



RESOLUTION OF THE BOARD OF DIRECTORS

WHEREAS, the Bylaws of University Hospital (the "Bylaws") require the designation of Officers of the Hospital; and

WHEREAS, Article V, Section 1, of the Bylaws specifies the qualifications and duties of the Officers of the Hospital; and

WHEREAS, Article V, Section 3, of the Bylaws permits the Board of Directors to remove an existing officer, either with or without cause, and appoint a successor; and

WHEREAS, Article V, Section 1, of the Bylaws states that the Hospital's Officers may consist of a President, a Chief Executive Officer, a Treasurer, a Chief Operating Officer, and a Secretary, or such titles which are not inconsistent with the Bylaws; and

WHEREAS, Article V, Section 1, of the Bylaws states that any two or more Offices may be held by the same person, except for Offices of President and Secretary which must be held by separate persons; and

WHEREAS, the Board desires to remove the existing Officers of the Hospital; and

WHEREAS, the Board desires to appoint John N. Kastanis as President and Chief Executive Officer of the Hospital; and

WHEREAS, the Board desires to appoint Tom Daly as Vice President and Chief Financial Officer of the Hospital; and

WHEREAS, the Board desires to appoint Nancy Hamstra as Chief Operating Officer of the Hospital; and

WHEREAS, the Board desires to appoint Paul Matey as Senior Vice President, General Counsel, and Secretary of the Hospital; and

NOW, THEREFORE, BE IT RESOLVED THAT, pursuant to Article V, Section 3, of the Bylaws, effective March 15, 2016, the existing Officers of University Hospital are removed; and

BE IT FURTHER RESOLVED THAT, pursuant to Article V, Section 1, of the Bylaws, effective March 16, 2016, John N. Kastanis is appointed as President and Chief Executive Officer of the Hospital; Tom Daly is appointed as Vice President and Chief Financial Officer of the Hospital; Nancy Hamstra is appointed as Chief Operating Officer of the Hospital; and Paul Matey is appointed as Senior Vice President, General Counsel, and Secretary of the Hospital; and

BE IT FURTHER RESOLVED THAT, pursuant to Article V, Section 5, of the Bylaws, these appointed Officers shall have the power to execute bonds, mortgages, and other contracts, as directed by the President and Chief Executive Officer; and

BE IT FURTHER RESOLVED THAT, pursuant to Article V, Section 3, of the Bylaws, these appointments are subject to removal, with or without cause.

Resolution Adopted: