURCHASING REVENUE	524298	-11			
d					
e					
104 Subtotal (add columns (B), (D), and (E))		19,868,123		-5,406,916	306,706,850
105 Total (add line 104, columns (B), (D), and (E))					321,168,057

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

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

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
0	SEE GENERAL EXPLANATION ATTACHMENT

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	Nature of business
See Additional Data Table	%	
	%	
	%	
	%	

Part X Information Regarding Transfers Associated with Exempt Purposes (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on life insurance contracts, annuities, or other contracts with a cash value?

(b) Did the organization, during the year, pay premiums, directly or indirectly, on life insurance contracts, annuities, or other contracts with a cash value?

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

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

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

	(A) Name and address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
Totals				4,783,000

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

	(A) Name and address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
Totals				274,606,000

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

Please Sign Here

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

Signature of officer	2007-11-15 Date
william rochefort vp finance Type or print name and title	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen Inst W)
	Firm's name (or yours if self-employed), address, and ZIP + 4			EIN
				Phone no

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

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information—(See separate instructions.)

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

OMB No 1545-0047

2006

Department of the
Treasury
Internal Revenue
Service

Name of the organization
THE DETROIT MEDICAL CENTER

Employer identification number

38-2571767

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
PATRICIA KUKULA DETROIT MEDICAL CENTER 3990 JOHN R DETROIT, MI 48201	SYSTEM EXEC DIRECTOR 50 0	195,858	5,573	0
SANDRA NEHLSSEN CANNARELLA DETROIT MEDICAL CENTER 3990 JOHN R DETROIT, MI 48201	TECH DIRECTOR 50 0	208,803	21,889	0
GAIL PABARUE DETROIT MEDICAL CENTER 3990 JOHN R DETROIT, MI 48201	ASSOC GENERAL COUNS 50 0	188,261	15,702	0
CHARLES RAIMI DETROIT MEDICAL CENTER 3990 JOHN R DETROIT, MI 48201	DEP GENERAL COUNSEL 50 0	223,764	24,567	0
KEVIN SIMOWSKI DETROIT MEDICAL CENTER 3990 JOHN R DETROIT, MI 48201	SYSTEM EXEC DIRECTOR 50 0	192,124	8,261	0
Total number of other employees paid over \$50,000 ▶	626			

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
CERNER CORPORATION 2800 ROCKCREEK PARKWAY KANSAS CITY, MO 64117	INFORMATION services	3,432,576
ERNST and YOUNG Us LLP Lockbox 91251 CHICAGO, IL 60693	Auditing/Tax Service	996,461
FARBMAN GROUP 28400 NORTHWESTERN HWY SOUTHFIELD, MI 48034	REAL ESTATE Services	901,437
FLOYD ALLEN and ASSOCIATES 3011 W GRAND BLVD DETROIT, MI 48202	LEGAL Services	615,878
MARSH USA PO BOX 73376 CHICAGO, IL 60673	Consulting	543,783
Total number of others receiving over \$50,000 for professional services ▶	31	

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
CERNER CORPORATION PO BOX 412702 KANSAS CITY, MO 64141	INFORMATION SERVICES	7,352,147
Siemens Medical Solutions USA Dept CH 14195 PALATINE, IL 60055	equipment services	3,830,145
Sodexo Marriott 804 Tyvola Rd 108 CHARLOTTE, NC 28217	Food Service	3,414,152
ARUP LABORATORIES P O BOX 27964 SALT LAKE CITY, UT 84127	lab services	1,149,355
CareTech Solutions Inc 901 wilshire drive suite 100 TROY, MI 48084	it services	57,061,487
Total number of other contractors receiving over \$50,000 for other services ▶	76	

Part III **Statements About Activities** (See page 2 of the instructions.)

Yes No

<p>1 During the year, has the organization attempted to influence national, state, or local legislation, include any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ <u>510,021</u> (Must equal amounts on line 38, Part VI-A, or line 1 of Part VI-B)</p> <p>Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities</p>	1	Yes	
<p>2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.) 📎</p>			
<p>a Sale, exchange, or leasing property?</p>	2a		No
<p>b Lending of money or other extension of credit?</p>	2b		No
<p>c Furnishing of goods, services, or facilities?</p>	2c	Yes	
<p>d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?</p>	2d	Yes	
<p>e Transfer of any part of its income or assets?</p>	2e		No
<p>3a Did the organization make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments)</p>	3a		No
<p>b Did the organization have a section 403(b) annuity plan for its employees?</p>	3b	Yes	
<p>c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment , historic land areas or structures? If "Yes" attach a detailed statement</p>	3c		No
<p>d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?</p>	3d		No
<p>4a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g If "No," complete lines 4f and 4g</p>	4a		No
<p>b Did the organization make any taxable distributions under section 4966?</p>	4b		No
<p>c Did the organization make a distribution to a donor, donor advisor, or related person?</p>	4c		No
<p>d Enter the total number of donor advised funds owned at the end of the tax year ▶ _____</p>			
<p>e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ _____</p>			
<p>f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ▶ <u>0</u></p>			
<p>g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ <u>0</u></p>			

Part IV Reason for Non-Private Foundation Status (See pages 4 through 7 of the instructions.)I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box)

- 5** A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)
- 6** A school Section 170(b)(1)(A)(ii) (Also complete Part V)
- 7** A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)
- 8** A federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)
- 9** A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) **Enter the hospital's name, city, and state** ▶
- 10** An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A)
- 11a** An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 11b** A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)
- 12** An organization that normally receives **(1) more than 33 1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions—subject to certain exceptions, and **(2) no more than 33 1/3%** of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A)
- 13** An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3) Check the box that describes the type of supporting organization

 Type I Type II Type III - Functionally Integrated Type III - Other
Provide the following information about the supported organizations. (see page 7 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support?
			Yes	No	
See Additional Data Table					
Total					0

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

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

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

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

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

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

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 10 of the instructions.)(To be completed **ONLY** by an eligible organization that filed Form 5768)Check **a** if the organization belongs to an affiliated group Check **b** if you checked "a" and "limited control" provisions apply**Limits on Lobbying Expenditures**

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

(a)
Affiliated group
totals**(b)**
To be completed
for all electing
organizations

36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38 Total lobbying expenditures (add lines 36 and 37)	38	
39 Other exempt purpose expenditures	39	
40 Total exempt purpose expenditures (add lines 38 and 39)	40	
41 Lobbying nontaxable amount Enter the amount from the following table— If the amount on line 40 is— The lobbying nontaxable amount is— Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000 \$1,000,000	41	
42 Grassroots nontaxable amount (enter 25% of line 41)	42	
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43	0
44 Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44	0

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below)

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities

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

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

	Yes	No	Amount
a Volunteers		No	
b Paid staff or management (Include compensation in expenses reported on lines c through h.)	Yes		
c Media advertisements		No	
d Mailings to members, legislators, or the public		No	
e Publications, or published or broadcast statements		No	
f Grants to other organizations for lobbying purposes		No	
g Direct contact with legislators, their staffs, government officials, or a legislative body	Yes		510,021
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		No	
i Total lobbying expenditures (Add lines c through h.)			510,021

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

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

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

a Transfers from the reporting organization to a noncharitable exempt organization of

- (i) Cash
- (ii) Other assets

b Other transactions

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule:

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Additional Data**Software ID:****Software Version:****EIN:** 38-2571767**Name:** THE DETROIT MEDICAL CENTER**Form 990, Part II, Line 43 - Other expenses not covered above (itemize):**

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
a PHYSICIAN SERVICES	43a	8,508,713	8,508,713		
b BUSINESS CONSULTING	43b	2,200,573	1,208,262	992,311	
c PROMOTION SERVICES	43c	6,573,888	4,197,064	2,376,824	
d RECRUITMENT & OTHER PROF FEES	43d	2,191,047	1,398,863	792,184	
e LABORATORY	43e	3,294,105	3,258,371	35,734	
f SERVICE CONTRACTS	43f	778,172	766,310	11,862	
g DATA PROCESSING	43g	63,916,516	63,223,168	693,348	
h LAUNDRY	43h	945	935	10	
i COLLECTION	43i	43	43		
j PURCHASED SERVICES	43j	5,499,954	4,757,460	742,494	
k AMORTIZATION	43k	607,000	462,540	144,460	
l BAD DEBT EXPENSE	43l	1,786,708	1,786,708		
m PROFESSIONAL LIAB INSURANCE	43m	14,442	14,442		
n TAXES	43n	603,454	500,115	103,339	
o DUES	43o	1,600,407	576,841	1,023,566	
p MANAGEMENT FEES	43p	592,052		592,052	
q RECORD STORAGE & RETREIVAL	43q	179,648	64,751	114,897	
r FICA ADJUSTMENT	43r	5,115,238	3,865,740	1,249,498	
s MISCELLANEOUS	43s	1,771,991	1,350,278	421,713	
t ENDOWMENT FEES	43t	34,938	34,938		

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Floyd Allen Detroit Medical Center 3990 John R Detroit, MI 48201	General Counsel/Board Secretar 52 0	317,115	0	0
Stanton M Beatty Detroit Medical Center c/o Sinai M 6071 West Outer Drive Detroit, MI 48235	Chief Compliance & Governance O 50 0	240,843	23,443	0
Brooks F Bock Harper-Hutzel Hospital 3990 John R Detroit, MI 48201	SVP/President Harper-Hutzel Ho 55 0	619,791	36,497	2,560
Sante Bologna Detroit Medical Center 3990 John R Detroit, MI 48201	VP DMC Ambulatory Development 10 0	125,000	0	0
Susan L Capatina Detroit Medical Center 3990 John R Detroit, MI 48201	VP Corp Offices/Chief of Staf 50 0	203,606	12,895	0
Benjamin R Carter Detroit Medical Center 3990 John R Detroit, MI 48201	EVP Chief Operating Officer 50 0	599,625	32,217	2,400
Richard Cole Detroit Medical Center 3990 John R Detroit, MI 48201	EVP Chief Administrative Offic 50 0	273,129	2,775	0
Michael Duggan Detroit Medical Center 3990 John R Detroit, MI 48201	President/CEO DMC System/Trust 55 0	813,489	41,957	0
Donald Groth Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP Mat'ls Resource Mgt 50 0	170,864	25,037	0
John Haapaniemi MD Detroit Medical Center 3990 John R Detroit, MI 48201	VP/Medical Staff Affairs/Trust 20 0	110,000	0	0

