

THE PENNSYLVANIA STATE UNIVERSITY

BOARD OF TRUSTEES

**RESOLUTION PROPOSED FOR ADOPTION
AT THE MEETING OF DECEMBER 15, 2017**

RESOLVED, that the officers of the University are authorized to enter such agreements with Highmark Inc., Highmark Health and Penn State Health as are necessary and advisable to provide for inclusion of Highmark Health as a minority member of Penn State Health consistent with the terms and conditions presented to the Board of Trustees;

AND FURTHER RESOLVED, that the Amended Articles of Incorporation and Bylaws as adopted by the Board of Directors of Penn State Health are hereby confirmed.