

**MEMORANDUM OF AGREEMENT**  
**North Country Health Consortium (NCHC)**  
**For Rural Health Workforce Development Submission to Health Resources and**  
**Services Administration (HRSA), US DHHS**

The name of the Network is the North Country Health Consortium. The corporation's registered office is located at 7 Main Street, Whitefield, New Hampshire 03598. Articles of Incorporation are on file with the New Hampshire Secretary of State.

**Network Purpose**

**Mission:** North Country Health Consortium leads innovative collaboration to improve the health status of the region.

**Overall Purpose:** To develop North Country Health Consortium as the leading advocate for rural health in New Hampshire and the leader in innovative collaborative programming to improve the health status of residents in rural northern New Hampshire.

**Key Issue Areas:**

NCHC leads innovative collaboration in:

- Workforce education and development
- Public health including emergency preparedness, wellness programming and community substance abuse prevention.
- Improving access to health services for underserved populations including Primary Care, Oral Health and Mental Health
- Advocacy for rural health issues including workforce recruitment and retention development, funding, technology, population-based health and quality improvement.

**Strategic Organizational Roles of the Network are to:**

- Provide a vehicle to maximize resources, collect data, evaluate, scan for, write, receive and manage grants and plan for sustaining or sunseting programs.
- Provide a platform for communication and collaboration for member organizations to work together for regional health improvement and to provide an opportunity for honest and open communication among members
- Support member organizations in regional problem solving and program development to strengthen member organizations and improve population health status
- Provide a voice for advocacy on behalf of the member organizations, overall rural health issues and the health needs of the population.

In pursuit of the purpose of the organization, the North Country Health Consortium is designated as an Area Health Education Center (AHEC), coordinates the Public Health Network for the region and coordinates the Substance Abuse Prevention Network for the region

## **Operating Parameters**

### **Network Membership**

The members of this corporation are organizations and individuals who are accepted into membership by the Board of Directors and who demonstrate their support for the organization and its purposes. Founding members of NCHC are Ammonoosuc Community Health Services; Androscoggin Valley Home Care Services; Androscoggin Valley Hospital; Coos County Family Health Services; Cottage Hospital; Indian Stream Health Center; Littleton Regional Hospital; North Country Home Health and Hospice; Northern Human Services; Weeks Medical Center; Tri-County Community Action Program; Upper Connecticut Hospital.

The Annual Membership Meeting is held during the month of November. Members elect the Board of Directors at the annual meeting. General meetings of the membership are held quarterly during the year to conduct business to support the mission and goals of the network, to keep membership informed and to provide an opportunity for input to the network. Written notice of such meetings is provided by electronic mail or regular mail.

### **Network Board of Directors**

Each founding organization is offered a seat on the Board of Directors. The remaining directors shall represent a broad institutional and geographic mix of health providers and the public. The Board shall consist of not fewer than 9 and not more than 21 Directors.

Directors shall serve on the board only for the charitable purposes of the organization; persons having other expresses or intended reasons for being a director shall not be elected nor permitted to serve as directors. Directors will act in good faith and in the best interests of the corporation including carrying out the duty of loyalty and the duty of care as detailed in State of New Hampshire law. In addition, Directors will provide a leadership role in defining purpose, providing fiduciary oversight, and the development of broad strategies; provide oversight and support of the agency's executive director; attend activities and events sponsored by the corporation; and disclose conflicts of interest as required by New Hampshire RSA 7:19-a.

Each director shall serve a three-year term. Directors may be re-elected for successive terms without limitation.

The Annual Board of Director's Meeting is held during the month of November. Members elect the Board of Directors at the annual meeting. Regular meetings of the Board of Directors are held monthly on the second Friday of the month to conduct business and provide oversight to network operations.

## **Officers and Terms**

The officers of the corporation and the Board of Directors shall consist of a President, a Vice President, a Treasurer, a Secretary and such other officers as the Board of Directors may determine and elect from time to time.

Officers shall be elected by the Board of Directors at its annual meeting. All officers shall be members of the Board of Directors. Officers shall serve the Corporation only for the charitable purposes of the Corporation.

Officers shall each serve a one-year term and until their successors are elected. Officers may be re-elected for up to three consecutive terms.

