



MEMORANDUM

To: Lisa Thomson
Division of Health Facility Planning

Colleen Leonard, Executive Secretary
Public Health and Health Planning Council

From: Christopher Chin, Senior Attorney
Division of Legal Affairs, Bureau of Health Facility Planning and Development

Date: September 9, 2019

Subject: Southside Hospital, Inc.: Corporate Name Change

This is to request that the above matter be included on the agendas for the next Establishment and Project Review Committee and Public Health and Health Planning Council (PHHPC) meetings.

The attachments relating to this matter include the following:


- 1) Memorandum to the Public Health and Health Planning Council from Richard J. Zahnleuter, General Counsel;
- 2) A photocopy of a letter from Michael H. Moskowitz, authorized representative of the applicant;
- 3) A photocopy of the Certificate of Amendment of the Certificate of Incorporation of Southside Hospital, Inc.;
- 4) A photocopy of the Board Resolution of the applicant approving the name change;
- 5) Photocopies of previous formational documents of Southside Hospital, Inc., among others.

Attachments

cc: C. Jolicoeur, B. DelCogliano, M. Ngwashi



MEMORANDUM

To: Public Health and Health Planning Council (PHHPC)
From: Richard J. Zahnleuter
General Counsel 
Date: September 20, 2019
Subject: Southside Hospital, Inc.: Corporate Name Change

Southside Hospital, Inc. (the "Corporation") is a licensed Article 28 entity. The Corporation seeks to change its corporate name to South Shore University Hospital, Inc. in an effort to convey the full range of tertiary services the Corporation provides to Suffolk County and to strategically align the name with its two other related tertiary university hospitals. Please see the attached letter from Michael H. Moskowitz, authorized representative for the Corporation for further details. The Corporation seeks PHHPC approval of the proposed name change.

PHHPC approval of the corporate name change is required pursuant to 10 NYCRR § 600.11(a)(2) and Not-for-Profit Corporation Law § 804(a).

There is no objection to the corporate name change and the Certificate of Amendment of the Certificate of Incorporation of Southside Hospital, Inc. is in legally acceptable form.

Attachments



Strategic Planning and Program Development
2000 Marcus Avenue
New Hyde Park, NY 11042

September 20, 2019

Marthe JB Ngwashi
Acting Director
Bureau of Health Facility Planning and Development
Division of Legal Affairs
New York State Department of Health
Room 2482, Tower Building
Empire State Plaza
Albany, NY 12237

RE: Southside Hospital
PFI # 000924; Operating Certificate # 5154000H
Request to change the corporate name to
South Shore University Hospital and amend the Certificate of
Incorporation to reflect said new name

Dear Ms. Ngwashi:

As requested I am memorializing the reason (as previously communicated via e-mail) for the above request in this letter. The Northwell Health system (of which Southside is a member) already has North Shore University Hospital in Nassau County, Staten Island University Hospital in Richmond County, and an affiliated Medical School at Hofstra University as well as Graduate Medical Education programs throughout our System. In fact the Donald and Barbara Zucker School of Medicine at Hofstra University is a joint effort between Northwell and Hofstra, with Northwell providing all clinical faculty.

With Southside Hospital providing a full range of tertiary services to Suffolk County, we want to be able effectively convey this to the area the hospital services and one of the ways we can do that is strategically aligning the name with our two other tertiary University hospitals as mentioned above. The new name - *South Shore University Hospital* would need to be updated onto all DOH issued operating certificates and licenses.

Please let us know if there is any issue with this request. If you have any questions, please contact me at 516-321-6851 or by e-mail at mmoskowi@northwell.edu.

Sincerely,


Michael Moskowitz

Assistant Vice President, Strategic Planning

RESOLUTION
OF
SOLE MEMBER
OF
SOUTHSIDE HOSPITAL

RESOLVED, that Northwell Healthcare, Inc., being the sole member of Southside Hospital, hereby approves the change of the corporate name of Southside Hospital to South Shore University Hospital by the filing of a Certificate of Amendment to the Certificate of Incorporation of Southside Hospital in substantially the form attached hereto as Attachment 1, subject to receipt of the necessary State approvals.

IN WITNESS WHEREOF, the undersigned has caused this RESOLUTION to be executed by its President and Chief Executive Officer as of this 9th day of July, 2019.

Northwell Healthcare, Inc.

By:


Michael J. Dowling
President and Chief Executive Officer

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL**

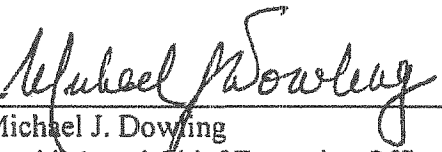
Under Section 803 of the Not-for-Profit Corporation Law

The undersigned, Michael J. Dowling, being the President and Chief Executive Officer of Southside Hospital, does hereby certify:

1. The name of the corporation is Southside Hospital (the "Corporation").
2. The Certificate of Incorporation was filed by the Department of State on April 23, 1913 under the Membership Corporations Law.
3. The Corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the Not-for-Profit Corporation Law.
4. The Certificate of Incorporation of the Corporation is hereby amended, as authorized by Section 801 of the Not-for-Profit Corporation Law, to change the name of the Corporation to South Shore University Hospital.
5. To effectuate the amendment described in Paragraph 4 of this Certificate of Amendment, Paragraph SECOND of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

SECOND: The name of the Corporation is SOUTH SHORE UNIVERSITY HOSPITAL (the "Corporation").
6. The Secretary of State is designated as agent of the Corporation upon whom process against it may be served and the post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon the Secretary is: 301 E. Main Street, Bay Shore, New York, 11706, Attention: Administration.
7. This amendment to the Certificate of Incorporation of the Corporation was authorized by vote of the sole member of the Corporation in accordance with Section 802 of the Not-for-Profit Corporation Law.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment on this 29th day of July, 2019, and hereby affirms, under penalties of perjury, that the statements herein are true.



Michael J. Dowling
President and Chief Executive Officer

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL
UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW

FILED BY:

NORTHWELL HEALTH, INC.
OFFICE OF LEGAL AFFAIRS
2000 MARCUS AVENUE
NEW HYDE PARK, NEW YORK 11042

Facility Id. 924
 Certificate No. 5154000H

Certified Beds - Total 305
 Coronary Care 10
 Intensive Care 26
 Maternity 29
 Medical / Surgical 223
 Neonatal Continuing Care 5
 Neonatal Intermediate Care 6
 Pediatric 6

State of New York
Department of Health
Office of Primary Care and Health Systems Management

OPERATING CERTIFICATE

Effective Date: 11/20/2018
 Expiration Date: NONE

Hospital

Southside Hospital
 301 East Main St

Bay Shore, New York 11706

Operator: Southside Hospital Inc
 Co-Operator: Northwell Healthcare, Inc.
 Co-Operator: Northwell Quality and Medical Affairs, Inc.
 Operator Class: Voluntary Not for Profit Corporation

Has been granted this Operating Certificate pursuant to Article 28 of the Public Health Law for the service(s) specified.

Ambulatory Surgery - Multi Specialty	Audiology O/P	Cardiac Catheterization - Adult Diagnostic	Cardiac Catheterization - Electrophysiology (EP)	Cardiac Catheterization - Percutaneous Coronary Intervention (PCI)
Cardiac Surgery - Adult	Clinical Laboratory Service	Coronary Care	Dental O/P	Emergency Department
Intensive Care	Level II Perinatal Care	Linear Accelerator	Maternity	Medical Services - Other Medical Specialties
Medical Services - Primary Care	Medical Social Services	Medical/Surgical	Neonatal Continuing Care	Neonatal Intermediate Care
Nuclear Medicine - Diagnostic	Nuclear Medicine - Therapeutic	Pediatric	Radiology - Diagnostic	Radiology-Therapeutic
Renal Dialysis - Acute	Stroke Center	Therapy - Occupational O/P	Therapy - Physical O/P	Therapy - Speech Language Pathology

Other Authorized Locations

Hospital Extension Clinic
 Southside Hospital
 211 East Main Street
 Bay Shore, New York 11706

Southside Hospital Endoscopy and Pain Management Center
 39 Brentwood Road
 Bay Shore, New York 11706

Keith W. Dennis

20181211 Deputy Director Office of Primary Care and Health Systems Management

Harold Zucker M.D.

Commissioner

This certificate must be conspicuously displayed on the premises.



Strategic Planning and Program Development
2000 Marcus Avenue
New Hyde Park, NY 11042

August 6, 2019

Colleen Leonard
Executive Secretary
New York State
Public Health and Health Planning Council
Center for Health Care Facility Planning, Licensure and Finance
Corning Tower, RM 1805
Albany, NY 12237

RE: Southside Hospital
PFI # 000924; Operating Certificate # 5154000H
Request to change the corporate name to
South Shore University Hospital and amend the Certificate of
Incorporation to reflect said new name

Dear Ms. Leonard:

Southside Hospital (the "Hospital") hereby requests that the attached Certificate of Amendment of the Certificate of Incorporation be approved to change the Hospital's name to South Shore University Hospital. The Hospital had applied in 2016 to create a d/b/a as South Shore University Hospital and the Department of Health (DOH) approved the request (copy attached) but we never finalized the process. The Hospital has now decided to request the corporate name change as described above. If at all possible we request that this be on the September/October 2019 Public Health and Health Planning Council agenda.

The new name - *South Shore University Hospital* would need to be updated onto all DOH issued operating certificates and licenses.

I have attached copies of the current Operating Certificates and licensure for reference.

Please let us know if there is any issue with this request. If you have any questions, please contact me at 516-321-6851 or by e-mail at mmoskowi@northwell.edu.

Sincerely,

A handwritten signature in blue ink, appearing to read "M. Moskowitz".

Michael Moskowitz
Assistant Vice President, Strategic Planning

Attachments: DOH dba approval, COA, Opcerts, licenses

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL**

Under Section 803 of the Not-for-Profit Corporation Law

The undersigned, Michael J. Dowling, being the President and Chief Executive Officer of Southside Hospital, does hereby certify:

1. The name of the corporation is Southside Hospital (the "Corporation").
2. The Certificate of Incorporation was filed by the Department of State on April 23, 1913 under the Membership Corporations Law.
3. The Corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the Not-for-Profit Corporation Law.
4. The Certificate of Incorporation of the Corporation is hereby amended, as authorized by Section 801 of the Not-for-Profit Corporation Law, to change the name of the Corporation to South Shore University Hospital.
5. To effectuate the amendment described in Paragraph 4 of this Certificate of Amendment, Paragraph SECOND of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

SECOND: The name of the Corporation is SOUTH SHORE UNIVERSITY HOSPITAL (the "Corporation").
6. The Secretary of State is designated as agent of the Corporation upon whom process against it may be served and the post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon the Secretary is: 301 E. Main Street, Bay Shore, New York, 11706, Attention: Administration.
7. This amendment to the Certificate of Incorporation of the Corporation was authorized by vote of the sole member of the Corporation in accordance with Section 802 of the Not-for-Profit Corporation Law.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment on this ____ day of July, 2019, and hereby affirms, under penalties of perjury, that the statements herein are true.

Michael J. Dowling
President and Chief Executive Officer

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL
UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW

FILED BY:

NORTHWELL HEALTH, INC.
OFFICE OF LEGAL AFFAIRS
2000 MARCUS AVENUE
NEW HYDE PARK, NEW YORK 11042

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL**

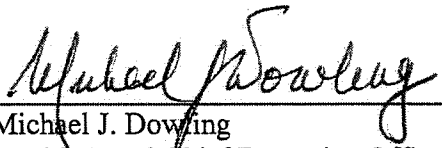
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Michael J. Dowling
President and Chief Executive Officer

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL
UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW

FILED BY:

NORTHWELL HEALTH, INC.
OFFICE OF LEGAL AFFAIRS
2000 MARCUS AVENUE
NEW HYDE PARK, NEW YORK 11042

SOUTHSIDE HOSPITAL

BY-LAWS

As amended through September 6, 2018

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Article I

Name and Purposes

Section 1.1 Name. This corporation shall be known as Southside Hospital (hereinafter the "Corporation").

Section 1.2 Purposes. The purposes of the Corporation shall be:

(a) to establish and maintain one or more hospital facilities for the care of persons suffering from illnesses or disabilities which require that the person receive in or outpatient hospital care;

(b) to carry on any educational activities relating to rendering care to the sick and injured or the promotion of health, which, in the opinion of the Board of Trustees, may be justified by the continuation of facilities, personnel, funds or other resources that are or can be made available;

(c) to promote and carry on scientific research related to the care of the sick and injured insofar as, in the opinion of the Board of Trustees, such research can be carried on in, or in connection with, the Corporation's facilities;

(d) to participate, so far as circumstances may warrant, in any activity designed and carried on to promote the general health and welfare of the communities served by the Corporation; and

(e) to do any and every lawful act or thing expressly or impliedly incidental, necessary or proper to the advancement of the medical, surgical, dental, and psychiatric arts and sciences, and to the service of humanity in connection with the establishment, maintenance, and operation of a general hospital center, in accordance with the ideals, knowledge, and practice of the medical profession, including, but without limiting the generality of the foregoing, the training of nurses, interns and residents, and the carrying on of any and all educational activities related to rendering care to the sick or injured or the promotion of health.

To carry out the aforementioned purposes, the Corporation shall provide its services, and implement its admission and employment practices, without regard to race, creed, color, national origin, disability within the capacity of the Corporation to provide treatment, genetic predisposition, carrier status, age, sex, sexual orientation, marital status, veterans status or source of payment, or any other classification protected under applicable law solely for charitable and beneficent purposes and entirely without pecuniary gain, benefit or profit to the Corporation, its Member, officers, or Trustees.

Article II

Membership

Section 2.1 Member. The sole member of the Corporation shall be Northwell Healthcare, Inc., a not-for-profit corporation organized and existing under the laws of the State of New York (hereinafter in such capacity referred to as the “Member”).

Section 2.2 Annual Meeting. The Annual Meeting of the Member for the election of Trustees and for the transaction of such other business as may properly come before the meeting shall be held each year on such date and at the place and time as may be fixed by the Member.

Section 2.3 Special Meetings. Special meetings of the Member may be called by the Chairman of the Board or by order of the Board of Trustees when deemed expedient.

Section 2.4 Action by Member. Any action to be taken by the Member pursuant to these By-laws shall be deemed to have been validly taken if either: (i) it is taken without a meeting in the form of a written consent, setting forth the actions to be taken, signed by either the Chairman, Chief Executive Officer or another officer of the Member; or (ii) it is taken in the form of a validly taken action of the Board of Trustees of the Member.

Section 2.5 Decision-Making by the Member.

(a) The Corporation delegates to the Member authority on behalf of the Corporation to accept, utilize, transfer and share in the assets, revenues and income of the Corporation as necessary to carry out the obligations of the Corporation pursuant to a master trust indenture or similar instrument.

(b) The Corporation further delegates to the Member such additional decision making authority as is permitted to be exercised by a corporation with authority to operate a hospital. The delegation by the Corporation of such additional decision making authority shall be activated by action of the Board of Trustees of the Corporation setting forth the matters in respect of which the delegation of such additional decision making authority is being activated and notification thereof to the New York State Department of Health.

Article III

Board of Trustees

Section 3.1 Duties and Responsibilities. The Corporation shall be managed by the Board of Trustees. The supervision of the medical care of the patients of the hospital facilities operated by the Corporation is the responsibility of the Board of Trustees. The Board of Trustees is responsible for establishing policy, providing for institutional management and planning and establishing a mechanism for monitoring, evaluating and improving the quality of patient care through an organizational performance improvement program. The Board of Trustees may adopt such rules and regulations for the conduct of its meetings, the exercise of its powers and the management of the affairs and property of the Corporation as it may deem proper, not inconsistent with the laws of the State of New York, the Certificate of Incorporation of the Corporation or these By-laws.

Section 3.2 Number of Trustees. The number of Trustees constituting the entire Board of Trustees of the Corporation shall initially be the number of Trustees elected and in office immediately after the Annual Meeting of the Member held in 2006. At all times after such Annual Meeting, the number of Trustees may be changed and fixed from time to time by a vote of the Member or by a vote of the majority of the entire Board of Trustees, by the actions of electing, removing or accepting the resignations of Trustees, with the number of Trustees elected and in office at any time being the number so fixed. The number of Trustees in office at any given time shall constitute the entire Board for purposes of the Not-for-Profit Corporation Law. The Chief Executive Officer of the Corporation shall at all times, by virtue of his or her office, be a voting member of the Board of Trustees and shall for all purposes of these By-laws be counted as such in determining the number of Trustees constituting the entire Board of Trustees of the Corporation.

