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Page 1 of 1



**Washington Nonprofit Corporation**  
See attached detailed instructions

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SECRETARY OF STATE  
FEBRUARY 03, 2014  
STATE OF WASHINGTON

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UBI Number: 600613417

**ARTICLES OF AMENDMENT**  
Chapter 24.03 RCW

**SECTION 1**

**NAME OF CORPORATION:** (as currently recorded with the Office of the Secretary of State)  
Southwest Washington Health System

**SECTION 2**

**ARTICLES OF AMENDMENT WERE ADOPTED BY:** (please check and complete one of the following)

- The amendment was adopted by a meeting of members held: (Date) \_\_\_\_\_  
A quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.
- The amendment was adopted by a consent in writing and signed by all members entitled to vote.
- There are no members that have voting rights. The amendment received a majority vote of the directors at a board meeting held: (Date) January 24, 2014

**SECTION 3**

**AMENDMENTS TO ARTICLES ON FILE:** (if necessary, attach additional information)  
See attached

**SECTION 4**

**EFFECTIVE DATE OF ARTICLES OF AMENDMENT:** (please check one of the following)

- Upon filing by the Secretary of State
- Specific Date: \_\_\_\_\_ (Specified effective date must be within 30 days AFTER the Articles of Amendment have been filed by the Office of the Secretary of State)

**SECTION 5**

**SIGNATURE:** (see instruction's page)  
This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.

X [Signature] Stuart Hennessey 2/3/2014 360-729-1105  
Signature Printed Name and Title Date Phone



ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
SOUTHWEST WASHINGTON HEALTH SYSTEM

1. Article I is amended in its entirety to read as follows: "The name of the Corporation is PeaceHealth Networks and its duration shall be perpetual."
2. All references to "Southwest Washington Health System" in the Articles of Incorporation are changed to "PeaceHealth Networks".

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Office of the Secretary of State  
Corporations & Charities Division

**Washington Nonprofit Corporation**  
See attached detailed instructions

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**DEC 19 2013**

WA SECRETARY OF STATE

UBI Number: 600521489

**ARTICLES OF AMENDMENT**

Chapter 24.03 RCW

**SECTION 1**

**NAME OF CORPORATION:** (as currently recorded with the Office of the Secretary of State)

PeaceHealth

**SECTION 2**

**ARTICLES OF AMENDMENT WERE ADOPTED BY:** (please check and complete one of the following)

- The amendment was adopted by a meeting of members held: (Date) \_\_\_\_\_  
A quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.
- The amendment was adopted by a consent in writing and signed by all members entitled to vote.
- There are no members that have voting rights. The amendment received a majority vote of the directors at a board meeting held: (Date) November 22, 2013

**SECTION 3**

**AMENDMENTS TO ARTICLES ON FILE:** (If necessary, attach additional information)

See attached

**SECTION 4**

**EFFECTIVE DATE OF ARTICLES OF AMENDMENT:** (please check one of the following)

- Upon filing by the Secretary of State
- Specific Date: 12/31/13 (Specified effective date must be within 30 days AFTER the Articles of Amendment have been filed by the Office of the Secretary of State)

**SECTION 5**

**SIGNATURE:** (see instructions page)

*This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.*

X

Stuart P. Hennessey, Asst. Secretary

Signature

Printed Name and Title

Date

Phone



ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
PEACEHEALTH

1. The address in Article 2 is revised to read as follows: 1115 SE 164<sup>th</sup> Ave., Vancouver, WA 98683

2. Article 3, Section 3.3 is amended and restated in its entirety to read as follows:

"To establish, maintain and operate hospitals or related health care facilities, including physician clinics, and to establish and enter into contracts of any nature with insurance companies or others, including any agency of the government, for the purpose of financing the delivery of health care services, and as necessary or ancillary to carrying out the objects and purposes of this corporation."

3. Article 4 is amended and restated in its entirety as follows:

"This corporation is organized and shall be operated exclusively for the charitable, religious, scientific, and educational purposes herein stated and is a nonprofit corporation pursuant to the Washington Nonprofit Corporation Act. No part of its net income shall inure to the benefit of any private individual or shareholder or be distributed to any director, officer, or individual, except for the payment of reasonable compensation for services rendered to the corporation. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign and on behalf of (or in opposition to) any candidate for public office. No substantial part of the activities of this corporation shall consist of the carrying out of propaganda or otherwise attempting to influence legislation."

4. Article 5 is deleted and therefore all subsequent Articles are renumbered accordingly.

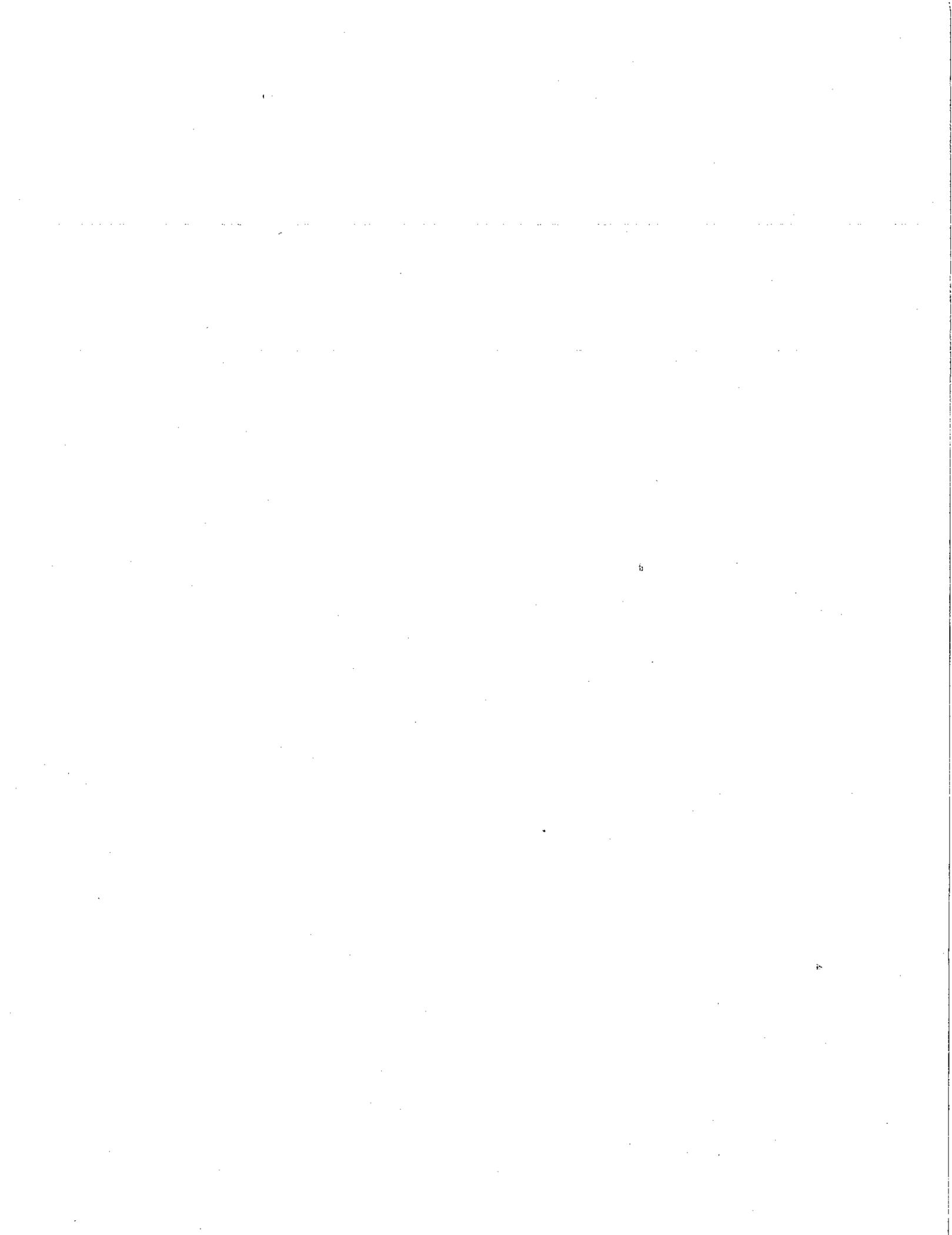
5. A new paragraph added to Article 7 as follows:

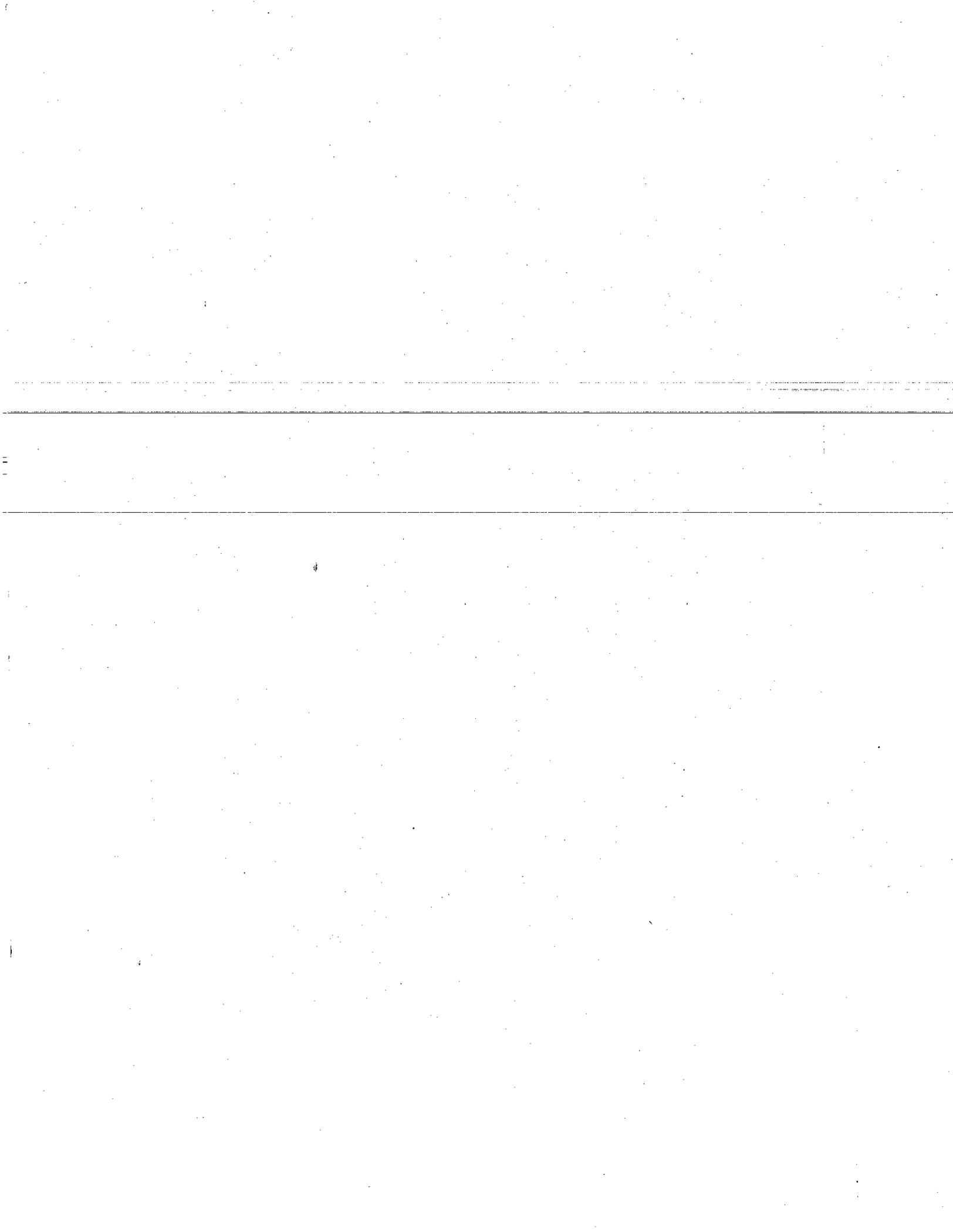
"No member of the Board of Directors shall be personally liable to the Corporation for monetary damages for his or her conduct as a director; provided, however, that such elimination of liability shall not apply to acts or omissions of a director for which such elimination of liability is not permitted under the Washington Nonprofit Corporation Act; provided further no amendment to the Articles that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of such amendment."