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Deloris Hunt Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP Human Resources 50 0	293,353	17,421	128
Mark Juzych Detroit Medical Center 3990 John R Detroit, MI 48201	Corp VP Academic Affairs 20 0	130,840	21,345	0
John A Kaplan Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP Finance/ContROLLER 50 0	239,929	2,083	0
David M Katz Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	SVP Development 40 0	150,913	7,647	255
Michael Lacusta Detroit Medical Center 3990 John R Detroit, MI 48201	EVP Strategic & Business P'shi 50 0	472,084	25,312	0
Michael LeRoy Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP/Chief Information Offi 50 0	254,971	24,160	0
John S Lore Detroit Medical Center 3990 John R Detroit, MI 48201	SVP Development 50 0	221,451	8,305	625
Stephen W Loree Detroit Medical Center 3990 John R Detroit, MI 48201	Corp VP Strategic Financial P 50 0	186,370	22,958	0
Tammy S Lundstom Detroit Medical Center 3990 John R Detroit, MI 48201	SVP Chief Quality/Safety Offic 50 0	267,003	12,251	0
Thomas Malone Detroit Medical Center 3990 John R Detroit, MI 48201	EVP Chief Medical Officer 50 0	532,954	32,436	0

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Michael A Pelc Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP Reimbursement 50 0	267,276	24,425	0
Jose E Pontes Detroit Medical Center 3990 John R Detroit, MI 48201	SVP International Services 10 0	200,980	737	0
Diana Prosi Detroit Medical Center 3990 John R Detroit, MI 48201	Corp VP Business Strategy & Ma 50 0	186,773	25,368	455
Kathleen M Ralston Detroit Medical Center 3990 John R Detroit, MI 48201	Corp VP Fin'l Planning/Budget 50 0	161,944	10,720	0
Jay B Rising Detroit Medical Center 3990 John R Detroit, MI 48201	EVP Chief Financial Officer 50 0	284,660	13,129	0
William F Rochefort Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP Finance/Controller 50 0	250,868	21,746	0
Theodore Schreiber MD Detroit Medical Center 3990 John R Detroit, MI 48201	VP Cardiovascular Development 50 0	325,000	0	0
Candace E Scott Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP Patient Financial Ser 50 0	195,613	23,315	0
Iris A Taylor Detroit Receiving Hospital and Univ 4201 St Antoine Detroit, MI 48201	SVP/Pres Detroit Receiving Ho 55 0	407,325	19,279	0
Verdell Tolbert Detroit Medical Center 3990 John R Detroit, MI 48201	Corp VP Laboratory Services 50 0	222,621	11,726	0

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
John B Waller Jr Detroit Medical Center 3990 John R Detroit, MI 48201	SVP Community Health 10 0	682	0	0
Francis Wilson MD Detroit Medical Center 3990 John R Detroit, MI 48201	Deputy Chief Medical Officer 16 0	57,422	1,353	0
Tina L Wood Detroit Medical Center 3663 Woodward Avenue Suite 200 Detroit, MI 48201	Corp VP Fin'l Planning/Budget 50 0	79,858	7,803	0
Mary Zuckerman Detroit Medical Center 3990 John R Detroit, MI 48201	EVP Chief of Business Operatio 50 0	453,942	17,465	0
Kenneth A Ginsburg MD Detroit Medical Center 3990 John R Detroit, MI 48201	VP Undergraduate Medical Educa 5 0	0	0	0
Herman B Gray Childrens Hospital of Michigan 3901 Beaubien Detroit, MI 48201	SVP President Children's Hosp 55 0	0	0	0
Frank Iacobell Michigan Orthopaedic Specialty Hosp 30671 Stephenson Highway Madison Heights, MI 48071	SVP/President Mich Orthopaedi 55 0	0	0	0
Conrad Mallett Sinai Hospital of Greater Detroit 6767 West Outer Drive Detroit, MI 48235	SVP/Pres Sinai Hospital of Gr 55 0	0	0	0
David C Manardo Detroit Medical Center 3990 John R Detroit, MI 48201	Corp VP Facility Eng & Constr 50 0	0	0	0
Terry A Reiley Rehabilitation Institute Inc 261 Mack Blvd Detroit, MI 48201	SVP/Pres Rehab Institute, In 55 0	0	0	0

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
James Stopford Detroit Receiving Hospital and Univ 4201 St Antoine Detroit, MI 48201	Corp VP Diagnostic & Intervent 50 0	0	0	0
Robert J Yellan Huron Valley Hospital Inc 1 William Carls Drive Commerce Twp, MI 48382	SVP/Pres Huron Valley Hospita 57 0	0	0	0
Sophie Womack MD Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	50,000	0	0
John D Baker MD Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Christine Beatty Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Dennis Bemis Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Fouad Beydoun Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Samuel H Bullock Jr MD Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Keith Crain Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Stephen R DArcy Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Mary Stephens Ferris Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Ted Gatzaros Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Merle A Harris Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Rhea Heil Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Anthony W Jenkins Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Yale Levin Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
John G Levy Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Vice Chairman 2 0	0	0	0
Daniel Nemes Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Charles R O'Brien Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Chairman 4 0	0	0	0
Frank D Stella Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Frank A Taylor Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Lorna L Thomas Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Gary Torgow Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Joseph C Verdun MD Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0
Richard Widgren Detroit Medical Center c/o Harper H 3990 John R Detroit, MI 48201	Trustee 1 0	0	0	0

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

Name of the Organization	Exempt	Nonexempt
CHILDREN'S HOSPITAL OF MICHIGAN	X	
DMC PRIMARY CARE II	X	
REHABILITATION INSTITUTE INC	X	
DMC NURSING HOMES INC	X	
HARPER-HUTZEL HOSPITAL	X	
DMC CENTERS INC	X	
DETROIT RECEIVING HOSPITAL AND UNIVERSITY HEALTH CTR	X	
HURON VALLEY HOSPITAL INC	X	
HEALTHSOURCE	X	
SINAI HOSPITAL OF GREATER DETROIT	X	

Form 990, Part IX - Information Regarding Taxable Subsidiaries and Disregarded Entities:

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
RADIUS HEALTH CARE CENTERS 3663 WOODWARD AVENUE STE 200 DETROIT, MI48201 38-2282743	10000 %	HEALTH CARE	4,015,803	1,735,002
DMC HEALTH CARE CENTERS INC 3663 WOODWARD AVENUE DETROIT, MI48201 38-2648666	10000 %	MEDICAL SERVICES	0	214
DMC INSURANCE LTD MARSH MCLEAN MGMT LTD GEORGETOWN CJ 98-0198240	10000 %	LIABILITY INSURANCE	0	0
MEDICAL PROVIDER ORGANIZATION 3990 JOHN R HARPER BRUSH 7 DETROIT, MI48201 38-2823100	10000 %	ADMINISTRATIVE SERVICES	919	180,979
PHYX INC 3663 WOODWARD AVENUE DETROIT, MI48201 38-3559445	10000 %	HEALTH CARE	0	0
CHILDREN'S CHOICE OF MICHIGAN 3990 JOHN R HARPER BRUSH 7 DETROIT, MI48201 38-3318267	10000 %	COST REIMB HLTH SERVICES	749,359	3,137,450

Additional Data

Software ID:
Software Version:
EIN: 38-2571767
Name: THE DETROIT MEDICAL CENTER

Form 990, Schedule A, Part IV, Line 13 - An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).):

(a) Name(s) of supported organization(s)	(b) Line number from above
CHILDREN'S HOSPITAL OF MICHIGAN	
DETROIT RECEIVING HOSPITAL AND UNIVERSITY HEALTH CENTER	
HARPER-HUTZEL HOSPITAL	
HURON VALLEY HOSPITAL INC	
SINAI HOSPITAL OF GREATER DETROIT	
REHABILITATION INSTITUTE INC	
WAYNE STATE UNIVERSITY	

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

TY 2006 Compensation Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Name	Related Organization		Relationship	Compensation Amount	Benefit Plan Contributions	Expense Account	Compensation Description
	Name	EIN					
Theodore Schreiber MD	harper-hutzel hospital	38-2391907	parent/subsidiary	43,240	0	0	
Herman B Gray	CHILDREN'S HOSPITAL OF MICHIGAN	38-1357994	parent/subsidiary	386,899	27,420	0	
Frank Iacobell	harper-hutzel hospital	38-2391907	parent/subsidiary	222,797	0	0	
Conrad Mallett	sinaï hospital of greater detroit	38-1416522	parent/subsidiary	427,405	26,582	0	
David C Manardo	harper-hutzel hospital	38-2391907	parent/subsidiary	225,586	24,487	625	
Terry A Reiley	rehabilitation institute	38-1417366	parent/subsidiary	330,596	18,664	245	
James Stopford	DRH & UHC	38-2320476	parent/subsidiary	205,061	9,388	0	
Robert J Yellan	HURON VALLEY HOSPITAL INC	38-2155995	parent/subsidiary	327,033	26,330	0	
Sophie Womack MD	harper-hutzel hospital	38-2391907	parent/subsidiary	291,003	30,212	0	

TY 2006 Gain/Loss from Sale of Public Securities Schedule**Name:** THE DETROIT MEDICAL CENTER**EIN:** 38-2571767**Gross Sales Price:** 2,117,175**Basis:** 1,863,960**Sales Expenses:****Total (net):** 253,215

TY 2006 General Explanation Attachment

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Identifier	Return Reference	Explanation
FORM 990 SCHEDULE A PART III, LINE 2C	STATEMENTS ABOUT ACTIVITIES	<p>The Detroit Medical Center paid \$351,689 to Floyd Allen & Associates for legal services. An officer of the Detroit Medical Center is a majority owner of Floyd Allen & Associates. An officer of the Detroit Medical Center is also an officer of University Urologists, P.C., which was paid \$75,000 by the Detroit Medical Center for physician administrative services. The Detroit Medical Center paid \$76,100 to JASO, an entity owned by a Detroit Medical Center Trustee and her husband, for radio broadcasts performed by Dr. Jimmy Womack, sponsored by the Detroit Medical Center. A trustee of the Detroit Medical Center is a Partner/Officer of Haapaniemä Lesser Assoc., LLP, which was paid \$110,000 by the Detroit Medical Center for the trustee's services as President of the DMC Medical Staff and Chief of Staff of Sinai Hospital of Greater Detroit. A trustee of the Detroit Medical Center is the Chairman of Crain Communications and Crain's Detroit Business, which were paid \$88,294 and \$865 for advertising and subscription services, respectively. The Detroit Medical Center paid \$100,000 to Compuware in 2006 for Information Technology and Consulting services. A former substantial contributor to the Detroit Medical Center is an officer of Compuware. The Detroit Medical Center paid \$57,061,487 to CareTech Solutions for Information Technology and Consulting services. An officer of the Detroit Medical Center is an officer and director of CareTech Solutions, another officer of the Detroit Medical Center is a director of CareTech Solutions, and a former substantial contributor to the Detroit Medical Center is an officer and director of CareTech Solutions. All services were purchased at fair market value for the services performed.</p>