Section 3.3 Qualifications of Trustees. Persons elected to the Board of Trustees shall be of good moral character and reputation and of suitable age and discretion. In selecting Trustees, consideration should be given to the candidate's:

- (a) demonstrated interest in the objectives and purposes of the Corporation;
- (b) willingness to accept responsibility for governance, including availability to participate actively in matters related to the Corporation;
- (c) areas of interest and expertise;
- (d) experience in organizational and communal activities; and
- (e) commitment to the philanthropic mission of the Corporation.

Section 3.4 Election of Trustees. Trustees shall be elected, and newly created Trusteeships or vacancies shall be filled, by the Member in accordance with Article II. Newly created Trusteeships and vacancies may also be filled by vote of a majority of the entire Board of Trustees, as provided in Section 3.6.

Section 3.5 Classification of Board; Term Limits.

(a) At the 2018 Annual Meeting of the Member the Trustees of the Corporation shall be classified by dividing them into three classes having staggered terms, with each class to consist of an approximately equal number of Trustees. The exact number of Trustees in each class and the designation and membership of each class shall be determined by the Member or the Board of Trustees, so that persons may be elected to serve in any class. The term of the first class shall expire at the 2019 Annual Meeting of the Member, the term of the second class shall expire at the 2020 Annual Meeting of the Member, and the term of the third class shall expire at the 2021 Annual Meeting of the Member. At each Annual Meeting of the Member subsequent to such initial classification the term of one class shall expire and Trustees shall be elected to a successor class to serve for a term of three years or until their successors are elected and qualified.

(b) Members of the Board of Trustees serving in classes shall be ineligible for election to the Board for more than three consecutive terms from the time they are elected to serve in a class pursuant to Section 3.5(a) hereof. Eligibility for election to the Board of Trustees shall be restored after one year of absence from the Board. Persons recommended by the Nominating and Governance Committee to serve as Chairman of the Board and Chairman-Elect (if any) shall be eligible for election to the Board for a one-year term in the event they would otherwise be ineligible for election to the Board by reason of the Board term limits set forth in this Section 3.5(b), and the immediate past Chairman of the Board (referred to in these By-laws as "Immediate Past Chairman") shall be eligible for election to the Board for a one-year term in the event he or she is a Trustee who otherwise would be ineligible for election to the Board by reason of such Board term limits.

Section 3.6 Newly Created Trusteeships; Vacancies. If the number of Trustees is changed, any newly created Trusteeships or any decrease in Trusteeships shall be so apportioned among the classes as to make all classes as nearly equal in number as possible. If newly created Trusteeships are filled by the Board of Trustees or by the Member, there shall be no classification of the additional Trustees until the next Annual Meeting of the Member. Newly created Trusteeships resulting from an increase in the number of Trustees, and vacancies among such Trusteeships occurring for any reason, may be filled by vote of the Member or by vote of a majority of the Trustees then in office. A Trustee elected to fill a vacancy shall hold office until the next Annual Meeting of the Member or until his or her successor is elected and qualified.

Section 3.7 Resignation. Any Trustee may resign at any time by giving written notice of such resignation to the Board of Trustees, the Chairman of the Board, or

the Secretary. Such resignation shall take effect at the time specified therein or, if not so specified, upon receipt thereof.

Section 3.8 Compensation. Trustees shall not receive compensation for serving as Trustees, provided however that nothing herein shall be construed to prevent a Trustee from serving the Corporation in another capacity for which compensation is received. No Trustee shall be permitted to vote on the compensation to be paid to him or her in any capacity, provided that the presence of such Trustee may be counted in determining the presence of a quorum.

Section 3.9 Removal of Trustees.

(a) Any Trustee may be removed for cause by a vote of the Member or by a vote of the Board of Trustees, provided there is a quorum of not less than a majority present at the meeting of Trustees or the Member at which such action is taken. Any Trustee may also be removed without cause by the Member. At least five days' notice that the removal for cause of such Trustee will be considered at a meeting of either the Board of Trustees or the Member shall be given to the Trustees or to the Member, as applicable.

(b) The failure of a Trustee to execute and deliver to the Corporation or its affiliates in a timely manner completed questionnaires, forms, schedules or other documents required by the Corporation or its affiliates for compliance with governmental laws, rules or regulations; or in connection with applications for governmental approvals submitted by the Corporation or its affiliates (including, but not limited to, Certificate of Need applications); or for compliance with policies and procedures of the Corporation or its affiliates applicable to Trustees (including, but not limited to, Conflicts of Interest disclosure forms and questionnaires, and mandatory compliance training), shall constitute grounds for the removal of such Trustee for cause. A Trustee who has been removed for cause under this Section 3.9 (b) may be redesignated by the Member or the Board of Trustees, in the exercise of their discretion, as an Honorary Trustee.

Section 3.10 Special Categories of Trustees

(a) **Life Trustee.** A person who, in the opinion of the Member or the Board of Trustees, has served with distinction as a Trustee of the Corporation or one of its affiliates over a period of years or has otherwise rendered distinguished service to the Corporation or one of its affiliates, may be elected as a Life Trustee by either the Board of Trustees or the Member. A Life Trustee shall have the right to attend all meetings of the Board of Trustees and of the Member and to participate in the discussions thereof, but shall not be entitled to vote at such meetings or deemed for any purpose to be a member of the Board of Trustees. A Life Trustee shall retain such title without the necessity of re-election by the Board of Trustees or the Member.

(b) **Honorary Trustee.** A person who, in the opinion of the Member or the Board of Trustees, has rendered valued service to the Corporation or one of its

affiliates, may be elected as an Honorary Trustee by either the Board of Trustees or the Member. An Honorary Trustee shall have the right to attend all meetings of the Board of Trustees and of the Member and to participate in the discussions thereof, but shall not be entitled to vote at such meetings or deemed for any purpose to be a member of the Board of Trustees. An Honorary Trustee may be elected to serve for a term of up to three years and shall be subject to re-election by the Board of Trustees or the Member.

(c) **Associate Trustees.** The Member or the Board of Trustees may elect as an Associate Trustee a person who has a demonstrated interest in the objectives and purposes of the Corporation or its affiliates and in the philanthropic mission of the Corporation or its affiliates. An Associate Trustee may be elected to serve for a term of up to three years, and shall be subject to re-election by the Board of Trustees or the Member. He or she may serve as a member of committees, other than Committees of the Board, when duly appointed thereto and shall be invited to attend the Annual Meeting of the Board of Trustees and the Member. An Associate Trustee shall not be entitled to vote at such Annual Meetings or deemed for any purpose to be a member of the Board of Trustees. The Associate Trustees may be organized into committees in furtherance of the philanthropic mission of the Corporation and its affiliates. Annually the Associate Trustees will be invited to give a report on their activities to the Board of Trustees.

(d) **Associate Trustees/Emeritus.** The Member or the Board of Trustees may elect as an Associate Trustee/Emeritus a person who formerly served as an Associate Trustee and is no longer serving in that capacity, if in the opinion of the Member or the Board of Trustees such person has rendered valued service to the Corporation or its affiliates as an Associate Trustee and the Member or the Board of Trustees consider it desirable for the Corporation to continue to maintain a relationship with such person in furtherance of the philanthropic mission of the Corporation and its affiliates. An Associate Trustee/Emeritus may retain such title without the necessity of re-election by the Member or Board of Trustees. An Associate Trustee/Emeritus shall be invited to attend the Annual Meeting of the Board of Trustees and the Member, but shall not be entitled to vote at such Annual Meetings or deemed for any purpose to be a member of the Board of Trustees.

(e) A person elected as a Life Trustee, Honorary Trustee, Associate Trustee, or Associate Trustee/Emeritus shall serve at the pleasure of the Board of Trustees and may be removed at any time without cause by the Board of Trustees.

Article IV

Meetings of the Board of Trustees

Section 4.1 Annual Meeting. The Annual Meeting of the Board of Trustees for the election of Corporate Officers of the Corporation and for the transaction of such other business as may properly come before the Board shall be held in the month of June of each year, on such date in such month and at the place and time as may be fixed by the Chairman of the Board or the Board of Trustees, or in such other month and at such other place and time as shall be established from time to time by the Chairman of the Board or the Board of Trustees.

Section 4.2 Regular Meetings. Regular meetings of the Board of Trustees shall be held at such times and places as may be determined by the Chairman of the Board or the Board of Trustees. The Board of Trustees shall be expected to meet at least six times per year, including its Annual Meeting.

Section 4.3 Special Meetings. Special meetings of the Board of Trustees may be called at any time by the Chairman of the Board, or by the Chairman-Elect or any Vice Chairman in the absence of the Chairman of the Board, and shall be called by the Secretary upon the written request of not less than twenty-five percent of the members of the Board of Trustees. Special meetings shall be held at the offices of the Corporation or at such other place as may be designated in the notice of the meeting, and at the time and date specified in the notice of the meeting or in the waiver of notice thereof.

Section 4.4 Notice of Meeting. All meetings of the Board of Trustees shall be held upon notice. Notice of meetings of the Board of Trustees shall be mailed to each Trustee at the address designated by him or her for such purpose or, if none is designated, at his or her last known address, not less than ten days before the day on which the meeting is to be held, or sent by telegram, facsimile transmission or electronic mail to such address or delivered to such Trustee personally, in each case not less than seven days before the day of such meeting. Notwithstanding the foregoing, special meetings of the Board of Trustees may be held with only one day's notice sent by telegram, facsimile transmission or electronic mail, or delivered personally, to each Trustee at such address. Notice of any meeting of the Board of Trustees shall also constitute notice of a meeting of the Member. Notice of a meeting of the Board of Trustees of Northwell Health, Inc. shall constitute notice of a meeting of the Board of Trustees of this Corporation to be held at the same place as and concurrently with or immediately following such meeting of the Board of Trustees of Northwell Health, Inc., provided that at the time such notice is given, all members of the Board of Trustees of this Corporation are members of the Board of Trustees of Northwell Health, Inc. Northwell Health, Inc. is sometimes referred to in these By-laws as "Northwell".

Section 4.5 Waiver of Notice of Meeting. Notice of any meeting need not be given to any Trustee who signs a waiver of notice before or after the meeting or who attends the meeting without protesting prior thereto or at its commencement the lack of notice thereof.

Section 4.6 Quorum. Except as may otherwise expressly be required by law or these By-laws, the presence of a number of Trustees sufficient to constitute a quorum as provided herein shall be necessary for the transaction of business at all meetings of the Board of Trustees. The number of Trustees sufficient to constitute a quorum at any time shall be equal to one-half of the entire Board of Trustees. In the absence of a quorum, a majority of the Trustees present may adjourn the meeting from time to time until a quorum is present. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called.

Section 4.7 Voting. Except as otherwise provided in Section 3.8 of these By-Laws, each Trustee shall be entitled to one vote on each matter submitted to a vote of Trustees. At all meetings of the Board of Trustees, all matters shall be decided by the vote of a majority of the Trustees present at the time of such vote, if a quorum is present at such time, except as otherwise expressly required by law or by these By-laws.

Section 4.8 Action by Board of Trustees Without a Meeting. Any action required or permitted to be taken by the Board of Trustees may be taken without a meeting if all members of the Board of Trustees consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto shall be filed with the minutes of the proceedings of the Board of Trustees.

Section 4.9 Telephonic Participation in Meetings. All members of the Board of Trustees shall be permitted to participate in a meeting of the Board of Trustees by means of a conference telephone call or similar communication equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Article V

Corporate Officers

Section 5.1 Corporate Officers. The Corporate Officers of the Corporation shall consist of a Chairman of the Board of Trustees (sometimes referred to herein as "Chairman of the Board" or "Chairman"), a Chief Executive Officer, a Treasurer and a Secretary. In addition, the Board of Trustees may as it deems appropriate from time to time, elect a President, a Chief Operating Officer, a Chief Financial Officer, one or more Vice Presidents (including Executive and Senior Vice Presidents), one or more Assistant Secretaries, and such other officers as the Board shall determine to be necessary. The Board of Trustees may also elect, from among its number, such Vice Chairmen as are recommended by the Nominating and Governance Committee of Northwell Health, Inc. The Vice Chairmen and other Corporate Officers elected by the Board of Trustees shall perform such duties as may be assigned to them from time to time by the Board of Trustees. The Chairman and Chairman-Elect, any Vice Chairmen, and the Chief Executive Officer shall be Trustees; all other Corporate Officers may, but need not, be Trustees. Two or more titles may be held by the same person, but the offices of President and Secretary shall not be held concurrently by the same person. The Board of Trustees may elect a successor to the Chairman of the Board (the "Chairman-Elect") at such time as the Board of Trustees may determine, with one year in advance of the anticipated commencement of his or her term as Chairman of the Board being customary. During the interim period between his or her election as Chairman-Elect and the commencement of his or her term as Chairman of the Board, the Chairman-Elect shall become familiar with the duties of the Chairman of the Board. The Chairman of the Board shall, in his or her reasonable discretion, involve the Chairman-Elect in the decision-making process with respect to matters for which the Chairman of the Board is responsible and permit the Chairman-Elect to attend meetings which the Chairman of the Board would be permitted or required to attend, review documents customarily reviewed or analyzed by the Chairman of the Board, and be privy to all aspects of the Corporation's business and activities. Each person elected under this Section 5.1 shall be a "Corporate Officer."

Section 5.2 Chairman of the Board. The Chairman of the Board shall preside at all meetings of the Board of Trustees, and shall coordinate the work of all committees. The Chairman of the Board shall be chairman of the Executive Committee and an *ex officio* voting member of all other Committees of the Board of Trustees and Committees of the Corporation, subject to applicable law, and except as otherwise provided for in these By-laws and applicable law, shall appoint, and may remove, the members and chairmen of all committees, with the exception of Committees of the Board, provided, however, that the Chairman of the Board shall appoint the chairman of the Due Diligence Committee from among the members thereof. The Chairman of the Board shall select individuals to serve on committees on the basis of their interest in the purposes of the committee and their ability and willingness to participate actively in the work of the committee.

Section 5.3 Chief Executive Officer. The Chief Executive Officer shall have all necessary authority with respect to and be responsible for the administration of all departments of the Corporation, subject only to the policies adopted and decisions made by the Board of Trustees. The Chief Executive Officer shall recommend to the Board of Trustees for its approval the overall strategy of the Corporation and its organizational structure. The Chief Executive Officer shall be the direct executive representative of the Board of Trustees in the management of the operations of the Corporation.

Section 5.4 Treasurer. The Treasurer shall be responsible for supervision of the care and custody of all funds and securities of the Corporation, shall keep or cause to be kept a full and accurate account of all monies received and paid on account of the Corporation and shall render a statement of accounts whenever the Board of Trustees shall require. The Treasurer shall have such other powers and duties as may be assigned from time to time by the Board of Trustees.

Section 5.5 Secretary. The Secretary (or any Assistant Secretary in the absence of the Secretary) shall record all votes and the minutes of all proceedings of the Board of Trustees in a minute book to be kept permanently for such purpose, shall give or cause to be given all notices required by law or by these By-laws, shall have custody of the corporate seal and authority to affix the same to any obligation, instrument or contract executed on behalf of the Corporation and, when so affixed, to attest the same by signature, shall keep and account for all books, documents, papers and records of the Corporation, except those for which another officer or agent is properly accountable, and shall have such other powers and duties as may be assigned from time to time by the Board of Trustees.

Section 5.6 Powers and Duties of Officers. The powers and duties of the Corporate Officers shall be such as may be prescribed pursuant to these By-laws or from time to time by the Board of Trustees and, to the extent not so prescribed, as usually appertain to their respective offices, subject to the control of the Board of Trustees.

Section 5.7 Election; Term of Office of Officers. Except as provided in Section 5.9 hereof, Corporate Officers shall be elected at the Annual Meeting of the Board of Trustees or at such other times at which the Board of Trustees may elect a Corporate Officer, and shall hold office until the next Annual Meeting of the Board of Trustees or until their successors shall have been elected and qualified. Corporate Officers may serve an unlimited number of terms, provided, however, that no Trustee shall be elected to or hold the office of Chairman of the Board for consecutive terms the total length of which exceeds five years in the aggregate. Nothing herein, including the five-year limitation described above, is intended to prohibit a Trustee from holding a different office after vacating the office of Chairman of the Board.

Section 5.8 Resignation; Removal of Officers. Any Corporate Officer may resign at any time by giving written notice of such resignation to the Board of Trustees, the Chairman of the Board or the Secretary. Such resignation shall take effect at the time specified therein or, if not so specified, upon receipt thereof. Any person serving as the

Chairman of the Board or the Chief Executive Officer may be removed from such office with or without cause at any time by the Board of Trustees provided, however, that such action may be taken only at a meeting of the Board of Trustees the notice for which contains a statement that such action would be considered at the meeting. Any person serving as a Corporate Officer in any other capacity may be removed from such office with or without cause at any time by the Board of Trustees.

Section 5.9 Vacancies. Vacancies in any Corporate Officer position, whether occurring by death, resignation, removal or otherwise, may be filled at any time by the Board of Trustees.

Section 5.10 Honorary Chairman of the Board. The office of Honorary Chairman of the Board shall be an honorary office, which shall impose on the holder thereof no official duties or burdens. The holder of such office shall have the right to attend all meetings of the Board of Trustees and of the Member and to participate in their discussions, and shall lend to the Trustees, the Member and other officers such advice, counsel and assistance as they may desire and as the holder of such office may be able and willing to give. The holder of such office may also serve as a member of the Board of Trustees if elected thereto, in which event he or she shall have all of the rights and privileges of both offices.

Section 5.11 Administrative Officers and Positions. The Chief Executive Officer may from time to time designate new or additional administrative titles, including but not limited to Senior Vice President, Vice President, and Executive Director, and may appoint persons to fill such administrative positions. Any persons appointed to such positions shall be considered administrative officers of the Corporation, shall have such powers and duties as may be assigned to them from time to time by the Chief Executive Officer, and shall serve at the pleasure of the Chief Executive Officer. Despite their administrative titles, however, such persons shall not be Corporate Officers of the Corporation.

Article VI

Committees

Section 6.1 Appointment of Committees.

(a) The Board of Trustees may designate from among its members Committees of the Board of Trustees (sometimes referred to in these By-laws as "Committees of the Board"), each consisting of three or more Trustees, and each of which, to the extent provided in a resolution of the Board of Trustees or in these By-laws, shall have all of the authority of the Board of Trustees which lawfully may be delegated to such a committee. Except as otherwise provided in these By-laws, the Board of Trustees shall designate the members of each Committee of the Board of Trustees at the Annual or other meeting of the Board of Trustees. Such designation shall be made by the vote of a majority of the Trustees present at the time of the vote if a quorum is present at such time, except that the membership of the Executive Committee shall be an *ex officio* membership comprised of the Trustees designated in Section 6.5(a) of these By-laws. Members of Committees of the Board shall serve for one-year terms or until their successors are designated. Members of all Committees of the Board shall serve at the pleasure of the Board of Trustees. By virtue of their office, the Chairman of the Board and the Chief Executive Officer shall be members of all Committees of the Board of Trustees and of all Committees of the Corporation, subject to applicable law, provided that the Chief Executive Officer shall not be a member of the Compensation Committee or the Audit and Corporate Compliance Committee.

(b) The Board of Trustees may create such committees other than Committees of the Board of Trustees as it may deem desirable. Such committees shall have only the powers specifically delegated to them by the Board of Trustees.

(c) Committees other than Committees of the Board of Trustees created by the Board of Trustees shall be Committees of the Corporation. The members of Committees of the Corporation need not be Trustees.

(d) There shall exist an Executive Committee, a Compensation Committee, and a Due Diligence Committee as Committees of the Board of Trustees. Such Committees shall have such powers, duties and responsibilities as may be prescribed by these By-laws or the Board of Trustees. The other Committees and Sub-committees provided for in this Article VI shall be considered Committees of the Corporation. Committees of the Corporation will have no authority of the Board of Trustees but may advise on matters within their specified areas of concern, but the naming and description of such committees does not require them to consider or advise on all such matters. Each Committee of the Corporation shall serve at the pleasure of the Board of Trustees, which may create new committees or eliminate or combine any or all of the committees or sub-committees provided for in this Article VI, subject to any required appropriate amendments to this Article VI.

Section 6.2 Meetings of Committees. Each Committee of the Board of Trustees, and each Committee of the Corporation, may adopt its own rules of procedure consistent with these By-laws. In the absence of a contrary provision in rules adopted by a committee, the following rules shall apply. Committees may meet either regularly at stated times or specially on written notice, given by the chairman or vice-chairman of such committee or members constituting not less than one-third of the full membership of such committee, at least six days in advance thereof by mail, or one day in advance by telegraph, telephone, facsimile transmission, electronic mail or personal delivery to all members thereof or on such other notice as the committee or the Board of Trustees in creating such committee may determine. Notice of any meeting need not be given to any member, however, if waived by such member before or after the meeting in writing. No notice need be given of any meeting to any member who attends such meeting without protesting prior to such meeting or at the commencement thereof the lack of notice of such meeting. Committees of the Board shall keep regular minutes of their proceedings, reflecting business conducted, including findings, conclusions and recommendations, and shall report such minutes to the Board of Trustees when required. Committees of the Corporation shall keep such minutes and prepare such reports as may be required or as they determine are appropriate for matters on which they advise. Except as otherwise expressly required by law or by these By-laws or unless otherwise determined by the Board of Trustees, one-third of the members of a committee shall constitute a quorum and the action of a majority of those present at a meeting at which a quorum is present shall be the act of the committee. No committee other than a Committee of the Board of Trustees shall commit the Corporation to any obligation, course of conduct or procedure unless such obligation, course of conduct or procedure is expressly delegated to such committee in these By-Laws or duly authorized by the Board of Trustees.

Section 6.3 Action by Committees Without a Meeting. Any action required or permitted to be taken by any committee may be taken without a meeting if all members of the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto shall be filed with the minutes of the committee.

Section 6.4 Telephonic Participation in Meetings. Any one or more of the members of a committee shall be permitted to participate in a meeting of such committee by means of a conference telephone or similar communication equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 6.5 Executive Committee.

(a) The Executive Committee shall be a Committee of the Board whose membership shall be comprised of Trustees holding of the following positions, which membership shall constitute the *ex officio* membership of the Executive Committee: (i) the Chairman of the Board, who shall be chairman of the Executive Committee; (ii) the Chief Executive Officer; (iii) the Chairman-Elect (if any); (iv) the Immediate Past Chairman provided he or she is a Trustee; and (v) the chairmen of the

following committees, provided they are Trustees: Committee on Quality; Northwell Finance Committee; Northwell Audit and Corporate Compliance Committee; and Due Diligence Committee. The designation of the Executive Committee and the delegation thereto of authority shall not operate to relieve the Board of Trustees, or any member thereof, of any responsibility imposed by law. One-half of the members of the Executive Committee shall constitute a quorum and the action of a majority of those present at a meeting at which a quorum is present shall be the act of the Executive Committee.

(b) The Executive Committee, between meetings of the Board of Trustees, shall have and may exercise all of the authority of the Board of Trustees except as such authority is limited by applicable law and except to the extent, if any, that such authority would be inconsistent with any provision of these By-laws or is limited by any resolution to such effect adopted by the Board of Trustees. Among other things, the Executive Committee shall have the full authority of the Board of Trustees on all matters concerning strategic intent, network and business development, financial security, financial performance and operational efficiency of the Corporation, and on all matters concerning federal and state laws and regulations relating to health care, the provision of health services, physician credentialing, and the standards promulgated by accrediting bodies, including the Joint Commission. Meetings of the Executive Committee shall be scheduled to be held monthly, except in months in which regular meetings of the Board of Trustees are scheduled to be held (however, a meeting of the Executive Committee may be scheduled to be held in the month of the Annual Meeting of the Board of Trustees), and any such scheduled meeting of the Executive Committee may be canceled if the Chairman of the Board, in the exercise of his or her discretion, determines there is no need for such scheduled Executive Committee meeting to be held.

Section 6.6 Audit and Corporate Compliance Committee. The Audit and Corporate Compliance Committee of Northwell Health, Inc. (such committee being sometimes referred to in these By-laws as the “Northwell Audit and Corporate Compliance Committee”) shall perform for this Corporation the duties which it performs for Northwell.

Section 6.7 Committee on Community and Public Health. The Committee on Community and Public Health will serve as a forum for identification and discussion of the health needs of the community and to recommend direction for the Health System to focus its attention. In carrying out its charge, it will consider the health issues of our region by reviewing Health System clinical service lines, health programs serving the community and health educational programs for the public, all on behalf of improving the health status of our communities. In carrying out its charge, it may also review and approve the Health System’s Community Health Needs Assessment and Implementation Plan. The Committee will meet as frequently as needed and include Health System Trustees, Associate Trustees, and other Health System Interested Persons from all the communities served by the Health System. It may, at its discretion, call upon other members of the community to serve in an advisory capacity. As used in these By-laws the term “Health System Interested Persons” shall include Trustees, Life Trustees, Honorary Trustees, other honorary categories of Trustees, Associate Trustees, Corporate

Officers (including honorary and emeritus positions), and the members of the Board of Overseers of Northwell Health Foundation.

Section 6.8 Finance Committee. The Finance Committee of Northwell Health, Inc. (such committee being sometimes referred to in these By-laws as the “Northwell Finance Committee”) shall perform for this Corporation the functions which it performs for Northwell.

Section 6.9 Nominating and Governance Committee. The Nominating and Governance Committee of Northwell Health, Inc. (such committee being sometimes referred to in these By-laws as the “Northwell Nominating and Governance Committee”) shall perform for this Corporation the functions which it performs for Northwell.

Section 6.10 Compensation Committee.

(a) The Compensation Committee shall be a Committee of the Board, with the exact number of Trustees on such Committee to be fixed from time to time by the election or designation by the Board of the members of such Committee. The persons nominated as members of the Compensation Committee shall include the Chairman of the Board, the Chairman-Elect, if any, the Immediate Past Chairman provided he or she is a Trustee, the Chairman of the Northwell Nominating and Governance Committee, provided he or she is a Trustee, and such additional Trustees as may be nominated by the Northwell Nominating and Governance Committee. The Chairman of the Board shall be the Chairman of the Compensation Committee. The Compensation Committee shall review annually the compensation proposed to be paid by the Corporation to its Corporate Officers who receive compensation from the Corporation, shall approve such compensation or make such adjustments thereto as it deems appropriate and shall approve all employment contracts to be entered into by the Corporation with any Corporate Officers. No employee, whether or not a member of the Board of Trustees or a Corporate Officer, shall be a member of the Compensation Committee, provided however, that the Chief Executive Officer and other Corporate Officers may be invited to attend and participate in meetings except with respect to decisions as to their respective compensation. With respect to matters within its purview, the Compensation Committee shall have all of the authority of the Board of Trustees, except that the term of office of the Chief Executive Officer shall be recommended by the Compensation Committee to the Board of Trustees for, and shall be subject to, its ratification.

(b) The duties of the Compensation Committee may be performed by the Compensation Committee of this Corporation or by the Compensation Committee of Northwell Health, Inc. (the “Northwell Compensation Committee”) on behalf of this Corporation if all members of the Northwell Compensation Committee are Trustees of this Corporation.

Section 6.11 Due Diligence Committee. The Due Diligence Committee shall be a Committee of the Board, with the exact number of Trustees on such Committee to be fixed from time to time by the election or designation by the Board of the members of

such Committee. The Due Diligence Committee shall have and may exercise all of the authority of the Board of Trustees to approve proposed acquisitions, dispositions, joint ventures, wholly-owned ventures, and outsourcing transactions where the amount involved in the matter under consideration does not exceed in asset value a dollar amount which has been established by the Board of Trustees as a threshold amount. Any such matters which exceed in asset value such Board established threshold amount may be recommended by the Due Diligence Committee for approval by the Board of Trustees. The Due Diligence Committee may meet as frequently as needed.

Section 6.12 Facilities Planning Committee. The Facilities Planning Committee of Northwell Health, Inc. shall perform for this Corporation the functions which it performs for Northwell.

Section 6.13 Development Committee. The Development Committee of Northwell Health, Inc. shall perform for this Corporation the functions which it performs for Northwell.

Section 6.14 Committee on Quality. The Committee on Quality will serve as a liaison between the Corporation's Medical Board and the Board of Trustees. Quality information, which includes the results of measures that evaluate clinical performance of the Corporation, generated by Medical Board committees, such as the Performance Improvement Coordinating Group, may be presented to the Committee on Quality for review to better understand how the Corporation meets accepted standards of practice. The Committee on Quality also may review analyses of sentinel events in order to understand how these incidents can be prevented in the future, to communicate lessons learned and for establishing best practices. Medical staff credentialing matters, such as appointments and reappointments, approved by the Corporation's Medical Board that are presented to the Board of Trustees may be presented through the Committee on Quality, together with the recommendation of the Committee on Quality thereon with regard to approval. The Committee on Quality will meet not less than ten times per year, and will be comprised of members of the Board of Trustees, other Health System Interested Persons, and senior leadership representing administration, nursing and the Medical Staff.

Section 6.15 Education Committee. The Education Committee of Northwell Health, Inc. shall perform for this Corporation the functions which it performs for Northwell.

Section 6.16 Legal Affairs Committee. The Legal Affairs Committee of Northwell Health, Inc. shall perform for this Corporation the functions which it performs for Northwell.

Article VII

Funds and Property

Section 7.1 Gifts and Endowments. The Board of Trustees shall establish the conditions under which the Corporation shall accept contributions, devises and bequests from donors and the terms for the commemoration of any such gifts through the establishment of endowments or otherwise. Nothing herein is intended to limit the ability of any of the Corporation's affiliates to establish the conditions under which they may accept contributions from donors and the terms for the commemoration of any such gifts.

Section 7.2 Deposit of Funds. The Board of Trustees shall select banks or depositories as it shall deem proper for the funds of the Corporation. The Board of Trustees shall determine who shall be authorized on behalf of the Corporation to sign checks, drafts or other orders for the payment of money, acceptances and notes or other evidences of indebtedness.

Section 7.3 Investments. The funds of the Corporation may be invested and reinvested from time to time in such property, real, personal or otherwise, or stocks, bonds or other securities, as the Board of Trustees may deem desirable, provided that such funds may be maintained uninvested, as the Board of Trustees may deem advisable.

Section 7.4 Contracts. Deeds, mortgages, contracts, leases and other instruments relating to the property of the Corporation or under which the Corporation may incur liability may be signed in the name of the Corporation by the Chairman of the Board, the Chief Executive Officer, any other Corporate Officer, or by any other signatory authorized to sign such instrument by the Board of Trustees.

Article VIII

Indemnification

Section 8.1 Trustees and Officers. The Corporation shall indemnify each person who is a present or former Trustee or officer of the Corporation or member of a committee established pursuant to Article VI who is or was made or threatened to be made a party to, or is or was involved in, any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, or whether brought by or in the right of the Corporation, by reason of the fact that such person (i) is or was a Trustee, officer or committee member; or (ii) in the case of a present or former Trustee or officer, serves or served, at the request of the Corporation, any other corporation, partnership, joint venture, trust, or employee benefit plan in any capacity, against judgments, assessments, fines, amounts paid or to be paid in settlement, penalties, taxes and reasonable costs, charges and expenses, including attorneys' fees, reasonably incurred in connection with such action or proceeding or any appeal therein, except where a judgment or other final adjudication adverse to such person establishes that (a) his or her acts were committed in bad faith or were the result of active and deliberate dishonesty, and, in either case, were material to the cause of action so adjudicated; or (b) that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled. For all purposes of this Article VIII: (i) the term "Trustee" shall include all Trustees and all Life Trustees, Honorary Trustees and Associate Trustees elected pursuant to Section 3.10; and (ii) the term "officer" shall include all Corporate Officers of the Corporation who are elected pursuant to Section 5.1 and all administrative officers of the Corporation who are appointed pursuant to Section 5.11 with the titles of Senior Vice President, Vice President, or Executive Director.

Section 8.2 Reimbursement. The Corporation shall, from time to time, reimburse or advance to any person referred to in Section 8.1 the funds necessary for payment of expenses incurred by such person in connection with any threatened, pending or completed action, proceeding, or appeal described in Section 8.1 upon receipt, if required by the New York Not-for-Profit Corporation Law or deemed appropriate by the Board of Trustees, of a written undertaking by or on behalf of such person to repay such amount(s) if it is ultimately determined that such person is not entitled to indemnification under this Article VIII or otherwise, or, where indemnification is granted, to the extent the expenses so advanced or reimbursed exceed the amount to which such person is entitled, provided that such person shall cooperate in good faith with any request of the Corporation that common counsel be used by parties to any action, proceeding or appeal who are similarly situated, unless to do so would be inappropriate because of actual or potential differing interests between such parties.

Section 8.3 Other Rights. The Corporation, by resolution adopted by its Board of Trustees, or, if such power is delegated to the Chief Executive Officer by the Board of Trustees, by action of the Chief Executive Officer, may indemnify and reimburse or advance expenses to any person, whether or not described in Section 8.1, to whom the Corporation is permitted to provide indemnification or the reimbursement or

advancement of expenses, to the fullest extent permitted by applicable law as it may exist from time to time, whether pursuant to rights granted pursuant to, or provided by, the New York Not-for-Profit Corporation Law or other rights created by (a) a resolution of the Board of Trustees or (b) an agreement approved by the Board of Trustees providing for such indemnification or reimbursement or advancement of expenses, it being expressly intended that this Article VIII authorizes the creation of other rights in any such manner. Any such indemnification and any such reimbursement or advancement of expenses may, in the Board's discretion and to the extent permitted by law, be retroactive and be available with respect to events occurring prior to the adoption hereof and prior to any such resolution or agreement.

Section 8.4 Applicable Law. Any person entitled to be indemnified or to the reimbursement or advancement of expenses as a matter of right pursuant to this Article VIII may elect to have the right to indemnification (or reimbursement or advancement of expenses) interpreted on the basis of the applicable law in effect at the time of the occurrence of the event or events giving rise to the action or proceeding, to the extent permitted by law, or on the basis of the applicable law in effect at the time indemnification (or reimbursement or advancement of expenses) is sought.

Section 8.5 Enforcement.

(a) **Contract Right.** The right to be indemnified or to the reimbursement or advancement of expenses pursuant to Section 8.1 or 8.2 of this Article VIII or a resolution or agreement authorized pursuant to Section 8.3 of this Article VIII: (a) is a contract right pursuant to which the person entitled thereto may bring suit as if the provisions hereof (or of any such resolution) were set forth in a separate written contract between the Corporation and such person; (b) is intended to be retroactive and shall, to the extent permitted by law, be available with respect to events occurring prior to the adoption hereof or of any such resolution or agreement; and (c) shall continue to exist after any rescission or restrictive modification hereof or of any such resolution or agreement with respect to events occurring prior thereto. The Corporation shall not be obligated under this Article VIII (including any resolution or agreement authorized by Section 8.3 of this Article VIII) to make any payment hereunder (or under any such resolution or agreement) to the extent the person seeking indemnification hereunder (or under any such resolution or agreement) has actually received payment (under any insurance policy, resolution, agreement or otherwise) of the amount otherwise indemnifiable hereunder (or under any such resolution or agreement).

(b) **Right to Bring Suit.** If a request to be indemnified or for the reimbursement or advancement of expenses pursuant to this Article VIII (including any resolution or agreement authorized by Section 8.3) is not paid in full by the Corporation within thirty days after a written claim has been received by the Corporation, the claimant may, within the time frame allowed by law, bring suit against the Corporation to recover the unpaid amount of the claim, and, if successful in whole or in part, the claimant shall be entitled also to be paid the reasonable expenses of prosecuting such claim. Neither the failure of the Corporation (including its Board of Trustees or independent legal counsel)

to have made a determination prior to the commencement of such action that indemnification of or reimbursement or advancement of expenses to the claimant is proper in the circumstances, nor an actual determination by the Corporation (including its Board of Trustees or independent legal counsel) that the claimant is not entitled to indemnification or to the reimbursement or advancement of expenses, shall create a presumption that the claimant is not so entitled.

Section 8.6 Non-Exclusivity. The rights granted pursuant to or provided by the foregoing provisions of this Article VIII shall be in addition to and shall not be exclusive of any other rights to indemnification and expenses to which any person may otherwise be entitled by law, contract or otherwise.

Section 8.7 Insurance. The Corporation is not required to purchase Trustees and Officers liability insurance, but the Corporation may purchase such insurance. To the extent permitted by law, such insurance may insure the Corporation for any obligation it incurs as a result of this Article VIII or by operation of law, and it may insure directly the Trustees, officers, employees or volunteers of the Corporation for liabilities against which they are not entitled to indemnification under this Article VIII as well as for liabilities against which they are otherwise entitled or permitted to be indemnified by the Corporation.

Section 8.8 Definitions. Without limiting any indemnification provided by Section 8.1, for purposes of this Article VIII, the term: (a) “the Corporation” shall include any legal successor to the Corporation, including any corporation or other entity which acquires all or substantially all of the assets of the Corporation in one or more transactions; (b) “person” shall include the personal representative, testator or intestate of a person; and (c) service “at the request of the Corporation” shall include, but not be limited to, service provided to (i) any other corporation or other entity which may be specified by resolution of the Board of Trustees, (ii) any corporation, partnership, joint venture, trust or other enterprise of which twenty-five percent or more of the voting power or economic interest is held, directly or indirectly, by the Corporation, or (iii) any employee benefit plan of the Corporation or of any entities referred to in clauses (i) or (ii).

Article IX

Amendments

Section 9.1 Amendments. These By-laws may be amended or repealed and new By-laws may be adopted by action of the Member or at a meeting of the Board of Trustees by the vote of two-thirds of the Trustees present at the time of such vote, if a quorum is present at such time, provided that the text or substance of the proposed amended, repealed or new By-law shall have been given to the Trustees or the Member not less than three days prior to such meeting.

Section 9.2 Periodic Review of By-laws. Not less frequently than once every three years, the Chairman of the Board shall appoint a committee which shall review these By-laws and shall recommend to the Board of Trustees such amendments as such committee shall deem appropriate.

Article X

Miscellaneous

Section 10.1 Corporate Seal. The corporate seal of the Corporation shall have inscribed thereon the name of the Corporation, the year of its incorporation, and the words "Corporate Seal, New York." Said seal may be used by causing it or a facsimile thereof to be impressed, affixed, reproduced or otherwise used.

Section 10.2 Books and Records. The Corporation shall keep correct and complete books and records of account and minutes of the proceedings of the Board of Trustees and the Member and any committee thereof.

Section 10.3 Fiscal Year. The Board of Trustees shall have the power to fix from time to time the fiscal year of the Corporation.

Section 10.4 Annual Audit. Following the close of each fiscal year of the Corporation, a firm of certified public accountants selected by the Board of Trustees shall audit the balance sheet of the Corporation at the end of such fiscal year and the statement of operations of the Corporation for such fiscal year and shall submit a report on their examination of such financial statements to the Board of Trustees.

Section 10.5 Actions as Shareholder or Member of Affiliates. Any actions which may be taken by the Corporation as the shareholder or member of any other corporation shall be deemed to have been validly taken if either: (i) taken without a meeting in the form of a written consent, setting forth the actions to be taken, signed in the name of the Corporation by any of the Chairman, the Chief Executive Officer, or another Corporate Officer of the Corporation or by any other signatory authorized to sign such consent by the Board of Trustees; or (ii) taken by valid action of the Board of Trustees.

Section 10.6 Conflicts of Interest.

(a) A conflict of interest may exist when a member of the Board of Trustees or an employee of the Corporation has the opportunity to influence the Corporation's business or other decisions in ways that could lead to personal gain or advantage of any kind for such person or any of his or her family or associates. A member of the Board of Trustees or an employee of the Corporation may have a conflict of interest when he or she or any of his or her family or associates (to his or her present knowledge) either (i) has an existing or potential financial or other material interest which could influence or might appear to influence the individual's independent judgment in the discharge of responsibilities to the Corporation; or (ii) may receive a financial or other material benefit from knowledge of information confidential to the Corporation or from a transaction involving the Corporation. The family of an individual includes his or her spouse, parents, siblings, children and any other blood relative if the latter resides in the same household. An associate of an individual includes any person,

trust, corporation, partnership or other organization or enterprise (of a business nature or otherwise) with respect to which the individual or any member of his or her family (i) is a director, officer, employee, member, partner or trustee; or (ii) has a significant financial interest or any other interest which enables him or her to exercise control or significantly influence policy of the associate.

(b) The Corporation shall adopt and implement appropriate policies and procedures designed to effectuate disclosure of actual or potential conflicts of interest and appropriate responses thereto.

Section 10.7 Gender Neutrality. For purposes of these By-laws, the words “Chairman” and “Chairmen” in any context shall refer to males or females holding such positions.

Article XI

Medical Staff

Section 11.1 Appointment; Qualification; Term; Accountability; etc.

(a) The Board of Trustees shall appoint a Medical Staff (the "Medical Staff") and clinical department chairmen or department directors for such staff composed of practitioners who are graduates of recognized medical, dental, podiatric or other graduate schools. The Board of Trustees shall see that such practitioners are organized into responsible administrative units, and that there are adopted such bylaws, rules and regulations for governance of their practice in the Corporation's hospital facilities as the Board of Trustees shall approve and deem to be of greatest benefit to the care of patients and to the furtherance of medical education and training, medical research and community health (the "Medical Staff Bylaws"). Members of the Medical Staff designated by the Board of Trustees shall be invited to attend all regular meetings of the Board of Trustees, without vote.

The Board of Trustees shall appoint new members of the Medical Staff after considering the recommendations of the current members of the Medical Staff in accordance with the written procedures established in these By-laws and the Medical Staff Bylaws, and shall ensure:

(i) that written criteria are implemented for the selection, appointment and reappointment of Medical Staff members and for delineation of their professional privileges, which criteria shall include standards for individual character, competence, training, experience, judgment and physical and mental capabilities;

(ii) that no person shall be entitled to membership on the Medical Staff or be granted professional privileges at the Corporation solely on the basis of such person's certification, fellowship or membership in a professional organization, society or body; and

(iii) that actions taken on applications for Medical Staff appointments and reappointments, including delineation of privileges, are put in writing.

(b) All appointments to the Medical Staff shall be for a term not exceeding two (2) years. The reappointment process shall be as set forth in the Medical Staff Bylaws.

(c) The Medical Staff is accountable to the Board of Trustees for the medical care rendered to patients of the Corporation's facilities. As such, the Medical Staff is responsible to ensure that all members of the Medical Staff are properly assessing, caring for and treating patients and that the clinical care rendered is appropriate

and consistent with professionally recognized standards. In fulfilling its responsibilities, the Medical Staff will make specific recommendations to the Board of Trustees relating to the organization of the Medical Staff performance improvement activities as well as the process designed for conducting, evaluating and revising such activities which are consistent with the Corporation-wide performance improvement program. The Board of Trustees holds the Medical Staff responsible for making recommendations to the Board of Trustees concerning matters pertaining to medical staff governance, patient care, performance improvement, initial staff appointments and reappointments and the assignment, curtailment or termination of clinical privileges.

(d) There shall be established a Medical Board, the composition of which shall be set forth in the Medical Staff Bylaws. The Medical Board shall be empowered to represent and act on behalf of the Medical Staff and coordinate the activities of its various clinical departments. The Medical Board shall be responsible to the Board of Trustees for the conduct of the medical affairs of the Corporation. The Medical Board shall provide formal liaison with and consider and recommend action to the Chief Executive Officer and the Board of Trustees on all matters of a medico-administrative nature, shall act for the Medical Staff in matters relating to the Medical Staff's accountability to the Board of Trustees for the medical care rendered to the patients of the Corporation, and shall have such other duties and responsibilities as are specified in these By-laws and in the Medical Staff Bylaws. The Medical Board shall consist of the persons identified as voting and non-voting members thereof in the Medical Staff Bylaws.

(e) The Board of Trustees shall appoint a Medical Director for each campus of the Corporation and its associated ambulatory facilities. The Medical Directors shall perform the functions required by Section 405.4 of the New York State Hospital Code with respect to each of the Corporation's campuses, which functions will be carried out through the activities of the Medical Board.

(f) Departments. The Medical Staff shall be divided into such divisions, departments, groups and classes with such titles as may from time to time be determined in accordance with the Medical Staff Bylaws.

(g) Department Heads. It shall be the duty of the heads of the clinical and related departments of the Corporation, and those designated by them, to prescribe and direct the treatment of all patients under their care, subject to the Medical Staff Bylaws.

(h) All care and treatment of patients in all departments and divisions of the Corporation shall be the responsibility of the Medical Staff. The Medical Staff shall remain responsible to the Board of Trustees for the quality of care rendered to patients. Only an appropriately licensed practitioner with clinical privileges shall be directly responsible for a patient's diagnosis and treatment within the area of his/her privileges. Members of the graduate staff shall be under direct supervision by a licensed practitioner with clinical privileges. Other professional personnel shall be under direct

supervision by the Department Chairman or Department Director, as the case may be, of the clinical department to which they are assigned. Practitioners duly appointed to the Medical Staff shall have full authority and responsibility for the care of individual patients, subject to such limitations as the Board of Trustees may impose and subject further to the Bylaws, Rules and Regulations of the Medical Staff. Each patient admitted to the Corporation's hospital facilities shall receive a baseline history and physical examination.

Section 11.2 Medical Staff Bylaws, Rules and Regulations.

(a) Bylaws, rules and regulations for the Medical Staff setting forth its organization, responsibilities and governance may be adopted and amended by the Medical Board, in accordance with the relevant provisions of the Medical Staff Bylaws. The Medical Staff Bylaws will be subject to approval by the Board of Trustees, and shall become effective when approved by the Board of Trustees. Where changes are required to bring the Medical Staff Bylaws into compliance with the requirements of applicable statutes, regulations, standards of accrediting agencies and/or the Certificate of Incorporation or By-laws of the Corporation, as determined by the Board of Trustees, the Medical Board shall consider such changes as are proposed by the Board of Trustees at its next regularly scheduled meeting or at a special meeting called for such purpose after reasonable notice from the Chief Executive Officer. If, notwithstanding the determination by the Board of Trustees, the Medical Board fails to recommend the approval of the required changes to the reasonable satisfaction of the Board of Trustees, the Medical Staff Bylaws shall nevertheless be deemed amended to the extent necessary to bring them into compliance with requirements of the applicable statutes, regulations, standards of accrediting agencies and/or the Certificate of Incorporation or By-laws of the Corporation.

(b) The Medical Staff Bylaws shall contain appropriate requirements for the observance by each member of the Medical Staff of the ethical principles of his or her profession.

(c) Whenever a conflict arises between the Board of Trustees and either the Medical Board or the Medical Staff, and such conflict, if not effectively managed, could adversely affect patient safety or quality of care, the following conflict management process shall be followed:

(1) The Corporation will implement the conflict management process if at least twenty-five (25) members of the Medical Staff sign a petition, or the Chair of the Medical Board signs a letter on behalf of the Medical Board, stating their disagreement with an action taken or proposed to be taken by the Board of Trustees with respect to any proposed Medical Staff Bylaw or Medical Staff rule, regulation or policy, or an amendment thereto.

(2) The petition or letter, as the case may be, shall include (i) a clear statement of the basis of the disagreement and the terms of any alternative proposed Medical Staff Bylaw or Medical Staff rule, regulation or policy; and (ii) a designation of not more than three representatives of the petitioners or three representatives of the Medical Board, as the case may be, to meet with representatives of the Board of Trustees. The petition or letter may include any other information relevant to the conflict.

(3) The petition or letter and any accompanying information shall be forwarded to the Chairman of the Board of Trustees. The Chairman or his designee shall convene a meeting, to be held within fifteen (15) days of receipt of the petition or letter, between the representatives of the petitioners or the Medical Board, as identified in the petition or letter, and an equal number of representatives of the Board of Trustees, as identified by the Chairman.

