

CHARTER REVIEW COMMISSION
Municipal Building Multi-Purpose Room
201 West Gray
Norman, Oklahoma

Monday, March 9, 2020
5:30 p.m.

1. Call to Order and Roll Call
2. Consideration of approval of the Charter Review Commission meeting minutes of February 10, 2020.
3. Continued discussion and possible action regarding the ward boundary creation process.
4. Discussion regarding of Article VI, Section 1, of the City Charter to consider increasing the number of members of the Board of Norman Regional Hospital Authority from nine to 11 members.
5. Discussion regarding the relationship between Norman Regional Hospital and the City of Norman for equitability of benefit versus burden to the respective parties.
6. Miscellaneous Discussion.
7. Adjournment.

It is the policy of the City of Norman that no person or groups of persons shall on the grounds of race, color, religion, ancestry, national origin, age, place of birth, sex, sexual orientation, gender identity or expression, familial status, marital status, including marriage to a person of the same sex, disability, retaliation, or genetic information, be excluded from participation in, be denied the benefits of, or otherwise subjected to discrimination in employment activities or in all programs, services, or activities administered by the City, its recipients, sub-recipients, and contractors. In the event of any comments, complaints, modifications, accommodations, alternative formats, and auxiliary aids and services regarding accessibility or inclusion, please contact the ADA Technician at 405-366-5424, Relay Service: 711. To better serve you, five (5) business days' advance notice is preferred.

CHARTER REVIEW COMMISSION MINUTES

February 10, 2020

The Charter Review Commission met at 5:42 p.m. in the Municipal Building Multi-Purpose Room on the 10th day of February 2020, and notice and agenda of the meeting were posted in the Municipal Building at 201 West Gray 24 hours prior to the beginning of the meeting.

CALL TO ORDER AND ROLL CALL.

PRESENT:

Ms. Aisha Ali
Mr. Doug Cubberley, Vice-Chairman
Ms. Carol Dillingham
Mr. Tom Hackelman
Mr. Richard Stawicki
Mr. Bob Thompson, Chairman
Mr. Bryan Vinyard
Ms. Shon Williamson-Jennings (5:45)

ABSENT:

Mr. Trey Bates
Mr. Jim Eller
Mr. Jim Griffith
Mr. Greg Jungman
Mr. Kenneth McBride
Mr. Kevin Pipes

STAFF PRESENT:

Ms. Kathryn Walker, City Attorney
Ms. Brenda Hall, City Clerk
Ms. Joyce Green, Geographical
Information Systems (GIS) Manager

Item 2, being:

CONSIDERATION OF APPROVAL OF THE CHARTER REVIEW COMMISSION MEETING MINUTES OF JANUARY 13, 2020.

Commissioner Ali moved that the minutes be approved, which motion was duly seconded by Commissioner Stawicki;

Items submitted for the record

1. Charter Review Commission minutes of January 13, 2020

and the question being upon approval of the minutes and upon the subsequent directive, a vote was taken with the following result:

Item 2, continued:

YEAS: Commissioners Ali, Cubberley, Dillingham,
Hackelman, Stawicki, Vinyard, Chairman
Thompson

NAYES: None

Chairman Thompson declared the motion carried and the minutes approved; and the filing thereof was directed.

*

Discussion of Items 3 and 4 were combined.

Items 3 and 4, being:

CONTINUED DISCUSSION AND POSSIBLE ACTION REGARDING REVIEWING POTENTIAL LOOPHOLES USED TO SKIRT THE OPEN MEETING ACT.

CONTINUED DISCUSSION AND POSSIBLE ACTION REGARDING REVIEWING EXECUTIVE SESSION RESRICTIONS AND APPROPRIATE LIMITS OF USE VERSUS OVERLY EXPANSIVE SUCH THAT IT PROVIDES COVER TO SKIRT THE OPEN MEETING ACT.

Chairman Thompson said last month the Commission requested additional information and/or specific examples Council wanted them to consider on this topic. He spoke with Councilmember Petrone, who requested this be included in the review, and she shared her concerns regarding using an executive session for a threat of a lawsuit leaving Councilmembers unable to discuss the lawsuit with the public or decisions Council is trying to make regarding the lawsuit. Current Open Meeting Act language states an executive session can be held regarding confidential communications between a public body and its attorney regarding pending investigations, claims, or actions. He said Councilmember Petrone wondered what constitutes pending litigation, is it simply a threat or is it a formalized process that creates pending litigation? Her concern was that if someone does not like Council's decisions they can sue the City, which can then become something taken behind closed doors. He asked Ms. Walker to discuss when executive sessions become necessary and Ms. Walker said this particular section relies on the advice of the City Attorney. She said there is case law that talks about pending investigation, claims, or actions that include threatened litigation and the balancing of responsibility to be transparent with the public and responsibility of representing the City and that is the language Staff has relied upon for executive sessions. She said there is also attorney/client confidentiality communications that are not subject to the Open Records Act (ORA) and she felt it is better to have language on an agenda in order for the public to know what is being discussed rather than doing everything by confidential communication. She said in the case of the University North Park Tax Increment Finance (UNPTIF) District, the City did receive one or two letters of threatened litigation letters as well as a petition in support of litigation that outlined the causes of action. She said Staff took that to be a very serious threat that needed to be discussed in an executive session.

Items 3 and 4, continued:

Commissioner Vinyard asked if the process of entering into an executive session is based on information received by the City Attorney who then feels this is something to be presented to Council or is that determined by a majority of Council? Ms. Walker said the City Attorney decides if an item needs to be discussed in executive session prior to presentation to Council. She said Council has to vote to convene into executive session.

Commissioner Dillingham said Council voting to adjourn into executive session is an important point and one of the things she spends a lot of time on at the County level is trying to educate clients to make sure they understand that if they strongly feel that the subject is something they would rather air publicly then she will list the pros and cons of doing that. She said there are often pretty serious privacy issues involved when dealing with employment law or threatened litigation and attorneys do not want people to know their strategies so it can be very difficult to balance all those interests. She is hesitant to add something to the Charter that would take away the important flexibility necessary to protect all of the many interests or takes away the City Attorney's ability to protect the City.

Chairman Thompson suggested executive sessions pertaining to potential or pending litigation must be accompanied by a demand letter from the client's attorney or a demand letter from the claimant filing pro se (individual filing without an attorney) and verified by the City Attorney that litigation will be pro se.

Co-Chairman Cubberley said the Commission has to be careful about tying the hands of the City Attorney to be able to talk to their client who is the City Council. He said even litigation filed pro se does not stop a claimant from hiring or firing an attorney at any time during the process. He agreed with Commissioner Dillingham about protecting the City's interests. He asked what recent issues have required executive sessions and Ms. Walker said condemnations, workers comp cases, employee union issues, and UNPTIF.

Commissioner Williamson-Jennings asked if the City has criteria the City Attorney uses to determine if something is a legitimate threatened litigation and Ms. Walker said no, most cases are actual pending litigation or tort claims where the City knows there is going to be potential litigation. The other option is sending communications to Council that never becomes public and no one knows the items are being potentially discussed so she feels more transparent posting executive session on an agenda.

Commissioner Stawicki and Co-Chairman Cubberley said they did not see any abuse of the use of executive session when they were on Council.

Commissioner Stawicki said he did have a problem with the three on three meetings that have been discontinued.

Commissioner Hackelman said the executive session tool is good, but over the past year and a half there has been public sentiment that issues are being discussed in executive session merely to keep information out of the public's eye. He said as long as there is a tangible reason for an executive session then he is okay with holding executive sessions.

Items 3 and 4, continued:

Chairman Thompson said there seems to be a preference to provide maximum transparency by placing the executive session on the agenda versus less transparency through attorney client privilege communications. He said Council has to vote on whether or not to adjourn into executive session so that puts the onus on Council.

Chairman Thompson said Councilmember Petrone suggested executive sessions be taped so new Councilmembers can get up to speed on the issues.

Ms. Brenda Hall, City Clerk, said materials and discussions in executive sessions are privileged information and cannot be shared. She said in all her years of attending training on the Open Meeting Act, taping executive sessions has never been recommended. She said once it has been recorded, it can be considered discoverable in court and can be used in litigation against the City.

Co-Chairman Cubberley said the City Attorney can meet with new Councilmembers to fill them in on the executive session items.

Commissioner Ali said there may be a lack of trust in the City Attorney providing information to the new Councilmember making the discussion feel less transparent and felt the UNPTIF executive session discussions seem to be overshadowing decisions in regards to the Charter amendment review.

Commissioner Dillingham said recording executive sessions is a slippery slope because there will be arguments as to whether or not the recordings are discoverable or if and when they become an open record.

Co-Chairman Cubberley said every new Councilmember feels left out to a certain extent on many issues just because they have not been involved in the discussions and that is just the nature of turnover.

Chairman Thompson said there seems to be consensus to take no action on recording executive sessions and members concurred.

Commissioner Dillingham said the Charter Review Commission unanimously supports maximum transparency; however, because the City has existing adequate checks and balances she felt there was no need to change language in the Charter.

Item 3 and 4, continued:

Co-Chairman Cubberley moved that no action be taken on this item, which motion was duly seconded by Commissioner Vinyard; and the question being upon taking no action on this item, a vote was taken with the following result:

YEAS: Commissioners Ali, Cubberley, Dillingham, Hackelman, Stawicki, Vinyard, Williamson-Jennings, Chairman Thompson

NAYES: None

Commissioner Thompson declared the motion carried and no action was taken on this item.

*

Item 5, being:

CONTINUED DISCUSSION REGARDING THE WARD BOUNDARY CREATION PROCESS.

Ms. Walker said the City used to have a Reapportionment Commission and one of changes of the last Charter Review Commission was to appoint an Ad Hoc Committee in certain situations only, such as annexation or de-annexation of property and during the last quarter of the calendar year prior to the release of the Census, or upon the unanimous recommendation of City Council.

Commissioner Vinyard left the meeting at 6:14 p.m.

Ms. Walker said criteria for the ward boundaries are set up by ordinance to be formed so as to equalize, as nearly as practicable, the population of the wards. In addition, each ward should be formed of compact contiguous territory with boundaries drawn to reflect and respond to communities of common interest, ethnic background, and physical boundaries to the extent reasonably possible. Ward lines shall not create artificial corridors which in effect separate voters from the ward to which they most naturally belong. She said the Ad Hoc Committee will meet after the 2020 Census to review ward boundaries.

Chairman Thompson asked if the Ad Hoc Committee is allowed to take into consideration voter participation in a ward and Ms. Walker said no, they can consider population, but not participation.

Co-Chairman Cubberley said when he was elected to Council in 2001 he represented a small piece of ward that changed boundaries three times over a ten year period. He said sometimes there is more growth in certain parts of the City and reviewing ward boundaries every ten years seems to be more practical.

Item 5, continued:

Commissioner Dillingham agreed and said a portion of her ward (Ward 4) went back and forth between Ward Four and Ward Eight over several years.

