

CHARTER OF THE PARTICIPANT-DIRECTED RETIREMENT PLAN COMMITTEE OF CHEYENNE REGIONAL MEDICAL CENTER

Composition and Purpose

The Participant-Directed Retirement Plan Committee of CHEYENNE REGIONAL MEDICAL CENTER (CRMC) shall consist of a minimum of five persons who shall be executives or employees of CRMC. Members of the Committee shall be appointed by the Board of Trustees and may be removed by the Board of Trustees in its discretion. The purpose of the Committee shall be to carry out the Board of Trustees' overall responsibility relating to administration of CRMC's Retirement Plans (the "Plans") for CRMC and its subsidiaries.

Authority and Responsibilities

In furtherance of this purpose, the Committee shall have the following authority and responsibilities:

1. Establish and maintain the Investment Policy Statement, recommending amendments as necessary to meet the Plans' overall objectives.
2. Select and monitor the performance of investment vehicles for the Plan and recommend changes when appropriate.
3. Make changes to investment options within existing asset categories. This authority shall not extend to the addition of new asset classes without approval from the Board.
4. Monitor the fees of or related to the Plan, including without limitation, plan providers, consultants, investment vehicles and revenue-sharing arrangements associated with the Plan.
5. Monitor legal and tax requirements and compliance action for the Plan.
6. Adopt Plan amendments necessary to comply with legal or tax requirements or which are otherwise required to enable the Plan to remain tax-qualified. This authority shall not extend to Plan amendments involving plan design changes (including addition of participating employers) or to amendments that would increase the financial obligations of the Plan to a material extent.
7. Satisfy all Internal Revenue Service testing and reporting requirements related to the Plan.
8. Document rationale for all decisions that involve fiduciary duties.
9. Prepare and modify a summary plan description and other communications to employees, including benefit election forms and required notices.
10. Provide Plan participant investment education and communication, including a summary plan description, benefit election forms and required notices.
11. Recommend to the Chief Financial Officer the retention of such consultants, outside counsel and other advisors as the committee may deem appropriate. The Committee shall review the terms and conditions of any related fees and retention terms, and shall advise the Chief Financial Officer of its conclusions.

The Committee shall have the authority to delegate any of its responsibilities to subcommittees as the Committee may deem appropriate in its sole discretion, and shall have authority to delegate day-to-day administrative activities to employees of CRMC.

Meetings and Reporting

Meetings. The Committee shall meet at least quarterly, and as often as needed to respond to requests from the Board of Trustees or its committees.

Officers. The Committee shall by majority vote select a chairman and vice-chairman during its first meeting of each calendar year. The chairman and vice-chairman may be re-elected to the same office for no more than two consecutive terms. The chairman shall be responsible for scheduling and presiding over meetings, preparing the agenda, and directing the activities of the committee. The vice-chairman shall serve in the chairman's absence, and shall assist the chairman as requested.

Minutes to be kept. The Committee shall keep minutes of each meeting, which shall be reviewed and approved at the next meeting of the Committee. The Committee shall report its actions and any recommendations to the Board Finance Committee after each Committee meeting. The Committee shall review at least annually the adequacy of this charter and recommend any proposed changes to the Board Finance Committee for approval.

Approved:

Board Finance Committee – 3/19/2014

Board of Trustees -