(4) The parties' representatives shall bring to the meeting all research, data and other information relevant to a resolution of the conflict. By mutual agreement of the parties' representatives, they may utilize the System Chief Medical Officer, as defined in the Medical Staff Bylaws, and/or other persons skilled in conflict management to assist in resolving their conflict.

(5) All participants in the conflict management process shall observe the following principles:

A. Resolution of all conflicts shall be undertaken in good faith, in a manner that promotes productive, collaborative, and effective teamwork, and in an atmosphere of mutual respect and understanding that respects the positions of the Medical Staff or the Medical Board, as the case may be, and the leadership responsibilities of the Board of Trustees.

B. Resolution of the conflict shall be consistent with the Corporation's mission, values, strategic objectives, policies and organizational ethics. In all cases, the conflict shall be resolved in a manner that protects patient safety and quality of care, and best serves the interests of patients.

C. All discussions regarding the issues that are the subject of the conflict shall be confined to internal communications, and the highest level of confidentiality shall be maintained with respect to such discussions and issues. There shall be no communication to the public with respect to the issues.

(6) The parties' representatives shall work in good faith to resolve differences within thirty (30) days of their first meeting. A resolution of the conflict recommended by majority vote of the representatives of the Board of Trustees and a majority vote of the representatives of either the petitioners or the Medical Board, as the case may be, shall be forwarded to the Committee on Quality for its recommendation and then to the Board of Trustees for final action.

(7) Differences that cannot be resolved through this process within the above thirty-day period shall be submitted to the Committee on Quality for its consideration and recommendation to the Board of Trustees, which shall take final action with respect to the conflict.

(8) Any resolution that proposes a new or amended Medical Staff Bylaw or a Medical Staff rule, regulation or policy shall be approved in accordance with the process described in the Medical Staff Bylaws unless it has been previously approved in accordance with such process.

Section 11.3 Employee Practitioners. Practitioners employed by the Corporation either full-time or part-time with clinical responsibilities shall be members of the Medical Staff, subject to the Medical Staff Bylaws, and they shall achieve this status by the same procedure as is provided for other members of the Medical Staff.

Section 11.4 Hearing and Appellate Review Procedures. The provisions of the Medical Staff Bylaws which set forth the hearing and appellate review procedures applicable to the Medical Staff are hereby incorporated by reference into these By-laws. In the event that a Medical Staff member who has clinical privileges at more than one campus shall have such privileges limited, reduced, suspended or revoked (whether on a temporary, summary or permanent basis) at such campus in accordance with such procedures, then such practitioner's clinical privileges at the other campus(es) shall be immediately so limited, reduced, suspended or revoked (whether or not the practitioner has had an opportunity to contest such action in accordance with the procedures of the campus originating such action). Such Medical Staff member shall not have any hearing and appellate review procedural rights at the other campus with respect to such adverse action and all of his or her hearing and appellate review procedural rights shall reside at the campus which initially took the adverse action and shall be in accordance with the Medical Staff Bylaws. Upon the reinstatement of any of such Medical Staff member's clinical privileges at the campus which originated such action, his or her clinical privileges shall be so reinstated at the other campus.

ARTICLE XII

Delegation of Decision-Making Authority Concerning Certain Matters to Northwell Quality and Medical Affairs, Inc.

(a) The Corporation delegates to Northwell Quality and Medical Affairs, Inc. (hereinafter "NQMA"), pursuant to Section 701 of the Not-for-Profit Corporation Law and the Certificate of Incorporation, as amended, of the Corporation, decision-making authority on behalf of the Corporation concerning appointments, reappointments, changes in status, clinical privileges and departmental administrative matters with respect to the Medical Staff, Graduate Staff and Allied Health Professional Staff of the Corporation, and concerning such other matters with respect to the Medical Staff, Graduate Staff and Allied Health Professional Staff of the Corporation as may be set forth in the By-laws of the Corporation or in a resolution of the Board of Trustees of the Corporation. Either the Board of Trustees of the Corporation or the Board of Trustees of NQMA may exercise decision-making authority on behalf of the Corporation concerning matters with respect to which decision-making authority has been or may be delegated by the Corporation to NQMA as set forth above in this Article XII. Excepted from the delegation of decision-making authority pursuant to this Article XII is the taking of final action concerning corrective actions or adverse appointment recommendations under the Medical Staff Bylaws and the Rules and Regulations of the Medical Staff of the Corporation which have been the subject of an appellate review by an appellate review committee of the Board of Trustees of the Corporation and/or of NQMA. The taking of final action concerning such corrective actions or adverse appointment recommendations is expressly reserved to the Board of Trustees of the Corporation.

(b) With respect to matters as to which decision-making authority has been delegated by the Corporation to NQMA pursuant to Paragraph (a) of this Article XII, references in these By-laws to the Board of Trustees include the Board of Trustees of NQMA.

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

CERTIFICATE OF INCORPORATION

of

SOUTHSIDE HOSPITAL.

---oOo---

WE, the undersigned, all of whom are natural persons of full age and at least two-thirds citizens of the United States, and at least one a resident of the State of New York, being desirous of becoming a corporation, pursuant to the provisions of Section 130 of the "Membership Corporation Law" for the objects hereinbelow specified, DO HEREBY MAKE, sign, acknowledge and file this Certificate, stating as follows:

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FIRST: The particular objects for which the corporation is formed are to erect, establish ^{and} or maintain a GENERAL HOSPITAL.

SECOND: The name of the corporation is SOUTHSIDE HOSPITAL.

THIRD: The principal office of the corporation is to be located in the Village of Babylon, in the County of Suffolk and State of New York.

FOURTH: The territory in which the operations of the Corporation are to be principally conducted is the said Village of Babylon, as well as the Townships of West and vicinity in the County of Suffolk.

SIXTH: The names and places of residence of the persons to be the Directors of the corporation until its first annual meeting, are as follows:

NAME.	RESIDENCE.
Wilbur C. Abbott,	Babylon, Long Island
Julien T. Davies, Jr.	West Islip, Long Island (P.O. Babylon)
Wm. H. Deal,	Babylon, Long Island
Francis A. Dowden,	Babylon, Long Island
Cecil C. Evers,	Babylon, Long Island
Leopold H. Fishel,	Babylon, Long Island
James F. Higgins,	Babylon, Long Island
Elmer W. Howell,	Babylon, Long Island
Charles O. Ireland,	Amityville, Long Island
George W. Irmisch,	Lindenhurst, Long Island
Carll Jackson,	Babylon, Long Island
Robert H. McCurdy,	39 E 51st St. N.Y. City
Robert D. Merrill,	Babylon, Long Island,
William B. Savage,	East Islip, Long Island
Frank Sutton,	Babylon, Long Island,
Charles S. Thorne,	West Islip, Long Island, (P.O. Babylon)
Charles E. Winegar,	Babylon, Long Island.
Harold F. Sutton,	Babylon, Long Island.

SEVENTH: The times for the holding of the Annual Meetings of the corporation shall be on the second Saturday in August in each and every year.

IN WITNESS WHEREOF, we have hereunto set our respective hands and seals this 4th day of February, 1913.

Wilbur C. Abbott (S)

Cecil Evers (S)

Julien T. Davies, Jr. (S)

Leopold H. Fishel (S)

Wm. H. Deal (S)

James F. Higgins (S)

Francis A. Dowden (S)

Elmer W. Howell (S)

George W. Amis (LS)

Charles Patterson (LS)

W. B. Savage (LS) Frank Sutton (LS)

G. E. Wingate (LS) Chas. S. Stone (LS)

Lillian H. Fishel (LS) (LS)

Wm. E. Stone (LS) Charles Gardner

John B. Crisp (LS) James S. Dunn (LS)

W. L. Stone (LS) W. L. Stone (LS)

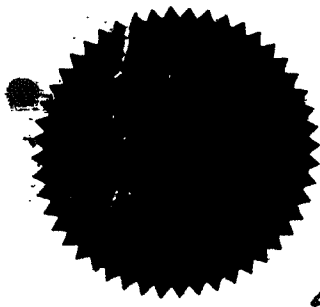
L. H. Stone (LS)

STATE OF NEW YORK
: SS :
COUNTY OF SUFFOLK:

On this 4th day of February, 1913, before me personally appeared WILBUR C. APOSTOL, WILLIAM H. DEALE, FRANCIS A. DOWDEN, OSCAR C. EVERS, ELLEN W. HOWELL, CARL JACKSON, C. E. WINGGARD and WILLIAM H. ...

STATE OF NEW YORK,
County of Suffolk, ss:

I, JAMES F. RICHARDSON, Clerk of the County of Suffolk and Clerk of the Supreme Court of the State of New York in and for said County (said Court being a Court of Record,) DO HEREBY CERTIFY that



James B. Cooper

whose name is subscribed to the certificate of proof or acknowledgment of the annexed instrument and thereon written, was at the time of taking such proof or acknowledgment, a JUSTICE OF THE PEACE in and for the County of Suffolk, dwelling in said County, elected and sworn, and duly authorized to take the same; and further, that I am well acquainted with the handwriting of such JUSTICE and verily believe the signature to the said certificate of proof or acknowledgment is genuine. And I further certify that said instrument is executed and acknowledged according to the Laws of this State.

In Testimony Whereof I have hereunto set my hand and affixed the Seal of said County and Court this 14 day of February 1913

4

James F. Richardson
(Clerk)

On this 4th day of February, 1913, before me personally appeared ...

State of New York,
County of New York, ss:

No. 68925

WILLIAM F. SCHNEIDER, Clerk of the County of New York, and also Clerk of the Supreme Court of the State of New York in and for said County, the same being a Court of Record, DO HEREBY CERTIFY, That

Wm Redfield Porter

whose name is subscribed to the Certificate of the proof or acknowledgment of the annexed instrument and thereon written, was, at the time of taking such proof or acknowledgment, a Notary Public in and for the County of New York, dwelling in the said County, commissioned and sworn, and duly authorized to take the same. And further, that I am well acquainted with the handwriting of such Notary, and verily believe that the signature to the said certificate of proof or acknowledgment is genuine.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of the said County and County, the 14 day of February 1913

Wm Redfield Porter

STATE OF NEW YORK,
County of Suffolk, ss:

I, JAMES F. RICHARDSON, Clerk of the County of Suffolk and Clerk of the Supreme Court of the State of New York in and for said County (said Court being a Court of Record,) DO HEREBY CERTIFY that



Joseph A. Douglas

before whom the annexed Deposition was taken, was, at the time of the taking of the same, a NOTARY PUBLIC of the State of New York, in and for the County of Suffolk, dwelling in said County, commissioned and sworn, and duly authorized to take the same; and further, that I am well acquainted with the handwriting of such Notary, and verily believe the signature to said deposition is genuine.

In Testimony Whereof I have hereunto set my hand and affixed the Seal of said County and Court this 14 day of February 1913

6

James F. Richardson
(Clerk)

1228-123-7

STATE OF NEW YORK:
: SS :
COUNTY OF SUFFOLK:

On this 4th day of February, 1913, before me personally appeared WILBUR C. ABBOTT, WILLIAM H. DEALLE, FRANCIS A. DOWDEN, CECIL C. EVERS, ELMER W. HOWELL, CARL JACKSON, C. E. WINEGAR and LILLIAN H. FISHIEL, to me known and known to me to be the several individuals of such names described in and who executed the foregoing Certificate of Incorporation, and they severally acknowledged to me that they did execute such Certificate of Incorporation for the uses and purposes therein mentioned.

*James B Cooper
Justice of the Peace
Town of Babylon
Suff Co N Y*

STATE OF NEW YORK :
: SS :
COUNTY OF NEW YORK:

On this 5th day of February, 1913, before me personally appeared JULIEN T. DAVIES, JR., FRANK SUTTON, HAROLD F. SUTTON and CHARLES S. THORNE, to me known and known to me to be the several individuals of such names described in and who executed the foregoing Certificate of Incorporation, and they severally acknowledged to me that they did execute such Certificate of Incorporation for the uses and purposes therein mentioned.

And they being by me severally duly sworn, did each for himself depose and say that he is of full age and that he is a citizen of the United States and a resident of the State of New York.

*W. J. [Signature]
Notary Public
New York City N Y*

STATE OF NEW YORK:
: SS :
COUNTY OF SUFFOLK:

On this 8th day of February, 1913, before me personally appeared JAMES B. COOPER, to me known and known to me to be one of the several individuals of such names described in and who executed the foregoing Certificate of Incorporation, and he duly acknowledged to me that he did execute such Certificate of Incorporation for the uses and purposes therein mentioned.

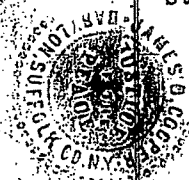
And he being by me duly sworn, did depose and say that he is of full age and that he is a citizen of the United States and a resident of the State of New York.

7 1229153 [Signature]

STATE OF NEW YORK:
: SS :
COUNTY OF SUFFOLK:

On this 8th day of February, 1913, before me personally appeared WILLIAM B. SAVAGE, JAMES F. HIGGINS, GEORGE W. IRMISCH, JAMES S. AMES, A.C. RICE, W.E. FOSTER, L.P. VAN WINKLE and LEOPOLD H. FISHEL, to me known and known to me to be the several individuals of such names described in and who executed the foregoing Certificate of Incorporation, and they severally acknowledged to me that they did execute such Certificate of Incorporation for the uses and purposes therein mentioned.

And they being by me severally duly sworn, did each for himself depose and say that he is of full age and that he is a citizen of the United States and a resident of the State of New York.

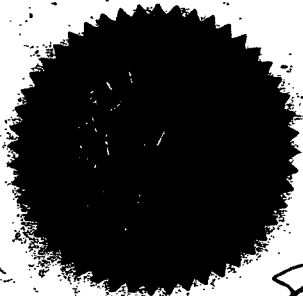


James B. Cooper
Justice of the Peace
Town of Babylon
Suffolk Co., N.Y.

STATE OF NEW YORK:
: SS :

STATE OF NEW YORK } as:
County of Suffolk }

I, JAMES F. RICHARDSON, Clerk of the County of Suffolk and Clerk of the Supreme Court of the State of New York in and for said County (said Court being a Court of Record,) DO HEREBY CERTIFY that



James B. Cooper
before whom the annexed depositions were taken, was, at the time of the taking of the same, a JUSTICE OF THE PEACE in and for the County of Suffolk, dwelling in said County, elected and sworn, and duly authorized to take the same; and further, that I am well acquainted with the handwriting of such JUSTICE and verily believe the signatures to said depositions are genuine.

In Testimony whereof I have hereunto set my hand and affixed the Seal of said County and Court this 14th day of July, 1913.

James F. Richardson
Clerk.

9

1776-1538

STATE OF NEW YORK:
: SS :
COUNTY OF SUFFOLK:

On this 8th day of February, 1913, before me personally appeared WILLIAM B. SAVAGE, JAMES F. HIGGINS, GEORGE W. IRMISCH, JAMES S. AMES, A.C. RICE, W.E. POSTER, L.P. VAN WINKLE and LEOPOLD H. FISHEL, to me known and known to me to be the several individuals of such names described in and who executed the foregoing Certificate of Incorporation, and they severally acknowledged to me that they did execute such Certificate of Incorporation for the uses and purposes therein mentioned.

And they being by me severally duly sworn, did each for himself depose and say that he is of full age and that he is a citizen of the United States and a resident of the State of New York.



*James B. Cooper
Justice of the Peace
Town of Babylon
Suffolk Co., N.Y.*

STATE OF NEW YORK:
: SS :
COUNTY OF SUFFOLK:

On this 8th day of February, 1913, before me personally appeared CHARLES S. GARDNER, to me known and known to me to be one of the individuals described in and who executed the foregoing Certificate of Incorporation and duly acknowledged to me that he did execute the same for the uses and purposes therein described.

*James B. Cooper,
Justice of the Peace
Town of Babylon
Suff Co., N.Y.*

9

1777-153-8

STATE OF NEW YORK

SS :

COUNTY OF *Suffolk*

*Milburn C. Abbott, Carl C. Evers, Milburn
H. Deale, Francis A. Bowden, Elmer W. Howell
Carl Jackson, C. E. Wingar*
and *Lillian H. Fisher* being severally duly sworn,

each for himself deposes and says; that he is of full age; that he is a citizen of the United States, and a resident of the State of New York and that his place of residence is as stated opposite his name in paragraph numbered "Sixth" of the foregoing Certificate of Incorporation.