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**FILED**

DEC 20 2013

WA SECRETARY OF STATE

**SIXTH RESTATED  
ARTICLES OF INCORPORATION  
of  
PEACEHEALTH**

Pursuant to RCW 24.03.183, PeaceHealth, a Washington nonprofit corporation (the "Corporation"), submits the following Sixth Restated Articles of Incorporation, which correctly set forth, without change, the provisions of the Articles of Incorporation as heretofore amended and restated. The Sixth Restated Articles of Incorporation were approved by a resolution adopted by the Board of Directors of the Corporation and supersede the original Articles of Incorporation and all amendments thereto and restatements thereof.

**1. NAME**

The name of the corporation is PeaceHealth.

**2. OFFICE AND REGISTERED AGENT**

The principal office of said corporation shall be 1115 SE 164<sup>th</sup> Ave, Vancouver, WA 98683 or such other place as designated by the Board of Directors. The initial registered office of said corporation was 1655 Killamey Way, Post Office Box 248, Bellevue, Washington 98009 and the name of its initial registered agent at said address, was the Sisters of St. Joseph of Peace, a Washington nonprofit corporation.

**3. PURPOSE**

The purposes for which this corporation is formed and shall be operated exclusively are charitable, religious, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (or the corresponding section of any future United States Internal Revenue Law) including:

- 3.1 To carry on the healthcare ministry of the Sisters of St. Joseph of Peace, a Washington nonprofit corporation;
- 3.2 To establish, maintain, and operate a long-term care facility or facilities, either independent from or in connection with a general hospital and all related or necessary endeavors or appurtenances thereto;
- 3.3 To establish, maintain and operate hospitals or related health care facilities, including physician clinics; to establish and enter into contracts of any nature with insurance companies or others, including any agency of the government, for the purpose of financing the delivery of health care

- services, and necessary or ancillary to carrying out the objects and purposes of this corporation;
- 3.4 To own, acquire, hold, manage, direct, or vote the entire, majority, or controlling interest in, domestic and foreign corporations which are organized for the purpose of operating or conducting hospitals, research or teaching facilities, or other health-related facilities, or organizations furnishing hospital and health services, medical and surgical treatment of every kind and character, whether such interest may be represented by ownership or capital stock, rights of membership, rights of directors or trustees, or otherwise;
  - 3.5 To buy, sell, rent, develop, improve, mortgage, invest or deal in, or operate any and every kind and character of property or any interest therein, real or personal, tangible or intangible;
  - 3.6 To receive and accept gifts, bequests and devises; and to hold and administer property of any kind, regardless of how received, in trust for the support and maintenance of any of the work and activities of the corporation;
  - 3.7 To enter into, make, perform and carry out contracts of every kind and character which may be necessary or convenient for the business of this corporation with any person or persons, partnership, business corporation, private, public or municipal, or any body politic;
  - 3.8 To acquire by purchase, exchange, subscription, or otherwise, and to receive, mortgage, pledge, sell, assign, transfer, exchange or otherwise dispose of, shares of stock of, or voting trust certificates for shares of stock of, or any bonds, membership certificates or other securities, evidences of indebtedness or obligations, created by any other corporation or corporations organized under the laws of the State of Washington or of any other state, or of any country, nation or government, and to pay therefore, in whole or in part, with cash or other property or with bonds or other obligations of this corporation; and while the owner or holder of any such shares, or voting trust certificates for shares, or bonds or other securities or evidences of indebtedness or obligations of any such other corporation or corporations, to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including the right to vote thereon and to consent in respect thereof for any and all purposes;
  - 3.9 To borrow or raise monies for any of the purposes of this corporation without limit as to amount, and, from time to time, to issue bonds, debentures, notes, or other obligations, secured or unsecured, of this corporation for monies so borrowed, or in payment for property acquired, or for any of the other objects or purposes of this corporation or in connection with its business; to secure such bonds, debentures, notes and other obligations by mortgage or mortgages, or deed or deeds of trust, or pledge or other lien upon any or all of the property, rights, privileges or franchises

of this corporation, wheresoever situated, acquired or to be acquired; and to pledge, sell or otherwise dispose of any or all of such bonds, debentures, notes and other obligations of this corporation for its corporation purposes; and

- 3.10 To carry on any lawful business or do anything whatsoever which the corporation may deem proper or convenient or capable of being carried on in connection with the foregoing, or which may be calculated, directly or indirectly, to promote the interests of the corporation, or to enhance the value of its property; and to have, enjoy and exercise all the rights, powers and privileges which are now or which may hereafter be conferred upon nonprofit corporations by the laws of Washington, and to do any and all of the things hereinbefore set forth, as principal and as agent, to the same extent as natural persons might or could do, and in any part of the world.

The foregoing clauses shall each be construed as purposes, objects and powers, and the matters expressed in each clause shall, except as otherwise expressly provided, be in no way limited by any other clause, but shall be regarded as independent purposes, objects and powers; and the enumeration of specific purposes, object and powers shall not be construed to limit or restrict in any manner the meaning of the general powers of the corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed; provided, that the foregoing purposes, business objects, powers and matters set forth in these Articles shall be limited to those which do not jeopardize the corporation's tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under the laws of the State of Washington.

#### **4. NONPROFIT CORPORATION**

This corporation is organized and shall be operated exclusively for the charitable, religious, scientific, and educational purposes herein stated and is a nonprofit corporation pursuant to the Washington Nonprofit Corporation Act. No part of its net income shall inure to the benefit of any private individual or shareholder or be distributed to any director, officer, or individual, except for the payment of reasonable compensation for services rendered to the corporation. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign and on behalf of (or in opposition to) any candidate for public office. No substantial part of the activities of this corporation shall consist of the carrying out of propaganda or otherwise attempting to influence legislation.

#### **5. DISSOLUTION**

Upon liquidation, dissolution or abandonment of the corporation, if any such condition should occur, its property, cash and proceeds of property and dividends on liquidation, distribution or abandonment of the corporation shall go to the Sisters of St. Joseph of Peace, a Washington nonprofit corporation organized

under the laws of the State of Washington and described in Section 501(c)(3) of the Internal Revenue Code of 1986 and, if said corporation be not then in existence or not described in Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Internal Revenue law), to any nonprofit charitable corporation organized under any of the laws of any state of the United States and sponsored by Sisters of St. Joseph of Peace and which is described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding section of any future Internal Revenue law). In such event it is this corporation's request that the entity receiving the assets give consideration to each community's contribution to its local healthcare facility and utilize the assets to continue health services for each community.

## **6. INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors shall be eight (8) directors. The names and addresses of the persons who are to serve as the initial directors of the corporation and as the incorporators of this corporation are as follows:

Sister Louise DuMont, Provincial Superior  
1663 Killarney Way  
Bellevue, Washington

Sister Joan McInnes  
1663 Killarney Way  
Bellevue, Washington

Sister Mary Patterson  
1663 Killarney Way  
Bellevue, Washington

Sister Rita Mary Lyons  
1663 Killarney Way  
Bellevue, Washington

Sister Monica Heeran  
1200 Alder Street  
Eugene, Oregon

Sister Mary Keough  
15th and Kessler  
Longview, Washington

Sister Catherine McInnes  
3201 Ellis Street  
Bellingham, Washington

Sister Ellen Caldwell  
3100 Tongass Avenue  
Ketchikan, Alaska

## **7. BOARD OF DIRECTORS**

7.1 The corporate affairs of the corporation and its property shall be managed by a Board of Directors. There shall be a minimum of thirteen (13) and a maximum of sixteen (16) Director positions with the exact number fixed by resolution of the Board of Directors; provided that a minimum of five (5) such Director positions shall be reserved for professed Sisters of St. Joseph of Peace. The person holding the office of Congregation Leader of the Sisters of St. Joseph of Peace ("Congregation Leader") shall automatically be a member of such Board of Directors during her term of office as Congregation Leader, provided that at her sole discretion the Congregation Leader may appoint a designee to serve in her place and may change such designee at any time(s) throughout her term as Congregation Leader. The Congregation Leader shall automatically succeed the former Congregation Leader on such Board of Directors,

Including succession to the right to appoint a designee. The election and selection criteria for the members of the Board of Directors shall be as set forth in the Bylaws. The person elected to serve as president of the corporation shall succeed the retiring president of the corporation. Except as otherwise provided herein or in the Bylaws, a quorum for the transaction of business of the Board of Directors shall be a majority of the members; provided, however, at least one director who is a professed Sister of St. Joseph of Peace must be among the quorum. The Bylaws of the corporation shall be those adopted by the Board of Directors and may contain any provision for the regulation and management of the corporation not inconsistent with the law or these Articles of Incorporation.

- 7.2 No member of the Board of Directors shall be personally liable to the Corporation for monetary damages for his or her conduct as a director; provided, however, that such elimination of liability shall not apply to acts or omissions of a director for which such elimination of liability is not permitted under the Washington Nonprofit Corporation Act; provided further no amendment to the Articles that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of such amendment.

#### **8. TERMS, VACANCIES, AND DELEGATION**

The term of office of all of the directors shall be as fixed in the Bylaws of the corporation. The Board of Directors shall fill any vacancy in the ranks of its directors in the manner provided for in its Bylaws. The Board of Directors may by resolution delegate to subordinate individuals such functions and powers as they deem necessary to carry out the purposes and objectives of the corporation.

#### **9. OFFICERS**

The officers of this corporation shall consist of a President, one or more Vice Presidents, a Secretary, a Treasurer and such additional officers and assistant officers as may be deemed necessary.

The term and function of each officer of this corporation shall be as set forth in the Bylaws.

#### **10. DURATION OF EXISTENCE**

The term of this corporation shall be perpetual unless sooner dissolved by a 2/3 vote of the Board of Directors at a meeting at which all those directors who are members of the Sisters of St. Joseph of Peace participate.

11. AMENDMENT OF ARTICLES

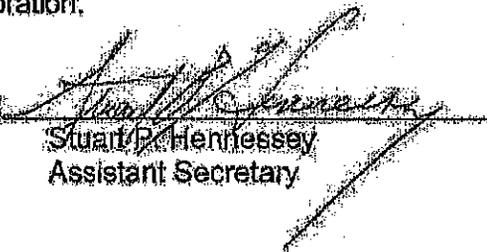
These articles may only be amended by a 2/3 vote of all directors in office provided the amendment shall have either been read at a previous meeting or submitted in writing to the Board of Directors at least twenty (20) days prior to the meeting and further provided that Article 10 may only be amended at a meeting in which all those directors who are members of the Sisters of St. Joseph of Peace participate.

12. INDEMNIFICATION

The corporation may, to the full extent permitted by law, indemnify each of its directors and officers, and any person who serves at the request of the corporation as a fiduciary of any other corporation, partnership, joint venture, trust, other enterprise or any employee benefit plan or trust of the corporation or any other such entity, against liabilities and expenses incurred by them as a result of actions in their official capacity.

