



**ALEGENT HEALTH
CATALYST FUND COMMITTEE CHARTER**

I. STATEMENT OF PURPOSE

The committee will act on behalf of Alegent Health consistent with Alegent’s mission, vision and the values of our sponsors, Immanuel Health Systems and Catholic Health Initiatives; to improve the health of the communities we serve, and shall be responsible for:

- Monitoring the health of the communities served by Alegent Health on an ongoing basis and providing a bi-annual report to the Board.
- Evaluating business plans pertaining to stated area(s) of focus and make annual funding recommendations regarding use of Catalyst Fund monies to the Alegent Board.
- Recommend to the Alegent Board new area(s) of focus based on the health of the communities served.

II. CALENDAR

- At the beginning of each year the Committee shall establish a proposed annual calendar to accomplish its purposes.
- The schedule shall be furnished to the Alegent Health Board Chair (the “Board Chair”) for discussion and planning with the Chief Executive Officer (“CEO”).

III. MEMBERSHIP

- The Committee shall be comprised of a minimum of 4 voting members appointed by the Board Chair.
- The Committee Chair (the “Chair”) will be a member of the Board of Directors and shall be appointed by the Board Chair.
- The Committee membership is representational and will be constituted as follows:
 - Two or more Alegent Health Board members, with one of the Board members serving as Chair
 - One Healthier Communities Expert from outside the Alegent PSA (primary service area)
 - CEO, Alegent Health [ex-officio]
 - Vice President of Mission Services, Alegent Health [ex-officio, non-voting]
 - Vice President of Ambulatory Development [non-voting]
 - Vice President of Alegent Health Foundation [non-voting]
- The CEO shall serve as a voting member of the Committee and the CEO and/or the CEO’s designee shall attend all Committee meetings.
- The CEO shall arrange for appropriate staff support.

IV. RESPONSIBILITIES AND DUTIES

The Board delegates to the Committee the express authority to do the following, to the fullest extent permitted by applicable law and Alegent Health's Amended and Restated Articles of Incorporation and Amended and Restated Bylaws ("Bylaws"):

- A. **Establish Metrics and Process.** The committee will establish data sources, metrics and process to monitor the "health" of the communities served by Alegent. Particular focus will be on trends in health as well as the identification of apparent unmet needs or gaps in services.
- B. **Review Business Plans.** The committee will periodically review business plans prepared by Alegent staff that address previously determined area(s) of focus and make recommendations to the Alegent Board accordingly. The committee's focus in review of the business plan(s) should particularly relate to the role of collaborative community partners in achieving the stated objective; e.g. strength and appropriateness of partners, clarity of role, and adequacy of resources assigned to partners, accountabilities, and achievement of identified outcomes.
- C. **New Focus Areas.** The committee will have the responsibility to identify and recommend to the Board new area(s) of focus which will result in staff initiating the business planning process. The recommendation will be based on the committee's documented health trends, medical disparities, or needs. This recommendation will either be requested by the Board or initiated by the committee but in either case, not more frequently than annually.
- D. **Emergency Response.** The committee will annually review use of any funds designated as Emergency Response.
- E. **Review Charter.** Annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Governance Committee for approval.
- F. **Annual Self-Evaluation.** Conduct an annual self-evaluation to determine whether the Committee is functioning effectively. The outcomes of the assessment process will be discussed with the Committee and a plan for improvements for the following year will be developed.

V. MEETINGS

- The Catalyst Fund Committee shall meet a minimum of two times per year.
- A special meeting of the Committee may be called by the Chair, upon the request of any two Committee members or by the Board Chair.
- The agenda of each meeting shall be prepared, approved by the Chair and circulated to each Committee member prior to the meeting date.
- Unless the Committee or the Board adopts other procedures, the provision of Alegent's Bylaws applicable to meetings of Board committees shall govern meetings of this Committee.

VI. MINUTES

Minutes of each meeting will be kept and forwarded to the Board accordingly.

VII. SUBCOMMITTEES

The Committee has the power to appoint subcommittees and their chairs, but no subcommittee will have any final decision making authority on behalf of the Board or the Committee.

VIII. RELIANCE; EXPERTS; COOPERATION

- A. **Retention of Advisors.** The Committee, upon concurrence of the Chair, has the power, in its discretion, to retain, at Alegent's expense, such advisors and experts as it deems necessary or appropriate to carry out its duties.
- B. **Reliance Permitted.** The Committee will act in reliance on management, Alegent's independent public accountants, internal auditors, and advisors and experts as it deems necessary or appropriate to enable it to carry out its duties.
- C. **Investigations.** The Committee has the power, in its discretion, to conduct any investigation it deems necessary or appropriate to enable it to carry out its duties.