Chairman Thompson suggested discussion be postponed until the Charter Review Committee can determine Council's specific concerns about the ward boundary process.

Co-Chairman Cubberley moved to postpone this item until further notice, which motion was duly seconded by Commissioner Hackelman;

Items submitted for the record

1. Draft Charter Review Commission Article XX – Reapportionment.
2. Current Charter Provisions for Article XX – Reapportionment
3. Reapportionment/Ward Boundary Creation and Review Process

and the question being upon postponing this item until further notice, a vote was taken with the following result:

YEAS: Commissioners Ali, Cubberley, Dillingham, Stawicki, Williamson-Jennings, Chairman Thompson

NAYES: None

Chairman Thompson declared the motion carried and the item was postponed until further notice.

*

Item 6, being:

MISCELLNEOUS DISCUSSION.

Ms. Hall said future items to be discussed includes the request from Norman Regional Health Systems to expand their board members, examining the relationship between NRHS and the City of Norman, and utility rates.

Commissioners asked if Councilmember Petrone could attend the next meeting to explain her concerns regarding items she requested to be reviewed.

*

Item 7, being:

ADJOURNMENT.

Chairman Thompson declared the meeting adjourned at 6:55 p.m.

ITEM 3

WARD BOUNDARY PROCESS

CHARTER REVIEW COMMISSION

February 10, 2020

Article XX– Reapportionment.

Background:

Article XX of the City of Norman’s Charter sets out the reapportionment process. Currently, under Article XX a Reapportionment Ad Hoc Committee reviews and ensures that the wards are formed “of compact, contiguous territory with boundaries drawn to reflect and respond to communities of common interest, ethnic background, and physical boundaries, to the extent reasonably possible.” 11 O.S. 11-20-101 (2014) proscribes that municipalities review wards and ward boundaries following the Census and change the boundaries or number of wards if necessary. Wards must be substantially equal in population. 11 O.S. 11-20-101 (2014). When establishing ward boundaries, a municipality should try to avoid subdividing precincts established by a county election board. *Id.* Under 11 O.S. 11-20-102 (2014), a change in the name, boundaries, or number of wards in a municipality may be proposed at any time by: (1) a resolution of the municipal governing body; or (2) an initiative petition filed with the governing body of the municipality.

In 2013, the CRC suggested substantial restructuring of the reapportionment process. First, the CRC suggested that the standing Reapportionment Commission, which was made up of members with five year terms, be changed to the Reapportionment Ad Hoc Committee. The Reapportionment Ad Hoc Committee would be appointed and convened when: a) the City proposes to annex or de-annex property; b) during the last quarter of the calendar year prior to the release of the Census; or c) upon the unanimous recommendation of City Council. The CRC suggested striking the language requiring a mandatory meeting because the Reapportionment Commission members’ had concerns “that changing ward boundaries too frequently results in voter confusion.” (2013 Art. XX Background Sheet). The 2013 Art. XX Background Sheet also cited concerns that that a City Council initiated reapportionment could become political and was not necessary. The U.S. Supreme Court has stated that “[D]ecennial reapportionment appears to be a rational approach to readjustment of legislative representation in order to take into account population shifts and growth.” *Reynolds v. Sims*, 377 U.S. 533, 583 (1964).

Finally, the CRC suggested adjusting the deadlines for convening the Committee and providing a resolution to the City Council. The CRC suggested that in the case of proposed annexation or de-annexation, members of the Reapportionment Committee be appointed within ninety days of adoption of the proposal. Also, for purposes of reviewing the Census, the CRC suggested that members of the Reapportionment Committee be appointed six months prior to the Census year. Regarding the Committee’s resolutions to retain or readjust the ward boundaries, the CRC suggested that the Committee provide a resolution to City Council 180 days after the appointment of the Committee or after the issuance of the Census. This was an increase from the previous 90 day deadline. The CRC then suggested adding language to Section 5 allowing City Council to either “adopt the resolution without modification, reject the resolution, or adopt the resolution with such modification as the Council deems necessary.” The previous language only allowed council to either adopt the resolution or not.

The City Council unanimously approved the 2013 CRC's recommendations on July 17, 2014. Voters later adopted the language into the Charter.

Proposed Change:

There is no specific proposed language at this time.

Current Charter Provisions

ARTICLE XX. - REAPPORTIONMENT

Section 1. - Reapportionment Ad Hoc Committee.

There shall be a Reapportionment Ad Hoc Committee, which shall consist of nine voting members appointed by the Council on nomination by the Mayor. All members of the Reapportionment Ad Hoc Committee shall be registered voters of the City and shall hold no other office or position of employment in the City government.

Section 2. - Appointment and meetings of the Reapportionment Ad Hoc Committee.

The Reapportionment Ad Hoc Committee shall meet to review and make recommendations on ward boundaries as follows:

- a. When the City proposes to annex or de-annex property; or
- b. During the last quarter of the calendar year prior to the release of the Federal Decennial Census and continuing through the release of the final Census; or
- c. Upon the unanimous recommendation of City Council.

In the case of proposed annexation or de-annexation, members of the Reapportionment Ad Hoc Committee shall be appointed within ninety (90) days of adoption of any such proposal. For purposes of reviewing the Federal Decennial Census, members of the Reapportionment Committee shall be appointed six (6) months prior to the year of the issuance of such census. The Reapportionment Ad Hoc Committee's members shall be residents and registered voters of the City's wards, (one at-large and one from each ward).

Section 3. - Criteria for ward boundaries.

No later than one hundred and eighty (180) days after the appointment of the Reapportionment Ad Hoc Committee pursuant to Section 2(a) or 2(c) herein, or after the issuance of the Federal Decennial Census when the Committee is appointed pursuant to Section 2(b) herein, the Committee shall pass and refer to the City Council a resolution to retain or readjust the wards and their boundaries to comply with the standards set out herein. Wards should be formed so as to equalize, as nearly as practicable, the population of the several wards. In addition, each ward should be formed of compact, contiguous territory with boundaries drawn to reflect and respond to communities of common interest, ethnic background, and physical boundaries, to the extent reasonably possible. Ward lines shall not create artificial corridors which in effect separates voters from the ward to which they most naturally belong.

Section 4. - Public hearing on proposed boundaries; votes required for passage.

At least ten (10) days before voting on the resolution, the Reapportionment Ad Hoc Committee shall hold a public hearing thereon. At least five (5) votes shall be required for passage of the resolution, and the vote on passage shall be by roll call and shall be entered in the minutes of the Committee. A map showing the wards and their boundaries shall be appended to the resolution.

Section 5. - Council shall have final authority.

The resolution shall then be referred to the City Council which shall, within thirty (30) days, conduct a public hearing on the proposed resolution and adopt the resolution without modification, reject the resolution, or adopt the resolution with such modification as the Council deems necessary. If any changes in ward boundaries are adopted by City Council, such changes shall also be adopted by ordinance and codified in the Code of the City of Norman. In any alteration or amendment of the resolution as proposed by the Reapportionment Ad Hoc Committee, the City Council shall use the same criteria for ward boundaries as hereinabove adopted for the use of the Reapportionment Ad Hoc Committee.

Thereupon, the new wards and boundaries shall supersede the previous wards and boundaries for purposes of the next primary and general election, and for all other purposes on the day on which the terms of the Councilmembers elected that year begin.

Section 6. - Annexed territory; reapportionment between census report.

When territory is annexed to the City, the Reapportionment Ad Hoc Committee, by resolution in the manner provided hereinabove, shall incorporate it into the adjacent ward or wards or shall readjust the wards and boundaries in the manner provided hereinabove, as it deems appropriate.

Reapportionment/Ward Boundary Creation and Review Process

City	Charter Citation	Language
Stillwater	N/A	No wards
Oklahoma City	Art. XI Sec. 1— 2	<p>“If and when the population as ascertained by the said Federal Decennial Census in any ward is greater than any other ward, it shall be the mandatory duty of the Council to redistrict the wards by changing the boundaries of the existing wards or creating additional wards so as to equalize, as nearly as practicable, the population of the several wards of the City, and shall by ordinance define the boundaries thereof. The wards shall be as compact in form as possible and ward lines shall not set up artificial corridors which in effect separate voters from the ward to which they most naturally belong.”</p> <p>“The City Council may, at other periods than those directed in Section 1 hereof, in the manner and upon the basis stated and provided for in Section 1 hereof, create additional wards or change the boundaries of existing wards so as to equalize, as nearly as practicable, the population of the several wards of the City.”</p>
Edmond	Art I Sec. 2	“The boundaries of said City, and the respective wards thereof shall be the same as at the time of the adoption of this Charter and until changed as provided for by law.”
Midwest City	Art. II Sec. 1	“The council, by ordinance, shall divide the city into six (6) wards and may change the wards and ward boundaries to correct for inequities in population. However, such a review of boundaries shall occur within two (2) years following the national census certification, or following annexation or de-annexation of land. The wards shall be as nearly equal in population as practicable, and shall be numbered from one to six.”
Lawton	Section C-6-2	<p>Lawton has a Redistricting Commission comprised of eight ward representatives and the planning director. “Upon receipt of the results of the U.S. Census every tenth year, and at other times it deems desirable, the Redistricting Commission shall within a reasonable time, convene and approve a resolution, to be filed with the City Clerk, readjusting the wards and their boundaries to comply with the following requirements:</p> <ul style="list-style-type: none"> (1) Each ward shall be formed of compact, contiguous territory with boundaries drawn to reflect and respond to communities of common interest, ethnic background, and physical boundaries, to the extent reasonably possible; and (2) The wards shall be substantially equal in population.” <p>The process for reapportionment is as follows:</p> <p>“At least ten (10) days before passing the resolution, the Redistricting Commission shall hold a public hearing thereon. At least five (5) votes shall be required for passage of the resolution, and the vote on passage shall be by roll call and shall be entered in the minutes of the commission. A map showing the wards and their boundaries shall be appended to the resolution. The resolution shall go into effect when filed with the city clerk. Thereupon, the new wards and boundaries shall supersede the previous wards and boundaries for purposes of the next primary and general election, and for all other purposes on the day on which the terms of the councilmembers elected that year begin.”</p> <p>In the event that property is annexed to the city, “the Redistricting Commission, by resolution in the manner provided hereinabove, shall incorporate it into the adjacent ward or wards or shall readjust the wards and boundaries as provided hereinabove, as it deems appropriate.”</p>

ITEM 4 & 5

**NORMAN REGIONAL
HOSPITAL AUTHORITY**

CHARTER REVIEW COMMISSION

March 9, 2020

Article IX– Hospital.

Background:

Resolution R-1819-66, as amended, included two items in the charge of the CRC related to the hospital. First, Section 5(l), which asks the Commission to consider recommending an amendment to Article IX, Section 1 of the Charter to increase the number of board members for the Norman Regional Hospital Authority from 9 to 11, was requested by the Hospital. Language accomplishing this change is provided below for your consideration. Section 5(r) of the resolution asked that the Commission revisit the relationship between Norman Regional Hospital and the City for equitability of benefit versus burden to the respective parties and make a recommendation. A brief history of the relationship between the hospital and the City is provided for your consideration. Additionally, the trust indenture creating the hospital authority is attached.