These Sixth Restated Articles of Incorporation were adopted by the Board of Directors at its meeting on November 22, 2013, at which a quorum was present, all Sister directors were present and voting, and the directors voted unanimously in favor of the restated Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned officers of the corporation have executed these Sixth Restated Articles of Incorporation.

By:   
Stuart P. Hennessey  
Assistant Secretary

TENTH  
AMENDED AND  
RESTATED  
BYLAWS  
of  
PEACEHEALTH

Effective  
December 31, 2013

APPROVED BY THE PEACEHEALTH  
BOARD OF DIRECTORS  
NOVEMBER 22, 2013

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TENTH AMENDED & RESTATED BYLAWS OF  
PEACEHEALTH**

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TENTH AMENDED AND RESTATED BYLAWS  
of  
PEACEHEALTH  
(A Washington Nonprofit Corporation)

1. GENERAL PROVISIONS

1.1 Name

The name of the corporation shall be PeaceHealth.

1.2 Principal Office

The principal office of PeaceHealth shall be in Clark County, Washington. PeaceHealth may have such other offices as may from time to time be designated by its Board of Directors.

1.3 Purpose

The purposes for which this corporation is formed and shall be operated exclusively are charitable, religious, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (or the corresponding section of any future United States Internal Revenue Law) including:

To carry on the healthcare ministry of the Sisters of St. Joseph of Peace, a Washington nonprofit corporation;

To establish, maintain, and operate a long-term care facility or facilities, either independent from or in connection with a general hospital and all related or necessary endeavors or appurtenances thereto;

To establish, maintain and operate hospitals or related health care facilities, including physician clinics; to establish and enter into contracts of any nature with insurance companies or others, including any agency of the government, for the purpose of financing the delivery of health care services, and necessary or ancillary to carrying out the objects and purposes of this corporation;

To own, acquire, hold, manage, direct, or vote the entire, majority, or controlling interest in, domestic and foreign corporations which are organized for the purpose of operating or conducting hospitals, research or teaching facilities, or other health-related facilities, or organizations furnishing hospital and health services, medical and surgical treatment of every kind and character, whether such interest may be represented by

ownership or capital stock, rights of membership, rights of directors or trustees, or otherwise;

To buy, sell, rent, develop, improve, mortgage, invest or deal in, or operate any and every kind and character of property or any interest therein, real or personal, tangible or intangible;

To receive and accept gifts, bequests and devices; and to hold and administer property of any kind, regardless of how received, in trust for the support and maintenance of any of the work and activities of the corporation;

To enter into, make, perform and carry out contracts of every kind and character which may be necessary or convenient for the business of this corporation with any person or persons, partnership, business corporation, private, public or municipal, or any body politic;

To acquire by purchase, exchange, subscription, or otherwise, and to receive, mortgage, pledge, sell, assign, transfer, exchange or otherwise dispose of, shares of stock of, or voting trust certificates for shares of stock of, or any bonds, membership certificates or other securities, evidences of indebtedness or obligations, created by any other corporation or corporations organized under the laws of the State of Washington or of any other state, or of any country, nation or government, and to pay therefore, in whole or in part, with cash or other property or with bonds or other obligations of this corporation; and while the owner or holder of any such shares, or voting trust certificates for shares, or bonds or other securities or evidences of indebtedness or obligations of any such other corporation or corporations, to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including the right to vote thereon and to consent in respect thereof for any and all purposes;

To borrow or raise monies for any of the purposes of this corporation without limit as to amount, and, from time to time, to issue bonds, debentures, notes, or other obligations, secured or unsecured, of this corporation for monies so borrowed, or in payment for property acquired, or for any of the other objects or purposes of this corporation or in connection with its business; to secure such bonds, debentures, notes and other obligations by mortgage or mortgages, or deed or deeds of trust, or pledge or other lien upon any or all of the property, rights, privileges or franchises of this corporation, wheresoever situated, acquired or to be acquired; and to pledge, sell or otherwise dispose of any or all of such bonds, debentures, notes and other obligations of this corporation for its corporation purposes; and

To carry on any lawful business or do anything whatsoever which the corporation may deem proper or convenient or capable of being carried on in connection with the foregoing, or which may be calculated, directly or indirectly, to promote the interests of the corporation, or to enhance the value of its property; and to have, enjoy and exercise all the rights, powers and privileges which are now or which may hereafter be conferred upon nonprofit corporations by the laws of Washington, and to do any and all of the things hereinbefore set forth, as principal and as agent, to the same extent as natural persons might or could do, and in any part of the world.

The foregoing clauses shall each be construed as purposes, objects and powers, and the matters expressed in each clause shall, except as otherwise expressly provided, be in no way limited by any other clause, but shall be regarded as independent purposes, objects and powers; and the enumeration of specific purposes, object and powers shall not be construed to limit or restrict in any manner the meaning of the general powers of the corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed; provided, that the foregoing purposes, business objects, powers and matters set forth in these Articles shall be limited to those which do not jeopardize the corporation's tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under the laws of the State of Washington.

#### 1.4 Relation to the Roman Catholic Church

PeaceHealth is a Pontifical Private Juridic Person under the canon law of the Roman Catholic Church ("Church") and is, therefore, recognized by the Church as doing apostolic work.

#### 1.5 Member

1.5.1 Southwest Washington Health System, a Washington nonprofit corporation (referred to herein in as the "Member") is the sole member of PeaceHealth, as the term "member" is defined in section 24.03.005(6) of the Revised Code of Washington. The Member shall serve an indefinite term until it ceases to hold the membership interest in PeaceHealth.

1.5.2 The annual meeting of the Member shall be held on a date during the last three (3) months of each fiscal year.

1.5.3 Special meetings of the Member may be called from time to time by the Member consistent with RCW 24.03 ("the Act").

1.5.4 Actions may be taken by the Member in any manner authorized by the Member's articles of incorporation or bylaws or by the Act.

1.6 Bylaw Amendments

These Bylaws may be amended by a three quarters (3/4) vote of all Directors in office, provided the amendment shall have either been read at a previous meeting or submitted in writing to the members of the Board of Directors at least twenty (20) days prior to the vote.

1.7 Regular Bylaw Review

The Board of Directors shall review these Bylaws on or before the fourth anniversary of their adoption and at least every fourth year thereafter to consider revisions necessary to meet current needs.

1.8 Parliamentary Procedure

The Board and Committee Chairs shall determine all questions of Board and Committee procedure and parliamentary procedure not specified in these Bylaws.

1.9 Corporate Seal

The corporate seal of PeaceHealth shall consist of a circular seal, the design of which shall conform to the image that appears upon this page immediately below this section. Its use shall be discretionary with the Secretary or Assistant Secretary.

1.10 Records of Corporate Meetings

PeaceHealth shall keep in the State of Washington, at its corporate office, its registered office or such other place permitted by law as the Board of Directors may designate, a copy of its current Articles of Incorporation and Bylaws, a record of the names and addresses of its Officers and Directors, and complete records and minutes of all of the proceedings of the Board of Directors and the Committees thereof.

1.11 Copies of Resolutions

Any person dealing with PeaceHealth may rely upon a copy of any of the records of the proceedings, resolutions or votes of the Board of Directors or its committees when certified by the President, the First Vice President, the Secretary, or the Assistant Secretary.

### 1.12 Records of Financial and Business Affairs

PeaceHealth shall keep at its principal place of business, its registered office, or such other places permitted by law as the Board of Directors may designate, such necessary books and records of the business and financial transactions and affairs of PeaceHealth as may be required by law.

### 1.13 Use of Email

References in these bylaws to providing notices, consents and other communications in writing may be alternatively accomplished by email as allowed by applicable law.

## 2. BOARD OF DIRECTORS

### 2.1 Number

The business and affairs of PeaceHealth shall be managed under the direction of a Board of Directors. There shall be a minimum of thirteen (13) and a maximum of sixteen (16) Director positions.

### 2.2 Qualifications and Selection Criteria

To the extent that the number of director positions authorized pursuant to Section 2.1, above, exceeds the 12 positions cumulatively set forth in Sections 2.2.1 through 2.2.3, below, the excess positions may be filled through the election of individuals who solely meet the criteria set forth in Sections 2.2.4 and 2.2.5, without regard to the qualifications set forth in Sections 2.2.1 through 2.2.3; provided, that the board shall endeavor to include physicians and other healthcare providers among its members but shall do so in compliance with all applicable laws and regulations, particularly those of the Internal Revenue Service applying to tax-exempt entities.

2.2.1 A minimum of five (5) such Director positions shall be held ex officio for professed Sisters of St. Joseph of Peace, one of whom shall be the person holding the office of Congregation Leader of the Sisters of St. Joseph of Peace ("Congregation Leader"); provided, that at her sole discretion the Congregation Leader may appoint a designee to serve in her place and may change such designee at any time(s) throughout her term as Congregation Leader. The Congregation Leader or her designee shall automatically be a member of such Board of Directors during the Congregation Leader's term of office and shall automatically succeed the former Congregation Leader on such Board of Directors, including succession to the right to appoint a designee. When the Congregational Leader appoints a designee,

that appointment shall be made in writing to the President and the Board Chair and shall continue until such time that a new designee or Congregational Leader is selected and appointed in writing.

2.2.2 Three (3) such Director positions shall be held ex officio by persons who have been appointed as the Chairs of the Sponsored Network Committees of the PeaceHealth Board of Directors or who have been appointed as designees of those Chairs.

2.2.3 Four (4) such Director positions shall be reserved for persons who do not serve on any PeaceHealth board committee or sub-committee and have no compensation or contractual arrangement with PeaceHealth.

2.2.4 No person who is an employee of PeaceHealth shall be eligible to serve on the Board of Directors.

2.2.5 Prior to the nomination of an individual for election to the Board, a thorough review shall be done according to the following criteria:

- (a) Acceptance and support of PeaceHealth's Mission, Values and Statement of Common Values;
- (b) High ethical and moral standards consistent with those of PeaceHealth, a Pontifical Private Juridic Person of the Roman Catholic Church;
- (c) Respected in her or his sphere of influence, with a history of demonstrated competence in his or her field of endeavor;
- (d) Commitment to dedicate the time necessary for education, preparation for meetings, including system-sponsored orientation for all new members of PeaceHealth boards, and board service;
- (e) Commitment to abide by PeaceHealth's conflict of interest policy, which requires that directors disclose potential, as well as actual, conflicts of interest and refrain from using PeaceHealth proprietary information for their personal gain;
- (f) Commitment to abide by PeaceHealth's confidentiality policy, which requires directors to maintain the confidentiality of information obtained while functioning in the capacity of Board Member;

- (g) Ability to think critically, participate actively in Board deliberations, and demonstrate the necessary interpersonal skills to interact effectively with other Directors and officers of the corporation;
- (h) Ability to withstand the political pressure from groups within and outside the organization; and
- (i) Willingness and ability to actively promote and enhance the health care of the community.

In addition, it is beneficial if candidates for service on the Board of Directors also meet the following criteria:

- (a) General, broad understanding of the Health Care Field;
- (b) The ability to serve as thought partners, visionaries, and system thinkers;
- (c) Prior experience on other boards.

## 2.3 Elections

2.3.1 Regular elections of the Directors shall be held at the annual meeting of the Board according to the procedures set forth in these bylaws. All candidates for the Board of Directors, except the Congregation Leader, or her designee, and the three chairs of the sponsored Network Committees or their designees, who automatically joins the Board by as ex officio voting members, must be nominated according to procedures determined by resolution of the Board of Directors.