Identifier	Return Reference	Explanation
FORM 990 PART II, LINE 42 AND PART IV, LINE 57	FIXED ASSETS, ACCUMULATED DEPRECIATION AND DEPRECIATION EXPENSE	LAND & LAND IMPROVEMENTS = 595,844 BUILDINGS & BUILDING IMPR = 6,548,287 EQUIPMENT = 356,321,000 CONSTRUCTION IN PROGRESS = 3,864,826 TOTAL COST BASIS = 367,329,957 LESS ACCUMULATED DEPR = (288,294,200) BOOK VALUE AT 12/31/06 = 79,035,758 DEPRECIATION EXPENSE = 26,110,415 THE DETROIT MEDICAL CENTER USES THE STRAIGHT-LINE METHOD OF DEPRECIATION AN ASSET'S ESTIMATED USEFUL LIFE IS DETERMINED IN ACCORDANCE WITH THE AMERICAN HOSPITAL ASSOCIATION DEPRECIATION GUIDELINES

Identifier	Return Reference	Explanation
FORM 990 PART VIII	Relationship of activities to the Accomplishment of Exempt Purposes	Line 93 - This revenue from providing support services to The Detroit Medical Center (The DMC) Hospitals, w ho are tax exempt under 501 (c)(3), relates to our exempt purpose as described in Part III attachment

Identifier	Return Reference	Explanation
FORM 990, PART V-A, LINE 75B	RELATIONSHIPS BETWEEN OFFICERS, DIRECTORS, TRUSTEES, ETC	A trustee of the Detroit Medical Center (Frank Stella) is the father of a trustee (Mary Anne Stella) of a related organization, Rehabilitation Institute, Inc

Identifier	Return Reference	Explanation
Form 990, Part IV, Line 64a	Supporting Detail for tax exempt bonds	Third Party usage (by non-governmental or non-501(c)(3) organizations) is not greater than the percentage of private use permitted under applicable bond covenants. Contingent Liability. The Detroit Medical Center is the parent company of a regional multi-hospital system with eight hospital subsidiaries located in Wayne and Oakland counties, Michigan. Each of the hospitals is a member of, and collectively such members constitute, an obligated group created by a master indenture. The filing organization has contingent liability for all tax exempt bonds of this obligated group.

TY 2006 Mortgages and Notes Payable Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Total Mortgage Amount: 341147322

Item No.	1
Lender's Name	INTERCOMPANY BORROWING
Lender's Title	
Relationship to Insider	
Original Amount of Loan	
Balance Due	341147322
Date of Note	
Maturity Date	
Repayment Terms	
Interest Rate	
Security Provided by Borrower	
Purpose of Loan	
Description of Lender Consideration	
Consideration FMV	

TY 2006 Other Assets Schedule**Name:** THE DETROIT MEDICAL CENTER**EIN:** 38-2571767

Description	Beginning of Year Amount	End of Year Amount
FUNDS HELD - BOND AGREEMENT	11,570,197	12,333,275
GOODWILL	1,563,226	1,381,333
DEFERRED DEBT ISSUANCE COST	1,960,627	1,535,520
DUE FROM AFFILIATES	9,987,302	14,398,148
OTHER ASSETS	67,651,101	2,148,362
OTHER RECEIVABLES	4,947,146	11,221,636
CENTRAL CASH	242,966,529	202,892,667
INVESTMENTS IN SUBSIDIARIES	176,747,353	235,233,020
DEPOSITS	0	2,358,224
INVESTMENT IN COMPUWARE		4,126,764

TY 2006 Other Changes in Net Assets Schedule**Name:** THE DETROIT MEDICAL CENTER**EIN:** 38-2571767

Description	Amount
NET CHANGE IN PENSION LIABILITY	61,041,177
UNREALIZED GAIN ON INVESTMENTS	1,945,400
CHANGE IN NOTE PAYABLE	5,749,586
OTHER CHANGE IN TEMP REST NET ASSETS	284,232

**TY 2006 Other Expenses
Not Included Schedule**

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Description	Amount
ENDOWMENT EXPENSES	34,938

TY 2006 Other Liabilities Schedule**Name:** THE DETROIT MEDICAL CENTER**EIN:** 38-2571767

Description	Beginning of Year Amount	End of Year Amount
PROFESSIONAL LIABILITY	1,919,658	2,310,228
POST-RETIREMENT BENEFITS	71,048,471	30,529,229
DUE TO AFFILIATES	84,718,000	3,532,473
FICA LIABILITY	20,166,445	8,719,214
MISCELLANEOUS		5,937,428

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

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Category/Name	Amount
GRACE HOSPITAL	9,139,695

TY 2006 Other Revenues Included Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Description	Amount
ENDOWMENT EXPENSES	-34,938

TY 2006 Relationship Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Person Name / Business Name	Title or Role	Person Name 2 / Business Name 2	Title or Role 2	Relationship
Frank D Stella	Trustee			

TY 2006 Tax-Exempt Bond Liabilities Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Item No.	1
Name of Issue	
Purpose	TAX EXEMPT BONDS
Amount Outstanding	79651955
Unexpended Bond Proceeds	0
Third Party Use	Yes
Space Percentage	2 %
Maturity Date	
Repayment Terms	
Interest Rate	
Security	

TY 2006 Non Electing Public Charities Statement

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Statement: During 2006, the Detroit Medical Center participated in various meetings and telephone discussions with legislators, legislative staff, and administrative officials and sent mailings to various public officials in connection with various health care issues. Participation included time spent by internal staff, as well as time spent by contracted lobbying consultants. The primary issues of concern were: Children's Hospital Graduate Medical Education funding Appropriation for Department of Community Health and the Medicaid program Poison control center funding Graduate medical education funding Disproportionate share hospital program funding Medicare wage index reclassification Medicare and Medicaid reimbursement policies impacting the DMC Michigan hospital quality assurance assessment program Minority health Safety Net Hospital inpatient Affordability Act (H.R. 34751s 1840) Release of personal health information Conscientious objector - insurers Airport parking tax revenue Criminal background checks Flu vaccines; hospitals required Creation of Health Information Technology Commission Cancer drug donation program Canadian nurse licensure and certification issues Expansion of lobby report requirements Nurse education and workforce issues Pension Protection Act (H.R. 28031s. 1783) Certificate of Need standards Labor HHS appropriations and grants Medicare and Medicaid funding issues Regulation of Medicaid HMOs Increasing access to health care coverage Wayne County health care program for indigent Immigration issues for Canadian health professionals Medicare 340B prescription drug discount program Medicare reimbursement for rehab facilities Medicaid managed care provider tax Medicaid eligibility

TY 2006 Self Dealing Statement**Name:** THE DETROIT MEDICAL CENTER**EIN:** 38-2571767

Line Number	Explanation
2c	SEE GENERAL EXPLANATION ATTACHMENT

Line Number

Explanation

2d

FORM 990 PART V

**TY 2006 Earnings and Profits Other
Adjustments Statement****Name:** THE DETROIT MEDICAL CENTER**EIN:** 38-2571767

Description	Amount
Unrealized (Gain) Loss	4,219,853
Unearned Premiums	1,292,277

TY 2006 Itemized Other Assets Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Corporation Name	Corporation EIN	Other Assets Description	Beginning Amount	Ending Amount
		PREMIUMS RECEIVABLE	27,762,257	9,593,280
		DEFERRED REINSURANCE	1,061,250	876,530
		LOSSES RECOVERABLE	7,360,546	9,879,512

TY 2006 Itemized Other Current Assets Schedule**Name:** THE DETROIT MEDICAL CENTER**EIN:** 38-2571767

Corporation Name	Corporation EIN	Other Current Assets Description	Beginning Amount	Ending Amount
		INTEREST RECEIVABLE AND OTHER ASSET	1,068,861	1,207,671

TY 2006 Other Deductions Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Description	Foreign Amount (should only be used when attached to 5471 Schedule C Line 16)	Amount
LOSS AND LOSS ADJUSTMENT EXPENSES		34,670,187
INVESTMENT MANAGEMENT FEES		941,956
PROFESSIONAL FEES		300,645
MANAGEMENT FEES		95,000
OTHER		80,762

TY 2006 Itemized Other Investments Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Corporation Name	Corporation EIN	Other Investments Description	Beginning Amount	Ending Amount
		SECURITIES AVAILABLE FOR SALE	162,283,941	187,455,258

TY 2006 Itemized Other Liabilities Schedule

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

Corporation Name	Corporation EIN	Other Liabilities Description	Beginning Amount	Ending Amount
		LOSS AND LAE RESERVES	137,719,757	147,762,116
		RESTROSPECTIVE PREMIUM ADJUSTMENT	49,883,527	51,099,246
		DUE TO INVESTMENT BROKERS	15,424,708	7,413,344
		UNEARNED PREMIUMS	11,848,332	5,386,947

TY 2006 Other Income Statement

Name: THE DETROIT MEDICAL CENTER

EIN: 38-2571767

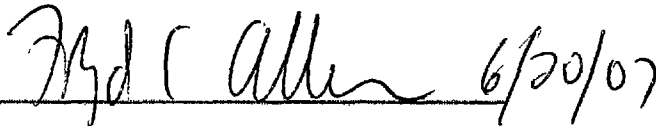
Description	Foreign Amount	Amount
PREMIUMS WRITTEN		34,903,082
CHANGE IN UNEARNED PREMIUM		6,461,385
RETROSPECTIVE PREMIUM ADJUSTMENTS		-13,815,719
REINSURANCE PREMIUMS CEDED		-3,506,105
CHANGE IN DEFERRED REINSURANCE		-184,720
UNREALIZED GAIN (LOSS)		4,219,853

**THE DETROIT MEDICAL CENTER
EIN: 38-2571767**

**2006 FORM 990
PART VI, LINE 77**

OTHER INFORMATION

I certify that The Detroit Medical Center bylaws, amended on June 27, 2006, are a complete and accurate copy of the original documents.

 6/20/07

Floyd Allen
The Detroit Medical Center Corporate Secretary

Arms, Barbara

From: Pabarue, Gail
Sent: Wednesday, December 27, 2006 11:47 AM
To: Arms, Barbara
Subject: RE: DMC Current Bylaws

*Eileen - put in Dmc. 2006 990
file since ques 77 (PVI) will be
yes - we will need a
confirmed copy - confirmation by
Board Sec'y. as
per IRS 990 instructions
bef filing 990
for
12/27/06*

June 27, 2006

Hi. The DMC Bylaws were amended (and adopted by the DMC parent board) as recently as this past summer. Here is the electronic version...