Norman’s first hospital, the American Legion Memorial Hospital, opened after World War I to address the needs of the growing community. During World War II, the hospital closed due to shortages of trained medical personnel. News reports from the time captured stories of people losing loved ones because of the travel time to the nearest hospitals in Oklahoma City. Norman’s Charter was amended in 1945 to include provisions for a municipal hospital. In 1946, Norman Municipal Hospital opened at 901 N. Porter to address the need for a local hospital. The original hospital had 61 beds and 29 employees. After 20+ years of managing the hospital, the City created the Norman Municipal Hospital Authority (now the Norman Regional Hospital Authority), a public trust, in 1969 to provide for the operations of the hospital and allow the hospital the benefits of a public trust without subjecting the City to the liability and financial responsibility related to operating a hospital. The City of Norman has always been the sole public beneficiary of the trust.

Public trusts exist as an independent legal entity, separate and distinct from the beneficiary. The beneficiary, here, the City, is able to enjoy the benefits of the public functions met by the trust, without being liable for lawsuits, financial obligations, etc. Unlike the City’s other public trusts (NUA, NMA, etc.), this particular trust indenture was written to provide for trustees that are separate and independent from the City Council. Instead, the Mayor, with the consent of Council, appoints the trustees to the Norman Regional Hospital Authority (“NRHA”) Board of Directors. The trustees are specifically empowered by the trust indenture with having and exercise exclusive management and control of the Trust properties, making and performing contracts, adopting rules, regulations, policies and procedures for the regulation of its affairs and conduct of its business, acquiring property, making investments, financing facilities, etc. (See Article VII, Amended and Restated Trust Indenture). The City, as beneficiary, has no authority to control or direct the actions of the Trustees. (Article VIII, Amended and Restated Trust Indenture). The Trust Indenture can be amended only by approval of 2/3rds of the Trustees and approval of the Beneficiary so long as no outstanding indebtedness is secured by the Trust Estate (Article X, Amended and Restated Trust Indenture).

Since 1945, the Norman Regional Health System (“NRHS”) has grown to be a multi-campus system providing health and wellness services for south central Oklahoma. The Porter Avenue Norman Regional Hospital currently serves as an acute-care facility and is licensed for 219 beds. The HealthPlex campus at Tecumseh and I-35, open several years ago and is licensed for 168 beds and features Cardiovascular Services, Spine and Orthopedic Surgery, and Women’s and Children’s Services. NRHS also includes a healthcare facility in Moore as well as outpatient diagnostic centers, medical transport services, physician services, centers of excellence, durable medical equipment supplies, a primary care network, community wellness services and employer health services. NRHS employs more than 3,000 people and have more than 375 physicians on staff.

Over the past several years, NRHS has undertaken a process to develop a strategic long range plan (“Inspire Health”) to more effectively and efficiently provide high quality healthcare in south central Oklahoma. Council, as representatives of the beneficiary of the hospital trust, approved debt financing for the implementation of this plan in November 2019.

Proposed Change:

Article IX. – Hospital.

The Mayor, with the approval of the City Councilmembers, shall appoint a Board of Norman Regional Hospital Authority consisting of ~~nine~~eleven registered voters who shall serve for a term of three years. In case of a vacancy in the Board, an appointment to fill the unexpired term shall be made in the same manner as the original appointments. The City Manager shall be ex-officio member of the Board of Norman Regional Hospital Authority but he shall have no vote. His advice and services shall be given to the Board in the planning and execution of its work.

AMENDED AND RESTATED
TRUST INDENTURE

FILED

JUN 15 2000

OKLAHOMA SECRETARY
OF STATE

KNOW ALL MEN BY THESE PRESENTS:

THIS AMENDED AND RESTATED TRUST INDENTURE ("Trust Indenture"), dated as of the 28th day of April, 2000, by and among the City Council of the City of Norman and the Trustees of Norman Regional Hospital Authority ("Trustees"), hereby amends and restates in its entirety the original Trust Indenture dated as of the 15th day of December, 1969, forming and creating Norman Regional Hospital Authority (referenced herein as the "Trust"), as set forth below:

W I T N E S S E T H :

That in consideration of the payment by the original Trustor, Ronald Shuman, to the Trustees of the sum of One Dollar (\$1.00), receipt of which is hereby acknowledged, the mutual covenants herein set forth, and other valuable considerations, the said Trustees agree to hold, manage, invest, assign, convey, lease and distribute as herein provided, authorized and directed, such property as Trustor, or others, may from time to time assign, transfer, lease, convey, give, bequeath, devise or deliver unto this Trust or the Trustees hereof.

TO HAVE AND TO HOLD such property and the proceeds, returns, rents, profits and increases thereof unto said Trustees and said Trustees' successors and assigns, but nevertheless in trust, for the use and benefit of the City of Norman, Oklahoma, hereby designated as Beneficiary of this Trust and hereinafter referred to as Beneficiary, and upon the following trusts, terms and conditions herein stated.

ARTICLE I

CREATION OF TRUST

The Trust is created and established for the use and benefit of the Beneficiary, for the public purposes and functions hereinafter set forth, under the provisions of Title 60, Oklahoma Statutes 1991, Section 176 *et seq.*, the Oklahoma Trust Act and other applicable statutes and laws of the State of Oklahoma.

ARTICLE II

NAME

The name of this Trust shall be "Norman Regional Hospital Authority", hereinafter referred to as Trust. The Trustees shall conduct all business and execute or authorize the execution of all instruments and otherwise perform the duties and functions required in the execution of this Trust.

ARTICLE III

PURPOSES

The purposes of this Trust are:

(1) To plan, establish, develop, construct, enlarge, remodel, improve, make alterations, extend, maintain, equip, operate, lease, furnish and regulate hospitals, extended care facilities, clinics, community mental health centers, geriatrics facilities and related facilities, including, but not limited to, laboratories, out-patient departments and facilities, nurses' homes, central service facilities and training facilities, operated in connection with hospitals, extended care facilities, clinics, community mental health centers, geriatrics facilities, and related facilities including the construction, installation, equipment and maintenance of facilities for the treatment of those persons needing surgical or medical care, and also including facilities for staff, which are or shall be of public use; to acquire, construct, purchase, install, equip, maintain, repair, enlarge, remodel and operate buildings and other facilities for use by the United States of America, the State of Oklahoma or any municipality or political subdivision of the State of Oklahoma, including the Beneficiary, or for use by authorities or agencies of the same.

(2) To hold, maintain and administer any leasehold rights in and to physical properties demised to the Beneficiary and to comply with the terms and conditions of any such lease.

(3) To acquire by lease, purchase or otherwise, and to plan, establish, develop, construct, enlarge, improve, extend, remodel, maintain, equip, operate, furnish, regulate and administer any and all physical properties (real, personal or mixed), rights, privileges, immunities, benefits and any other things of value, designated or needful for utilization in furnishing and providing of services in connection with the types of facilities and services set forth in Paragraph (1) above; to finance and refinance and to enter into contracts of purchase, lease-purchase or other interest in or operation and maintenance of such properties, and revenue thereof, and to comply with the terms and conditions of any such contracts, leases or other contracts made in connection with the acquisition, equipping, maintenance and disposal of any of said properties; and to relinquish, dispose of, rent or otherwise make provisions for properties owned or controlled by the Trust but no longer needful for trust purposes.

(4) To transact business anywhere in the State of Oklahoma to the extent it benefits the citizens of the Beneficiary.

(5) To provide funds for the cost of financing, refinancing, acquiring, constructing, purchasing, equipping, maintaining, leasing, repairing, improving, extending, enlarging, remodeling, holding, storing, operating and administering any or all aforesaid hospitals, buildings, facilities, and all properties (real, personal or mixed) needful for executing and fulfilling the Trust purposes as set forth in this instrument and all other charges, costs, and expenses necessarily incurred in connection therewith and in so doing, to incur indebtedness, either unsecured or secured by all or any part of the Trust Estate and its revenues.

(6) To expend all funds coming into the hands of the Trustees as revenue or otherwise for the payment of any indebtedness incurred by the Trustees for purposes specified herein, and in the payment of the aforesaid costs and expenses, and in payment of any other obligation properly chargeable against the Trust Estate, and to distribute the residue and remainder of such funds to the Beneficiary municipality upon termination of the Trust pursuant to Article IX.

ARTICLE IV

DURATION OF TRUST

This Trust shall continue in existence until it shall be terminated as hereinafter provided.

ARTICLE V

THE TRUST ESTATE

The Trust Estate shall consist of:

(1) The funds and property presently in the hands of the Trustees or to be acquired or constructed by Trustees and dedicated by the Trustor and others to be used for trust purposes.

(2) Any and all leasehold rights remised to the Trustees by the Beneficiary as authorized and empowered by law.

(3) Any and all money, property (real, personal or mixed), rights, choses in action, contracts, leases, privileges, immunities, licenses, franchises, benefits, and all other things of value coming into the possession of the Trustees pursuant to the provisions of this Trust Indenture.

The instruments executed for each project, and such issuance of Trustees' bonds and other indebtedness, shall set out the specific property of the Trust Estate exclusively pledged and mortgaged for the payment of such indebtedness.

ARTICLE VI

THE TRUSTEES

(1) The voting Trustees of this Trust shall be nine (9) in number, each of whom shall be appointed by the Mayor with the approval of the City Council of the City of Norman, Oklahoma. The names and terms of the current appointed Trustees are:

<u>Name</u>	<u>Term Expires</u>
Rev. G. Hugh Wilson, Ph.D.	December 2000
Don Sickles	December 2000
Richard Harkness, M.D.	December 2000
Andrea M. West, R.N., Ph.D.	December 2001
Janie Powell	December 2001
Rainey Powell	December 2001
Joseph L. Thacker	December 2002
Jequita H. Napoli	December 2002
William C. McCurdy, M.D.	December 2002

After completion of the terms set forth above, the terms of office shall be staggered three (3) year terms and each Trustee shall serve until his/her successor is approved and qualified. Upon the end of such Trustee's term, or upon such Trustee vacating his or her office, the Mayor of the City of Norman, with the approval of the City Council, shall appoint a Trustee to fill the vacancy. A vacancy shall be deemed to exist in the case of death, disability, resignation or removal of any Trustee. Any position of Trustee filled by the appointment of a successor upon completion of a Trustee's term shall be for a term equal to the term of office of the Trustee whose term has expired. The remaining Trustees may submit a list of proposed names to the Mayor for the successor Trustee, who shall be appointed by the Mayor with the approval of the City Council. The vacant position of a Trustee filled shall be for the remainder of the vacating Trustee's unexpired term. A Trustee may be reappointed to succeed himself/herself. Any Trustee appointed by the Mayor with the approval of the City Council may be removed for cause, under applicable law. The current Chief of Staff and the Chief of Staff Elect of Norman Regional Hospital, the Chief Executive Officer of the Trust and the City Manager of the Beneficiary may be ex-officio members of the Board of Trustees of the Trust, but shall have no vote. All Trustees shall serve without compensation but shall be reimbursed for actual expenses incurred in the performance of their duties hereunder.