## **Committees**

*Nominating Committee* - solicits nominations and recommendations for the Board of Directors from the general membership. The Nominating Committee includes at least two directors and two members of the corporation.

*Executive Committee* - consists of the President, Vice President, Secretary, and Treasurer of the corporation unless otherwise provided by the Board of Directors. The Executive Committee shall be authorized to act between meetings of the Board of Directors and exercise the same authority as the Board of Directors except the authority to remove or replace directors, to appoint or terminate committees or to amend these Bylaws.

*Other Committees and Working Groups* - Other committees and working groups of the network shall be appointed or terminated by the President with the approval of the Board of Directors and their terms of office shall be for a period of one year unless sooner terminated.

## **Staff and Resources**

The network employs a full time Executive Director. The Executive Director reports to the Board of Directors. The Executive Director's functions are managerial, coordinative, and facilitative. The Executive Director supervises the network's program staff.

The Executive Director keeps members informed of network business, keeps the network on track with its purpose and strategic roles, and assists the various committees in designing and completing their work.

## **References**

*North Country Health Consortium Articles of Incorporation, filed October 1998, amended May 18, 2009.*  
*North Country Health Consortium Bylaws, 8/28/98, amended Nov. 13, 2009*

**Endorsement of Members**

The undersigned hereby agree to the principles and terms stated above and in support of the mutual commitment of the work of the North Country Health Consortium:

✓ Adele D Woods , 4/27/10  
Adele Woods, NCHC President/Date  
Coos County Family Health Services

✓ Gail P. Clark , 4/28/10  
Gail Clark Date  
Littleton Regional Hospital

✓ Charlie Cotton 4/26/10  
Charlie Cotton, NCHC Vice President/Date  
Northern Human Services

✓ Peter Higbee , 4/23/10  
Peter Higbee Date  
Tri County Community Action Program

✓ Russ Keene , 4.26.10  
Russ Keene, NCHC Treasurer/Date  
Androscoggin Valley Hospital

✓ Scott Howe , 4/26/10  
Scott Howe Date  
Weeks Medical Center

✓ Gail Tomlinson 4/22/10  
Gail Tomlinson, NCHC Secretary/Date  
North Country Home Health and Hospice

✓ Louise McCleery , 4.26.10  
Louise McCleery Date  
Upper Connecticut Valley Hospital

✓ Roxie Severance 4-22-10  
Roxie Severance, NCHC Asst. Sec/Date  
The Morrison Nursing Home

✓ Dana Michalovic , 4-26-10  
Dana Michalovic Date  
Grafton County ServiceLink

✓ Tom Austin , 4/26/10  
Tom Austin Date  
Family Resource Center

✓ Anthony Poekert 4/22/10  
Tony Poekert Date  
Catholic Charities

✓ Sharon Beaty , 4/26/10  
Sharon Beaty Date  
Mid-State Health Center

✓ Shirley M. Powell , 4/26/10  
Shirley Powell Date  
Indian Stream Health Center

✓ Eileen Bolander , 4/26/10  
Eileen Bolander Date  
Grafton County Nursing Home

✓ Maria Ryan 4/21-10  
Maria Ryan Date  
Cottage Hospital

✓ Harry C. Brown 4/22/10  
Harry Brown Date  
45<sup>th</sup> Parallel EMS

✓ Ed Shanshala 04/26/2010  
Ed Shanshala Date  
Ammonoosuc Community Health Center

✓ Jane MacKay , 4/28/10  
Jane MacKay Date  
Northern Human Services

✓ Margo Sullivan 4.27/10  
Margo Sullivan Date  
Androscoggin Valley Home Care Services

**Endorsement of Members**

The undersigned hereby agree to the principles and terms stated above and in support of the mutual commitment of the work of the North Country Health Consortium:

Katharine Eneguess 9/22/10

Katharine Eneguess, President  
White Mountains Community College

Date

Cathleen E Morrow 10-4-10

Cathleen E. Morrow, M.D.  
Dartmouth Medical School

Date

Lisa Walker 9/20/10

Lisa Walker, MPAS, PA-C, Director  
Physician Assistant Program, Franklin Pierce  
University

Date