Also, I happened to have a pdf of the DMC articles and amendments (to current date). Sending that too in case it will save you some time... Let me know if you need anything else from us on articles w/ amendments for hospitals. Sorry, I was too busy last week with UPG/WSU and other miscellaneous projects for Mrs. Zuckerman to be of much use to you. This week is much quieter -- thank goodness!!

attached

Gail D. Pabarue
Detroit Medical Center
Legal Affairs Department
(313) 966-2091
(313) 966-2040 (fax)
gpabarue@dmc.org

Note: This e-mail message and its attachments, if any, are confidential and may be subject to attorney-client privilege. This message should be read only by the person to whom it is addressed. Please do not forward this e-mail or any attachments.

-----Original Message-----

From: Arms, Barbara
Sent: Friday, December 22, 2006 3:52 PM
To: Pabarue, Gail
Subject: DMC Current Bylaws

Gail

I also need DMC's current bylaws. I have that it should be Dec 2002 but my copy is the original draft so I need a clean copy. Thanks.

Barbara E. Arms
Manager, Tax Services
The Detroit Medical Center
(313) 578-2373
(313) 578-3917 (fax)
Barms@dmc.org (email)

BYLAWS OF
THE DETROIT MEDICAL CENTER

DEFINITIONS

For purposes of these Bylaws, the following terms shall have the meanings set forth below unless, in a particular context or use, a different meaning is clearly intended:

- (a) The term "Board" means the Board of Trustees of the Corporation, and the term "Trustee" means an individual member of the Board.
- (b) The term "Corporation" means The Detroit Medical Center, a Michigan nonprofit corporation.
- (c) The term "Medical Center institutions" means the following institutions, as now named or as their names may be changed from time to time: Children's Hospital of Michigan, a Michigan nonprofit corporation; Detroit Receiving Hospital and University Health Center, a Michigan nonprofit corporation; Sinai-Grace Hospital, a Michigan nonprofit corporation; Harper University & Hutzel Women's Hospital, a Michigan nonprofit corporation, Huron Valley Hospital, Inc., a Michigan nonprofit corporation; Rehabilitation Institute of Michigan, Inc., a Michigan nonprofit corporation; and Wayne State University ("WSU"), a constitutional body corporate established pursuant to Article VIII, Section 5 of the Michigan Constitution; and a "Medical Center institution" means any one of the foregoing institutions.
- (d) The term "Medical Center hospitals" means the Medical Center institutions other than WSU, and a "Medical Center hospital" means any one of the Medical Center institutions other than WSU.

- (e) The term "subsidiary" means (a) a corporation or nonprofit stock corporation of which outstanding capital stock having at least a majority of the votes entitled to be cast in the election of directors of that corporation is held by the Corporation or another subsidiary of the Corporation; (b) a nonprofit membership corporation of which memberships having a majority of the votes entitled to be cast in the election of trustees or directors of that corporation are held by Trustees, trustees or directors of another subsidiary of the Corporation, the Corporation or another subsidiary of the Corporation; (c) a nonprofit directorship corporation, a majority of the trustees or directors of which are Trustees or trustees or directors of another subsidiary of the Corporation or are appointed by the Corporation or another subsidiary of the Corporation; or (d) a limited liability company, a majority of the voting interests of which are held by the Corporation or another subsidiary of the Corporation. The term shall not include an "affiliate" as defined below.
- (f) The term "affiliate" means (a) a corporation or nonprofit stock corporation of which outstanding capital stock having less than a majority of the votes entitled to be cast in the election of directors of that corporation is held by the Corporation or another subsidiary of the Corporation (other than solely for investment); (b) a nonprofit membership corporation of which memberships having less than a majority of the votes entitled to be cast in the election of trustees or directors of that corporation are held by Trustees, trustees or directors of a subsidiary of the Corporation, the Corporation or a subsidiary of the Corporation; (c) a nonprofit directorship corporation, one or more but less than a majority of the trustees or directors of which are Trustees or trustees or directors of a subsidiary of the

Corporation or are appointed in whole or in part by the Corporation or a subsidiary of the Corporation; or (d) a limited liability company, one or more but less than a majority of the voting interests of which are held by the Corporation or a subsidiary of the Corporation; or (e) any of the foregoing entities in which officers or Trustees of the Corporation or officers or trustees of a subsidiary of the Corporation are serving in an ex officio capacity. The term "affiliate" also means any unincorporated organization, such as a partnership, joint venture, association or enterprise, in which the Corporation or a subsidiary of the Corporation is a partner, venturer, associate or participant. The term shall not include a subsidiary of the Corporation.

- (g) The term "Code" means the Internal Revenue Code of 1986, as amended, and any successor legislation; a reference to any section of the Code means a reference to any comparable provision of any such successor legislation.
- (h) The term "Michigan Act" means the Michigan Nonprofit Corporation Act, Public Act 162 of the Public Acts of 1982, as amended, and any successor legislation; a reference to any section of the Michigan Act means a reference to any comparable provision of any such successor legislation.

ARTICLE I

PURPOSES

Section 1. Purposes. The Corporation is established for the purposes set forth in its Articles of Incorporation, which are as follows:

A. To provide for the development, planning and implementation of health and health-related services and activities, as well as supporting and ancillary activities, including long-range and strategic planning and medical education and research activities; and

B. To provide or further other charitable, scientific and educational activities, toward the purpose of enabling the Corporation, together with the Medical Center institutions, as now named or as their names may be changed from time to time: to fulfill their collective mission, which is:

To be a cohesive, preeminent academic health center evidencing the interdependent relationship of Wayne State University and the other Medical Center institutions and integrating education, research and clinical service;

To maintain centers of major program emphasis; and

To provide high-quality primary, secondary and tertiary care within the framework of an integrated, synergetic health care delivery system.

The Corporation is further organized:

A. To further any and all charitable, scientific and educational activities in which the Medical Center institutions now are or hereafter may become engaged, in carrying out their respective missions, as long as the Medical Center institutions are organizations described in Section 501(c)(3) and Sections 509(a)(1) or (a)(2) of the Code;

B. To provide a single, unified, functionally integrated system of governance and management for the Medical Center institutions other than Wayne State University;

C. To facilitate the achievement of the individual missions of the Medical Center institutions and their affiliated entities, consistent with their collective mission; and

D. To otherwise operate exclusively for the benefit of, to perform the functions of and to carry out any of the purposes of the Medical Center institutions in a manner consistent with their collective mission.

In furtherance of the foregoing but not by way of limitation, the Corporation is authorized:

A. To acquire, purchase, own, maintain, hold, use, sell, convey, manage, exchange, assign, transfer, mortgage, lease, sublease or rent all real and personal property of every kind and nature;

B. To loan, borrow, manage, contribute, donate, give and invest funds and to guarantee the debts of any corporation or other entity whenever the same is in the best interests of the Corporation or any subsidiary in furtherance of its purposes;

C. To accept, receive and hold in trust or otherwise, contributions, gifts, legacies, grants, donations, bequests, devises and benefactions which may be left, made or given to the Corporation;

D. Consistent with Section 301 of the Michigan Act, to receive benefits, including dividends or distributions of income or profits from the Medical Center institutions;

E. To receive and administer assets for purposes of promoting and participating in activities for the education and training of professional and paraprofessional personnel;

F. To conduct activities, either directly, through related organizations or in cooperation with other organizations exempt from federal income tax under Section 501(a) of the Code as an organization described under Section 501(c)(3) of the Code, in order to raise funds to further the purposes of the Corporation and the Medical Center institutions; and

G. To take all such actions and do all such things as may be necessary or desirable to accomplish the foregoing purposes within the restrictions and limitations of the Articles of Incorporation and the Bylaws of the Corporation and applicable law.

Notwithstanding any other provision of the Articles of Incorporation: no part of the net earnings, gains or assets of the Corporation shall inure to the benefit of or be distributable to any private individual or organization organized or operated for profit (except that reasonable compensation may be paid for services rendered to the Corporation effecting one or more of its purposes); no substantial part of the activities of the Corporation shall be to carry out propaganda or to otherwise attempt to influence legislation; the Corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office (by the publication or distribution of statements or otherwise); and the Corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code or a corporation, contributions to which are deductible under Section 170(c)(2), Section 2055(a)(2) or Section 2522(a)(22) of the Code.

ARTICLE II

OFFICES

Section 1. Principal Office. The principal office of the Corporation shall be located at 3990 John R. Street in the City of Detroit, County of Wayne, State of Michigan, or such other place as may be designated as the principal office by the Board. The Corporation also may have offices or branches at such other places, both within and without the State of Michigan, as the Board may determine from time to time or as the business of the Corporation may require.

Section 2. Registered Office. The registered office of the Corporation shall be maintained in the State of Michigan, and may be, but need not be, identical with the principal office in the State of Michigan. The address of the registered office may be changed from time to time by the Board.

ARTICLE III

BOARD OF TRUSTEES

Section 1. Management of Business and Affairs; Responsibilities; Specific Powers. The business and affairs of the Corporation shall be managed by the Board. The Board shall be responsible for achieving the mission and fulfilling the purposes of the Corporation. The Board shall, among other things:

- (a) Establish, review and monitor the system-wide collective mission, strategic plan, budget and standards of performance of the Corporation;
- (b) Appoint officers, establish committees and provide for the employment of staff sufficient to enable the Corporation to fulfill its mission and purposes as described in the Articles of Incorporation and Bylaws of the Corporation and to do so in a fiscally responsible manner; and
- (c) Establish, review and monitor services which the Board determines should be centralized.

The Board shall, in addition, develop policies and practices to provide for the periodic and systematic review of the content, quantity, quality and fiscal integrity of the programs and services provided by the subsidiaries and affiliates of the Corporation and their consistency with the mission of the Corporation and its subsidiaries. With respect to the Medical Center hospitals,

the Board shall have the specific powers described in Article VIII, Section 3 and with respect to its other subsidiaries and its affiliates, the Board shall have the specific powers described in Article VIII, Section 9.

Section 2. Composition. The Board shall consist of up to twenty-six persons.