2.3.2 A Board Chair shall be elected from among the Directors. The Vice Chair shall be the Congregation Leader, or her designee, who shall serve by virtue of the Congregation Leader's office unless she has been elected to serve as Chair, in which case a Vice Chair shall also be elected from among the Directors. Except for the first term of office, which may be three and one half years, the Chair shall hold office for a term of three (3) years or until he or she is no longer serving on the Board, whichever is shorter. The Chair shall preside at all meetings of the Board at which he or she is present, and may attend all Board committee meetings.

## 2.4 Vacancies

The Board of Directors shall, as soon as practicable, elect a successor to fill any vacancy on the Board (except those held by ex officio members) or any vacancy for the Chair or Vice Chair of the Board. A Director thus elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor.

## 2.5 Term of Office

2.5.1 Except for the ex officio Director positions whose terms shall be coextensive with service in that position and shall not be counted for limitation purposes under Section 2.5.2, below, the members of the Board shall be divided into three (3) groups: Group I members, Group II members, and Group III members. Each such group shall be as nearly equal in number of members as possible.

Board members shall serve as follows: Members first appointed Group I members shall serve terms ending June 30, 1992, and subsequent terms for such Group shall be each three year period following June 30, 1992; members first appointed Group II members shall serve a term ending June 30, 1993, and subsequent terms for such Group shall be each three year period following June 30, 1993; members first appointed Group III members shall serve a term ending June 30, 1994, and subsequent terms for such Group shall be each three year period following June 30, 1994.

2.5.2 Members of the PeaceHealth Board of Directors shall be limited to a total of twelve (12) consecutive years, provided that an individual shall thereafter be eligible for reelection to the Board after one (1) year off the Board.

## 2.6 Removal

Except for the Congregation Leader, or her designee, any Director may be removed at any time, with or without cause, by the Board at a meeting held in accordance with the provisions of these Bylaws.

## 2.7 Annual Meetings

The last regular meeting of each fiscal year shall be the annual meeting of the Board of Directors unless the Board of Directors shall determine a different date pursuant to a resolution.

## 2.8 Regular Meetings

Regular meetings of the Board of Directors shall be held at least quarterly.

## 2.9 Special Meetings

Special meetings of the Board of Directors may be held at any time whenever called by the Chair or by the Secretary at the request of any two (2) or more Directors. Notwithstanding any provision of Section 2.11 below, notice of the time and place of a special meeting shall be adequate if given in writing or by personal communication, which may be accomplished by telephone, at least forty-eight (48) hours prior to the meeting.

## 2.10 Place of Meetings

Meetings of the Board of Directors may be held at any location within the United States or at any other location specified in a resolution adopted by the Board of Directors.

## 2.11 Notice of Meetings

Notice of the time and place of the annual or any regular meeting of the Board of Directors shall be given to each Board member and to the President, by or at the direction of the Chair or the Secretary, in writing or by personal communication, which may be accomplished by telephone, mailed, transmitted or communicated at least ten (10) calendar days prior to the day upon which the meeting is to be held. No additional notice need be given if notice of the time and place of the meeting shall have been mailed or transmitted in writing such as email to every Director and the President at least ten (10) calendar days before the first of any meeting or meetings held pursuant thereto.

## 2.12 Waiver of Notice

Notice of any meeting of the Board of Directors need not be given to any Director or the President if he or she waives such notice in writing or by personal communication, which may be accomplished by telephone, that is later confirmed in writing (or by email), whether before or after such meeting is held. Notice of any meeting shall be deemed waived by the presence of a Director or the President at the meeting unless such Director or the President (a) shall have made his or her written objection to the transaction of business at such meeting for the reason that it is not lawfully called or convened, and (b) at or prior to the commencement of such meeting shall have delivered such written objection to the person chairing the meeting. Any meeting of the Board of Directors shall be a lawfully called and convened meeting without any notice thereof having

been given if all of the Directors and the President are either present, other than for the sole purpose of objecting thereto, or waive notice thereof.

2.13 Electronic Oral and Aural Participation

Members of the Board of Directors and the President or members of any committee designated by the Board of Directors may participate in a meeting of such Board or committee by means of a conference telephone, video conference or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

2.14 Participation by the President

The President shall receive notice of all Board and Board committee meetings and may attend all such meetings, unless specifically excluded from the meeting by action of the Board or the committee.

2.15 Action Without a Meeting

Any action that may be taken at a meeting of the Board of Directors or at a meeting of a committee of the Board having Board delegated powers may be taken without a meeting if a consent (including consents submitted in counterparts) in writing, setting forth the action so taken, shall be signed, or in the case of email electronically transmitted, by all of the Directors in office for board action or by all the committee members for committee action.

2.16 Quorum of Directors

2.16.1 A majority of all Directors in office shall constitute a quorum for the transaction of business at Board meetings provided, however, that at least one director who is a professed Sister of St. Joseph of Peace must be among the quorum and further provided that, except as otherwise provided herein (see Section 1.5) or in the Articles of Incorporation, an affirmative vote of a majority of all Directors in office and qualified to vote shall be required for any action by the Board.

2.16.2 Except as provided in Section 2.18.1 regarding the Executive Committee, a majority of committee members shall constitute a quorum of the committee and an affirmative vote by a majority of the committee members shall be required for any action by the committee.

2.16.3 A Board or committee member who participates but abstains from voting shall continue to qualify as participating for the purpose of establishing a quorum.

2.17 Remuneration

Directors shall receive no compensation for their service as Directors but may receive reimbursement for reasonable expenses incurred on corporate business. PeaceHealth shall not make any loan to any officer or Director.

2.18 Committees

2.18.1 Executive Committee - The Board Chair, who shall also serve as chair of the Executive Committee, the Vice Chair, the Secretary, the Treasurer, the Chair of the Organizational Integrity Committee and one other Board member elected by a majority vote of the board shall constitute the Executive Committee of the Board of Directors. The Chair or, in the Chair's absence, the Vice Chair shall have sole discretion to call meetings of the Executive Committee. The Executive Committee shall have authority to approve the compensation of senior management, approve the compensation plan for, and the compensation of, physician employees and to conduct such urgent business of the corporation as may be necessary between regular meetings of the Board of Directors; provided, that it shall keep regular minutes of all meetings and cause them to be included in the corporate records; further provided, that any action taken by the Executive Committee shall be reported to the Board at its next meeting. Notwithstanding the foregoing, the Executive Committee shall not have the authority to:

- (a) Accept the annual independent auditor's report;
- (b) Elect or remove any Director or officer;
- (c) Amend the Articles of Incorporation or Bylaws;
- (d) Appoint other committees of the Board of Directors or the members thereof;
- (e) Meet in place of the quarterly Board meeting; or
- (f) Take any action prohibited by RCW 24.03.115 or any successor provision of the Washington Nonprofit Corporation Act.

A quorum of the Executive Committee shall be sixty-six and Two Thirds percent (66 2/3%) of the committee members.

2.18.2 Other Committees - In addition to the Executive Committee, there shall be the following Standing Committees of the Board: Quality; Stewardship; Succession and Development; Benefits; Organizational Integrity and Audit; and the Network Committees. Any additional Committees of the Board shall be created by the Board of Directors through resolutions. Except for the Executive Committee, the members of each standing committee shall be appointed by the Board, after nomination pursuant to a process established by Board resolution, and every such committee shall include two (2) or more Directors. The Chair of the Board shall serve, ex officio, as the Chair of the Executive Committee; the Secretary shall serve, ex officio, as the Chair of the Succession and Development Committee; and the Treasurer shall serve, ex officio, as the Chair of the Stewardship Committee. The Chairs of all other Board committees shall be appointed by the Chair of the Board. The Committee Chair or, in the Chair's absence, the Chair of the Board shall have sole discretion to call meetings of each Board Committee. Except for the Executive Committee and the Network Committees, all such committees shall be advisory in nature. The designation of any committee by the Board of Directors and the delegation of authority to the Executive Committee and the Network Committees shall not operate to relieve the Board of Directors, nor any of its members, of any responsibility imposed by law.

#### 2.19 Delegation

The Board of Directors may, subject to its ultimate authority and responsibility, delegate to subordinate individuals or groups, such as the Executive and Network Committees and their sub-committees, the functions and powers it deems desirable in order to expeditiously carry out the purposes and objectives of PeaceHealth. Any such delegation shall be by resolution recorded in the corporate minutes (a copy of which is attached hereto as Exhibit 1) and such resolution may set forth the delegation in the form of a committee charter.

## 2.20 Limitation of Liability

No Director shall be liable to the Corporation for monetary damages for his or her conduct as a director; provided, however, that such elimination of liability shall not apply to acts or omissions of a director that involve intentional misconduct by him or her, or a knowing violation of law by him or her, or that arise out of a transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled.

## 3. OFFICERS

### 3.1 Statutory Officers Enumerated

The statutory officers of PeaceHealth shall be the President, First Vice President, Secretary, and Treasurer. In addition, the Board of Directors may elect such other statutory officers and assistant statutory officers as it determines necessary or useful.

Furthermore, the President may designate employees to hold the title of Vice President or Senior Vice President. Employees so designated shall be treated as responsible for a designated business unit or area of operation on behalf of PeaceHealth, with power to enter into binding obligations with third parties only with respect to such business unit or area of operation. Such employees shall not be deemed statutory officers of PeaceHealth and shall serve at the pleasure of the President.

### 3.2 Election

The Board of Directors shall elect all statutory officers and statutory assistant officers of PeaceHealth, except the First Vice President. The Secretary and Treasurer shall be elected from among the Directors at the Board's annual meeting or whenever such office shall become vacant. They shall hold office for the term of three (3) years or until they are no longer serving on the Board, whichever is shorter. The President need not be elected from among the Directors, shall not serve a set term of years but rather shall serve at the pleasure of the Board and shall be formally evaluated annually by the Board in writing. The office of First Vice President shall be held by the Congregation Leader, or her designee, and is therefore not subject to election.

### 3.3 Qualifications

The same person may hold any two (2) or more statutory offices, except the offices of President and Secretary. The President must be an employee of the corporation.

### 3.4 President

The President shall be the Chief Executive Officer and Chief Mission Officer of PeaceHealth. Subject to the direction and authority of the Board of Directors, the President shall have general charge, supervision, and control over the business and affairs of PeaceHealth and shall be responsible for the management thereof. The President shall perform such other duties as may from time to time be assigned to her or him by the Board of Directors.

### 3.5 First Vice President

The Congregation Leader, or her designee, shall hold the office of First Vice President. The First Vice President shall perform such duties as the President may from time to time designate. Except in the event she has been elected as Chair, the First Vice President shall also act as Vice Chair of the Board and shall preside at Board meetings and Executive Committee meetings in the event the Chair is absent.

### 3.6 Secretary

The Secretary shall have general oversight of Board and Committee meeting minutes. The Secretary shall have discretion to affix the seal of PeaceHealth to documents and shall perform such other duties as the Board of Directors or President may from time to time designate. The Secretary may delegate all or part of these tasks to the Assistant Secretary, who shall be elected by the Board and be an employee of PeaceHealth. The Secretary shall Chair the Succession and Development Committee of the Board.

### 3.7 Treasurer

The Treasurer shall have general oversight of the financial affairs of PeaceHealth, arrange for regular financial reports to the Board of Directors and perform such other duties as may from time to time be assigned to him/her by the Board of Directors or President. The Treasurer may, subject to his or her ultimate authority and responsibility, delegate all or part of these tasks to the Assistant Treasurer, who shall be elected by the Board and be an employee of PeaceHealth. The Treasurer shall serve as Chair of the Stewardship Committee.