That a previous application was made in the year 1911, as deponent is informed and believes, by persons other than those who have signed and acknowledged the foregoing Certificate of Incorporation to one of the Justices of the Supreme Court in the Second Judicial District for his written approval; that such written approval was duly endorsed thereupon or annexed thereto, but the approval of the State Board of Charities was refused principally on the ground that the proposed corporation had not sufficient resources to discharge its then existing indebtedness.

That as deponent is informed and believes, the present indebtedness of the proposed Hospital amounts to something less than Sixty-eight Hundred Dollars (\$6800), but the sum of Sixty-eight Hundred Dollars (\$6800)

STATE OF NEW YORK }
County of Suffolk, }

I, JAMES F. RICHARDSON, Clerk of the County of Suffolk and Clerk of the Supreme Court of the State of New York in and for said County (said Court being a Court of Record,) DO HEREBY CERTIFY that

James B. Cooper

before whom the annexed deposition *was* taken, was, at the time of the taking of the same, a JUSTICE OF THE PEACE in and for the County of Suffolk, dwelling in said County, elected and sworn, and duly authorized to take the same; and further, that I am well acquainted with the handwriting of such JUSTICE and verily believe the signature to said deposition *is* genuine.

In Testimony Whereof I have hereunto set my hand and affixed the Seal of said

County and Court this *14th* day of *July* 191*3*

James F. Richardson
Clerk

10

1228153A

*Elmer W. Howell
Carl Jackson
C. E. Wingar
Lillian H. Fisher*

122815310

STATE OF NEW YORK :

COUNTY OF Suffolk : SS :

Wilbur C. Abbott, Cecil C. Evers, William H. Dealy, Francis A. Dowden, Elmer W. Howell, Carl Jackson, C. E. Muegan
and Lillian H. Fiskel

being severally duly sworn, each for himself deposes and says; that he is of full age; that he is a citizen of the United States, and a resident of the State of New York and that his place of residence is as stated opposite his name in paragraph numbered "Sixth" of the foregoing Certificate of Incorporation.

That a previous application was made in the year 1911, as deponent is informed and believes, by persons other than those who have signed and acknowledged the foregoing Certificate of Incorporation to one of the Justices of the Supreme Court in the Second Judicial District for his written approval; that such written approval was duly endorsed thereupon or annexed thereto, but the approval of the State Board of Charities was refused principally on the ground that the proposed corporation had not sufficient resources to discharge its then existing indebtedness.

That as deponent is informed and believes, the present indebtedness of the proposed Hospital amounts to something less than Sixty-eight Hundred Dollars (\$6800), but the sum of Sixty-eight Hundred Dollars (\$6800) has been raised by subscriptions and otherwise, to pay off such indebtedness and will be immediately available for that purpose when the proposed Hospital is permitted to be incorporated.

Sworn to before me this 4th day of February, 1913.

James B. Cooper
Justice of the Peace
Town of Babylon,
Suffolk Co.,
N. Y.

Wilbur C. Abbott
Cecil C. Evers
Francis A. Dowden
Elmer W. Howell
Carl Jackson
C. E. Muegan
Lillian H. Fiskel

1913-2-10

WRITTEN CONSENT AND APPROBATION OF A
JUSTICE OF THE SUPREME COURT.

I hereby consent and approve of the foregoing
Certificate of Incorporation of the SOUTHSIDE HOSPITAL, and
I do hereby authorize the filing of such Certificate.

Dated, *Feb 11* 1913.

Walter A. Jaynes
Justice, Supreme Court.

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CERTIFICATE OF INCORPORATION

W.C. ...

-of-

SOUTHSIDE HOSPITAL

Dated, February 4th, 1913.

STATE OF NEW YORK
OFFICE OF SECRETARY OF STATE

Filed and Recorded APR 23 1913

W.C. ...
SECRETARY OF STATE

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W.C. ...

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on October 3, 2014.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

SUPPLEMENTAL CERTIFICATE OF INCORPORATION

SOUTHSIDE HOSPITAL

INCORPORATED UNDER THE LAWS OF THE STATE OF MASSACHUSETTS

I, the undersigned, do hereby certify that the following is a true and correct copy of the Minutes of an annual meeting of Southside Hospital, a membership corporation, held on the 15th day of June, 1954.

The above copy of the Minutes of Southside Hospital was prepared by the Secretary of said corporation, and is a true and correct copy of the original Minutes on file in the office of the Secretary of the State.

In testimony whereof, I have hereunto set my hand and the seal of the Secretary of the State at Boston, Massachusetts, this 15th day of June, 1954.

My commission expires on the 15th day of June, 1955.

Witness my hand and the seal of the Secretary of the State at Boston, Massachusetts, this 15th day of June, 1954.

John J. [Name], Secretary of the State

It is further certified that the above copy of the Minutes of Southside Hospital was prepared by the Secretary of said corporation, and is a true and correct copy of the original Minutes on file in the office of the Secretary of the State.

7329

and Secretary of said meeting.

The vote of the majority of the members of the organization present at the meeting, having been cast in favor of the adoption of said resolutions, the same were declared duly adopted.

I, CHARLES H. SMISEK, being duly sworn, depose and say that the foregoing is a true and correct copy of the minutes of the meeting of the said organization, held at the residence of the said CHARLES H. SMISEK, on the 4th day of October, 1924.

Bayard C. Hoppin
President.
Charles H. Smisek
Secretary.

CITY OF NEW YORK,
COUNTY OF SUFFER, ss.

CHARLES H. SMISEK and CHARLES H. SMISEK, being severally duly sworn, each for himself, deposes, that he, the said CHARLES H. SMISEK, was the President of the aforesaid meeting, and that the said CHARLES H. SMISEK, was the Secretary thereof; that he has compared the foregoing with the original minutes of said meeting and that the same is a complete and correct transcript thereof.

Sworn to before me this
4th day of October, 1924.

Thomas Jerome
Notary Public
Suffer, ss.

Bayard C. Hoppin
President.
Charles H. Smisek
Secretary.

CITY OF NEW YORK,
COUNTY OF SUFFER, ss.

On this 4th day of October, 1924, before me personally came BAYARD C. HOPPIN and CHARLES H. SMISEK, to me known

and known to me to be the persons ~~described~~ and
signed and verified the foregoing certificate and ~~now~~
duly acknowledged to me that they made, signed and verified
the same.

James J. [unclear]
Notary Public, [unclear]

2328-106-3

ROBBINS & WELLS
CORPORATION
100 WALL STREET
NEW YORK 37, N. Y.

RECEIVED
FEDERAL BUREAU OF INVESTIGATION
U. S. DEPARTMENT OF JUSTICE
WASHINGTON, D. C.

4

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Vol. X

At a Special Term of the Supreme Court,
Part I, for Kings County held at Kings County
Court House, Borough of Brooklyn, City of
New York, on the 30th day of October, 1924.

P R E S E N T :-

HON. *William J. Magarity*

Justice.

IN THE MATTER of the Petition
of SOUTHSIDE HOSPITAL, a mem-
bership corporation, to amend
its Certificate of Incorpora-
tion under Section 7 of the
General Corporation Law.

UPON READING AND FILING the petition of SOUTHSIDE
HOSPITAL, a membership corporation, verified October 4th, 1924,
and notice of application for the relief hereby granted with
proof of due service thereof upon the Attorney General of
the state of New York and after hearing Robbins & Wells, attor-
neys for the petitioner, in support of the application, and
_____ appeared, and on motion of Robbins
& Wells, attorneys for the petitioner, it is-

ORDERED that the Certificate of Incorporation of
SOUTHSIDE HOSPITAL heretofore filed in the office of the Sec-
retary of State April 23rd, 1913 and in the office of the
County Clerk of Suffolk County on April 23th, 1913, be and the
same hereby is amended in the following particulars, to wit:
at Paragraph Third thereof so as to state that the principal
office of the corporation is located in Bay Shore, N.Y. in-
stead of the Village of Babylon, as originally inserted there-
in; and at Paragraph Four thereof so as to state that the
territory in which the operations of the corporation are to
be principally conducted is the Townships of Babylon, Islip,
Smithtown and Brookhaven, and other parts of the County of
Suffolk, and it is

FURTHER ORDERED that said amendments hereby ordered

2338-95-1

shall take effect upon filing certified copies of this order
in the offices of the Secretary of State and of the County
Clerk of Suffolk County and in each such office an entry shall
be made upon the margin of the index and records of the origi-
nal certificate of incorporation referring to the date and
place of record of filing the certified copy of this order.

ENTER IN SUFFOLK COUNTY:

Granted
Oct. 30, 1924
William E. Kelly
Clerk

Wm. E. Kelly
S. S. C.

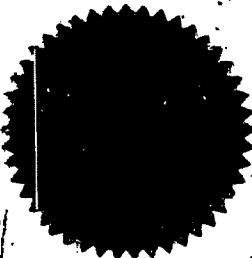
Endorsed filed Nov. 17, 1924 @ 10:50 A.M.
Fred S. Pullin
Clerk

23-8-9

STATE OF NEW YORK

County of Suffolk

I, FRED S. PULVER, Clerk of the County of Suffolk and Clerk of the Supreme Court of the State of New York in and for said County (said Court being a Court of Record) DO HEREBY CERTIFY that I have compared the annexed copy of Order Amending Certificate of Incorporation; In the action entitled, In the Matter of the Petition of Southern Hospital, to amend its Certificate of Incorporation, etc. with the original filed Nov. 1, 1924 @ 10:50 A. M. and that it is a just and true copy of such original whole thereof. Order and of the



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said County and Court this 3rd day of November

Fred S. Pulver
Clerk

2339-453

County of SUPP **SUPREME COURT**

2334

IN THE MATTER of the petition
of **SOUTHSIDE HOSPITAL**, a mem-
bership corporation, to amend
its Certificate of Incorpora-
tion under Section 7 of the
General Corporation Law.

COPY
ORDER AMENDING CERTIFICATE
OF INCORPORATION

ROBBINS & WELLS
Attorneys for
Petitioner.
Part Office Building
Bay Shore, N. Y.

To _____
Attorney for _____
Esq.

STATE OF NEW YORK
SECRETARY OF STATE
FILED NOV 14 1921
James A. [Signature]
SECRETARY OF STATE
BY [Signature]

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Amended Certificate of Incorporation
of SOUTHSIDE HOSPITAL changing Number
of Directors.

We, The undersigned, being the President and Secretary of an annual meeting of the members of the Southside Hospital held at the Hospital building, Bay Shore, N.Y. on August 9th, 1924 at 8:15 P.M. DO HEREBY MAKE, SIGN and ACKNOWLEDGE this Amended Certificate pursuant to the Membership Corporations Law, Section 14, as follows, to wit:-

91

THAT said Southside Hospital is a membership corporation created April 23rd, 1913 under the Membership Corporations Law of the State of New York for the following purposes, to wit; to erect, establish and maintain a general hospital.

THAT an annual meeting of said corporation was held at the hospital building, Bay Shore, N.Y. on August 9th, 1924 at 8:15 P.M. upon due notice given as prescribed by law and the By-laws and that at such meeting the undersigned, Bayard C. Hoppin was the President thereof, and Charles H. Smisek was the Secretary thereof.

THAT at said meeting the members of said corporation by a majority vote determined to reduce the number of its Directors from eighteen, the present number, to fifteen.

IN WITNESS WHEREOF we have made, signed and acknowledged this certificate in duplicate this 5th day of December, 1924.

Bayard C. Hoppin
President.

Charles H. Smisek
Secretary.

284-91-1

Amended Certificate of
Incorporation of SOUTH
SIDE HOSPITAL changing
Number of Directors.

91

Handwritten: 2349
-2349

Handwritten: 2349

STATE OF NEW YORK
COMMISSIONER OF STATE

FILED DEC 1 1924

FILING FEE

Handwritten: 25

Handwritten signature: James A. [unclear]
SECRETARY

ROBBINS & WELLS

COUNSELLORS AT LAW
POST OFFICE BUILDING
BAY SHORE, N. Y.

Handwritten: 2349-91

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

173

CERTIFICATE OF INCREASE IN NUMBER OF DIRECTORS OF SOUTHSIDE HOSPITAL

Pursuant to section 30 of the Membership Corporations Law.

WE, THE UNDERSIGNED, being respectively the present President and Secretary of the Southside Hospital, do certify and state:

1. That the name of this corporation is Southside Hospital.

2. The Certificate of Incorporation was filed on the 23rd day of April, 1913, in the office of the Secretary of State of the State of New York, and in the office of the County Clerk of the County of Suffolk on the 25th day of April, 1913.

3. The number of directors of the corporation previously authorized by the Certificate of Incorporation was eighteen (18). By an amended certificate dated the 5th day of December, 1924, heretofore filed in the office of the Secretary of State of the State of New York on the 11th day of December, 1924 and in the office of the County Clerk of the County of Suffolk on the 10th day of December, 1924 the number of directors was reduced to fifteen (15). As increased by this certificate the number of directors shall be twenty-one (21).

IN WITNESS WHEREOF, we have made and signed this certificate in duplicate and have hereunto set our respective hands and seals this 23 day of January, 1946.

Frank Golden (L.S.)
President

Eugene F. Moran, Jr. (L.S.)
Secretary

STATE OF NEW YORK)
COUNTY OF SUFFOLK) ss.:
SUFFOLK COUNTY

On this 23 day of January, 1946, before me personally appeared FRANK GULDEN and EUGENE F. MORAN, JR., to me known and known to me to be the individuals described in and who executed the foregoing certificate; and they duly acknowledged to me that they executed the same.

Dorothy Ritchie
DOROTHY RITCHIE
NOTARY PUBLIC
RESIDING IN
SUFFOLK COUNTY
COMMISSION EXPIRES

107

4949-107-1

STATE OF NEW YORK
COUNTY OF NEW YORK

ss:

FRANK GULDEN and EUGENE F. MORAN, JR., being severally duly sworn, each for himself, deposes and says that the said FRANK GULDEN is the President of the SOUTHSIDE HOSPITAL, and that the said EUGENE F. MORAN, JR. is the Secretary thereof; that they were authorized to execute and file the foregoing certificate increasing the number of directors of the said corporation from fifteen (15) to twenty-one (21) members, pursuant to section 30 of the Membership Corporations Law, by the concurring vote of a majority of the members of the corporation present at a special meeting held on the 24th day of November, 1947, upon notice pursuant to section 43 of the Membership Corporations Law of the State of New York and the by-Laws of the said corporation; and that they subscribed such certificate by virtue of such authority.

[Handwritten signature]
[Handwritten signature]

Sworn to before me this
23 day of January, 1948.

[Handwritten signature]

DOROTHY PITCHER
NOTARY PUBLIC
SUFFOLK COUNTY
COMMISSION EXPIRES MARCH 30, 1949

4949-107-2

CERTIFICATE OF INCENSE IN
NUMBER OF DIRECTORS OF
SOUTHSIDE HOSPITAL.

102

49
1948

4949-107-3

STANLEY GRAY HORAN

ATTORNEY FOR

20 EXCHANGE PLACE

NEW YORK 5, N. Y.

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JAN 30 1948

TAX \$ *None*

FILING FEE \$ *25*

Stanley Gray Horan
SECRETARY OF STATE
W. H. Keenan

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Certificate of Report of Existence

of

SOUTHSIDE HOSPITAL

Pursuant to Section 57 of the Membership Corporations Law


- 1. The name of the corporation is SOUTHSIDE HOSPITAL. The original name was SOUTHSIDE HOSPITAL.
- 2. The certificate of incorporation was filed in the Department of State on April 23, 1918.
- 3. The corporation was formed pursuant to the Membership Corporation Law.
- 4. The existence of the foregoing corporation is hereby continued.

-226-


 President

State of New York)
 Suffolk) SS.:
 County of New York)

On this 19 day of December, 1950, before me personally appeared FRANK GULDEN to me personally known and known to me to be the person described in and who executed the foregoing certificate, and he thereupon acknowledged to me that he executed the same for the uses and purposes therein mentioned.


