

Mrs. Bulgarella requested approval of an amended and restated affiliation agreement between the Board of Trustees and Ascension Health to better reflect the strategic relationship between the parties, their affiliates, and their affiliations. Mrs.

[REDACTED]

Bulgarella also requested approval of revised bylaws of the joint operating entity to reflect the changes in the revised affiliation agreement.

Pro tem Phelps thanked Mrs. Bulgarella and asked if there were questions or comments from the Committee. There were none. Pro tem Phelps then called for a vote, and the resolution passed unanimously.

Granting Approval of an Amended and Restated Affiliation Agreement with Ascension and Amended Bylaws of UAB-SVHS, Inc.

RESOLUTION

WHEREAS, the Board of Trustees of the University of Alabama (“Board”) on behalf of the University of Alabama at Birmingham approved an Affiliation Agreement with Ascension Health (“Ascension”), a Missouri nonprofit corporation, in January 2020 (the “Affiliation Agreement”);

WHEREAS, in connection with the Affiliation Agreement, the Board and Ascension formed UAB-SVHS, Inc., which adopted Bylaws;

WHEREAS, the purpose of the original Affiliation Agreement and consummating the transaction described above continues to include: (i) creating a strong regional

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

or in connection with the Amended and Restated Affiliation Agreement and the Amended and Restated Bylaws.

Pro tem Phelps said the second item was a resolution approving appointments to the Board of Directors of Cooper Green Mercy Health Services Authority ("Authority"). Prior to opening the floor for discussion, Pro tem Phelps called for a motion to consider the second item. On the motion of Trustee Starnes, seconded by Trustee Humphrey, the

[REDACTED]

Pro tem Phelps recognized Dawn Bulgarella to present the item.

Mrs. Bulgarella said there were three nominations. Jefferson County nominated Angela Dixon, and the Authority nominated William Curry, M.D., and David Randall. The appointments are for two-year terms, beginning October 1, 2023.

Pro tem Phelps thanked Mrs. Bulgarella and asked if there were any comments or questions from the Committee. There were none.

Pro tem Phelps then called for a vote. All were in favor, and the resolution passed unanimously.

[REDACTED]

NOW THEREFORE BE IT RESOLVED BY THE UA BOARD that the following individuals serve as Cooper Green directors for a two-year term beginning October 1, 2023 and until such time as their successors are duly appointed and qualified:

(1) Angela Dixon

(2) ~~Angela Dixon, M.D.~~

(3) David Randall