(a) Ex Officio Members. There shall be sixteen or seventeen ex officio members of the Board. The persons holding the following offices shall serve ex officio as members of the Board:

- Chairperson of the Corporation
- Immediate Past Chairperson of the Corporation
- Chairperson-elect of the Corporation, if a person is serving in this position
- President and Chief Executive Officer of the Corporation
- Chairperson – Children’s Hospital of Michigan
- Chairperson – Detroit Receiving Hospital and University Health Center
- Chairperson – Harper University and Hutzel Women’s Hospital
- Chairperson – Huron Valley–Sinai Hospital, Inc.
- Chairperson – Kresge Eye Institute
- Chairperson – Rehabilitation Institute of Michigan, Inc.
- Chairperson – Sinai-Grace Hospital
- President of Wayne State University
- Dean of the Wayne State University School of Medicine
- President of the Corporation's Medical Staff
- Representative nominated by the Mayor of the City of Detroit

In the event that a Medical Center hospital is closed or sold, the position of ex officio Trustee associated with that hospital shall terminate and the chairperson of that hospital shall cease to be a member of the Board.

(b) At Large Members. There shall be nine at large members of the Board. At large members of the Board shall be elected by the Board at the annual meeting of the Board.

Section 3. Term of Office.

(a) The term of office of a Trustee serving ex officio shall be coterminous with the term of the institutional office conferring the status of Trustee on that individual.

(b) One-third of the at large Trustees shall be elected at the annual meeting of the Board each year, and the term of office of a Trustee elected at large shall be three years, provided, however, that for purposes of implementing this provision, effective December 2002, the at large Trustees shall be divided into three classes, with the first class serving for an initial term of one year, the second serving for an initial term of two years and the third serving for an initial term of three years.

(c) Equality. Each Trustee, whether ex officio or at large, shall be equally privileged with every other Trustee in voice and vote in matters coming before the Board.

Section 4. Vacancies

(a) Ex Officio Trustees. A person serving as a Trustee on an ex officio basis shall cease to be a Trustee upon the expiration of the term of his or her term in the institutional office conferring the status of Trustee upon him or her or upon his or her removal or resignation from such office or upon his or her death or resignation as a Trustee. Upon the occurrence of any such event, a vacancy in the Board shall be deemed to exist and that vacancy shall be filled only by election or appointment of the successor to the institutional office held by the former Trustee.

The institution which has the right to elect or appoint the successor may appoint a substitute Trustee to serve temporarily until the appointment or election of the successor to the institutional office. The substitute Trustee during his or her tenure shall have all the powers and perform all the duties of a Trustee.

(b) At Large Trustees. A person serving as an at large Trustee shall cease to be a Trustee upon the expiration of the term of his or her office and the election and qualification of his or her successor or upon his or her removal or resignation from such office or upon his or her death or resignation as a Trustee. A vacancy may be filled by the affirmative vote of a majority of the Trustees then in office, though less than a quorum. The Trustee so appointed shall hold office for the unexpired term of the vacant office, and until his or her successor is duly elected and qualified or until his or her resignation or removal.

Section 5. Trustee(s) Emeritus. The Board may elect at any annual or special meeting one or more persons who formerly served on the Board to serve as Trustee(s) Emeritus. Such persons shall serve at the pleasure of the Board, shall receive notices of all Board meetings, may attend and participate in meetings and may serve on committees. Trustees Emeritus shall have no vote on any matter, shall not be counted for purposes of satisfying quorum requirements for Board action and shall not be held liable for any action taken at any meeting.

Section 6. Honorary Trustees. The Board may elect at any annual or special meeting one or more persons as honorary trustees. Such persons may, from time to time, be invited to attend and participate in meetings or other functions of the Board, but shall otherwise have no vote on any matter, shall not be counted for purposes of satisfying quorum requirements for Board action and shall not otherwise have, except in the discretion of the Board, any rights, powers, duties or

obligations as a trustee. They shall not be held liable for any action taken at any meeting of the Board.

Section 7. Annual Meetings. The annual meeting of the Board shall be held each year during the month of April at such time as is determined by the Chairperson of the Corporation or such other date and time as shall be designated from time to time by the Board. The annual meeting shall be for the purpose of appointing officers, electing at large Trustees and transacting such other business as may properly come before the meeting.

Section 8. Regular Meetings. The Board shall meet as frequently as it deems necessary but in no event less than six times a year.

Section 9. Special Meetings. Special meetings of the Board may be called at any time by the Chairperson or President and Chief Executive Officer of the Corporation. Special meetings shall be called by the President and Chief Executive Officer of the Corporation on the written request of four Trustees and shall be held not more than fourteen days after receipt of such request. Notice of a special meeting shall specify the purpose of the meeting, as well as the time and place of the meeting, and the business transacted at such meeting shall be limited to such purpose.

Section 10. Place of Meetings. All meetings of the Board shall be held at such place as shall be determined by the Board, either within or outside the State of Michigan.

Section 11. Notice. Notice of an annual, regular, special or adjourned meeting of the Board shall be given to every Trustee either in person or by mail, telephone, facsimile, email or telegram, addressed to each Trustee at his or her address as it appears on the records of the Corporation, with postage thereon prepaid. Notice may be given in one way to one Trustee and in another way to another. Any notice by mail shall be deemed to be given at the time when the

notice is deposited in a post office or official depository under the exclusive care and custody of the United States Postal Service. Notice of the annual or any regular meeting of the Board shall be given at least ten days before the meeting unless given on an annual basis by notice of an annual schedule of meetings adopted by the Board at the annual meeting. Notice of any special or adjourned meeting shall be given in person or by telephone, facsimile, email or telegram at least twenty-four hours before the meeting or by mail at least five days before the meeting, unless a greater notice period is provided in the Michigan Act or otherwise by law.

Section 12. Waiver of Notice. Attendance of a Trustee at a meeting constitutes a waiver of notice of the meeting except when a Trustee attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened. Notice also may be waived in writing by any Trustee by filing a waiver with the Chairperson of the Corporation either before or after the meeting. The waiver of notice need not specify the purpose or place of the meeting.

Section 13. Quorum and Valid Trustee Action. At all meetings of the Board, a majority of the Trustees then in office shall constitute a quorum for the transaction of business. The resolution or action of a majority of the Trustees present at any meeting at which a quorum is present shall be the valid action or resolution of the Board, unless the vote of a larger number is specifically required by law, by the Articles of Incorporation or by these Bylaws. If a quorum initially is not present at any meeting of the Board, the members present may adjourn the meeting from time to time and to another place, provided notice is given to the absent Trustees. At such adjourned meeting any business may be transacted which might have been transacted at the meeting as originally noticed.

Section 14. Written Consents. Any action required or permitted by the Michigan Act to be taken at any meeting of the Board may be taken without a meeting, without prior notice and without a vote, if all members of the Board consent thereto in writing. The written consents shall be filed with the minutes of proceedings of the Board. Such consents shall have the same effect as a vote of the Board for all purposes.

Section 15. Telephone Conference Call. Members of the Board, or any committee designated by the Board, may participate in a meeting of the Board or committee by a conference telephone or similar communications equipment by which all persons participating in the meeting may hear each other if all participants are advised of the communications equipment and the names of the participants in the conference are divulged to all participants. Participation in a meeting pursuant to this Section constitutes presence in person at such meeting.

ARTICLE IV

BOARD OF GOVERNORS

Section 1. Duties. The Board of Governors shall be a non-fiduciary body of the Corporation. It shall be kept informed of the state of affairs of the Corporation and shall provide advice and counsel to the Board and Corporation management.

Section 2. Membership. The Board of Governors shall consist of all Board and committee members of the Corporation, all members of the boards of trustees and board committees of all Medical Center hospitals and such other members as may be appointed, from time to time, by the Board. The Board of Governors shall be chaired by the Immediate Past Chairperson of the Corporation.

Section 3. Meetings of the Board of Governors. At least one (1) meeting of the Board of Governors shall be scheduled each calendar year.

ARTICLE V

COMMITTEES

Section 1. Executive Committee. There shall be an Executive Committee of the Board. The Executive Committee shall be chaired by the Chairperson of the Corporation. The Executive Committee shall consist of not more than thirteen members of the Board, nominated by the Chairperson of the Board and approved by the Board. The Executive Committee shall meet only when action is needed on a matter and when it is not practical for the Board to meet. The Executive Committee shall meet on the call of the Chairperson. Except as otherwise provided by resolution of the Board, the Executive Committee shall exercise the power and authority of the Board when necessary or advisable between meetings of the Board and shall exercise such other powers as may be assigned to it from time to time by the Board, subject to applicable law. The Executive Committee shall report to the Board on its actions at the next meeting of the Board and such actions shall be subject to revision and alteration by the Board at such meeting, provided, however, that the rights of third parties shall not be affected by any such revision or alteration.

Section 2. Governance and Nominating Oversight Committee. There shall be a Governance and Nominating Oversight Committee consisting of three or more Trustees appointed by the Chairperson. The Governance and Nominating Committee shall recommend to the Board persons to serve as Trustees and officers of the Corporation. The Governance and Nominating Committee shall perform such other duties as may be assigned by the Board. A

person need not be nominated by the Governance and Nominating Committee to be elected as a Trustee or officer.

Section 3. Finance Committee. The Finance Committee shall oversee the financial matters of the Corporation in a manner supportive of its mission, while assuring that assets are appropriately safeguarded. The Finance Committee shall further endeavor to ensure that the Corporation achieves a satisfactory level of operating profitability, is cost competitive and is perceived by the community and rating agencies as being a fiscally sound organization. It shall make recommendations to the Board regarding material financial matters, including the Corporation, Medical Center hospitals and subsidiary operating budgets, debt financings, capital projects, mergers, acquisitions and divestitures in accordance with the Corporation's policies and prudent business judgement. The Committee shall also, among other things, review key financial performance measures and trend lines and oversee the implementation of any corrective action plans which may be required.

Section 4. Investment Committee. The Investment Committee shall be a subcommittee of the Finance Committee. The Investment Committee shall oversee the determination of overall investment policies and guidelines with respect to portfolio mix and risk appetite. It shall also provide guidance, review and approve the selection or termination of money managers and custodians. The Investment Committee shall make regular reports to the Finance Committee and the Board. The Secretary of the System Investment Committee is the Vice President – Finance and Treasurer of the Corporation or his or her designee.

Section 5. Joint Conference and Quality Assurance Committee. The Joint Conference and Quality Assurance Committee shall facilitate open communication between the Board and the Corporation medical staff. It shall also evaluate and approve Corporation medical staff

policies and criteria for membership and clinical privileges, act upon all recommendations regarding the appointment/reappointment to the medical staff and delineation of clinical privileges. It shall further act upon recommendations regarding membership in Corporation owned or affiliated managed care organizations. The Committee shall also handle disputes related to medical staff membership and/or privileges and make recommendations to the Board. Further, the Committee shall oversee quality assessment and improvement activities by receiving and assessing regular reports of established indicators and monitors. Members of the Joint Conference and Quality Assurance Committee shall consist of a balanced representation of Trustees of the Board and Corporation medical staff members. There shall be at least seven (7) members of which three (3) must be practicing Corporation medical staff physicians. Ex-officio members shall include the President/Chief Executive Officer, Chief Medical Officer and Chief Nursing Officer of the Corporation, President of the Corporation medical staff and Dean of the WSU School of Medicine.