(2) A quorum of the Board of Trustees shall consist of a minimum of five (5) Trustees. The affirmative vote of at least six (6) Trustees shall be required for the approval of any amendments to this Trust Indenture or any Bylaws of the Board of Trustees. On all other matters, the following number of affirmative votes shall be required for the approval of any action based upon the number of Trustees present:

Number of Trustees Present

Affirmative Votes Required

9	5
8	5
7	4
6	4
5	4

(3) The Trustees may appoint a Chair of the Trustees who shall preside at all meetings and perform other duties designated by the Trustees. The Trustees shall designate the time and place of all regular meetings.

(4) The Trustees may appoint a Vice Chair/Secretary who shall act in the place of the Chair during his or her absence, keep minutes of all meetings of the Trustees and maintain complete and accurate records of all their financial transactions, all such minutes, books and records to be on file in the office of the Trust. The Trustees may appoint one or more Assistant Secretaries to perform such duties as may be assigned to such officers at any time and from time to time by the Trustees.

(5) The Trustees shall appoint a Chief Executive Officer of the Trust (whether designated as President, Administrator, or otherwise). The Chief Executive Officer shall act as general manager for the Trust Estate and may cause the Trust to employ such other clerical, professional, legal and technical assistance as may be deemed necessary in the discretion of the Trustees to properly operate the business of the Trust Estate, and may either directly or through his or her designees, fix their duties, terms of employment and compensation. The Chief Executive Officer of the Trust shall administer the business of the Trust Estate as directed from time to time by the Trustees. The Chief Executive Officer of the Trust may be an ex-officio member of the Board of Trustees, but shall have no vote.

(6) Bonds or other evidences of indebtedness to be issued by the Trustees shall not constitute an indebtedness of the State of Oklahoma, nor of the Beneficiary, nor personal obligations of the Trustees of the Trust, but shall constitute obligations of the Trust payable solely from the Trust Estate.

(7) The Trustees, the State of Oklahoma, and the Beneficiary hereof shall not be charged personally with any liability whatsoever by reason of any act or omission committed or suffered in the performance of such Trust or in the operation of the Trust Estate; but any act or liability for any omission or obligation of the Trustees in the execution of such Trust, or in the operation of the Trust Estate, shall extend to the whole of the Trust Estate or so much thereof as may be necessary to discharge such liability or obligation, and not otherwise.

(8) Notwithstanding any other provision of this Trust Indenture which shall appear to provide otherwise, no Trustee or Trustees shall have the power or authority to bind or obligate any

other Trustee, or the Beneficiary, in his or its capacity, nor can the Beneficiary bind or obligate the Trust or any individual Trustee.

ARTICLE VII

POWERS AND DUTIES OF THE TRUSTEES

To accomplish the purposes of the Trust, and subject to the provisions and limitations otherwise provided in this Trust Indenture, the Trustees shall have, in addition to the usual powers incident to their office and the powers granted to them in other parts of this Trust Indenture, the authority to do, or cause to be done, all things which are incidental, necessary, proper or convenient to carry fully into effect the purposes enumerated in Article III of this Trust Indenture, with the general authority hereby given being intended to make fully effective the power of the Trustees under this Trust Indenture; and, to effectuate said purposes, the Trustees are specifically authorized (but their general powers are not limited thereby) with the following rights, powers, duties, authority, discretion and privileges, all of which may be exercised by them without any order or authority from any court:

(1) To finance, acquire, establish, develop, construct, enlarge, improve, extend, maintain, equip, operate, lease, furnish, provide, supply, regulate, hold, store and administer any of the facilities designated pursuant to Paragraph (1) of Article III hereof as the Trustees shall determine necessary for the benefit and development of the Beneficiary.

(2) To enter into contracts for the acquisition and construction of property, buildings and facilities authorized to be acquired and constructed pursuant to the terms of this Trust Indenture.

(3) To employ such architectural and engineering firm or firms as the Trustees deem necessary to prepare such preliminary and detailed studies plans, specifications, cost estimates and feasibility reports as are required in the opinion of the Trustees. The cost of such engineering and architectural work shall be paid out of the proceeds of the sale of bonds or from such other funds as may be available therefor.

(4) To enter into contracts for the sale of bonds, notes or other evidences of indebtedness or obligations of the Trust for the purpose of acquiring, equipping or constructing property, buildings, improvements and facilities authorized to be acquired or constructed pursuant to the terms of this Trust Indenture and for that purpose may:

(a) Employ a financial advisor, or committee of advisors, to advise and assist the Trustees in the marketing of such bonds, notes or other evidences of indebtedness or obligations, and to present financial plans for the financing of the acquisition or construction of each project, and to recommend to, or consult with, the Trustees concerning the terms and provisions of bond

indentures and bond issues, and may pay appropriate compensation for such work and services performed in the furtherance of the project.

(b) Sell all bonds, notes or other evidences of indebtedness or obligations of the Trust in whole or in installments or series and on such terms and conditions and in such manner as the Trustees shall deem to be in the best interest of the Trust Estate; and

(c) Appoint, select and compensate attorneys, underwriters, paying agencies and corporate trustees in connection with the issuance of any such bonds, notes, evidences of indebtedness or other obligations of the Trust.

(d) To purchase or redeem said bonds, notes or other evidences of indebtedness in whole or in part prior to the stated maturity thereof as may be stated in any instrument authorizing such issuance or securing the payment of any such indebtedness.

(5) To enter into and execute, purchase, lease or otherwise acquire property (real, personal or mixed), contracts, leases, rights, privileges, benefits, choses in action, or other things of value and to pay for the same in cash, with bonds or other evidences of indebtedness or otherwise.

(6) To make and change investments, to convert real into personal property, and vice versa, to lease, improve, exchange or sell, at public or private sale, upon such terms as they deem proper, and to resell, at any time and as often as they deem advisable, any or all the property in the Trust, real and personal; to borrow money, or renew loans to the Trust, to refund outstanding bonded indebtedness and to execute therefor notes, bonds or other evidences of indebtedness, and to secure the same by mortgage, lien, pledge or otherwise; to purchase property from any person, firm or corporation, and lease land and other property to and from the Beneficiary and construct, improve, repair, extend, remodel and equip buildings and facilities thereon and to operate or lease or rent the same to individuals, partnerships, associations, limited liability companies, corporations and others, including the United States of America, or the State of Oklahoma and agencies or authorities of the United States of America, or of the State of Oklahoma, or of any municipality thereof, and also including all municipal or other political subdivisions of the State of Oklahoma as well as the Beneficiary hereof, and to do all things provided for in Article III of this Trust Indenture, and procure funds necessary for such purpose by the sale of bonds or other evidences of indebtedness by a mortgage, lien, pledge or other encumbrance or otherwise of such real and personal property, buildings and facilities owned or otherwise acquired, leased or controlled by Trustees, and by rentals, income, receipts and profits therefrom, or from any other revenues associated with the ownership, operation or control of the property of the Trust; to lease or sublease any property of the Trust Estate or of which the Trustees may become the owners or lessees.

(7) To fix, demand and collect charges, rentals and fees for the property, buildings and facilities of the Trust; to discontinue furnishing of properties, buildings and facilities to any person,

firm or corporation, or public instrumentality, delinquent in the payment of any indebtedness to the Trust; to purchase and sell such supplies, goods and commodities as are incident to the operation of its properties.

(8) To make and perform contracts of every kind, including management contracts, with any person, firm, corporation, limited liability company, association, trusteeship, municipality, government or sovereignty; and without limit as to amount to draw, make, accept, endorse, assume, guarantee, account, execute and issue promissory notes, drafts, bills of exchange, acceptances, warranties, bonds, debentures, and other negotiable or non-negotiable instruments, obligations and evidences of unsecured indebtedness, or of indebtedness secured by mortgage, deed of trust or otherwise upon any or all income of the Trust, in the same manner and to the same extent as a natural person might or could do. To collect and receive any property, money, rents, or income of any sort and distribute the same or any portion thereof for the furtherance of the authorized Trust purposes set out herein.

(9) To do all other acts in their judgment necessary or desirable for the proper and advantageous management, investment, and distribution of the Trust Estate and income therefrom.

(10) To have and exercise exclusive management and control of the properties of the Trust Estate for the use and benefit of the Beneficiary. The whole title, legal and equitable, to the properties of the Trust Estate is and shall be vested in the Trustees.

(11) To contract for the furnishing of any services or the performance of any duties that they may deem necessary, or proper, and pay for the same as they see fit.

(12) To select depositories for the funds and securities of this Trust.

(13) To compromise any debts or claims of or against the Trust Estate, and adjust any dispute in relation to such debts or claims by arbitration or otherwise and pay any debts or claims against the Trust Estate upon any evidence deemed by the Trustees to be sufficient. The Trustees may bring any suit or action, which in their judgment is necessary or proper to protect interest of the Trust Estate, or to enforce any claim, demand or contract for the Trust; and they shall defend, in their discretion, any suit against the Trust, or the Trustees or employees, agents or servants thereof. They may compromise and settle any suit or action, and discharge the same out of assets of the Trust Estate, together with court costs and attorneys' fees. All such expenditures shall be treated as expenses of executing this Trust.

(14) No purchaser at any sale or lessee under a lease made by the Trustees shall be bound to inquire into the expediency, propriety, validity or necessity of such sale or lease or to see to or be liable for the application of the purchase or rental moneys arising therefrom.

(15) To adopt, amend and repeal rules and regulations, policies and procedures for the regulation of its affairs and the conduct of its business.

(16) To exercise all other powers and functions necessary or appropriate to carry out the duties and purposes of the Trust in behalf of and for the benefit of the Beneficiary, to the extent and in such manner as now is or hereafter shall be a proper function of the Trust and of the Beneficiary.

ARTICLE VIII

BENEFICIARY OF TRUST

(1) The Beneficiary of this Trust shall be the Beneficiary, under and pursuant to Title 60, Oklahoma Statutes 1991, Section 176 *et seq.*, as amended and supplemented, and other statutes of the State of Oklahoma presently in force and effect. Except as otherwise provided herein, this Trust Indenture shall not be subject to revocation, alteration, amendment, revision, modification or termination from and after the date any indebtedness is incurred by the Trustees.

(2) The Beneficiary shall have no legal title, claim or right to the Trust Estate, its income, or to any part thereof or to demand or require any partition or distribution thereof. Neither shall the Beneficiary have any authority, power or right, whatsoever, to do or transact any business for, or on behalf of, or binding upon the Trustees or upon the Trust Estate, nor the right to control or direct the actions of the Trustees pertaining to the Trust Estate, or any part thereof. The Beneficiary shall be entitled solely to the benefits of this trust, as administered by the Trustees hereunder, and at the termination of the Trust, as provided herein, and then only, the Beneficiary shall receive the residue of the Trust Estate.