### 3.8 Vacancies

Vacancies in any statutory office, except that of First Vice President, arising from any cause or the creation of a new office, may be filled by the Board of Directors at any regular or special meeting.

### 3.9 Removal of Officers

Except for the Congregational Leader, or her designee, in her role as First Vice President, any officer or assistant officer may be removed at any time, with or without cause, by action of the Board accomplished in accordance with the provisions of these Bylaws. Such removal of itself shall not prejudice contract rights, if any, of the person so removed. Neither shall election nor appointment of an officer or assistant officer, of itself, create contract rights.

## 4. BUSINESS OF THE CORPORATION

### 4.1 Management

The President, as the Chief Executive Officer, shall have the responsibility and authority to manage the business affairs of PeaceHealth, subject to ultimate Board direction and authority as provided in the Articles of Incorporation and in Section 3.4 hereof.

### 4.2 Designation of Interim CEO

Upon election, and from time to time thereafter, the President shall designate in writing that individual who shall assume her or his management responsibilities on an interim basis in the event of the President's sudden disability or unexpected absence, provided that such individual must be approved by a resolution of the Board at the time of designation and shall serve at the pleasure of the Board of Directors, who at any time following such disability or absence may deem the office of President to be vacant and elect a successor.

### 4.3 Contracts with Related Persons

PeaceHealth may enter into contracts and otherwise transact business as vendor, purchaser, lessee, lessor, or otherwise with corporations, associations, firms and entities in which Directors, officers and employees are or may become interested as Directors, officers, shareholders, members or otherwise, to the extent and under the conditions permitted by PeaceHealth's conflict of interest policy and all applicable laws and regulations governing nonprofit corporations. In the absence of fraud, violation of PeaceHealth's conflict of interest policy or an applicable law or regulation, no such contract or transaction shall be avoided, and no such

Director or officer shall be held liable to account to PeaceHealth by reason of such adverse interest or by reason of any fiduciary relationship to PeaceHealth arising out of such office for any profit or benefit realized by him or her through any such contract or transaction. Any contract, transaction or act of this Corporation, or of any Director or officer thereof, shall be valid and binding only insofar as consistent with this subsection, the Articles of Incorporation, and as otherwise permitted by law.

#### 4.4 Indemnification of Directors and Officers

Directors and Officers of PeaceHealth shall be indemnified pursuant to the Indemnification Policy, which has been adopted as a resolution of the Board (a copy of which is attached hereto as Exhibit 2) and shall not be altered except by resolution of the Board.

#### 4.5 Standard of Care

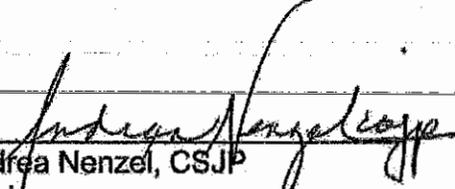
Each Board member shall perform his/her duties, including the duties as a member of any committee of the Board upon which the member may serve (hereinafter jointly referred to as "duties of a Board member"), in good faith, in a manner such member believes to be in the best interests of PeaceHealth and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

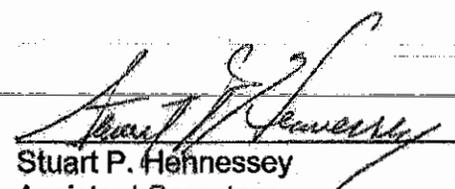
In performing the duties of a Board member, a member shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by:

- (a) One or more officers or employees of PeaceHealth, whom the member believes to be reliable and competent in the matter presented;
- (b) Legal counsel, public accountants, or other persons concerning matters which the member believes to be within such person's professional or expert competence; or
- (c) A committee of the Board upon which the member does not serve, duly designated in accordance with a provision in the Articles of Incorporation or Bylaws, as to matters within its designated authority, which committee the member believes to merit competence; so long as, in such case, the member acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

CERTIFICATE OF ADOPTION

The undersigned, being the Board Chair and Assistant Secretary of PeaceHealth, hereby certify that the foregoing are the Bylaws adopted by a resolution of the Board, which resolution was passed at a regular meeting of the Board on November 22, 2013 by a unanimous vote of more than three quarters (3/4) of all Directors then in office following a prior reading of said Bylaws at the prior Board meeting on September 27, 2013, all in full accord with the requirements set forth in section 1.5 of the bylaws in effect at the time, to be effective December 31, 2013 in full and complete substitution for any and all prior Bylaws which are revoked and withdrawn effective the same date.

By:   
Andrea Nenzel, CSJP  
Chair

By:   
Stuart P. Hennessey  
Assistant Secretary

Date: December 27, 2013

Date: December 27, 2013



Office of the Secretary of State  
Corporations & Charities Division

**Washington Nonprofit Corporation**  
See attached detailed instructions

- Standard Filing Fee \$20.00
- Filing Fee with Expedited Service \$70.00

This Box For Office Use Only

FILED

DEC 19 2013

WA SECRETARY OF STATE

UBI Number: 600613417

**ARTICLES OF AMENDMENT**

Chapter 24.03 RCW

**SECTION 1**

**NAME OF CORPORATION:** (as currently recorded with the Office of the Secretary of State)

Southwest Washington Health System

**SECTION 2**

**ARTICLES OF AMENDMENT WERE ADOPTED BY:** (please check and complete one of the following)

- The amendment was adopted by a meeting of members held: (Date) November 22, 2013  
A quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.
- The amendment was adopted by a consent in writing and signed by all members entitled to vote.
- There are no members that have voting rights. The amendment received a majority vote of the directors at a board meeting held: (Date) \_\_\_\_\_

**SECTION 3**

**AMENDMENTS TO ARTICLES ON FILE:** (if necessary, attach additional information)

See attachment

**SECTION 4**

**EFFECTIVE DATE OF ARTICLES OF AMENDMENT:** (please check one of the following)

- Upon filing by the Secretary of State
- Specific Date: 12/31/13 (Specified effective date must be within 30 days AFTER the Articles of Amendment have been filed by the Office of the Secretary of State)

**SECTION 5**

**SIGNATURE:** (see instructions page)

*This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.*

*Thomas Haywood* Thomas Haywood, Vice President      12/13/13      \_\_\_\_\_  
 Signature      Printed Name and Title      Date      Phone



**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
SOUTHWEST WASHINGTON HEALTH SYSTEM**

1. Article II is amended and restated in its entirety to read as follows:

"Notwithstanding anything to the contrary in these articles, the Corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Moreover, the Corporation is organized and at all times shall be operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of (1) PeaceHealth, a Washington nonprofit corporation ("PeaceHealth"), so long as PeaceHealth is a public charity under Section 509(a)(1) or 509(a)(2) of the Code, and (2) such related organizations of PeaceHealth as are public charities under Section 509(a)(1) or 509(a)(2) of the Code. Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the state of Washington upon nonprofit corporations.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer or other person unless allowed by Section 501(c)(3) of the Code; provided, however, that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II."

2. Article III has been made part of Article II and all subsequent Articles are renumbered accordingly.
3. Article VI (previously Article VII), is amended and restated in its entirety to read as follows:

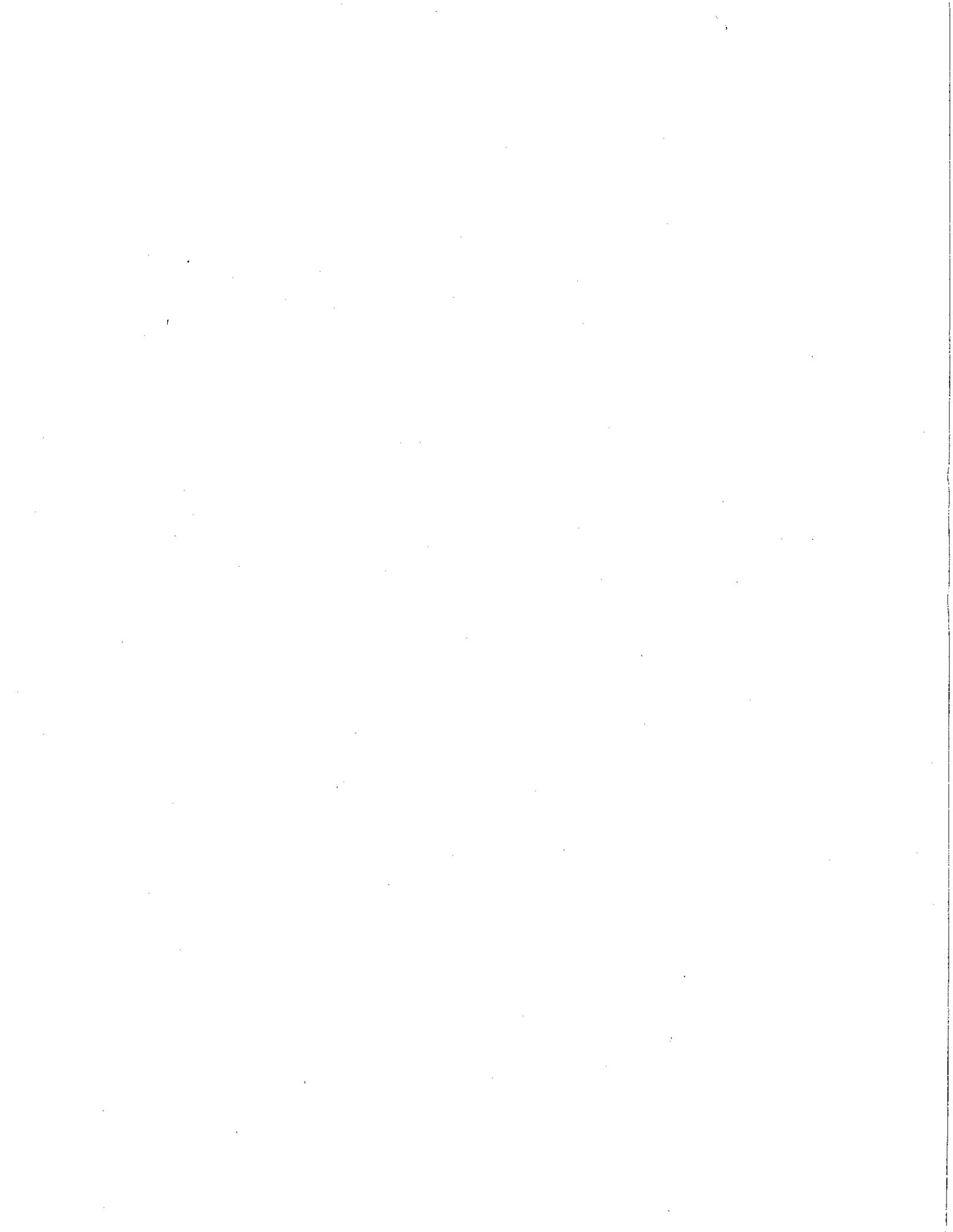
"These articles of incorporation, or any part hereof, may be amended or repealed, and new articles of incorporation may be adopted, only upon the affirmative vote of a majority of the directors of the Corporation in-office."