Section 6. Organization and Compensation Committee. The Organization and Compensation Committee shall review and approve executive compensation programs and practices and organizational changes and strategies for key management employees within the Corporation. The Committee shall ensure that the Corporation's executive compensation program will compliment its efforts to attract, retain and motivate key officers. The Organization and Compensation Committee shall also review the performance and establish the compensation of the Corporation President/Chief Executive Officer and other key executives based upon established performance measures. It shall further review promotions and/or recruitment of key executive positions based upon the recommendation of the President/Chief Executive Officer and

shall, at least annually, conduct a progression and succession review regarding senior executive positions. The Committee shall also address any other matters delegated to it by the Board.

Section 7. Development Committee. The Development Committee shall oversee the fundraising and constituency building programs of the Corporation and ensures that ethical standards of philanthropic fundraising are maintained. The Committee shall create and participate in an annual fundraising plan for the Corporation which may include programs such as annual campaigns, special events, donor acquisition campaigns and major gift campaigns. It shall also evaluate the effectiveness of various fundraising vehicles and participate in strategic planning for the development function. It shall further participate in the development of special purpose fundraising groups that are created to support strategic initiatives and programs of the Corporation, Medical Center institutions and subsidiaries.

Section 8. Audit and Corporate Compliance Committee. The Audit and Corporate Compliance Committee shall assist the Board in fulfilling its oversight responsibilities relating to the Corporation's financial statements and reporting processes, internal control systems, the annual independent audit of the Corporation's financial statements and the activities of the Chief Compliance Officer. The Committee shall seek to ensure the Corporation's compliance with legal and regulatory requirements and ethical business practices. In discharging its oversight role, the Committee has the power to conduct or authorize investigations in any matter brought to its attention and shall have access to all books, records, and personnel of the Corporation, Medical Center institutions, subsidiaries and affiliates.

Section 9. Corporation/Medical Center Hospital Communications Committees. From time to time there may be one or more Corporation/Medical Center Communications Committees formed on an as-needed basis to enhance communication between or among the Corporation and

one or more of the Medical Center hospitals. Such committees shall discuss and, if possible, resolve outstanding issues, disputes or concerns that have arisen between or among them. Members shall consist of such Medical Center hospital board and management representatives as the chairperson of such Medical Center hospital shall designate, together with such Trustees and senior management representatives of the Corporation as the Chairperson of the Corporation shall designate. Meetings of such committees may be called by the Chairperson or President and Chief Executive Officer or by the Medical Center hospital chairperson or president.

Section 10. Additional Committees. The Board may from time to time by resolution, establish one or more additional committees with such powers and authority as the Board deems appropriate.

Section 11. Committee Membership. Each committee of the Board shall be composed of one or more Trustees. Subject to Section 15 of this Article, each committee may have additional members who are not Trustees. Unless otherwise provided in these Bylaws or by resolution of the Board, the Chairperson of the Corporation shall designate the number and appoint the members of all committees. Members of committees shall serve at the pleasure of the Board.

Section 12. Chairpersons of Committees. Unless otherwise provided in these Bylaws or by resolution of the Board, the Chairperson of the Board shall designate and may remove all committee chairpersons. The chairpersons of the following committees shall be designated from among the Trustees: Finance, Governance and Nominating, Joint Conference and Quality Assurance, Organization and Compensation Committee, Development Committee, Corporate Responsibility Committee and Audit and Corporate Compliance Committee.

Section 13. Powers and Action of Committees. Each committee shall adopt a charter and procedures consistent with the provisions of these Bylaws. Subject to the limitations set forth in

the Michigan Act and any other limitations provided by law, a committee shall have and may exercise such powers as are prescribed in these Bylaws or by resolution of the Board. Except as otherwise provided in Section 15 of this Article: a quorum for the transaction of the business and affairs of a committee shall be a majority of its members; the resolution or action of the majority of the members of any committee present at a meeting at which a quorum is present shall be the valid action or resolution of the committee; and any action required or permitted to be taken by vote at any meeting of a committee may be taken without a meeting if, before or after the action, all members of the committee consent thereto in writing and the written consents are filed with the minutes of the proceedings of the committee. Each committee shall keep regular minutes of its meetings, which shall be delivered regularly to the Board and shall make such report to the Board or the Chairperson of the Corporation as either may request.

Section 14. Committees Exercising Powers and Authority of the Board. To the extent provided in these Bylaws in the case of a committee established hereunder or to the extent provided in the resolution of the Board in the case of a committee established by the Board, a committee may exercise delegated powers and authority of the Board in the management of the business and affairs of the Corporation, subject to the limitations set forth in the Michigan Act and any other limitation provided by law, the Articles of Incorporation and these Bylaws. A committee shall exercise such delegated powers and authority only by the affirmative vote of committee members who are then Trustees at a meeting at which a quorum of such Trustee members is present and voting or by the unanimous written consent, filed with the minutes of the committee, of all such Trustee members serving on the committee. If a committee exercising such powers and authority has members who are not Trustees, such non-Trustees members shall

not be counted for the purpose of determining the presence of a quorum and shall not vote on matters constituting such exercise.

ARTICLE VI

OFFICERS

Section 1. Officers. The officers of the Corporation shall be appointed by the Board, and shall consist of a Chairperson, a President and Chief Executive Officer, a Secretary, and a Treasurer and, if appointed, a Chairperson-elect. The office of Chairperson-elect may not always be filled but must be filled at least one year prior to the expected retirement of the incumbent Chairperson. In the Chairperson's absence, the Chairperson-elect shall assume the duties and role of the Chairperson, and if there is no Chairperson-elect, the Chairperson of the Finance Committee shall assume such duties and role. All officers shall serve at the pleasure of the Board.

Section 2. Other Officers. The Board may, from time to time, appoint one or more Vice Chairpersons and Vice Presidents and such other officers and agents as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board.

Section 3. Compensation. The compensation, if any, for each officer of the Corporation for his or her services to the Corporation as an officer shall be fixed in a reasonable amount as determined by the Board or by procedures approved by the Board.

Section 4. Vacancies. Any vacancy occurring in any office of the Corporation by death, resignation, removal or otherwise shall be filled by the Board. An officer may resign by written

notice to the Chairperson. A resignation is effective upon its receipt by the Chairperson or at a subsequent date specified in the notice of resignation.

Section 5. Duties of Chairperson. The Chairperson shall preside at all meetings of the Board and shall see that all orders and resolutions of the Board are carried into effect. The Chairperson shall provide leadership in the governance of the Corporation, in collaboration with the President and Chief Executive Officer, and in connection therewith, shall recommend governance policies and procedures for the Corporation. Unless otherwise designated by the Board, the Chairperson shall be an ex officio voting member of all committees of the Corporation and shall perform such other duties as are determined from time to time by the Board.

Section 6. Duties of Secretary. The Secretary shall act under the direction of and be accountable to the Chairperson if the Secretary is a Trustee and if not, to the President and Chief Executive Officer. Subject to the direction of the Chairperson, he or she shall attend all meetings of the Board and record or cause the proceedings to be recorded. He or she shall perform like duties for committees of the Board when requested by the Board. He or she shall give, or cause to be given, notice of all annual, regular and special meetings of the Board, and shall perform such other duties as may be prescribed from time to time by the Board. He or she shall keep in safe custody the seal of the Corporation, if any, and, when authorized by the Chairperson or the Board, cause it to be affixed to any instrument requiring it. He or she shall prepare and file or cause to be prepared and filed all corporate reports and records required by law, sign or attest all instruments on behalf of the Corporation as he or she shall be authorized by law or the Board to do and keep in safe custody all books and records of the Corporation.

Section 7. Duties of Treasurer. The Treasurer shall act under the direction of and be accountable to the Chairperson, if the Treasurer is a Trustee and if not, to the President and Chief Executive Officer. He or she shall keep or require to be kept full and accurate accounts of the corporate funds and securities in books belonging to the Corporation. He or she shall perform such other duties as the Board may from time to time prescribe. He or she may affix or cause to be affixed the seal of the Corporation to documents requiring the seal.

Section 8. Customary Powers. To the extent the powers and duties of the several officers are not provided from time to time by resolution, these Bylaws or the directive of the Board, the officers shall have all powers incident to their offices and shall discharge the duties customarily and usually held and performed by like officers of corporations similar in organization and business purposes to this Corporation.

Section 9. Acting Officers. The Board may appoint any person to perform the duties of an officer whenever, for any reason, it is impractical for the officer to act personally. An acting officer so appointed shall have the power and be subject to all the restrictions upon the officer to whose office he or she is appointed, unless otherwise provided by resolution of the Board, and shall exercise such powers and perform such duties as shall be determined from time to time by the Board.

ARTICLE VII

PRESIDENT AND CHIEF EXECUTIVE OFFICER

Section 1. Selection; Authorities, Duties and Responsibilities. As chief executive officer of the Corporation, the President and Chief Executive Officer shall, under the direction of the Board, have full charge of all activities and employees of the Corporation. He or she shall

appoint and employ such staff as shall be required to conduct the business and affairs of the Corporation. He or she shall make recommendations to the Board from time to time regarding any phase of policy or administration, all to the end that the Board shall establish all major policies and be kept generally informed on matters relating to the operation and administration of the Corporation. He or she shall have power, on behalf of the Board, to perform all acts, execute and deliver all documents, and take all steps that he or she may deem necessary or desirable in order to effectuate the actions and policies of the Board. The performance of the President and Chief Executive Officer shall periodically be evaluated by the Board.

Section 2. Additional Authorities, Duties and Responsibilities. As part of his or her authorities, duties and responsibilities, the President and Chief Executive Officer shall:

- (a) Make recommendations to the Board and its committees from time to time regarding any phase of policy or administration;
- (b) Apply and implement all orders, resolutions and policies established by the Board and advise on their formulation and implementation;
- (c) Within the authority delegated by the Board, establish an organizational structure for the management of the affairs of the Corporation; appoint, and establish formal means of accountability for, subordinate management personnel and delegate appropriate management authority to such personnel; and establish written operating programs for the sound management of the finances, facilities and personnel of the Corporation;
- (d) Along with the Chairperson of the Corporation, act as principal spokesperson for the Corporation and the Medical Center hospitals to the news media, to community groups and in other situations requiring public exposition of the

Corporation, except to the extent such function is delegated by him or her to other persons; and establish and implement a sound community relations program to ensure positive interpretation of the Corporation and the Medical Center hospitals and the enhancement of their reputations;

- (e) Assist the Corporation's subsidiaries and affiliates and their auxiliaries in the development of support services for the Corporation's health care system and provide coordination between system operations and auxiliary programs;
- (f) Serve as an ex officio voting member of all committees of the Corporation, except as otherwise designated by the Board;
- (g) Receive and review all requests from boards of subsidiaries and affiliates for action by the Board and make recommendations with respect to such requests to the Board; and
- (h) Perform such other duties as may be necessary or desirable in the best interests of the Corporation, including such duties as may be set forth in a position description.

