

AMENDMENT TO AFFILIATION AGREEMENT

This Amendment to Affiliation Agreement (“**Amendment**”) is made and effective as of May 31, 2023 by and among Adventist Health System/West, a California nonprofit religious corporation (“Adventist Health”) with a principal place of business at One Adventist Health Way, Roseville, CA 95661, on its behalf and on behalf of its Affiliates, and Mid-Columbia Medical Center, an Oregon nonprofit public benefit corporation (“MCMC”) with a principal place of business at 1700 East 19th St, The Dalles, OR 97058, on its behalf and on behalf of its Affiliates. Adventist Health and MCMC are referred to individually as a “Party” or collectively as the “Parties.”

RECITALS

- A. The Parties entered into that certain Affiliation Agreement dated March 1, 2023 (the “**Agreement**”).
- B. The Parties desire to amend the Agreement to correct certain references to Stone Point Health.

AGREEMENT

1. Amendments. The Agreement is amended as follows:

- (a) Section 1.1(b) is amended to read in its entirety as follows:

“**Adventist**,” “**Adventist Health**” or “**AH**” means Adventist Health System/West d/b/a Adventist Health, including, as applicable, Stone Point Health (“Stone Point”), a California nonprofit, charitable, public benefit corporation.”

- (b) The second sentence of Section 2.1 of the Agreement is amended to read as follows:

“Stone Point Health, as the sole corporate member of MCMC, shall exercise governance and economic control over MCMC as set forth in the New Organizational Documents.”

- (c) Section 3.5(a) of the Agreement is amended to read in its entirety as follows:

“MCMC shall have a legal board of directors that is the board of directors of Stone Point Health, which shall be comprised of members of the board of directors of Adventist Health (the “**Corporate Board**”) and shall be ultimately responsible for the actions of MCMC under State Law. MCMC shall also have a Community Board. The Corporate Board shall at all times maintain legal control of Stone Point Health.”

- (d) The third sentence of Section 11.1 of the Agreement is amended to read as follows:

“Stone Point Health shall remain the sole corporate member of MCMC after any termination of this Agreement that occurs following the Closing Date.”

2. Other Provisions. The provisions of the Agreement that are not amended or deleted by this Amendment remain unchanged and in full force and effect.

3. Signatures. This Amendment may be signed in counterparts. An electronic transmission of a signature page will be considered an original signature page. At the request of a Party, the other Party will confirm an electronically-transmitted signature page by delivering an original signature page to the requesting Party.

[Signature page follows]

IN WITNESS WHEREOF, the Parties have duly executed this Amendment effective as of the date first above written.

MCMC:

MID-COLUMBIA MEDICAL CENTER, an Oregon nonprofit public benefit corporation

By: 
Name: Dennis Knox
Title: President and Chief Executive Officer

Adventist Health:

ADVENTIST HEALTH SYSTEM/WEST, D.B.A. ADVENTIST HEALTH, a California nonprofit religious corporation

By: 
Name: Kerry L. Heinrich
Title: President and Chief Executive Officer