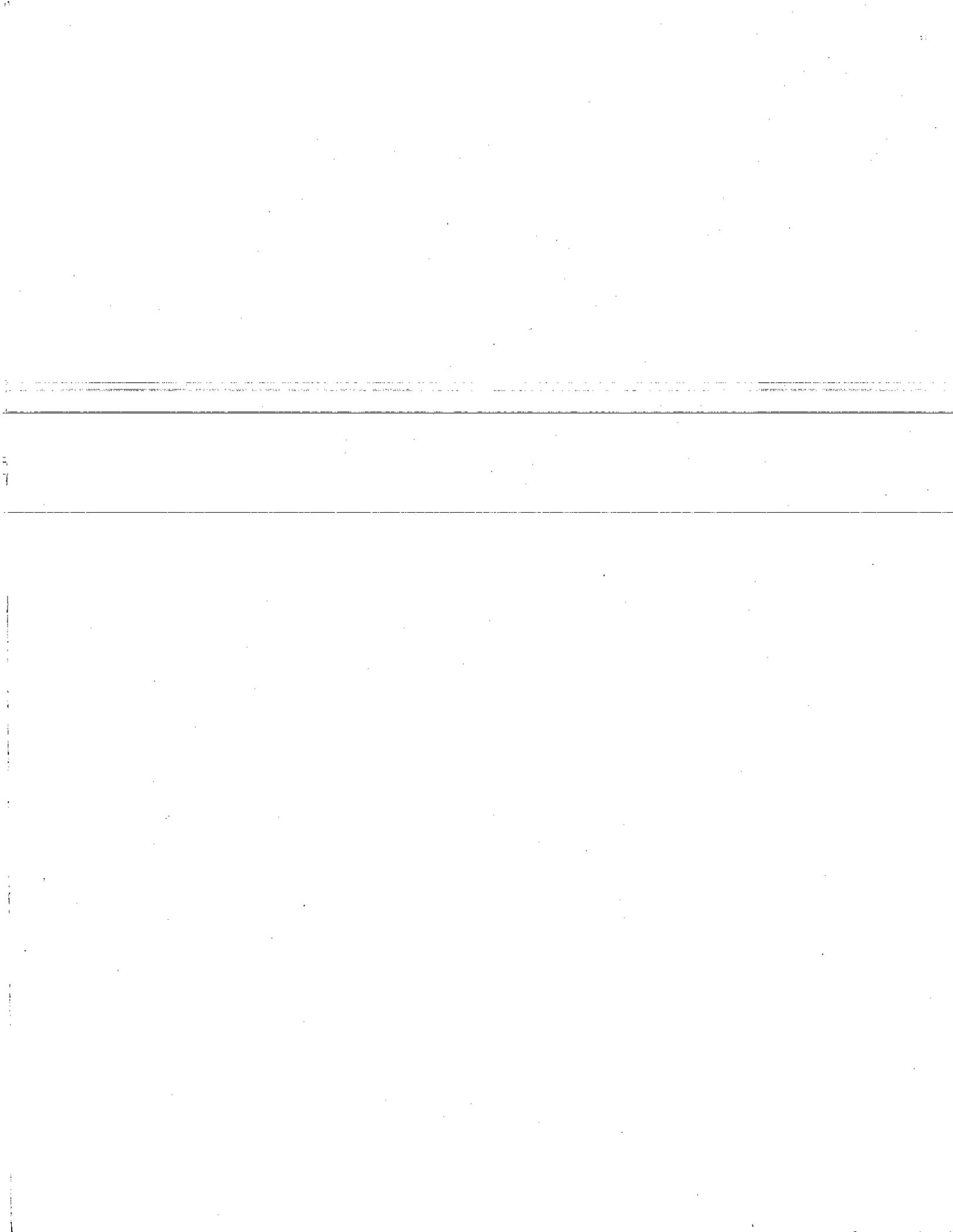


4. Article VIII (previously Article IX) is amended and restated in its entirety to read as follows:

**"No member of the Corporation's Board of Directors shall be personally liable to the Corporation or its member for monetary damages for conduct as a director; provided that this Article VIII shall not eliminate the liability of a director for any act or omission for which such elimination of a liability is not permitted under the Washington Nonprofit Corporation Act (the "Act"); provided further that no amendment to this Article or the Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of such amendment."**







**RESTATED ARTICLES OF INCORPORATION  
OF  
SOUTHWEST WASHINGTON HEALTH SYSTEM**

**FILED**  
**DEC 20 2013**  
**WA SECRETARY OF STATE**

Pursuant to RCW 24.03.183, Southwest Washington Health System, a Washington nonprofit corporation (the "Corporation"), submits the following Restated Articles of Incorporation, which correctly set forth without change the provisions of the Articles of Incorporation as heretofore amended and restated. The Restated Articles of Incorporation were approved by a resolution adopted by the Board of Directors of the Corporation and supersede the original Articles of Incorporation and all amendments thereto and restatements thereof.

**Article I**

The name of the Corporation is Southwest Washington Health System, and its duration shall be perpetual.

**Article II**

Notwithstanding anything to the contrary in these articles, the Corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Moreover, the Corporation is organized and at all times shall be operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of (1) PeaceHealth, a Washington nonprofit corporation ("PeaceHealth"), so long as PeaceHealth is a public charity under Section 509(a)(1) or 509(a)(2) of the Code, and (2) such related organizations of PeaceHealth as are public charities under Section 509(a)(1) or 509(a)(2) of the Code. Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the state of Washington upon nonprofit corporations.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer or other person unless allowed by Section 501(c)(3) of the Code; provided, however, that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II.

**Article III**

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal

income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Sections 170(e)(2), 2055(a)(2), and/or 2522(a)(2) of the Code.

#### Article IV

Members of the Corporation's Board of Directors shall be elected and removed as described in the Corporation's Bylaws.

#### Article V

Upon the winding up and dissolution of the Corporation, after paying or adequately providing for the Corporation's debts and obligations, the Corporation's remaining assets shall be distributed in accordance with a plan of distribution adopted by the Board of Directors to PeaceHealth. ~~If PeaceHealth does not qualify as an organization described in section 501(c)(3) of the Code when the plan of distribution is implemented, then the remaining assets shall be distributed to a nonprofit corporation or other legal entity which is engaged in health care activities substantially similar to those of PeaceHealth and which is organized and operated exclusively for charitable, educational and scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Code.~~

#### Article VI

These articles of incorporation, or any part hereof, may be amended or repealed, and new articles of incorporation may be adopted, only upon the affirmative vote of a majority of the directors of the Corporation in office.

#### Article VII

Any reference in these articles to a section of the Code shall be interpreted to include also a reference to the provisions of any applicable future United States internal revenue law which corresponds to the provisions in such Section of the Code.

#### Article VIII

No member of the Corporation's Board of Directors shall be personally liable to the Corporation or its member for monetary damages for conduct as a director, provided that this Article VIII shall not eliminate the liability of a director for any act or omission for which such elimination of a liability is not permitted under the Washington Nonprofit Corporation Act (the "Act"); provided further that no amendment to this Article or the Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of such amendment.

#### Article IX

Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal

income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Sections 170(e)(2), 2055(a)(2), and/or 2522(a)(2) of the Code.

Article X

Notwithstanding any other provision of these articles, if for any taxable year the Corporation is deemed a "private foundation" described in section 509(a) of the Code, the Corporation will:

- (a) Cause its income for each taxable year to be distributed at such time and in such manner so as not to subject the Corporation to tax under section 4942 of the Code;
- (b) Engage in no act of self-dealing as defined in section 4941 of the Code;
- (c) Not obtain or retain excess business holdings as defined in section 4943 of the Code;
- (d) Make no investment in such manner so as to subject the Corporation to tax under section 4944 of the Code; and
- (e) Make no taxable expenditure as defined in section 4945 of the Code.

Dated: 12/10/13

**SOUTHWEST WASHINGTON HEALTH  
SYSTEM:**

By:   
Thomas Hollywood  
Vice President



AMENDED AND  
RESTATED

BYLAWS

of  
Southwest Washington  
Health System

Effective  
November 22, 2013

APPROVED BY THE BOARD OF DIRECTORS  
NOVEMBER 22, 2013

TABLE OF CONTENTS  
 FOR  
 AMENDED & RESTATED BYLAWS OF  
 SOUTHWEST WASHINGTON HEALTH SYSTEM

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AMENDED AND RESTATED BYLAWS  
of  
SOUTHWEST WASHINGTON HEALTH SYSTEM  
(A Washington Nonprofit Corporation)

1. GENERAL PROVISIONS

1.1 Name

The name of the corporation is Southwest Washington Health System (the "Corporation").

1.2 Principal Office

The principal office of the Corporation shall be in Clark County, Washington. The Corporation may have such other offices as may from time to time be designated by its Board of Directors.

1.3 Purpose and Compliance with Statement of Common Values

The Corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Moreover, the Corporation is organized and at all times shall be operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of (1) PeaceHealth, a Washington nonprofit corporation ("PeaceHealth"), so long as PeaceHealth is a public charity under Section 509(a)(1) or 509(a)(2) of the Code, and (2) such related organizations of PeaceHealth as are public charities under Section 509(a)(1) or 509(a)(2) of the Code or (a)(3). Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the state of Washington upon nonprofit corporations.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer or other person unless allowed by Section 501(c)(3) of the Code; provided, however, that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above and in Article II of the Articles of Incorporation.

The Corporation shall at all times operate in compliance with the PeaceHealth Statement of Common Values. PeaceHealth shall have

the right to provide education and to perform review procedures designed to assure that the employees of the Corporation and the employees of any future related organizations it may have understand and abide by the PeaceHealth Statement of Common Values.

1.4 No Members

The Corporation shall have no members and solely its Board of Directors, and their successors, shall manage its property and affairs.

1.5 Bylaw Amendments

These Bylaws may be amended by two thirds (2/3) vote of all Directors in office, provided the amendment shall have either been read at a previous meeting or submitted in writing to the members of the Board of Directors at least twenty (20) days prior to the vote.

1.6 Regular Bylaw Review

The Board of Directors shall review these Bylaws on or before the fourth anniversary of their adoption and at least every fourth year thereafter to consider revisions necessary to meet current needs.

1.7 Parliamentary Procedure

The Board and Committee Chairs shall determine all questions of Board and Committee procedure and parliamentary procedure not specified in these Bylaws.

1.8 Corporate Seal

The corporate seal of the Corporation shall consist of a circular seal, the design of which shall conform to the image that appears upon this page immediately below this section. Its use shall be discretionary with the Secretary or Assistant Secretary.

1.9 Records of Corporate Meetings

The Corporation shall keep in the State of Washington, at its corporate office, its registered office or such other place permitted by law as the Board of Directors may designate, a copy of its current Articles of Incorporation and Bylaws, a record of the names and addresses of its Officers and Directors, and complete records and minutes of all of the proceedings of the Board of Directors and the Committees thereof.

### 1.10 Copies of Resolutions

Any person dealing with the Corporation may rely upon a copy of any of the records of the proceedings, resolutions or votes of the Board of Directors or its committees when certified by the President, the First Vice President, the Secretary, or the Assistant Secretary.

### 1.11 Records of Financial and Business Affairs

The Corporation shall keep at its principal place of business, its registered office, or such other places permitted by law as the Board of Directors may designate, such necessary books and records of the business and financial transactions and affairs of the Corporation as may be required by law.

### 1.12 Use of Email

References in these bylaws to providing notices, consents and other communications in writing may be alternatively accomplished by email as allowed by applicable law.

## 2. BOARD OF DIRECTORS

### 2.1 Business

The business and affairs of the Corporation shall be managed under the direction of a Board of Directors. There shall be a minimum of thirteen (13) Director positions.

### 2.2 Qualifications and Selection Criteria

The Board of Directors of the Corporation shall consist of: (1) those individuals who are members of the Board of Directors of PeaceHealth, a Washington non-profit corporation qualified as tax-exempt under section 509(a) of the Internal Revenue Code of 1986, as amended; and (2) such additional individuals as may be elected by the Board of Directors of the Corporation, provided that the total number of such elected board positions shall never exceed one-third (33 and 1/3%) of the total positions on the Corporation's Board of Directors.