ARTICLE IX

TERMINATION OF TRUST

This Trust shall terminate -

(1) When the purposes set out in Article III of this instrument shall have been fully executed; or

(2) In the manner provided by Title 60, Oklahoma Statutes 1991, Section 180; provided, however, that this Trust shall not be terminated by voluntary action if there be outstanding indebtedness or fixed term obligations of the Trustees, unless all owners of such indebtedness or obligations shall have consented in writing to such termination.

Upon the termination of this Trust, the Trustees shall proceed to wind up the affairs of this Trust, and after payment of all debts, expenses and obligations out of the moneys and properties of the Trust Estate to the extent thereof, shall distribute the residue of the money and properties of the Trust Estate to the Beneficiary hereunder. Upon final distribution, the powers, duties and authority of the Trustees hereunder shall cease.

ARTICLE X

AMENDMENT OF TRUST INDENTURE

This Amended and Restated Trust Indenture has been duly approved by the Trustees and by the Beneficiary. In addition, due to the death of the original Trustor, the ability of the Trustees and Beneficiary to approve the Amended and Restated Trust Indenture was confirmed by the Order of the District Court of Cleveland County, Oklahoma dated April 28, 2000, in Case No. CJ-2000-446-L. This Amended and Restated Trust Indenture may be amended without the approval of the Trustor by approval of two-thirds (2/3rds) of the Trustees and approval of the Beneficiary so long as no outstanding indebtedness is secured by the Trust Estate. If there is any such outstanding indebtedness, such amendment shall be approved by the holders of such indebtedness or any Trustee for the holders of any outstanding bonds or notes. The Trustee for the holders of any such bonds or notes may conclusively rely on the opinion of an attorney for the Trust that any such amendment shall not materially adversely affect the security for such bonds or notes or the ability of the holders to receive timely payment thereon.

ARTICLE XI

ACCEPTANCE OF TRUST

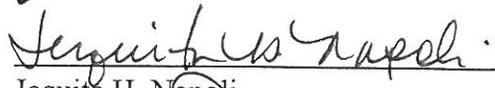
The Trustees accept the Trust herein created and provided for, and agree to carry out the provisions of this Trust Indenture on their part to be performed.

IN WITNESS WHEREOF, the Trustor and the Trustees of the Trust have executed this document as of the date and year first above mentioned.

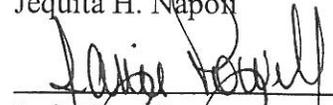
TRUSTEES:



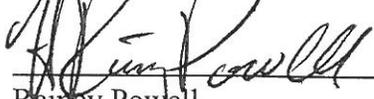
Joseph L. Thacker



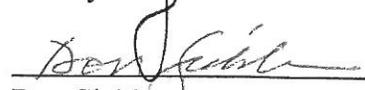
Jequita H. Napoli



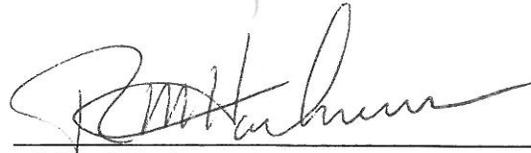
Jamie Powell



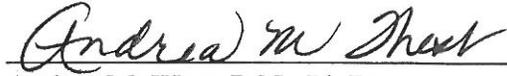
Rainey Powell



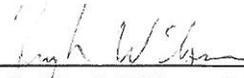
Don Sickles



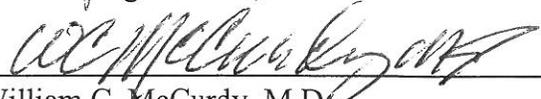
Richard Harkness, M.D.



Andrea M. West, R.N., Ph.D.



Rev. G. Hugh Wilson, Ph.D.



William C. McCurdy, M.D.

STATE OF OKLAHOMA)
)
COUNTY OF CLEVELAND) SS

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this 10th day of May, 2000, personally appeared Joseph L. Thacker, Jequita H. Napoli, Janie Powell, Rainey Powell, Don Sickles, Richard Harkness, M.D., Andrea M. West, R.N., Ph.D., Rev. G. Hugh Wilson, Ph.D., William C. McCurdy, M.D., to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

GIVEN UNDER MY HAND AND SEAL the day and year last above written.



Notary Public

My Commission expires:

04-27-01

(SEAL)



ACCEPTANCE OF BENEFICIAL INTEREST (AMENDED AND RESTATED TRUST)
BY CITY OF NORMAN

KNOW ALL MEN BY THESE PRESENTS:

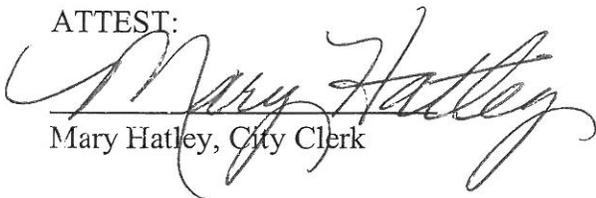
That the City of Norman, Oklahoma, a municipal corporation, hereby approves in all respects the within and foregoing Amended and Restated Trust Indenture, and hereby confirms its acceptance of the beneficial interest in the Trust for and on behalf of said Beneficiary and in all respects in accordance with the terms of said Amended and Restated Trust Indenture.

WITNESS, my hand as Mayor of the City of Norman, Oklahoma, attested by the City Clerk of the City of Norman, Cleveland County, Oklahoma, pursuant to the direction of the Norman City Council, this 13th day of June, 2000.



Bob Thompson, Mayor

ATTEST:



Mary Hatley, City Clerk



Inspire HEALTH
NORMAN REGIONAL HEALTH SYSTEM

**Norman Regional Health System
Community Benefit
March 9, 2020**

Norman Regional Health System

Mission

To serve our community as the leader in health and wellness care.

Vision

To be the provider of choice to improve the health and well-being of our regional communities.

Core Values

Integrity-Communication-Attitude-Results-Engagement (**ICARE**)

The Norman Way

As healers, our engagement in the Norman Way is a core value that helps align our behaviors with actions. It's the way healers do things, the way we show our commitment. The Norman Way is all of us working together to create an environment where we want to work and where patients choose to be treated.



Norman Regional Stakeholders



The people who receive care from Norman Regional Health System and the people who provide the care. Our stakeholders are patients, physicians, healers and communities. We are one system comprised of 530 providers and 3,500 healers dedicated to the transformational plan - Inspire Health.

Norman Regional Hospital Authority Governance Board of Trustees

- The nine-member Norman Regional Hospital Authority Board appointed by the Mayor of Norman and approved by the City Council represents and balances stakeholder interests.
- Stands in for Norman residents whom the organization belongs, to decide and act as their constituents would if they had the time, energy, experience, and knowledge to do so on their own behalf.



Our *BOLD* & Transformational Plan



Inspire HEALTH
NORMAN REGIONAL HEALTH SYSTEM

Norman Regional's Hospital Authority Board is committed to remaining an independent community-based health system. Inspire Health reflects the Board Authority's dedication to consolidate the Health System's inpatient acute care services and the transformation of the Norman Regional Hospital campus for our communities' future healthcare needs. Inspire Health is a clear and compelling strategy that serves as a focal point of effort for the Norman Regional Hospital Authority Board and our more than 530 providers and 3,500 healers.



HealthPlex Expansion

Free Standing ER

Ambulatory Pavillion & Cancer Center

Behavioral Health Center

Porter Health Village



Norman Regional Health System Community Benefit

As a public trust, Norman Regional Health System engages in community initiatives that address social determinants and their impact on health-related needs. Our programs and services are designed to address specific community health needs. These programs focus on two service areas:

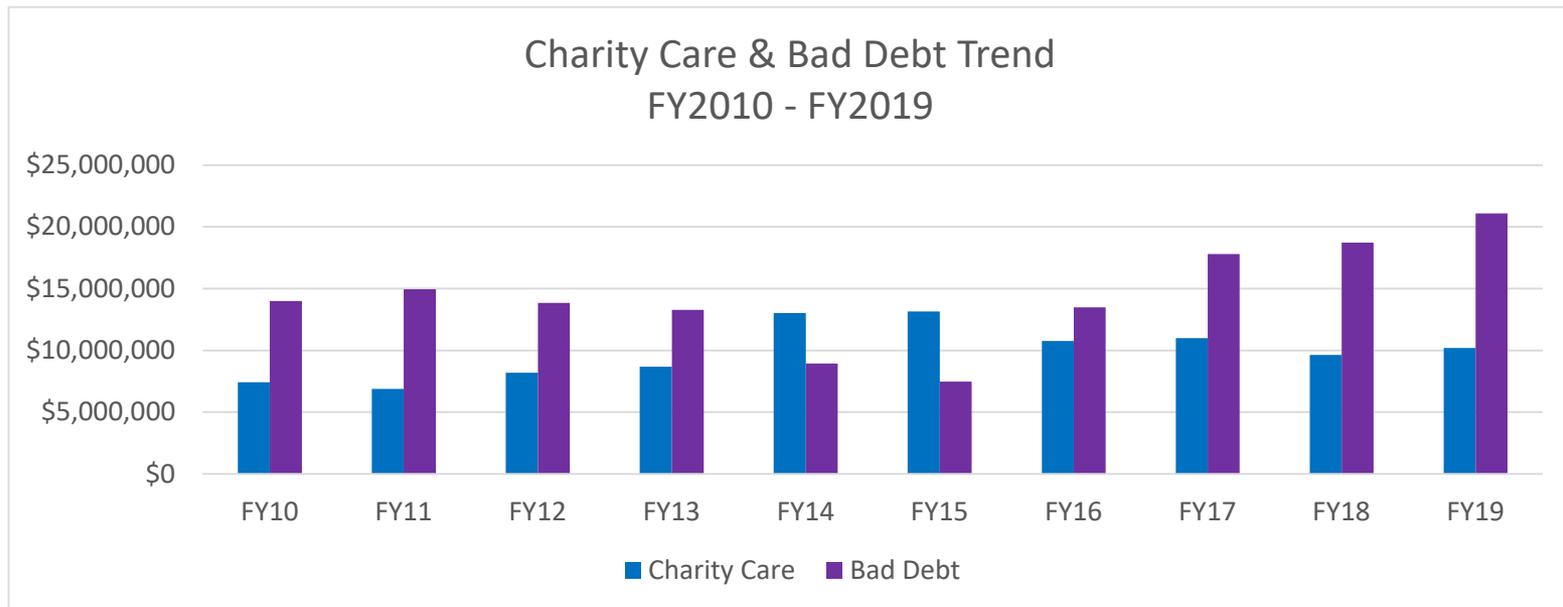
- Persons with limited financial means who face barriers to accessing healthcare
- Improving the health of the broader community through health promotion and wellness activities

Note: NRHS defines charity care as financial assistance to persons who have healthcare needs and are uninsured, underinsured, ineligible for a government program, or otherwise unable to pay, for medically necessary care based on their individual financial situation. Charity care is used to provide healthcare services free or at a discount to individuals to meet established federal guidelines.