ARTICLE VIII

SUBSIDIARIES

Section 1. Missions and Bylaws of Medical Center Hospitals. Each of the Medical Center hospitals has a mission which is distinct from that of the others. Any significant modification of the distinctive nature of the mission of a Medical Center hospital shall require concurrence by the board of trustees of that hospital. Each Medical Center hospital shall be responsible for achieving its mission, fulfilling its purposes and operating its facilities in a

manner consistent with and complementary to those of the other Medical Center institutions and the Corporation and in accordance with the policies established by the Corporation. The articles of incorporation, bylaws and/or other governing instruments of each Medical Center hospital shall incorporate the relevant provisions of these Bylaws, including without limitation Sections 2-8 of this Article, or provisions having substantially similar effect.

Section 2. Powers and Responsibilities of Medical Center Hospital Boards of Trustees.

The board of trustees of each Medical Center hospital shall be a fiduciary body responsible for achieving the mission and fulfilling the purposes of that Medical Center hospital and managing its business and affairs in a manner consistent with the policies, objectives and mission of the Corporation. Subject to the powers reserved to the Corporation in these Bylaws, including without limitation Section 3 of this Article, and as otherwise provided herein or in the Articles of Incorporation of the Corporation, in the articles of incorporation or bylaws of the respective Medical Center hospital or by applicable law, the board of trustees of each Medical Center hospital shall have the powers and authority necessary and appropriate to its fiduciary duties and responsibilities. In furtherance of the foregoing, but not by way of limitation, the board of trustees of each Medical Center hospital shall have the following powers and responsibilities:

- (a) To oversee the implementation of and advocacy for, the Medical Center hospital's mission and strategic plan and, where appropriate, recommend revisions to such mission and strategic plan;
- (b) To strive toward providing high quality care with regard to all services delivered, and to monitor the delivery of quality care provided, by the Medical Center hospital, including coordinating with the Joint Conference and Quality Assurance Committee of the Corporation regarding such matters as physician credentialing

and previously identified quality of care issues, and in connection therewith to be responsible for delineating the privileges of the medical staff of the Medical Center hospital and for fulfilling the statutory responsibility of the Medical Center hospital for the quality of care rendered;

- (c) To oversee the Medical Center hospital's financial status and performance, including developing, preparing, approving, operating within and meeting its strategic, operating and capital plans and budgets, satisfying applicable criteria and standards established by the Board and incorporating in such plans and budgets any distributions and cash transfers required by the Corporation;
- (d) In coordination with the Development Committee of the Corporation, to oversee an effective development program to assist the Medical Center hospital in carrying out its mission;
- (e) To nominate its board members and appoint its chairperson and president, subject to ratification by the Board
- (f) To establish committees to assist in the functioning of the hospital, which at a minimum shall include a finance committee (which may include audit committee functions) and a medical and quality assurance committee (which shall coordinate its activities with the Joint Conference and Quality Assurance Committee of the Corporation);
- (g) To monitor the effectiveness of the Corporation's delivery of centralized services and to identify issues which need to be addressed with the Corporation in that regard;

- (h) To participate in Corporation/Medical Center Hospital Communication Committees as needed;
- (i) To ensure that major plans and programs are documented and designed to achieve the mission and objectives of the Medical Center hospital and the Corporation;
- (j) To implement policies and an organization and management structure established by the Corporation to achieve the mission and objectives of the Medical Center hospital and the Corporation;
- (k) To review and take action on reports of applicable regulatory, accrediting and external agencies;
- (l) To make, approve and enter into contracts, agreements, letters of intent and other evidences of mutual and/or joint undertakings;
- (m) To take such other actions as it may deem necessary or desirable in the fulfillment of its responsibilities; and
- (n) To confer benefits on the Corporation as its sole member or shareholder in order to facilitate the attainment of the system-wide mission and objectives of the Corporation, including but not limited to, the payment of dividends or distribution of income or profits to the Corporation.

Section 3. Powers and Responsibilities of the Corporation in Relation to the Medical Center Hospitals. In carrying out its duties and responsibilities for achieving the mission and fulfilling the purposes of the Corporation, the Board shall, acting on behalf of the Corporation as the sole member or shareholder of each Medical Center hospital, have the following powers and responsibilities pursuant to the authorities of the Michigan Act, and specifically Sections 209,

301(3) and 602(j) thereof, and/or as a committee of the members or shareholders, pursuant to the authorities described in Sections 527(3) and 528 of the Michigan Act:

- (a) To establish and approve the strategic, operating and capital plans and budgets of each Medical Center hospital, after consultation with and receipt of the advice and recommendations of the board of trustees of each Medical Center hospital; to establish limits beyond which the approval of the Corporation will be required for (i) capital expenditures, (ii) short-term, long-term and alternative indebtedness and obligations (including guaranties and lines of credit) and (iii) acquisitions, leases, encumbrances and dispositions of land, buildings and equipment by each Medical Center hospital; and to establish such other criteria and standards with regard to the financial performance of each Medical Center hospital as it deems advisable;
- (b) To establish, on behalf of the Medical Center hospital, such policies as it deems necessary or appropriate with regard to the cash and asset management of each Medical Center hospital or to assume management of all or any portion of such cash or other assets on behalf of such hospital;
- (c) To establish, on behalf of the Medical Center hospital, such other policies affecting each Medical Center hospital as the Corporation deems necessary or appropriate to facilitate the attainment of the system-wide mission and objectives of the Corporation;
- (d) To ratify the nominations of the board of trustees and the appointment of the chairperson and president of each Medical Center hospital;

- (e) To approve each Medical Center hospital's role in carrying out the Corporation's mission and strategic plan;
- (f) To cause a Medical Center hospital to guarantee the debts and obligations of other corporations;
- (g) To incur liabilities on behalf of a Medical Center hospital;
- (h) To determine if, when and in what amounts any income or other cash of the Medical Center hospital should be distributed to the Corporation, as sole member or shareholder. Either the Board or the President and Chief Executive Officer of the Corporation may authorize and require that income or other cash of a Medical Center hospital be distributed to the Corporation, as the sole member or shareholder of the Medical hospital, or that cash transfers from the Medical Center hospital be made to support new institutional or system-wide programs or operations or to fund existing programs or operations requiring subsidization;
- (i) To require participation of Medical Center hospitals in system-wide contracts, ventures and programs;
- (j) To establish such management reporting relationships as shall ensure that all personnel working on behalf of the Medical Center hospital shall contribute to a cohesive, unified and functionally-integrated system;
- (k) To review, evaluate and take such actions as may be necessary in response to the operating, financial and other performance of each Medical Center hospital;
- (l) To establish policies requiring approval by the Corporation of any affiliations, joint ventures and other business relationships of a Medical Center hospital (either with another Medical Center hospital or any other entity);

- (m) To adopt and approve all changes in the articles of incorporation or bylaws of a Medical Center hospital;
- (n) To approve major corporate actions such as mergers, dissolutions, sale of significant assets, etc.; and
- (o) To act on all other matters requiring approval by the Corporation as the sole shareholder or member of each Medical Center hospital under the articles of incorporation or bylaws of such hospital or applicable law.

To the extent any actions taken by the Corporation pursuant to the foregoing authorities are beyond the scope of powers permitted by Section 528 of the Michigan Act, such actions may be taken by the Corporation pursuant to other authorities described in the Michigan Act. Notwithstanding the foregoing, only the board of trustees of each Medical Center hospital shall have the authority to adopt an agreement of merger or consolidation or to recommend the sale, lease or exchange of all or substantially all of the Medical Center hospital's property and assets.

Section 4. Boards of Trustees - Medical Center Hospitals. The composition and size of the board of trustees of each Medical Center hospital shall be determined by that board. Neither the Chairperson nor the Chairperson-elect of the Corporation shall serve as chairperson of a Medical Center hospital. A member of the board of trustees of a Medical Center hospital may be removed with or without cause by the Board, acting on behalf of the Corporation as the sole member or shareholder of such hospital, upon a determination by the Board that such removal is in the best interest of the Medical Center hospital after consultation by the Chairperson of the Corporation with the chairperson of the Medical Center hospital. In the event that the chairperson of the Medical Center hospital does not concur in the action, the removal may be accomplished by the Corporation but only after further discussion by the Chairperson and the

officers of the Corporation with the chairperson and officers of the Medical Center hospital. A trustee of a Medical Center hospital also may be removed at any time with or without cause by the board of trustees of the Medical Center hospital, but only upon receipt of the concurrence of the Chairman of the Corporation.

Section 5. Presidents-Medical Center Hospitals. The duties and responsibilities of the president of each Medical Center hospital (described in these Bylaws as the "president," whether such person is actually designated by a Medical Center hospital as its president, chief executive officer or president and chief executive officer) shall be established by the President and Chief Executive Officer of this Corporation and, to the extent not inconsistent therewith, by the board of trustees of the Medical Center hospital. The duties and responsibilities of the president of each Medical Center hospital shall include, at a minimum, the following:

- (a) To achieve the mission and objectives of the Medical Center hospital in a manner consistent with the collective mission and objectives of the Medical Center institutions and the policies of the Corporation;
- (b) To create and maintain an organizational environment contributing to a synergistic multicorporate system;
- (c) To be accountable and responsible to the President and Chief Executive Officer of the Corporation for enabling the Corporation to fulfill its mission, objectives and purposes insofar as they relate to such hospital; and
- (d) To be accountable and responsible to the Board for enabling the Medical Center hospital to fulfill its mission, objectives and purposes.

