

DARTMOUTH-HITCHCOCK CLINIC

Resolutions of the DHC Board of Trustees

June 19, 2009

RESOLVED: To approve the terms of the CMCHS Affiliation Agreement with Dartmouth-Hitchcock Health (currently incorporated as HIHS and formerly referred to as Dartmouth-Hitchcock Integrated Health System), in the form presented and with such other corrections or modifications consistent with the material terms of the Agreement as the President of DHC, in his judgment, deems necessary or desirable, and to authorize the DHC representatives on the Dartmouth-Hitchcock Health Board of Trustees to cause Dartmouth-Hitchcock Health to execute and deliver the Agreement, as it may be so corrected and modified, subject and subsequent to the following conditions having been met:

1. All applicable regulatory approvals, including without limitation the filing and expiration of the “no review” period under the Hart-Scott-Rodino Antitrust Improvements Act, have been obtained;
2. All revisions to the Affiliation Agreement that this Board believes are necessary or desirable as part of the approval process and/or in response to public comment, are approved by this Board; and
3. Due diligence into all relevant operational, legal, financial, tax, administrative, political and other issues and matters is promptly and satisfactorily completed by each party.

RESOLVED: To authorize the filing of all necessary Dartmouth-Hitchcock Health and CMCHS documents with the appropriate regulatory bodies for purposes of obtaining the requisite approvals.

RESOLVED: To ratify the votes and resolutions of the Dartmouth-Hitchcock Health Board of Trustees to be taken at its June 19, 2009 meeting.