Service to Our Community

Financial Assistance and Access to Care

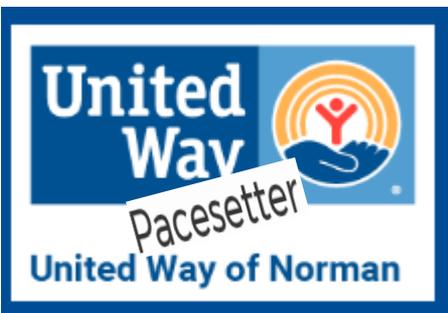
- Provides needed access to care for patients regardless of their ability to pay
- Offers charity care at lower cost and other financial assistance services to support uninsured patients of limited financial means
- Assumes the burden of bad debt when patients are unable to pay their bills



Fact:
Norman Regional Health System takes seriously its commitment to patient financial assistance and providing services when reimbursement falls short of the cost of care. The lack of Medicaid expansion is often cited as a contributor to increasing charity care and high deductible health plans for increase in bad debt.

Community Partnerships

Addressing Social Determinants of Health



4000



80,000



400



Improving Community Health Emergency Preparedness



Emergency Triage, Treat, and Transport (ET3)

1st

NRHS' EMSSTAT ambulance service has been selected for the ET3 five-year program in Oklahoma. The model program will provide greater flexibility to address emergency healthcare needs for Medicare beneficiaries. It aims to improve quality and lower costs by reducing avoidable transports to the emergency department. EMSSTAT was the only ambulance service selected in Oklahoma to implement ET3.

Improving Community Health Graduate Medical ED Residency Program

- Twenty-four graduate residents in 4-year training program
- Core faculty experienced NRHS ED physicians
- Progressive learning environment

**MEDICATION-ASSISTED
TREATMENT PROGRAMS**
==== (MAT) =====



Note: ED Physicians and Residents have been trained in the medication assisted therapy treatment (MAT) program for patients who present to the ED in opioid withdrawal. The program includes screening assessment, medication, and referral to substance abuse treatment services.

Service to Our Community Contributions

- Rewarding 74-year legacy of service and investment in the community as healthcare professionals, residents, families, advocates, and community volunteers
- Annual contribution benefit report quantifies our commitment to serve the community
- Community program contributions for 2009-2019

\$18,812,338.00

COMMUNITY BENEFIT REPORTING

QUANTIFIABLE BENEFITS

2010-2019



1. CHARITY CARE	\$98,838,799.00
2. BAD DEBT	\$143,593,780.00
3. COMMUNITY CONTRIBUTION PROGRAMS	\$18,812,338.00
Community Health Improvement Services	\$7,917,541
• Norman Public School Health Services	
• Norman Public Schools Athletic Training	
• Consumer Health Information Library	
• Inpatient Smoking Cessation	
• Public Assistance Enrollment-Emergency Department	
Community Based Clinical Services	
• Gomer Jones Medical Facility	
• Hearts for Hearing Program	
Healthcare Support Services	
• HealthLink Nurse Triage 24/7 Line	
• Home Run Van	
Health Professions Education	\$1,388,915
• Nurse Residency Program	
• Healthcare Students Clinical Program	
• Medical Explorer Post 901	
• Leadership Workforce Enhancement	
Emergency and Trauma Subsidized Services	\$1,316,458
• City of Norman EMS Dispatch	
• EMSSTAT Public-Stand-By	
Financial and In-Kind Contributions	\$5,719,169
• Health For Friends/Variety Care	
• Meals on Wheels	
• Education Center	
Community Capacity Building	\$1,468,007
• CART Van Access	
• Community and Civic Sponsorships	
• Local Chamber Economic Development	
• NRHS Leadership Advocacy	
• Leadership System Enhancement-Emergency Preparedness	
Community Benefit Operations	\$1,002,248
• Dedicated Staff	
TOTAL VALUE OF QUANTIFIABLE BENEFITS PROVIDED TO THE COMMUNITY	\$261,244,917.00
TOTAL COMMUNITY ENCOUNTERS	3,695,685

LEADERSHIP PARTICIPATION [2015-2019]

In the past five years (2015-2019), Norman Regional Health System's CEO & President, Vice Presidents, Directors, and Managers contributed a significant amount of time and talent in the regional community. The Health System's leadership team volunteered 8,699 hours in the community serving as leaders, advisors and volunteers for 185 health and social services and faith based organizations. The leadership team also shared their knowledge and expertise while participating in 234 professional and business associations dedicating 4,809 hours of service.

8,669
Community Involvement Hours

185
Social Services and Faith Based Organizations

4,809
Professional and Business Involvement Hours

234
Professional and Business Associations

Community Life Health Improvement



Health & Wellness

- Behavioral Health Center
- Senior Wellness Center
- Education Center
- Variety Care
- Primary Care
- Urgent Care



PORTER AVENUE
CORRIDOR STUDY PHASE II

FOR:

CITY of NORMAN, OKLAHOMA



Community Life Funding Partner



Norman Regional Health System Economic Impact

Norman Regional Health System is actively involved in the economic development and life of the community. It is a purchaser of goods and services and a generator of tax revenues for government entities.

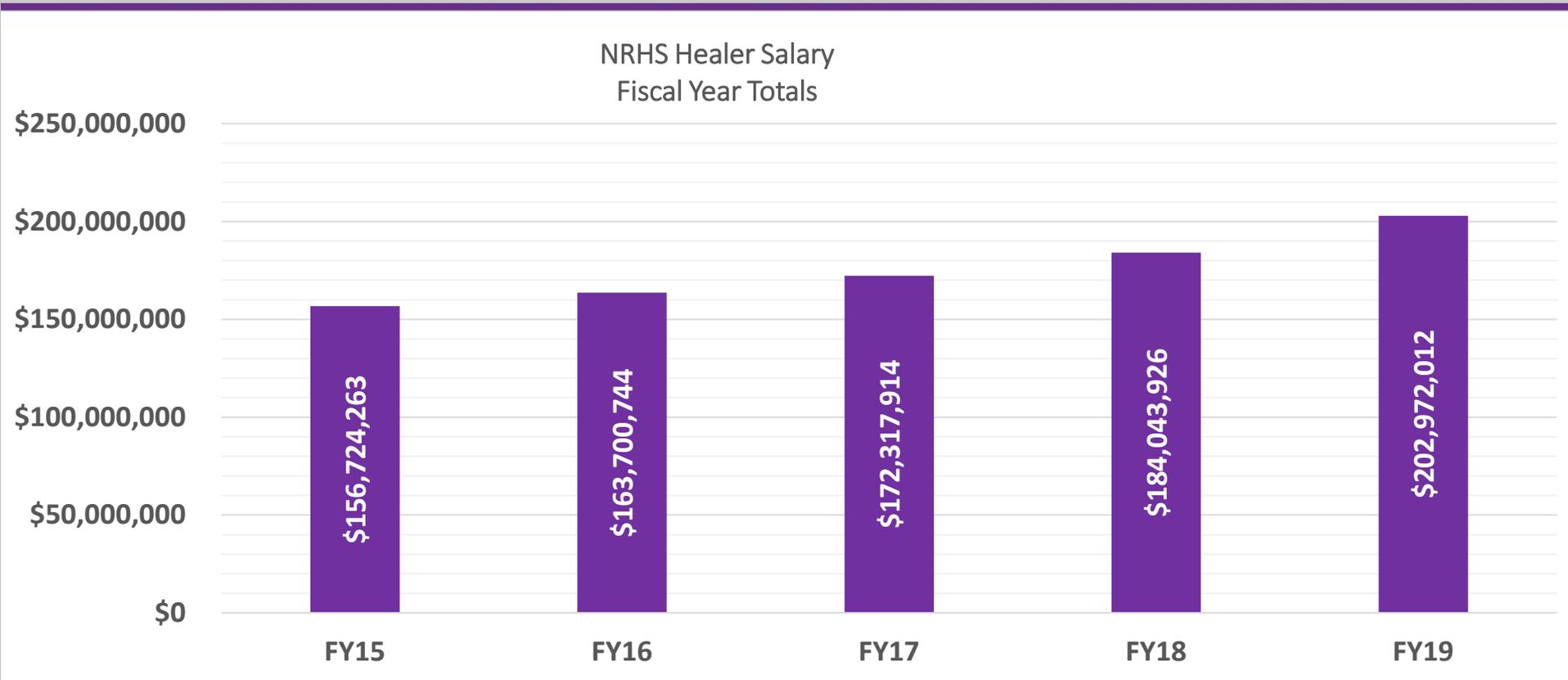
As one of the largest employers, our economic activity supports families and neighborhoods and brings growth opportunities to the areas we serve.

Our economic strength increases our ability to provide charity care and community health improvement services.

Norman Regional Health System's 2009-2019 community benefit investment was \$18,812,338.00.

