

**MEMORANDUM OF UNDERSTANDING BETWEEN  
INTERMOUNTAIN HEALTH CARE, INC.  
AND THE  
UTAH STATE LEGISLATURE**

**Parties**

This document constitutes an understanding between Intermountain Health Care, Inc. and its subsidiaries (hereinafter "IHC") and the Utah State Legislature.

**Background**

During the 2005 Annual General Session, the Legislature considered several bills which would have impacted the business practices and organizational structure in which IHC and its subsidiaries conduct business and offer services in the health care market in the state. These proposals created intense and productive dialogue between the Legislature and health care providers, insurers, and other organizations in the state. Ultimately, the parties agreed that further dialogue on these issues is important to the citizens of this state. Both parties agreed that it is in the best interest of the citizens of this state to have a health care system and health care market that can offer and provide affordable and quality health care for the citizens of the state, now and in the future. In consideration of these mutual goals, the parties enter into this memorandum of understanding.

**Agreement**

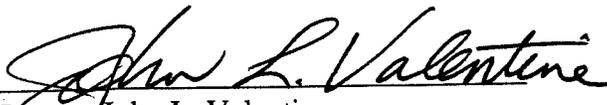
IHC and the Utah Legislature agree to the terms of this Memorandum of Understanding as follows:

1. The Legislature shall establish a legislative task force to study the issues regarding the health care market in the state as provided in 5th Substitute S.B. 61, which is attached to this Memorandum of Understanding as Exhibit A.
2. IHC agrees to cooperate in good faith with the legislative task force, which includes providing the task force, through a select membership of the task force and staff, the Office of the Legislative Auditor General, and any third party consultants retained by the Office of Legislative Research and General Counsel, access to business records requested by the task force which are necessary for the task force deliberations. The business records shall include, but are not limited to: contracts, prices, cost information, audits, billing practices, debt collection practices, charitable service practices, and other proprietary records, trade secrets, or commercial information necessary for the task force deliberations. IHC agrees to notify the task force in accordance with Utah Code Section 63-2-308 if IHC believes that a record should be classified as a protected record under Utah Code Section 63-2-304 of the Government Access Records and Management Act.

3. IHC agrees, as part of its agreement to work in good faith with the task force, to inform its employees, customers and patients, and the citizens of the state of the resolution of IHC's dispute with the Legislature regarding S.B. 61 and its intent to cooperate with the legislative task force. As part of that good faith effort, IHC agrees to communicate its support of the Memorandum of Understanding and the 5th Substitute S.B. 61 in substantially the same manner in which it informed its employees, customers, and citizens of the state of its concerns regarding S.B. 61 during the 2005 Annual General Session. This communication shall include newspaper, radio and television advertising, e-mail campaigns, and corporate employee newsletters and publications.
4. Both parties agree that the findings and analysis of the task force as well as summary data of any consultant to the task force shall be made public, unless the summary data is classified as protected pursuant to the provisions of Utah Code Section 63-2-304, and in accordance with paragraph 2 of this Memorandum of Understanding.
5. Both parties agree that this Memorandum of Understanding is a public document.

Dated this 24<sup>th</sup> day of February, 2005.

**Utah State Senate**

By:   
\_\_\_\_\_  
Senator John L. Valentine,  
President of the Senate

**Utah House of Representatives**

By:   
\_\_\_\_\_  
Representative Greg J. Curtis,  
Speaker of the House of Representatives

**Intermountain Health Care, Inc.**

By: Merrill Gappmayer  
Merrill Gappmayer,  
IHC Chairman

By: Bill Nelson  
William H. Nelson,  
IHC President and Chief Executive Officer