 Notary Public
 County of Suffolk

MIRIAM STUBBS
 NOTARY PUBLIC, STATE OF NEW YORK
 RESIDENT IN SUFFOLK COUNTY
 85 FOLK COUNTY CLERK'S OFFICE
 CORNER OF CENTRAL AVE. CH. 20, 1950

4/23/13
6EX-226
1228-153
R

Certificate of

Report of Existence

of

SOUTHSIDE HOSPITAL

Pursuant to Section 57

of the *NY*

Membership Corporation Law

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JAN 5 - 1951

FILING FEE \$5.00

Thomas J. Moran

Secretary of State

STANLEY G. HORAN
20 EXCHANGE PLACE
NEW YORK 9, N. Y.

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Ryan

**CERTIFICATE OF INCREASE IN NUMBER
OF DIRECTORS OF SOUTHSIDE HOSPITAL**

Pursuant to Section 30 of the Membership Corporations Law.

WE, THE UNDERSIGNED, being respectively the present President and Secretary of the Southside Hospital, do certify and state:

1. That the name of this corporation is SOUTHSIDE HOSPITAL.
2. The Certificate of Incorporation was filed on the 25th day of April, 1913, in the Office of the Secretary of State of the State of New York, and in the Office of the County Clerk of the County of Suffolk on the 25th day of April, 1913.
3. The number of Directors of the Corporation previously authorized by the Certificate of Incorporation was eighteen (18). By an amended Certificate, dated the 5th day of December, 1924, heretofore filed in the Office of the Secretary of State of the State of New York on the 11th day of December, 1924, and thereafter duly filed in the Office of the County Clerk of the County of Suffolk, the number of Directors was reduced to fifteen (15). By an amended Certificate, dated the 23rd day of January, 1948, heretofore filed in the Office of the Secretary of State of the State of New York on the 30th day of January, 1948, and thereafter duly filed in the Office of the County Clerk of the County of Suffolk, the number of Directors was increased to twenty-one (21). As increased by this Certificate, the number of Directors shall be twenty-four (24).

122

IN WITNESS WHEREOF, we have made and signed this Certificate in duplicate and have hereunto set our respective hands and seals this 18th day of November, 1953.

ATTEST:

Frank Gulden (L.S.)
President

Eugene P. Moran, Jr. (L.S.)
Secretary

STATE OF NEW YORK)
COUNTY OF SUFFOLK) ss:

On this 18th day of November, 1953, before me personally appeared FRANK GULDEN and EUGENE P. MORAN, JR.;

5809-122-1

to me known and known to me to be the individuals described in and who executed the foregoing Certificate; and they duly acknowledged to me that they executed the same.

Miriam Singer

MIRIAM SINGER
NOTARY PUBLIC, STATE OF NEW YORK
RESIDING IN SUFFOLK COUNTY
SUFFOLK COUNTY CLERK'S NO. 52-364800
COMMISSION EXPIRES MARCH 30, 1955



STATE OF NEW YORK)
) ss.:
COUNTY OF SUFFOLK)

FRANK GULDEN and EUGENE F. MORAN, JR., being severally duly sworn, each for himself, deposes and says: that the said Frank Gulden is the President of the Southside Hospital, and that the said Eugene F. Moran, Jr. is the Secretary thereof; that they were authorized to execute and file the foregoing Certificate increasing the number of Directors of the said Corporation from twenty-one (21) to twenty-four (24), pursuant to Section 30 of the Membership Corporations Law, by the concurring vote of a majority of the members of the Corporation present at a Special Meeting held on the 18th day of November, 1953; notice pursuant to Section 43 of the Membership Corporations Law of the State of New York and the By-Laws of the Corporation having been waived by waiver in writing signed by each and every member of the corporation entitled to notice or to participate in said action taken thereat pursuant to Section 31 of the General Corporation Law; and that the said Frank Gulden and Eugene F. Moran, Jr. subscribed to such Certificate by virtue of such authority.

Frank Gulden
Eugene F. Moran, Jr.

Sworn to before me this
18th day of November, 1953

Miriam Singer

MIRIAM SINGER
NOTARY PUBLIC, STATE OF NEW YORK
RESIDING IN SUFFOLK COUNTY
SUFFOLK COUNTY CLERK'S NO. 52-364800
COMMISSION EXPIRES MARCH 30, 1955



5808 *Malby Lane*

4/23/13 *Supp'd to*

1228-153

1228

Sp'd to

(12)

CERTIFICATE OF INCREASE IN
NUMBER OF DIRECTORS OF
SOUTHSIDE HOSPITAL

X

9.9

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED NOV 20 1953

TAX \$ *None*
FILING FEE \$ *25-*

Thomas J. Moran

Secretary of State
Stanley G. Horan

STANLEY G. HORAN
20 EXCHANGE PLACE
NEW YORK 5, N.Y.

5808-122-3-

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

CERTIFICATE OF TYPE OF NOT-FOR-PROFIT
CORPORATION OF SOUTHSIDE HOSPITAL
UNDER SECTION 113 OF THE NOT-FOR-
PROFIT CORPORATION LAW.

861340


FIRST: The name of the corporation is Southside
Hospital.

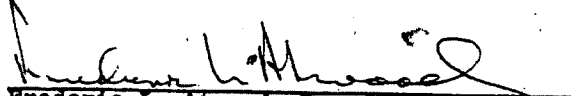
SECOND: The certificate of incorporation was filed
on April 23, 1913 in the Department of State and the
corporation was formed pursuant to the Membership Corporation
Law.

THIRD: The post office address within the State
of New York to which the Secretary of State shall mail a
copy of any notice required by law is Bay Shore, New York.

FOURTH: Under section 201 of the not-for-profit
corporation law it is a Type B not-for-profit corporation
as defined in this law.

Subscribed and affirmed by us as true
under the penalties of perjury on
September 26, 1970.


G. Gordon Baldwin, President


Frederic L. Atwood, Secretary

Summit

4/23/13

1228 1533

Budelman, Joseph
861340-2

M

CERTIFICATE OF TYPE OF
NOT-FOR-PROFIT CORPORATION
OF SOUTHSIDE HOSPITAL.

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED OCT 6 1970
TAX & *MR*
FILING FEB 2

John P. ...

Secretary of State

52. ...

Type B

GULLER AND DYKMAN

233 SEVENTH STREET

GARDEN CITY, N.Y. 11530

2

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

937435

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

SOUTHSIDE HOSPITAL

Under Section 805 of the
Not-For-Profit Corporation Law

WE, THE UNDERSIGNED, G. GORTON BALDWIN and FREDERIC L. ATWOOD, being respectively the President and Secretary of Southside Hospital (the "Corporation"), hereby certify that:

1. The name of the Corporation is Southside Hospital.
2. The Certificate of Incorporation of the Corporation was filed by the Department of State on April 23, 1913.
3. The Certificate of Incorporation, as heretofore amended from time to time, is further amended to:

(a) Describe the Corporation as being of the type defined in sub-paragraph (a)(5) of section 102 of the Not-For-Profit Corporation Law;

(b) Delete the provisions relating to the number of directors;

(c) Delete the provision pertaining to the first directors of the Corporation;

(d) Delete the provision pertaining to the date on which annual meetings of the Corporation are to be held;

(e) Add a provision pertaining to the

post office address for any notice required by law; and

(f) Add a provision, in accordance with section 601(a) of the Not-For-Profit Corporation Law, that the Corporation shall have no members.

4. The text of the Certificate of Incorporation is hereby restated as so amended to read in full as follows:

FIRST: The Corporation is a corporation as defined in sub-paragraph (a)(5) of section 102 of the Not-For-Profit Corporation Law. The Corporation shall be a Type B corporation under section 201 of the Not-For-Profit Corporation Law, and shall have no members. The particular objects for which the Corporation is formed are to erect, establish and/or maintain a GENERAL HOSPITAL.

SECOND: The name of the Corporation is SOUTHSIDE HOSPITAL.

THIRD: The principal office of the Corporation is to be located in the Hamlet of Bay Shore, in the Town of Islip, County of Suffolk and State of New York.

FOURTH: The territory in which the operations of the Corporation are to be principally conducted is the said Hamlet of Bay Shore, as well as the Townships of Babylon, Islip, Smithtown and Brookhaven, and other parts of the County of Suffolk.

FIFTH: The post office address within this state

to which the Secretary of State shall mail a copy of any notice required by law is:

Bay Shore, New York

5. The above amendments to and restatement of the Certificate of Incorporation were authorized by vote of a majority of the Board of Directors (such persons being also a majority of the Members entitled to vote thereon) at a meeting of the Corporation duly convened and held on July 28, 1971, after due notice to all members.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed this Certificate and the seal of the Corporation has been affixed hereto on the 28th day of July, 1971, and we affirm the statements contained herein as true under the penalties of perjury.

G. Gorton Baldwin
G. Gorton Baldwin, President

Frederic L. Atwood
Frederic L. Atwood, Secretary

APPROVAL OF JUSTICE OF THE SUPREME COURT

I, **JOHN P. COHALAN, JR.** hereby approve
the foregoing Amended and Restated Certificate of Incorporation
of Southside Hospital and consent to the filing of the same.

Dated:

James L. W. Yon
August 4, 1971

John P. Cohalan, Jr.
Justice of the Supreme Court

APPROVAL OF THE PUBLIC HEALTH COUNCIL DEPARTMENT OF HEALTH

STATE OF NEW YORK
DEPARTMENT OF HEALTH
ALBANY

PUBLIC HEALTH COUNCIL

September 27, 1971

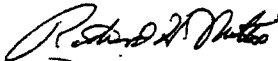
Edward S. Reddington, Esq.
c/o Hughes, Hubbard & Reed, Esqs.
One Wall Street
New York, N.Y. 10005

Dear Mr. Reddington:

Re: Southside Hospital

The proposed Amended and Restated Certificate of Incorporation of Southside Hospital does not require the approval of the Public Health Council as the Certificate does not add, change or eliminate a purpose, power or provision requiring such approval. Enclosed herewith is the proposed Certificate.

Sincerely yours,



Richard H. Mattox
Executive Secretary

COUNCIL

NORMAN S. MOORE, M.D.
CHAIRMAN

GEORGE BAHR, M.D.
BLONVA P. BOND
DETLEV BRONK, Ph. D.
GORDON E. BROWN

MORTON P. HYMAN

CHARLES T. LAMIGAN
GERALD B. MANLEY, M.D.
GEORGE R. METCALF
W. KENNETH RILAND, D.D.
JOHN F. ROACH, M.D.

HOWARD A. RUSK, M.D.

JOHN M. WACSH
WILLIAM H. WISELY, D. ENG.

HOLLIS S. INGRAHAM, M.D.
EX OFFICIO

937435 - 6

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

SOUTHSIDE HOSPITAL

Under Section 805 of the
Not-For-Profit Corporation Law

*Assembly
122 of 153
4/23/13*

*Ex bylaw
Suffolk
10/4
?*

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT 5 1971

TAXES none
REVENUE 30

John P. Conway
Secretary of State

44-B

52 Suffolk

HUGHES HUBBARD & REED

ONE WALL STREET
NEW YORK
WHITENALL 2-6800

u

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

980127000812

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL

(Under Section 803 of the Not-For-Profit Corporation Law)

The undersigned, being the Chairman and the Secretary of Southside Hospital, a New York not-for-profit corporation (hereinafter referred to as the "Corporation"), organized and existing under the Not-For-Profit Corporation Law ("N-F-PCL") of the State of New York, do hereby certify the following:

1. The Corporation's name is Southside Hospital.
2. The Certificate of Incorporation of the Corporation was filed by the Department of State on April 23, 1913 under the Membership Corporation Law of the State of New York, that was subsequently amended from time to time, and an Amended and Restated Certificate of Incorporation was filed by the Department of State on October 5, 1971.
3. The Corporation is defined as a corporation in subparagraph (a)(5) of Section 102 of the N-F-PCL. The Corporation is a type "B" Corporation as

defined under Section 201 of the N-F-PCL and will continue to be a type "B" corporation.

4. The Corporation does hereby amend its Certificate of Incorporation for the purpose of adding a member to the Corporation. As such, the Corporation shall:

A. delete in its entirety Article FIRST of its Certificate of Incorporation, and substitute the following paragraph in its place:

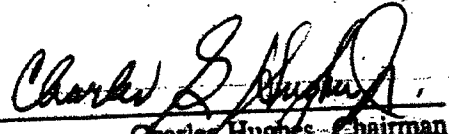
"FIRST: The Corporation is a corporation as defined in subparagraph (a)(5) of section 102 of the N-F-PCL. The Corporation shall be a Type B corporation under section 201 of the N-F-PCL. The sole member of the Corporation shall be North Shore Health System, a New York not-for-profit corporation. The particular objects for which the Corporation is formed are to erect, establish and/or maintain a GENERAL HOSPITAL."

5. This amendment to the Amended Certificate of Incorporation has been approved by a majority of the Board of Directors of the Corporation.

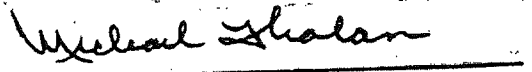
6. The Secretary of State of New York is designated as the agent of the Corporation upon whom process against it may be served, and the post office address to which the Secretary of State shall mail a copy of any such process served upon him is:

301 East Main Street
Bay Shore, New York 11706

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 4th day of December, 1997.



Charles Hughes, Chairman



Michael L. Nolan, Secretary

3₃



STATE OF NEW YORK
DEPARTMENT OF HEALTH

Corning Tower

The Governor Nelson A. Rockefeller Empire State Plaza

Albany, New York 12237

Barbara A. DeBuono, M.D., M.P.H.
Commissioner of Health

Dennis P. Whalen
Executive Deputy Commissioner

January 20, 1998

Stephen A. Warnke, Esq.
Kalkines, Arky, Zall & Bernstein LLP
1675 Broadway
New York, New York 10019-5820

Re: Southside Hospital

Dear Mr. Warnke:

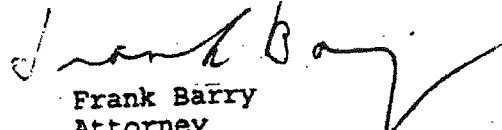
The Certificate of Amendment of the Amended and Restated Certificate of Incorporation of Southside Hospital (the "Corporation"), dated December 4, 1997, does not require the formal approval of the Public Health Council under § 804 of the Not-for-Profit Corporation Law or Article 28 of the Public Health Law since the Certificate neither makes any substantive change to the Corporation's purposes nor changes the Corporation's name. The purpose of the Certificate of Amendment is to add a member to the Corporation. You may attach this letter to the Certificate of Amendment when filing it with the Department of State as evidence that the Department of Health reviewed such Certificate and does not object to such filing.

Based on a review of the Certificate of Amendment, the statements and assurances set forth in your December 31, 1997 letter to me and the 1996 version of the Corporation's bylaws enclosed with your letter, it appears that at this time the Corporation's member, North Shore Health System ("NSHS") will not be considered an active member so as to require Public Health Council establishment approval under Article 28 of the Public Health Law. However, NSHS and the Corporation must comply with all applicable provisions of Article 36 of the Public Health Law and the regulations promulgated thereunder with respect to obtaining Public Health Council establishment approval of NSHS as

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a controlling entity with respect to any home care services agency operated by the Corporation.

Sincerely,



Frank Barry
Attorney
Office of Counsel

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F 980127000812

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

SOUTHSIDE HOSPITAL

UNDER SECTION 803 OF THE NOT-FOR-PROFIT
CORPORATION LAW

JAN 27 4 48 PM '98

FILED

JW

**NCR
BILLED - 26**

1-CC
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JAN 27 1998
TAX \$ _____
BY: *JW*

SUFFOLK

FILED BY:
KALKINES, ARKY, ZALL & BERNSTEIN LLP
1675 BROADWAY
NEW YORK, NEW YORK 10019

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980127000851

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 3, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

XACI JF

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11-28777

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL**

FILED
SEP 12 2011

Judith A. Pascale
CLERK OF SUFFOLK COUNTY

Under Section 803 of the Not-for-Profit Corporation Law

WE, THE UNDERSIGNED, Michael J. Dowling and Harry E. Gindi, being respectively the President and Assistant Secretary of Southside Hospital, hereby certify:

1. The name of the corporation is Southside Hospital (hereinafter called the "Corporation").
2. The Certificate of Incorporation of the Corporation was filed by the Department of State on April 23, 1913 under the Membership Corporations Law.
3. The Corporation is a corporation as defined in subparagraph (a) of Section 102 of the Not-for-Profit Corporation Law and is a Type B corporation under Section 201 of the Not-for-Profit Corporation Law, and shall remain a Type B corporation after the filing of this Certificate of Amendment.
4. The Certificate of Incorporation of the Corporation is hereby amended, as authorized by Section 801 of the Not-for-Profit Corporation Law to: (a) add a new Paragraph Third wherein the Corporation (i) is specifically authorized to enter into a master trust indenture, or other similar instrument with other members of an obligated group; (ii) specifically delegate certain financial responsibilities with respect to the operation of the Corporation to such obligated group members; (iii) specifically delegate to North Shore-Long Island Jewish Health Care, Inc. certain financial responsibilities with respect to the operation of the Corporation; and (iv) generally delegate to North Shore-Long Island Jewish Health Care, Inc. other responsibilities with respect to the operation of the Corporation; (b) to add a new Paragraph Fourth setting forth provisions for the distribution of assets and the winding-up of the affairs of the Corporation upon dissolution; and (c) renumber the remaining paragraphs of the Certificate of Incorporation to account for the inclusion of the new Paragraphs Third and Fourth.