2.2.1 No person who is an employee of the Corporation shall be eligible to serve on the Board of Directors.

2.2.2 Prior to the nomination of an individual to fill an elected position on the Board, a thorough review shall be done according to the following criteria:

- (a) Acceptance and support of the Corporation's Mission, Values and PeaceHealth's Statement of Common Values;
- (b) High ethical and moral standards;
- (c) Respected in her or his sphere of influence, with a history of demonstrated competence in his or her field of endeavor;
- (d) Commitment to dedicate the time necessary for education, preparation for meetings, including system-sponsored orientation for all new members of the Corporation's boards, and board service;
- (e) Commitment to abide by the Corporation's conflict of interest policy, which requires that directors disclose potential, as well as actual, conflicts of interest and refrain from using the Corporation's proprietary information for their personal gain;
- (f) Commitment to abide by the Corporation's confidentiality policy, which requires directors to maintain the confidentiality of information obtained while functioning in the capacity of Board Member;
- (g) Ability to think critically, participate actively in Board deliberations, and demonstrate the necessary interpersonal skills to interact effectively with other Directors and officers of the corporation;
- (h) Ability to withstand the political pressure from groups within and outside the organization; and
- (i) Willingness and ability to actively promote and enhance the health care of the community.

In addition, it is beneficial if candidates for service on the Board of Directors also meet the following criteria:

- (a) General, broad understanding of the health care field;

(b) The ability to serve as thought partners, visionaries, and system thinkers;

(c) Prior experience on other boards.

## 2.3 Elections

2.3.1 Regular elections for those positions on the Board of Directors that are filled by election shall be held at the annual meeting of the Board according to the procedures set forth in these bylaws. All candidates for an elected position on the Board of Directors must be nominated according to procedures determined by resolution of the Board of Directors.

2.3.2 The persons who serve as the Board Chair and Vice Board Chair for PeaceHealth shall serve as the Board Chair and Vice Board Chair for the Corporation. The Chair shall preside at all meetings of the Board at which he or she is present, and may attend all Board committee meetings. In the Chair's absence, the Vice Board Chair shall preside at Board meetings and may attend Board committee meetings.

## 2.4 Vacancies

The Board of Directors shall, as soon as practicable, elect a successor to fill any vacancy in an elected position on the Board. A Director thus elected to fill such a vacancy shall be elected for the unexpired term of his or her predecessor.

## 2.5 Term of Office

2.5.1 The term of office for members of this Board who are members of the PeaceHealth Board of Directors shall be coextensive with their service on the PeaceHealth Board of Directors. The term of office for elected members of this Board shall be three years, provided that initial terms may be for such shorter period as may be provided in the resolution electing the individual in order to stagger terms so that all elected positions do not expire within a single year.

2.5.2 Elected Members of the Corporation's Board of Directors shall be limited to a total of twelve (12) consecutive years of service, provided that an individual shall thereafter be eligible for reelection to the Board after one (1) year off the Board.

2.6 Removal

Any elected member of the Board of Directors may be removed at any time, with or without cause, by the Board at a meeting held in accordance with the provisions of these Bylaws.

Any elected member of the Board of Directors may be removed at any time by the Board if it finds that the member's public statements or actions have been inconsistent with the Statement of Common Values.

2.7 Annual Meetings

The last regular meeting of each fiscal year shall be the annual meeting of the Board of Directors unless the Board of Directors shall determine a different date pursuant to a resolution.

2.8 Regular Meetings

Regular meetings of the Board of Directors shall be held at least quarterly.

2.9 Special Meetings

Special meetings of the Board of Directors may be held at any time whenever called by the Chair or by the Secretary at the request of any two (2) or more Directors. Notwithstanding any provision of Section 2.11 below, notice of the time and place of a special meeting shall be adequate if given in writing or by personal communication, which may be accomplished by telephone, at least forty-eight (48) hours prior to the meeting.

2.10 Place of Meetings

Meetings of the Board of Directors may be held at any location within the United States or at any other location specified in a resolution adopted by the Board of Directors.

2.11 Notice of Meetings

Notice of the time and place of the annual or any regular meeting of the Board of Directors shall be given to each Board member and to the President, by or at the direction of the Chair or the Secretary, in writing or by personal communication, which may be accomplished by telephone, mail, or email transmitted or communicated at least ten

(10) calendar days prior to the day upon which the meeting is to be held. No additional notice need be given if notice of the time and place of the meeting shall have been mailed or emailed to every Director and the President at least ten (10) calendar days before the first of any meeting or meetings held pursuant thereto.

#### 2.12 Waiver of Notice

Notice of any meeting of the Board of Directors need not be given to any Director or the President if he or she waives such notice in writing or by personal communication, which may be accomplished by telephone, that is later confirmed in writing (or by email), whether before or after such meeting is held. Notice of any meeting shall be deemed waived by the presence of a Director or the President at the meeting unless such Director or the President (a) shall have made his or her written objection to the transaction of business at such meeting for the reason that it is not lawfully called or convened, and (b) at or prior to the commencement of such meeting shall have delivered such written objection to the person chairing the meeting. Any meeting of the Board of Directors shall be a lawfully called and convened meeting without any notice thereof having been given if all of the Directors and the President are either present, other than for the sole purpose of objecting thereto, or waive notice thereof.

#### 2.13 Electronic Oral and Aural Participation

Members of the Board of Directors and the President or members of any committee designated by the Board of Directors may participate in a meeting of such Board or committee by means of a conference telephone, video conference or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

#### 2.14 Participation by the President

The President shall receive notice of all Board and Board committee meetings and may attend all such meetings, unless specifically excluded from the meeting by action of the Board or the committee.

#### 2.15 Action Without a Meeting

Any action that may be taken at a meeting of the Board of Directors or at a meeting of a committee of the Board having Board delegated powers may be taken without a meeting if a consent (including

consents submitted in counterparts) in writing, setting forth the action so taken, shall be signed, or in the case of email electronically transmitted, by all of the Directors in office for board action or by all the committee members for committee action.

## 2.16 Quorum of Directors

2.16.1 A majority of all Directors drawn from the PeaceHealth Board of Directors shall constitute a quorum for the transaction of business at Board meetings provided, however, that except as otherwise provided herein (see Section 1.5) or in the Articles of Incorporation, an affirmative vote of a majority of all Directors in office and qualified to vote shall be required for any action by the Board.

2.16.2 Except as provided in Section 2.18.1 regarding the Executive Committee, a majority of committee members shall constitute a quorum of the committee and an affirmative vote by a majority of the committee members shall be required for any action by the committee.

2.16.3 A Board or committee member who participates in a meeting but abstains from voting shall continue to qualify as participating for the purpose of establishing a quorum.

## 2.17 Remuneration

Directors shall receive no compensation for their service as Directors but may receive reimbursement for reasonable expenses incurred on corporate business. The Corporation shall not make any loan to any officer or Director.

## 2.18 Committees

2.18.1 Executive Committee - The Board Chair, who shall also serve as chair of the Executive Committee, the Vice Chair, the Secretary, the Treasurer, the Chair of the Organizational Integrity and Audit Committee and one other Board member elected by a majority vote of the board shall constitute the Executive Committee of the Board of Directors. The Chair or, in the Chair's absence, the Vice Chair shall have sole discretion to call meetings of the Executive Committee. The Executive Committee shall have authority to approve the compensation of senior management, approve the compensation plan for, and the compensation of, physician employees and to conduct such urgent business of the corporation as may be necessary between regular meetings

of the Board of Directors; provided, that it shall keep regular minutes of all meetings and cause them to be included in the corporate records; further provided, that any action taken by the Executive Committee shall be reported to the Board at its next meeting. Notwithstanding the foregoing, the Executive Committee shall not have the authority to:

- (a) Accept the annual independent auditor's report;
- (b) Elect or remove any Director or officer;
- (c) Amend the Articles of Incorporation or Bylaws;
- (d) Appoint other committees of the Board of Directors or the members thereof;
- (e) Meet in place of the quarterly Board meeting; or
- (f) Take any action prohibited by RCW 24.03.115 or any successor provision of the Washington Nonprofit Corporation Act.

A quorum of the Executive Committee shall be sixty-six and two-thirds percent (66 2/3%) of the committee members.

- 2.18.2 Other Committees - Any additional Committees of the Board shall be created by the Board of Directors through resolutions. Except for the Executive Committee, the members of each standing committee shall be appointed by the Board, after nomination pursuant to a process established by Board resolution, and every such committee shall include two (2) or more Directors. The Chair of the Board shall serve, ex officio, as the Chair of the Executive Committee; the Secretary shall serve, ex officio, as the Chair of the Succession and Development Committee; and the Treasurer shall serve, ex officio, as the Chair of the Stewardship Committee. The Chairs of all other Board committees shall be appointed by the Chair of the Board. The Committee Chair or, in the Chair's absence, the Chair of the Board shall have sole discretion to call meetings of each Board Committee. Except for the Executive Committee, all such committees shall be advisory in nature. The designation of any committee by the Board of Directors and the delegation of authority to the Executive Committee shall not operate to relieve the Board of Directors, nor any of its members, of any responsibility imposed by law.

## 2.19 Delegation

The Board of Directors may, subject to its ultimate authority and responsibility, delegate to subordinate individuals or groups, such as the Executive and Network Committees and their sub-committees, the functions and powers it deems desirable in order to expeditiously carry out the purposes and objectives of the Corporation. Any such delegation shall be by resolution recorded in the corporate minutes (a copy of which is attached hereto as Exhibit 1) and such resolution may set forth the delegation in the form of a committee charter.

## 3. STATUTORY OFFICERS

### 3.1 Statutory Officers Enumerated

The statutory officers of the Corporation shall be the President, First Vice President, Secretary, and Treasurer. In addition, the Board of Directors may elect such other statutory officers and assistant statutory officers as it determines necessary or useful.

Furthermore, the President may designate employees to hold the title of Vice President or Senior Vice President. Employees so designated shall be treated as responsible for a designated business unit or area of operation on behalf of the Corporation, with power to enter into binding obligations with third parties only with respect to such business unit or area of operation. Such employees shall not be deemed statutory officers of the Corporation and shall serve at the pleasure of the President.

### 3.2 Election

The statutory officers and statutory assistant officers of PeaceHealth shall automatically serve as the statutory officers for the Corporation.

### 3.3 Qualifications

The same person may hold any two (2) or more statutory offices, except the offices of President and Secretary. The President must be an employee of the corporation.

### 3.4 President

The President shall be the Chief Executive Officer of the Corporation. Subject to the direction and authority of the Board of Directors, the President shall have general charge, supervision, and control over the business and affairs of the Corporation and shall be responsible for the management thereof. The President shall perform such other duties as may from time to time be assigned to her or him by the Board of Directors.

### 3.5 First Vice President

The First Vice President shall perform such duties as the President may from time to time designate. Except in the event she has been elected as Chair, the First Vice President shall also act as Vice Chair of the Board and shall preside at Board meetings and Executive Committee meetings in the event the Chair is absent.

### 3.6 Secretary

The Secretary shall have general oversight of Board and Committee meeting minutes. The Secretary shall have discretion to affix the seal of the Corporation to documents and shall perform such other duties as the Board of Directors or President may from time to time designate. The Secretary may delegate all or part of these tasks to the Assistant Secretary, who shall be elected by the Board. The Secretary shall chair the Succession and Development Committee of the Board.