Service to Our Community

Economic Impact

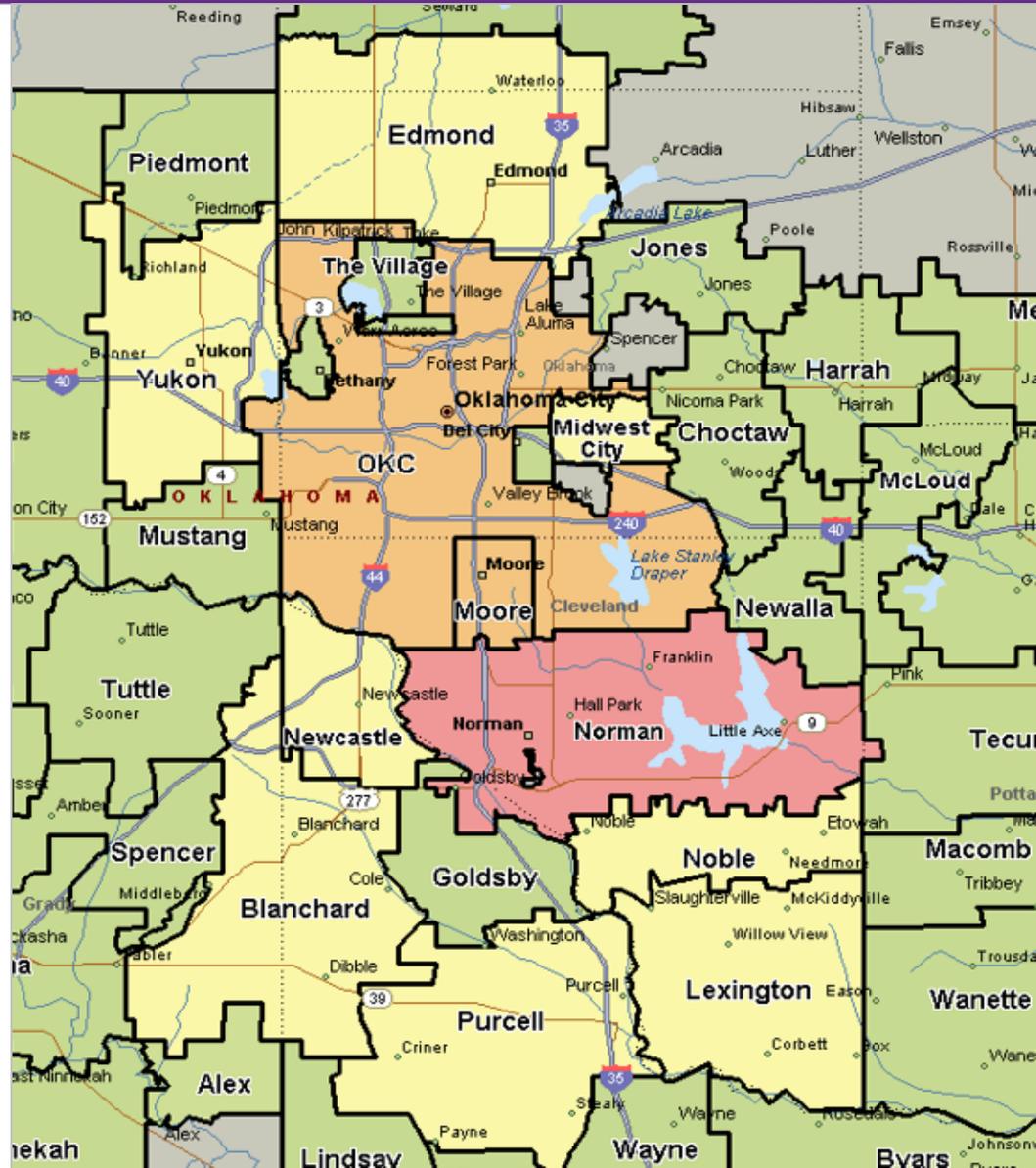


Fact: Norman Regional Health System is the second largest employer in Norman. Since fiscal year 2017, NRHS has expanded its services and workforce to meet the healthcare needs of our growing regional community. Total salaries for the 5-year period, \$879,758,859.00.

Service to Our Community Economic Impact

Fact: Where Healers live. Norman Regional Health System is the second largest employer in Norman. Our 3,500 healers live, play, eat, and shop in 98 Oklahoma cities.

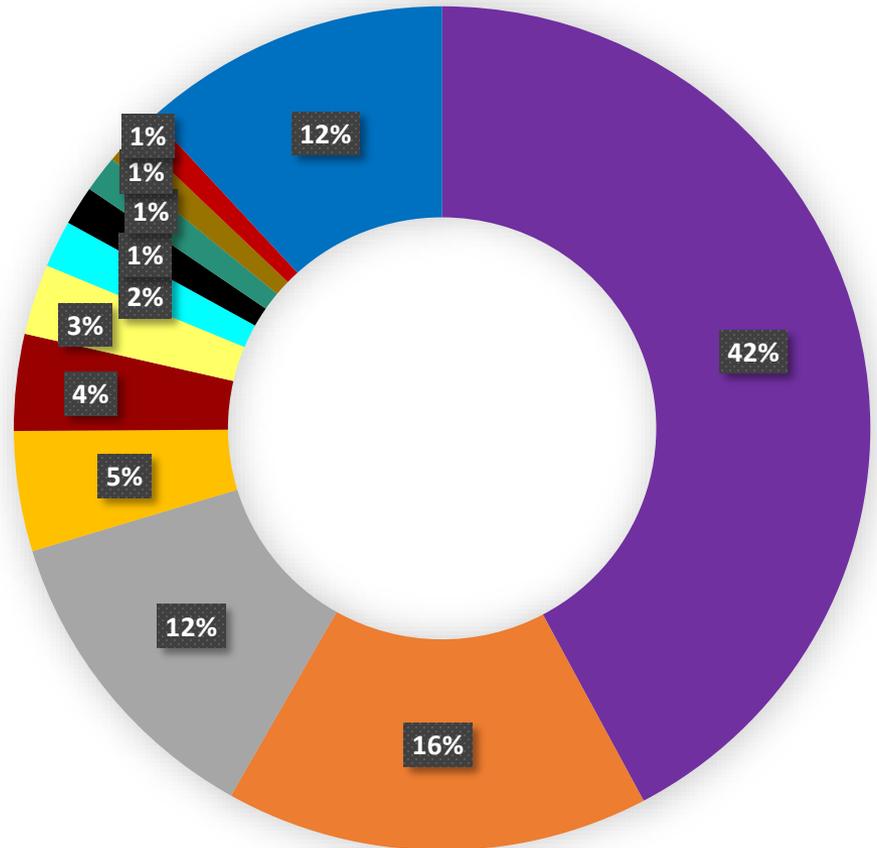
Percent of Healers
By Location



Service to Our Community Economic Impact

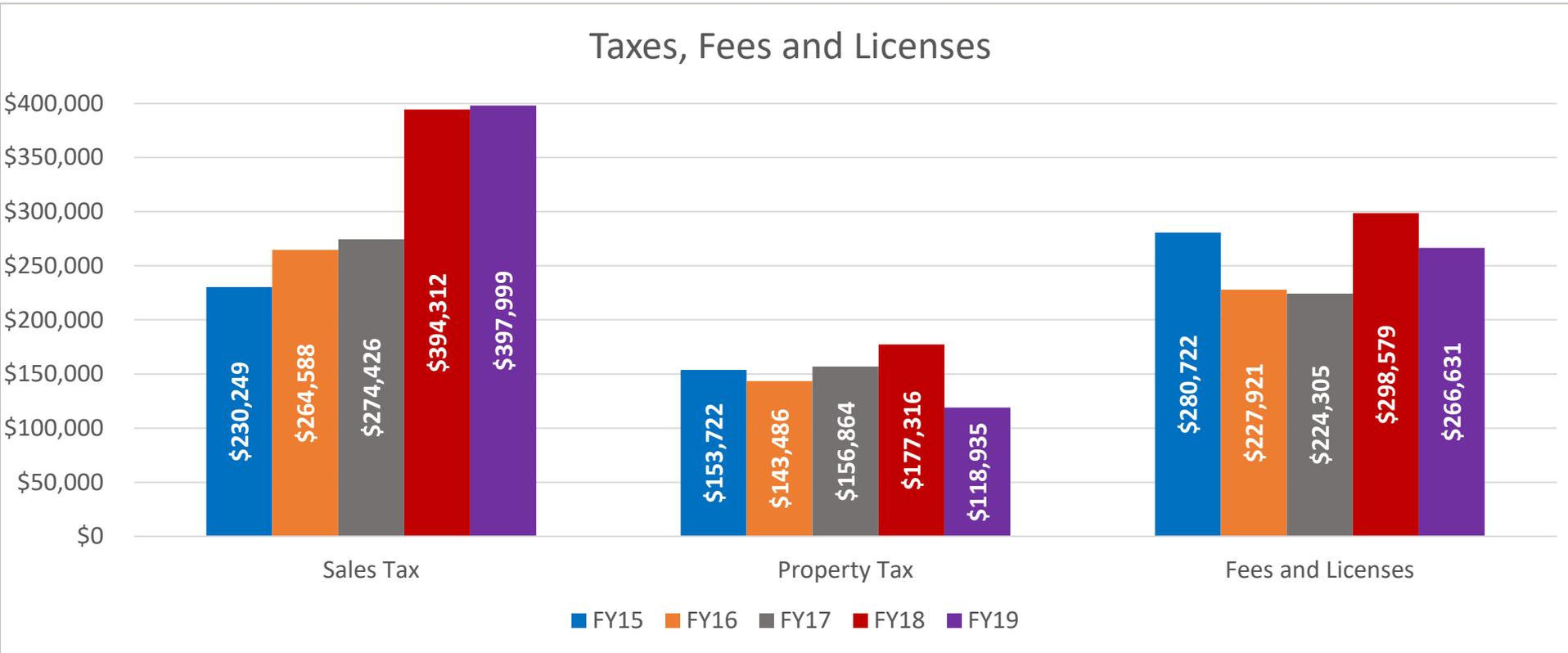
Community Healer Count

Norman	1,491
Oklahoma City	564
Moore	427
Noble	161
Blanchard	131
Purcell	97
Lexington	62
Edmond	54
Newcastle	51
Midwest City	42
Yukon	37
80 Others	87



Fact: More than 40% of Norman Regional Healers live in the community of Norman and an additional 28% live in the surrounding communities of Moore and Oklahoma City.

Service to Our Community Economic Impact

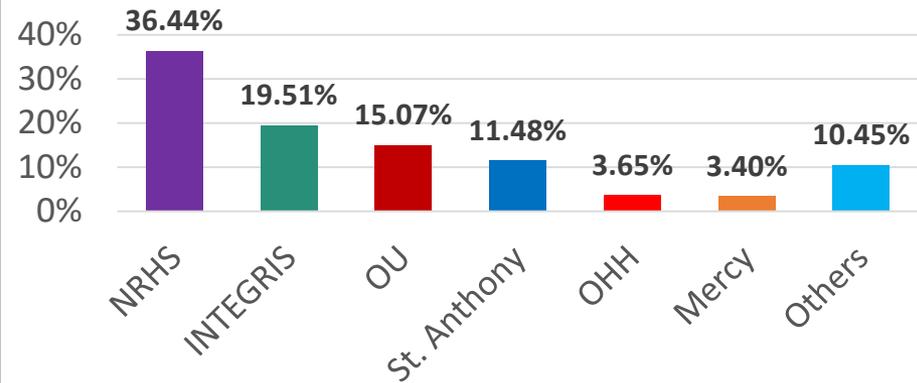


Fact: NRHS, a public trust with tax-exempt status, pays excise taxes, property taxes, fees, licenses, and sales tax to government entities. These taxes occur as part of the Health System's normal business operations. Over the past 5 years, indirect business taxes total paid, \$3,610,056.00

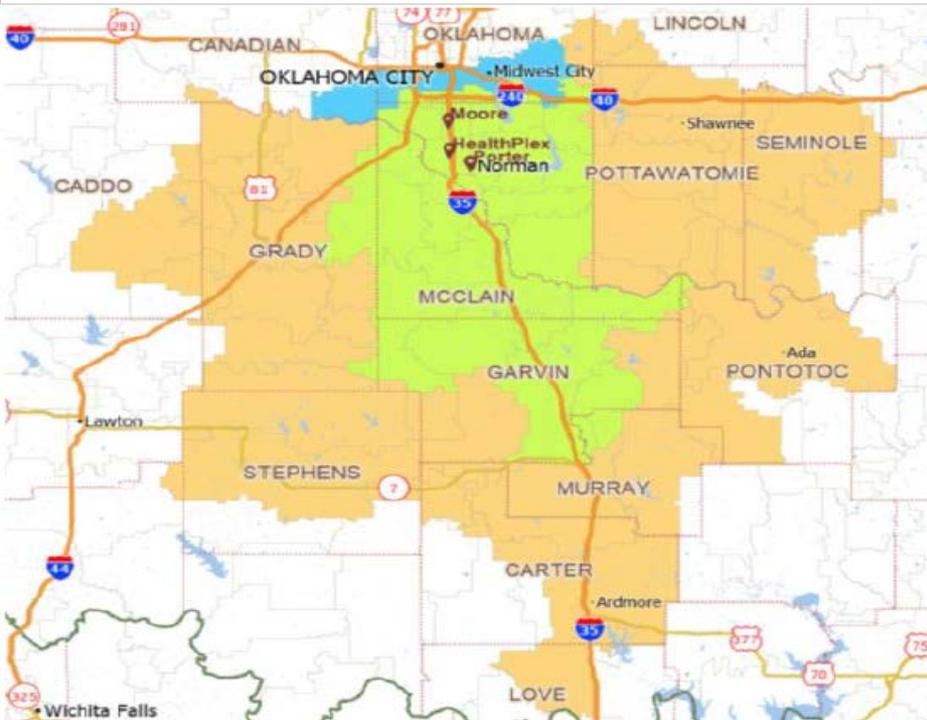
Healthcare Environment

Market Forces

2017 Inpatient Market Share



Market Share: NRHS is the market leader in its primary service area, (highlighted in yellow-green on the map below) and maintains approximately 36% of the inpatient market. That said, Oklahoma City-based health systems continue to compete for the other 64% of patients within the primary service area of Cleveland, Oklahoma, McClain, Grady, and Garvin counties.



