



as Trustee for The M. S. Hershey Foundation, in accordance with and pursuant to said Decree of August 23, 1953, has maintained said funds, and the assets to which they have been partially converted, separate and apart from the funds of the Foundation Trust which may be used for the general purposes thereof; and it appearing that certain problems in the administration of the Trust have developed as the result of the administrative scheme adopted in the 1953 Decree, particularly with regard to the division of title to and responsibility for the assets and operation of The Milton S. Hershey Medical Center between Hershey Trust Company, Trustee for The M. S. Hershey Foundation, and The Pennsylvania State University; and it appearing that the administrative scheme adopted in the 1953 Decree is not essential to the achievement of the charitable purposes specified in said Decree and, on the contrary, has inadvertently and unnecessarily impeded the achievement of those purposes; and it appearing that the administrative difficulties encountered by the present Trustee and The Pennsylvania State University would be substantially reduced and, to a large extent, eliminated, if the funds and assets were to be removed from The M. S. Hershey Foundation and if The Pennsylvania State University were to serve as Trustee under and subject to the terms and conditions of this Decree; and it appearing that The Pennsylvania State University is capable, willing and legally able to serve as Trustee; and it appearing that the Managers of The M. S. Hershey Foundation have acknowledged receipt of service of said Petition and have joined in the Petition's prayer; and it appearing that The Pennsylvania State University is willing to accept the trusteeship of The Milton S. Hershey Medical Center under and subject to the terms and conditions of this Decree; and it further appearing that the Attorney General of the Commonwealth of Pennsylvania has acknowledged receipt of service of said Petition,

has granted his leave to present the Petition to this Court and has concurred in the prayer thereof;

NOW THEREFORE, Hershey Trust Company, as Trustee for The M. S. Hershey Foundation, is hereby directed to file an account on or before the expiration of six (6) months from the date of this Decree with this Court for those funds transferred to The M. S. Hershey Foundation Trust by the Decree of this Court dated August 23, 1953, and for the assets to which those funds have been partially converted.

Upon confirmation of said account, Hershey Trust Company, as Trustee for The M. S. Hershey Foundation, is hereby authorized and directed, by proper instruments, to transfer, deliver and set over all right, title and interest in said funds, and the assets to which the funds have been partially converted, from The M. S. Hershey Foundation to The Pennsylvania State University as successor Trustee, and Hershey Trust Company, as Trustee for, and the Managers of, The M. S. Hershey Foundation, shall thereupon be relieved of their duties and discharged from any and all responsibilities or liabilities of whatever kind or nature, relating to said funds and assets and The Milton S. Hershey Medical Center, and The Pennsylvania State University shall be and hereby is appointed successor Trustee of said funds and assets and of The Milton S. Hershey Medical Center under the terms and conditions of this Decree; provided, however, that pending the preparation, filing and confirmation of said account, Hershey Trust Company, as Trustee for The M. S. Hershey Foundation, shall be and hereby is authorized to transfer, deliver and set over from The M. S. Hershey Foundation to The Pennsylvania State University all right, title and interest in any part of said funds and assets which the Managers of The M. S. Hershey Foundation shall determine will most efficiently promote the best interests and orderly construction, equipping and operation of The Milton S.

Hershey Medical Center. If any such funds or assets shall be transferred, delivered and set over to The Pennsylvania State University prior to the confirmation of said account as aforesaid, The Pennsylvania State University shall hold, apply and administer said funds and/or assets as Trustee in accordance with and pursuant to the terms and conditions of this Decree.

Pending confirmation of the final account of Hershey Trust Company, Trustee for The M. S. Hershey Foundation, except as to any part of the funds or assets delivered, transferred and set over to The Pennsylvania State University from The M. S. Hershey Foundation prior to said final confirmation as aforesaid, The Milton S. Hershey Medical Center shall be operated in accordance with and pursuant to the terms and conditions of said Decree dated August 23, 1953.

Said funds and assets shall at all times be applied and expended for the planning, construction, operation, equipping, administration and maintenance of a medical school to be located in Derry Township, Pennsylvania, with all of the necessary or appropriate components including, but not limited to, land, grounds, buildings, structures, appurtenances, equipment, supplies and any other property, real or personal, or services required or appropriate in providing adequate teaching facilities, library and research facilities, a teaching hospital, dormitories, residences, dining, recreational and other essential or desirable facilities; and with the right, inter alia, to apply any portion of said fund or the income therefrom to the endowment and subsidization of The Milton S. Hershey Medical Center and the awarding of scholarship grants or loans to worthy students or applicants for admission to said institution.

Said institution shall be designated as "The Milton S. Hershey Medical Center" and preference for admission thereto, as between applicants of comparable qualifications, shall be given to

bona fide residents of Derry Township, Pennsylvania; who possess the prescribed requirements and qualifications for admission.

Upon final confirmation of the account of Hershey Trust Company, Trustee for The M. S. Hershey Foundation, and after all said funds and assets shall have been delivered, transferred and set over from The M. S. Hershey Foundation to The Pennsylvania State University, as Trustee of The Milton S. Hershey Medical Center pursuant to the terms of this Decree, The Pennsylvania State University, as Trustee of The Milton S. Hershey Medical Center, shall indemnify, and said funds and assets shall be charged with, the indemnification of Hershey Trust Company, Trustee for The M. S. Hershey Foundation for any liability or damages which may at any time thereafter be imposed upon Hershey Trust Company, Trustee for The M. S. Hershey Foundation, or the Managers of The M. S. Hershey Foundation, their agents, servants, or any of them, provided said liability or damages would have been chargeable to said funds and assets had Hershey Trust Company, Trustee for The M. S. Hershey Foundation, continued to administer said funds and assets pursuant to the Decree of August 23, 1953.

The terms and conditions set forth in the accompanying Petition as Exhibit G are hereby approved and incorporated herein by reference and made a part hereof as fully as though the full text of said Exhibit were set forth herein.

BY THE COURT:

*Lee F. Swope*  
 Lee F. Swope, P.J.