5. To effectuate the amendments described in Paragraph 4 of this Certificate of Amendment, Paragraph Third and Paragraph Fourth of the Certificate of Incorporation shall read in their entirety as follows:

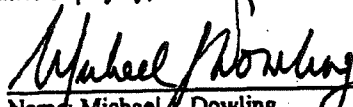
THIRD: The Corporation shall have the power to enter into a master trust indenture or similar instrument as a member of a group wherein each member is jointly and severally liable for the debts and obligations of the group and each member thereof pursuant to the terms of such indenture or instrument, for the purpose of securing capital and other financing on favorable terms, and to exercise and comply with all terms and conditions of such indenture or other instrument. In order to effectuate such power and purpose, the Corporation (i) delegates to, and accepts a corresponding delegation from, each member of such group pursuant to Section 701 of the Not-for-Profit Corporation Law, authority to accept, utilize, transfer and share in the assets, revenues and income of the Corporation and each such member as necessary to carry out the obligations of members pursuant to such master trust indenture or similar instrument, and (ii) delegates to North Shore-Long Island Jewish Health Care, Inc., pursuant to Section 701 of the Not-for-Profit Corporation Law, authority on behalf of the Corporation to accept, utilize, transfer and share in the assets, revenues and income of the Corporation as necessary to carry out the obligations of the Corporation pursuant to such master trust indenture or similar instrument. The Corporation further delegates to North Shore-Long Island Jewish Health Care, Inc., pursuant to Section 701 of the Not-for-Profit Corporation Law, such additional decision making authority as is permitted to be exercised by a corporation with authority to operate a hospital, the activation or rescission by the Corporation of the delegation of such additional decision making authority to occur by resolution of the Board of Trustees of the Corporation setting forth the matters in respect of which delegation of such additional decision making authority is being activated or rescinded, provided, however, that a certified copy of any such resolution shall have been provided to the Department of Health prior to any such activation or rescission, and further provided, that any amendment to this Certificate of Incorporation to rescind or limit the delegation of such additional decision making authority shall require the prior approval of the Public Health Council.

FOURTH: In the event of dissolution, the assets and property of the Corporation remaining after payment of expenses and the satisfaction of all liabilities shall be distributed as determined by the Board of Directors and as approved by a court of competent jurisdiction for the not-for-profit purposes of the Corporation and/or to such charitable and educational organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code. Any of such assets not so distributed shall be disposed of for such purposes as approved by a Justice of the Supreme Court of the State of New York or such other court having jurisdiction over the Corporation.


6. The subsequent paragraphs of the Certificate of Incorporation are hereby renumbered to account for the inclusion of new Paragraph Third, as provided in this Certificate of Amendment.
7. This amendment to the Certificate of Incorporation was authorized by the sole member of the Corporation pursuant to Section 802 of the Not-for-Profit Corporation Law.

8. The Secretary of State of the State of New York is hereby designated the agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him as agent of the Corporation is: Southside Hospital, c/o North Shore- Long Island Jewish Health System, Inc., 145 Community Drive, Great Neck, New York 11021, Attention: Office of Legal Affairs.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment on this 4th day of March, 2011, and hereby affirm, under penalties of perjury, that the statements herein are true.



Name: Michael J. Dowling
Title: President and Chief Executive Officer

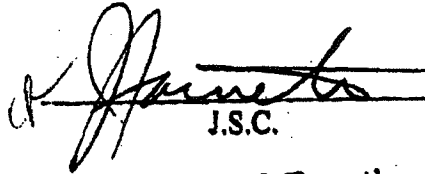


Name: Harry E. Gindi
Title: Assistant Secretary

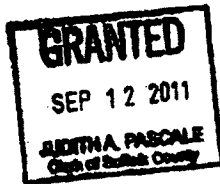
I, JOSEPH FARNETI, a Justice of the Supreme Court of the State of
New York for the Tenth Judicial District do hereby approve of the foregoing
Certificate of Amendment of the Certificate of Incorporation of Southside Hospital
and consent that the same be filed.

Date:


9/12/11


J.S.C.

Hon. Joseph Farneti



THE ATTORNEY GENERAL HAS NO OBJECTION
TO THE GRANTING OF JUDICIAL APPROVAL
HEREON, ACKNOWLEDGES RECEIPT OF
STATUTORY NOTICE AND DEMANDS SERVICE
OF THE FILED CERTIFICATE. SAID NO OBJECTION
IS CONDITIONED ON SUBMISSION OF THE
MATTER TO THE COURT WITHIN 60 DAYS HEREAFTER.


ASSISTANT ATTORNEY GENERAL DATE
Paula Bellman

8-25-11



PUBLIC HEALTH AND HEALTH PLANNING COUNCIL

433 River Street, Suite 303
Troy, New York 12180

(518) 402-0964
PHHPC@health.state.ny.us

August 23, 2011

Ms. Adele N Herman
Assistant Vice President Strategic Planning
North Shore Long Island Jewish Health Care, Inc.
145 Community Drive
Great Neck, New York 11021

Re: Certificate of Amendment of the Certificate of Incorporation of Southside Hospital

Dear Ms. Herman:

AFTER INQUIRY and INVESTIGATION and in accordance with action taken at a meeting of the Public Health Council held on the 16th day of June, 2011, I hereby certify that the Public Health and Health Planning Council consents to the filing of the Certificate of Amendment of the Certificate of Incorporation of Southside Hospital, dated March 4, 2011.

Sincerely,

A handwritten signature in black ink that reads "Colleen M. Frost". The signature is written in a cursive, flowing style.

Colleen M. Frost
Executive Secretary

/cf

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CERTIFICATE OF AMENDMENT

OF

THE CERTIFICATE OF INCORPORATION

OF

SOUTHSIDE HOSPITAL

Under Section 803 of the Not for Profit Corporation Law

RECEIVED

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lee

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED

SEP 19 2011

TAX \$ _____
BY: BE

SUPP

Filer:
Nixon Peabody LLP
1100 Clinton Square
Rochester, NY 14604-1792

Customer Reference #38095

LCS
DRAWDOWN - #AL

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FILING RECEIPT

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ENTITY NAME: SOUTHSIDE HOSPITAL

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)
PROCESS PROVISIONS

COUNTY: SUFF

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FILED:04/16/2018 DURATION:***** CASH#:180416000830 FILM #:180416000786

FILER:

NORTHWELL HEALTH, INC.
2000 MARCUS AVENUE

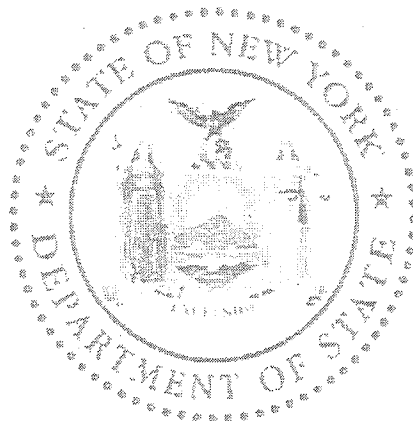
NEW HYDE PARK, NY 11042

ADDRESS FOR PROCESS:

THE CORPORATION
ATTN ADMINISTRATION
BAY SHORE, NY 11706

301 E MAIN STREET

REGISTERED AGENT:



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SERVICE COMPANY: C T CORPORATION SYSTEM - 07

SERVICE CODE: 07

FEEs 55.00

FILING 30.00
TAX 0.00
CERT 0.00
COPIES 0.00
HANDLING 25.00

PAYMENTS 55.00

CASH 0.00
CHECK 0.00
CHARGE 0.00
DRAWDOWN 55.00
OPAL 0.00
REFUND 0.00

10828932SD

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DOS-1025 (04/2007)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
April 19, 2018.



A handwritten signature in black ink, appearing to read "Brendan Fitzgerald", is written over a horizontal line.

Brendan Fitzgerald
Executive Deputy Secretary of State

CT-07

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**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SOUTHSIDE HOSPITAL**

Under Section 803 of the New York Not-for-Profit Corporation Law

I, THE UNDERSIGNED, Michael J. Dowling, being the President and Chief Executive Officer of Southside Hospital, do hereby certify:

1. The name of the corporation is Southside Hospital (the "Corporation").
2. The Certificate of Incorporation of the Corporation was filed by the Department of State on April 23, 1913 under the Membership Corporations Law.
3. The Corporation is a corporation as defined in subparagraph (a) (5) of Section 102 of the Not-for-Profit Corporation Law.
4. The Certificate of Incorporation of the Corporation is hereby amended, as authorized by Section 801 of the Not-for-Profit Corporation Law, to add a new Paragraph SEVENTH to the Certificate of Incorporation wherein the Corporation delegates, pursuant to Section 701 of the Not-for-Profit Corporation Law, decision-making authority on behalf of the Corporation concerning matters with respect to the medical staff, graduate staff and allied health professional staff of the Corporation.
5. To effectuate the amendment described in Paragraph 4 of this Certificate of Amendment, a new Paragraph SEVENTH is hereby added to the Certificate of Incorporation to read as follows:

SEVENTH: The Corporation delegates to Northwell Quality and Medical Affairs, Inc., pursuant to Section 701 of the Not-for-Profit Corporation Law, decision-making authority on behalf of the Corporation concerning appointments, reappointments, changes in status, clinical privileges and departmental administrative matters with respect to the medical staff, graduate staff and allied health professional staff of the Corporation, and concerning such other matters with respect to the medical staff, graduate staff and allied health professional staff of the Corporation as may be set forth in the by-laws of the Corporation or in a resolution of the board of trustees of the Corporation. Either

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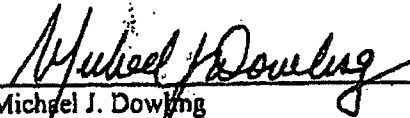
the board of trustees of the Corporation or the board of trustees of Northwell Quality and Medical Affairs, Inc. may exercise decision-making authority on behalf of the Corporation concerning matters with respect to which decision-making authority has been or may be delegated by the Corporation to Northwell Quality and Medical Affairs, Inc. as set forth above in this Paragraph. Excepted from the delegation of decision-making authority pursuant to this Paragraph is the taking of final action concerning corrective actions or adverse appointment recommendations under the medical staff bylaws and the rules and regulations of the medical staff of the Corporation which have been the subject of an appellate review by an appellate review committee of the board of trustees of the Corporation and/or of Northwell Quality and Medical Affairs, Inc. The taking of final action concerning such corrective actions or adverse appointment recommendations is expressly reserved to the board of trustees of the Corporation.

6. This amendment to the Certificate of Incorporation was authorized by vote of the sole member of the Corporation in accordance with Section 802 of the Not-for-Profit Corporation Law.
7. The Secretary of State of the State of New York is hereby designated the agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him as agent of the Corporation is 301 E. Main Street, Bay Shore, New York 11706, Attn: Administration.

[SIGNATURE PAGE FOLLOWS]

18041600075

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment on this 27th day of December, 2017, and hereby affirm, under penalties of perjury, that the statements herein are true.



Michael J. Dowling
President and Chief Executive Officer



PUBLIC HEALTH AND HEALTH PLANNING COUNCIL

Empire State Plaza, Corning Tower, Room 1805
Albany, New York 12237

(518) 402-0964
PHHPC@health.ny.gov

April 13, 2018

Lawrence A. Kraemer, Esq.
Northwell Health
2000 Marcus Avenue
New Hyde Park, New York 11042

Re: Certificate of Amendment of the Certificate of Incorporation of Southside Hospital

Dear Mr. Kraemer:

AFTER INQUIRY and INVESTIGATION and in accordance with action taken at a meeting of the Public Health and Health Planning Council held on the 12th day of April 2018, I hereby certify that the Public Health and Health Planning Council consents to the filing of the Certificate of Amendment of the Certificate of Incorporation of Southside Hospital, dated December 22, 2017.

Please email a copy of the Notice of Filing to the Operating Certificate Unit, at HFISmb@health.ny.gov

Sincerely,

Colleen M. Leonard
Colleen M. Leonard
Executive Secretary

RESOLUTION

RESOLVED that the Public Health and Health Planning Council, on this 12th day of April 2018 approves the filing of the Certificate of Amendment of Certificate of Incorporation of Southside Hospital, dated December 22, 2017.



PUBLIC HEALTH AND HEALTH PLANNING COUNCIL

Empire State Plaza, Corning Tower, Room 1805
Albany, New York 12237

(518) 402-0964
PHHPC@health.state.ny.us

August 7, 2019

Michael Moskowitz
Northwell Health
Strategic Planning and Program Development
2000 Marcus Avenue
New Hyde Park, NY 11042

Re: Certificate of Amendment of the Certificate of Incorporation of Southside Hospital

Dear Mr. Moskowitz:

I have received your letter dated August 6, 2019, requesting approval of the Certificate of Amendment of the Certificate of Incorporation of Southside Hospital under Section 803 of the Not-For-Profit Corporation Law of the State of New York. Your letter has been forwarded to the Division of Legal Affairs, Bureau of Health Facility Planning and Development for review and approval.

You will be notified when this request has been approved, or if additional information is required. Division of Legal Affairs staff may be reached at (518) 473-3303 if you have any questions.

Sincerely,

Colleen M. Leonard
Executive Secretary

cc: DLA

/cl



Department of Health

ANDREW M. CUOMO
Governor

HOWARD A. ZUCKER, M.D., J.D.
Commissioner

SALLY DRESLIN, M.S., R.N.
Executive Deputy Commissioner

August 25, 2016

Mr. Michael Moskowitz
Northwell Health
Strategic Planning and Program
Development
2000 Marcus Avenue
New Hyde Park, NY 11042

Re: **Southside Hospital**

Dear Mr. Moskowitz:

The request to use a new assumed name for the **Southside Hospital** has been reviewed by the Division of Hospitals and Diagnostic & Treatment Centers. In accordance with the regulations set forth in NYCRR 401.3(b), the Department hereby approves **Southside Hospital** to do business under the new assumed name **South Shore University Hospital**.

A revised operating certificate displaying the new assumed name **South Shore University Hospital**, will be issued upon notification that the assumed name has been filed with the Secretary of State. A copy of the filing receipt e-mailed to Mary E. Hart, Health Facilities Certificate Coordinator at mary.hart@health.ny.gov will serve as notification. If you have any concerns regarding this letter, please call (518) 402-0911.

Sincerely,

Barbara DelCogliano
Deputy Director
Division of Planning & Licensure

cc: Mr. Wettergreen
Regional Office
HFCU

Koelmel, Mary M (HEALTH)

From: Thomas, Grace A (HEALTH)
Sent: Wednesday, August 07, 2019 12:22 PM
To: Ngwashi, Marthe J (HEALTH); Koelmel, Mary M (HEALTH)
Cc: Leonard, Colleen M (HEALTH); Thomson, Lisa A (HEALTH)
Subject: Acknowledgment letter for Southside Hospital
Attachments: 19_Southside_Hospital.pdf; Southside Hospital.pdf; Certificate of Amendment.pdf; Southside 11.20.2018.pdf; SSH_DBA_DOH Approval Letter 8.25.2016.pdf

Grace

Grace A. Thomas

Public Health and Health Planning Council



Center for Health Care Facility Planning, Licensure and Finance

Corning Tower, Room 1805

Albany, New York 12237

(518) 402-0964

Grace.Thomas@health.ny.gov