Section 6. Removal and Suspension of President of Medical Center Hospital. A president of a Medical Center hospital may be removed at any time with or without cause by the

President and Chief Executive Officer of the Corporation after consultation with the chairperson of the Medical Center hospital. In the event that the chairperson of the Medical Center hospital does not concur in the action, the removal may be accomplished by the President and Chief Executive Officer of the Corporation but only after further discussion by him or her with the chairperson of the Medical Center hospital and the officers of the Corporation. The President and Chief Executive Officer of the Corporation periodically shall meet with each president and, upon request of a chairperson of a Medical Center hospital, with its board of trustees or a committee thereof, to discuss the duties and responsibilities of a president of a Medical Center hospital and to evaluate his or her performance. A president of a Medical Center hospital also may be removed at any time with or without cause by the board of trustees of the Medical Center hospital, but only upon receipt of the concurrence of the President and Chief Executive Officer of the Corporation.

The president of a Medical Center hospital may be suspended by the President and Chief Executive Officer of the Corporation or by the board of trustees of the Medical Center hospital for cause.

Section 7. Appointment of President of Medical Center Hospital. Whenever a vacancy occurs with respect to the position of president of a Medical Center hospital, the President and Chief Executive Officer of the Corporation shall select an individual to serve on an interim basis until an individual has been nominated by the board of trustees of the Medical Center hospital and his or her appointment has been ratified by the Board.

Section 8. Meetings of Medical Center Hospitals. The Chairperson and President and Chief Executive Officer of the Corporation shall each have a standing invitation to attend all meetings of the boards of trustees and board committees of all Medical Center hospitals.

Minutes shall be distributed to them and agendas made available. In addition, they shall have access to all information relating to such hospitals as may be necessary or desirable to fulfill their duties and responsibilities.

Section 9. Other Subsidiaries. The Board may establish, reorganize and/or dissolve other subsidiaries of the Corporation. The Board may further establish such policies as it deems necessary or desirable with respect to the subsidiaries and affiliates of the Corporation. With respect to subsidiaries, the powers of the Corporation shall include, at a minimum, the powers with respect to the Medical Center hospitals described in Section 3 of this Article VIII.

ARTICLE IX

INDEMNIFICATION

Section 1. Indemnification. The Corporation shall indemnify, to the fullest extent authorized or permitted by Michigan law, any person, and such person's heirs and legal representatives, who is made or threatened to be made a party to any action, suit or proceeding whether civil, criminal, administrative or investigative, whether brought by or in the right of the Corporation or otherwise, by reason of the fact that such person is or was a member, shareholder, trustee, director, manager, officer or agent of the Corporation or of a Medical Center hospital or such person served on any formally constituted advisory body or voluntary committee of the Corporation or a Medical Center hospital, or any such person served at the request of the Corporation or a Medical Center hospital as a member, shareholder, trustee, director, manager, officer, employee or agent of any other corporation, business corporation, partnership, joint venture, trust, association or any other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the person

in connection with such action, suit or proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation or a Medical Center hospital and, with respect to any criminal action or proceeding, had no reasonable cause to believe that the conduct was unlawful.

Without limitation of the foregoing, in the event and to the extent that the Corporation in its capacity as the sole member or shareholder of a Medical Center hospital has taken action on behalf of the Medical Center hospital in lieu of the board of trustees of the Medical Center hospital as authorized by these Bylaws or the articles of incorporation and bylaws of the Medical Center hospital, the Corporation shall indemnify and hold harmless to the fullest extent authorized or permitted by Michigan law any person, and such persons' heirs and legal representatives, who is made or threatened to be made a party to any action, suit or proceedings (whether civil, criminal, administrative or investigative) whether brought by or in the right of the Corporation or the Medical Center hospital or otherwise by reason of the fact that such person served as a member of the board of trustees of the Medical Center hospital, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by the person in connection with such action, suit or proceeding.

Section 2. Liability Insurance. Notwithstanding the foregoing, the indemnification provided to any person described in Section 1 above shall be only in excess of any valid and collectible insurance or other source of indemnification available for the benefit of such person, including any benefit available under any insurance or self-insurance plan of the Corporation, and no rights of subrogation are intended to be created hereby. Notwithstanding any limit on indemnification under Michigan law, the Corporation may purchase and maintain insurance on behalf of any person described above against any liability asserted against him or her or incurred

by him or her in any capacity or arising out of his or her status as such, whether or not the Corporation would otherwise have the power to indemnify under the circumstances.

ARTICLE X

EXECUTION OF CONTRACTS AND FINANCIAL PROVISIONS

Section 1. Conveyances and Contracts. The Board may authorize any officer, agent or employee to enter into any contract or other instrument on behalf of the Corporation, and such authority may be general or confined to specific instances. In addition, the President and Chief Executive Officer of the Corporation, or any officer, agent or employee designated by him or her, may enter into any contract or any other instrument on behalf of the Corporation, provided, however, that to the extent that any such contract or other instrument is required by the Articles of Incorporation, the Bylaws, policies adopted by the Board from time to time or applicable law to be approved by the Board, such approval shall have been obtained prior to the execution of such contract or other instrument. Except as herein provided or as authorized by the Board, no officer, agent, or employee other than the Chairperson and President and Chief Executive Officer shall have any power or authority to bind the Corporation by any contract for any purpose or for any amount.

Section 2. Reliance on Authority. Any persons dealing with the Corporation or its property in reliance upon any instrument executed in accordance with these Bylaws or duly certified corporate resolutions shall be fully protected thereby, and shall be under no duty to inquire as to the authority of the persons executing such instrument.

Section 3. Accounts. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or

other depositories as the Board or the President and Chief Executive Officer of the Corporation may from time to time designate.

Section 4. Borrowing. To the extent permitted by law, the Corporation may, whenever its general interests and corporate purposes require, borrow money and issue its promissory notes, debentures or bonds for the repayment thereof with interest, and may in like case mortgage, pledge or encumber its property as security for its debts or other lawful engagements or guaranty the debt of any corporation or other entity, whenever it is in the best interests of the Corporation and in furtherance of its purposes.

Section 5. Funding of the Corporation. The Board shall have the right to determine the method of funding the Corporation, which may include the assessment of its subsidiaries or affiliates.

ARTICLE XI

GENERAL PROVISIONS

Section 1. Signatures. All checks, drafts or demands for money and notes of the Corporation shall be signed by the President and Chief Executive Officer of the Corporation unless the Board or the President and Chief Executive Officer has authorized another officer or person to sign.

Section 2. Fiscal Year. The fiscal year of the Corporation shall end on December 31 of each year or such other date as shall be fixed from time to time by resolution of the Board.

Section 3. Seal. The Board may adopt a corporate seal for the Corporation. The corporate seal shall have inscribed thereon the name of the Corporation and the words "Corporate

Seal, Michigan". The seal may be used by causing it or a facsimile thereof to be impressed, affixed, reproduced or otherwise.

Section 4. Books and Records. The Corporation shall keep within or without the State of Michigan books and records of account and minutes of the proceedings of the Board. The Corporation shall keep at its registered office records containing the names and addresses of all Trustees. Any of such books, records or minutes may be in written form or in any other form capable of being converted into written form within a reasonable time.

Section 5. Internal Affairs. These Bylaws shall govern the internal affairs of the Corporation to the extent they are consistent with law and the Articles of Incorporation. Nothing contained in these Bylaws shall, however, prevent the imposition by contract of greater voting, notice or other requirements than those set forth in these Bylaws.

ARTICLE XII

AMENDMENTS

These Bylaws may be amended or repealed, or new Bylaws adopted, only by the Trustees. Thirty days' prior written notice shall be provided to a Medical Center hospital prior to any amendment of these Bylaws which would materially affect such hospital.

As Proposed, Discussed and Adopted by the Board of Trustees on June 27, 2006

Floyd Allen, Esq.
Corporate Secretary

Form **8453-EO**

Exempt Organization Declaration and Signature for Electronic Filing

OMB No. 1545-1879

For calendar year 2006, or tax year beginning _____, 2006, and ending _____, 20 _____

2006

Department of the Treasury
Internal Revenue Service

For use with Forms 990, 990-EZ, 990-PF, 1120-POL, and 8868

▶ See instructions on back.

Name of exempt organization

Employer identification number

THE DETROIT MEDICAL CENTER

38-2571767

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the return for which you are using this Form 8453-EO and enter the applicable amount from the return if any. If you check the box on line 1a, 2a, 3a, 4a, or 5a below and the amount on that line for the return for which you are filing this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (that is, do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than 1 line in Part I.

1a	Form 990 check here	▶ <input checked="" type="checkbox"/>	b Total revenue, if any (Form 990, line 12)	1b	<u>321204641.</u>
2a	Form 990-EZ check here	▶ <input type="checkbox"/>	b Total revenue, if any (Form 990-EZ, line 9)	2b	_____
3a	Form 1120-POL check here	▶ <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b	_____
4a	Form 990-PF check here	▶ <input type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)	4b	_____
5a	Form 8868 check here	▶ <input type="checkbox"/>	b Balance Due (Form 8868, line 3c)	5b	_____

Part II Declaration of Officer

6 I authorize the U.S. Treasury and its designated Financial Agent to initiate an ACH electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.

If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).

Under penalties of perjury, I declare that I am an officer of the above named organization and that I have examined a copy of the organization's 2006 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) an indication of any refund offset, (c) the reason for any delay in processing the return or refund, and (d) the date of any refund.

Sign Here *William H. ...* Signature of officer 11/15/07 Date VP FINANCE Title

Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)

I declare that I have reviewed the above organization's return and that the entries on Form 8453-EO are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The organization officer will have signed this form before I submit the return. I will give the officer a copy of all forms and information to be filed with the IRS, and have followed all other requirements in Publication 4206, Information for Authorized IRS e-file Providers of Exempt Organization Filings. If I am also the Paid Preparer, under penalties of perjury I declare that I have examined the above organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

ERO's Use Only

ERO's signature	<u><i>JL. ...</i></u>	Date	<u>11-15-07</u>	Check if also paid preparer	<input checked="" type="checkbox"/>	Check if self-employed	<input type="checkbox"/>	ERO's SSN or PTIN	_____
Firm's name (or yours if self-employed), address, and ZIP code	<u>ERNST & YOUNG U.S. LLP</u> <u>777 WOODWARD AVE, STE 1000</u> <u>DETROIT MI 48226-3529</u>							EIN	<u>34-656596</u>
								Phone no.	<u>313-628-7100</u>

Under penalties of perjury, I declare that I have examined the above return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. Declaration of preparer is based on all information of which the preparer has any knowledge.

Paid Preparer's Use Only

Preparer's signature	_____	Date	_____	Check if self-employed	<input type="checkbox"/>	Preparer's SSN or PTIN	_____	
Firm's name (or yours if self-employed), address, and ZIP code	_____						EIN	_____
							Phone no.	_____

For Privacy Act and Paperwork Reduction Act Notice, see back of form.

Form 8453-EO (2006)