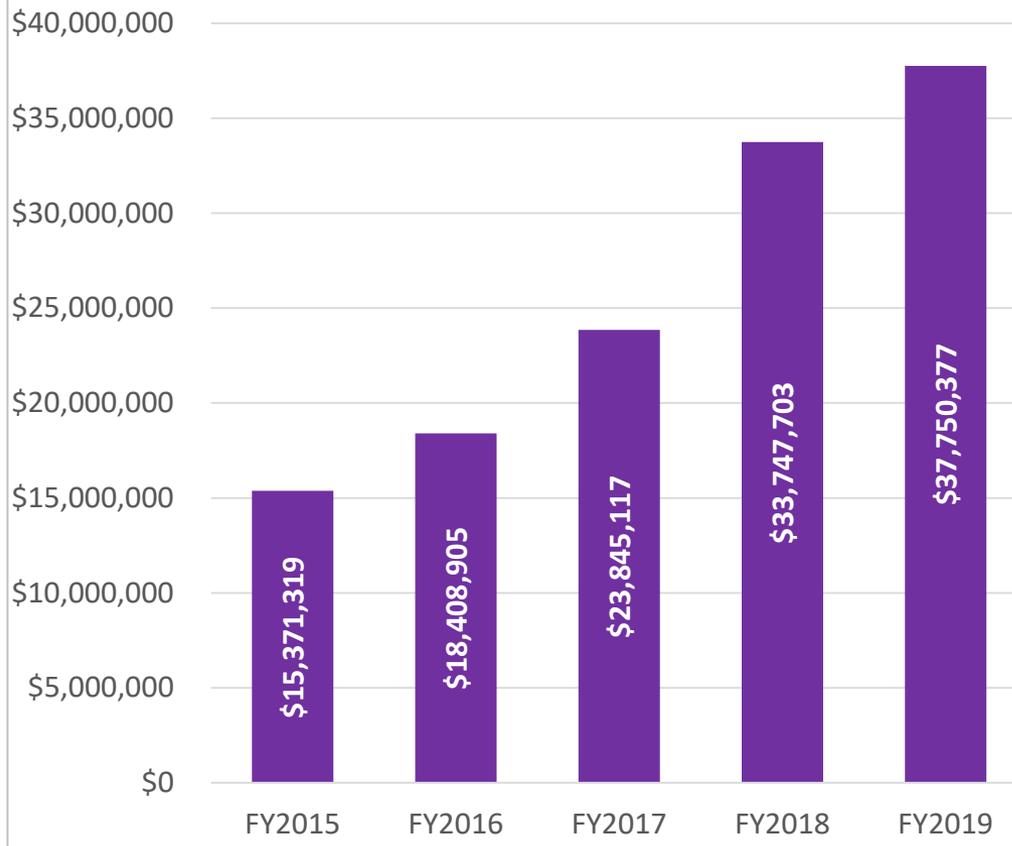
Competitive Market: Several OKC and national health systems and physician-owned ambulatory surgery centers vie for patients within the NRHS primary service area.

Moreover, non-traditional competitors such as CVS Health are beginning to compete for patients. Patients have choices and NRHS strives to deliver an excellent patient experience in order to earn their loyalty.

Healthcare Environment

Economic Forces

NRHS Pharmaceutical Expenses

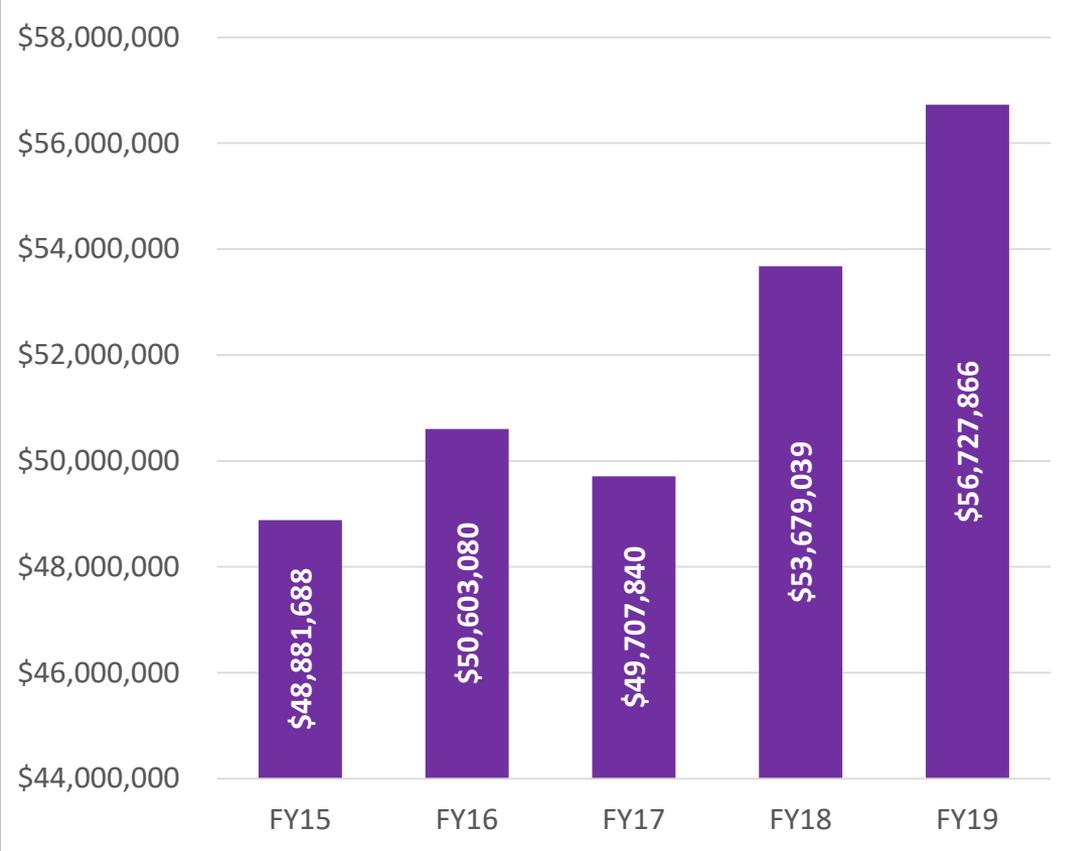


Fact: Across the U.S. healthcare system, drug costs comprise a significant portion of hospital budgets. Between 2015-2017, hospital drug costs increased by 18.5% in the midst of ongoing drug shortages that have the potential to disrupt patient care. NRHS works continually to manage drug costs, while providing effective drug therapies.

In fiscal year 2018, NRHS acquired an oncology clinic practice and infusion center, which significantly increased drug costs for the health system. The clinic has a dedicated pharmacist who works closely with oncologists to find each patient the most effective therapy at the lowest cost.

Healthcare Environment Economic Forces

Total Supply Expense



Patient Care Supplies: NRHS has an annual patient care supply expense of \$90 million and contracts with many vendors to deliver the highest quality products for its patients and providers.

Reinvestment: The Health System reinvests approximately \$15 million per year on capital items for patient care equipment, construction, and renovation of patient care areas.

Norman Regional Health System Quality Recognition

2019 Recognition

Norman Regional Health System has been honored with several awards for its quality patient care and reliable service to the community.

- **American Heart Association Mission: Lifeline™ Gold Receiving Plus Award**
- **American Heart Association Mission: Lifeline™ NSTEMI Gold Award**
- **Gold Performance Achievement Award, Chest Pain:** MI Registry from the American College of Cardiology's National Cardiovascular Data Registry
- **Leapfrog Hospital Safety Grade "A"** for both Norman Regional Hospital and Norman Regional HealthPlex
- **Women's Choice Awards** for Best Hospitals for Stroke Center and Bariatric Surgery
- **American Heart Association Mission: Lifeline™ Gold Plus Award EMS**
- **American Heart Association/American Stroke Association's Get With The Guidelines®** - Stroke Silver Plus Quality Achievement Award
- **Chest Pain Center Accreditation** from the Society of Cardiovascular Patient Care (2016-19)
- **Certified Healthy Business Excellence:** Received excellence award consecutively for 16 years (2003-19)
- **Kids Are Special People: Moore** provides health and wellness education program for 16 schools and 1,200 4th graders
- **Kids Are Special People: Norman** provides health and wellness education program for 17 schools and 1,240 3rd graders
- **American Red Cross Community Hero Impact Award:** Norman School Health Services



OFFICE OF THE SECRETARY OF STATE

STATE OF OKLAHOMA

FILED

JUN 15 2000

OKLAHOMA SECRETARY
OF STATE

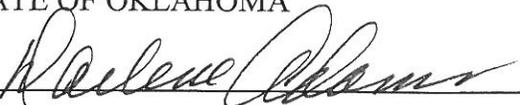
CERTIFICATE

I, THE UNDERSIGNED, SECRETARY OF STATE OF THE STATE OF OKLAHOMA, DO HEREBY CERTIFY: That I am by the laws of said State, the custodian of the records of the State of Oklahoma relating to written instruments creating public trusts, and am the proper officer to execute this certificate.

I FURTHER CERTIFY that pursuant to Title 60, Oklahoma Statutes, 1991, Section 180.2(d), on the 15 day of June, 2000, a certified copy of the Amended and Restated Trust Indenture dated as of the 28th day of April, 2000, for the Norman Regional Hospital Authority was filed in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City this 15 day of June, 2000.

SECRETARY OF STATE
STATE OF OKLAHOMA

By: 

ADDRESS OF TRUST:

Norman Regional Hospital Authority
c/o Norman Regional Hospital
901 North Porter
Norman, Oklahoma 73071