### 3.7 Treasurer

The Treasurer shall have general oversight of the financial affairs of the Corporation, arrange for regular financial reports to the Board of Directors and perform such other duties as may from time to time be assigned to him/her by the Board of Directors or President. The Treasurer may, subject to his or her ultimate authority and responsibility, delegate all or part of these tasks to the Assistant Treasurer, who shall be elected by the Board. The Treasurer shall serve as Chair of the Stewardship Committee.

### 3.8 Removal of Officers

Except for the First Vice President, any officer or assistant officer may be removed at any time, with or without cause, by action of the Board accomplished in accordance with the provisions of these Bylaws. Such removal of itself shall not prejudice contract rights, if

any, of the person so removed. Neither shall election nor appointment of an officer or assistant officer, of itself, create contract rights.

#### 4. BUSINESS OF THE CORPORATION

##### 4.1 Management

The President, as the Chief Executive Officer, shall have the responsibility and authority to manage the business affairs of the Corporation, subject to ultimate Board direction and authority as provided in the Articles of Incorporation and in Section 3.4 hereof.

##### 4.2 Designation of Interim CEO

Upon election, and from time to time thereafter, the President shall designate in writing that individual who shall assume her or his management responsibilities on an interim basis in the event of the President's sudden disability or unexpected absence, provided that such individual must be approved by a resolution of the Board at the time of designation and shall serve at the pleasure of the Board of Directors, who at any time following such disability or absence may deem the office of President to be vacant and elect a successor.

##### 4.3 Contracts with Related Persons

The Corporation may enter into contracts and otherwise transact business as vendor, purchaser, lessee, lessor, or otherwise with corporations, associations, firms and entities in which Directors, officers and employees are or may become interested as Directors, officers, shareholders, members or otherwise, to the extent and under the conditions permitted by the Corporation's conflict of interest policy and all applicable laws and regulations governing nonprofit corporations. In the absence of fraud, violation of the Corporation's conflict of interest policy or an applicable law or regulation, no such contract or transaction shall be avoided, and no such Director or officer shall be held liable to account to the Corporation by reason of such adverse interest or by reason of any fiduciary relationship to the Corporation arising out of such office for any profit or benefit realized by him or her through any such contract or transaction. Any contract, transaction or act of this Corporation, or of any Director or officer thereof, shall be valid and binding only insofar as consistent with this subsection, the Articles of Incorporation, and as otherwise permitted by law.

#### 4.4 Indemnification of Directors and Officers

Directors and Officers of the Corporation shall be indemnified pursuant to such Indemnification Policy as has been adopted as a resolution of the Board (a copy of which shall be attached hereto as Exhibit 2) and shall not be altered except by resolution of the Board.

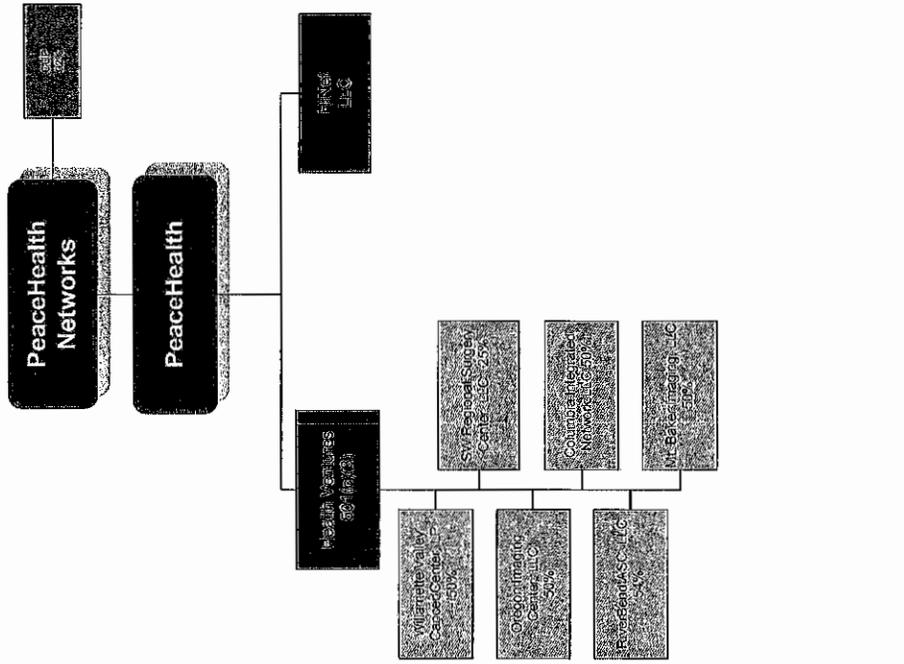
#### 4.5 Standard of Care

Each Board member shall perform his/her duties, including the duties as a member of any committee of the Board upon which the member may serve (hereinafter jointly referred to as "duties of a Board member"), in good faith, in a manner such member believes to be in the best interests of the Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

In performing the duties of a Board member, a member shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by:

- (a) One or more officers or employees of the Corporation, whom the member believes to be reliable and competent in the matter presented;
- (b) Legal counsel, public accountants, or other persons concerning matters which the member believes to be within such person's professional or expert competence; or
- (c) A committee of the Board upon which the member does not serve, duly designated in accordance with a provision in the Articles of Incorporation or Bylaws, as to matters within its designated authority, which committee the member believes to merit competence; so long as, in such case, the member acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

# Legal Entity Chart



Effective as of:  
January 2014  
Alan Yorsy, CEO & President

- Member Corporations
- Joint Ventures (6)
- Entities Controlled by PH (2)
- Entity Controlled by SWHS (1)



# Columbia United Providers

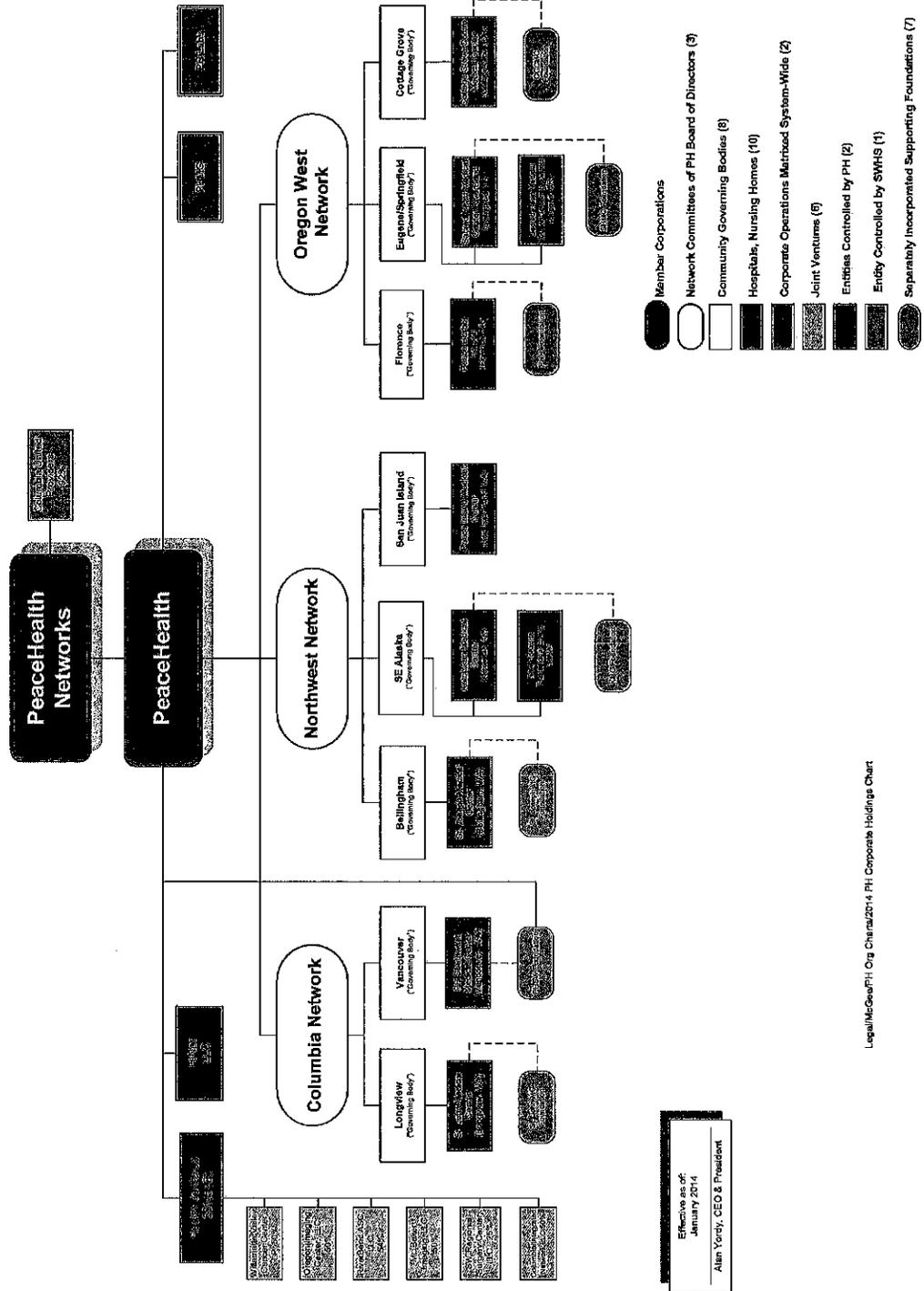
## Shareholders' List

### Common Stock

Name (Note: all held directly)	Address	Shares	% Total Shares
1 Fisher, Jerry (M.D.)	4421 NE St Johns Rd Ste D, Vancouver, WA 98661-2573	1	0.0%
2 Crews, Stanley L. (M.D.)	8614 East Mill Plain Blvd., #100, Vancouver, WA 98664	48	0.2%
3 Emergency Medicine Associates, P.C.	400 NE Mother Joseph Place, Vancouver, WA 98664	10	0.0%
4 Evergreen Pediatric Clinic, P.S.	505 NE 87th Avenue, #120, Vancouver, WA 98664	220	0.8%
5 Foltz, Lawrence E.	11504 SE Mill Plain Blvd., #G, Vancouver, WA 98664	34	0.1%
6 Gordon, Janet I. (M.D.)	7017 NE Highway 99, #202, Vancouver, WA 98665	31	0.1%
7 Leas, Joseph H.	416 NE 87th Avenue, Vancouver, WA 98664	51	0.2%
8 Northwest Surgical Specialist	200 NE Mother Joseph Place, #210, Vancouver, WA 98664	2	0.0%
9 Hughes, Susan Z. (M.D.)	1000 SE Tech Center Dr, #120, Vancouver, WA 98683-5548	1	0.0%
10 Southwest Washington Health System	400 NE Mother Joseph Place, Vancouver, WA 98664	26,584	91.7%
11 The estate of Dixon, David L (M.D.)	6108 NE Highway 99, Suite 108, Vancouver, WA 98665	88	0.3%
12 The estate of Thompson, Douglas A.	3400 Main Street, Vancouver, WA 98663	10	0.0%
13 The Vancouver Clinic, Inc., P.S.	700 NE 87th Avenue, Vancouver, WA 98664	1,898	6.5%
14 Urology Clinic of SW Washington, P.S.	505 NE 87th Avenue, #200, Vancouver, WA 98664	3	0.0%
15 Vancouver Eye Care, P.S.	3200 Main Street, Vancouver, WA 98663	2	0.0%
16 Vancouver Radiologists, P.C.	4201 NE 66th Avenue, #104, Vancouver WA 98661	2	0.0%
		<u>28,985</u>	<u>100.0%</u>



# Corporate Holdings Chart



Effective as of  
January 2014  
Alan Yorsy, CEO & President

