

March 6, 2019

Wake County Board of Commissioners
P.O. Box 550
Raleigh, NC 27602

Re: WakeMed Articles of Incorporation

Dear Chairman Holmes and Fellow Commissioners,

From its beginning, WakeMed has focused on the health and well-being of the citizens of Wake County. Healthcare has changed significantly from WakeMed's early days. Today, one of the most important and complex treasures of our community is its community-led health system. Successful health systems have had to adapt to the changing landscape, while faced with dwindling resources and rising costs. At WakeMed, we confront those challenges on a daily basis.

The heart of what we do is taking care of patients and their families. Several years ago the WakeMed Board of Directors adopted WakeMed's mission, vision and values statements, all of which are supported by ten aspirational goals. The goals are lofty, as is WakeMed's commitment to our community.

WakeMed is committed to being a value leader, providing top quality care at a more affordable cost. Every day we strive to provide the highest possible clinical quality, with a goal of becoming a Top Ten health system in the nation. Similarly, we are committed to a culture of safety. On a daily basis, WakeMed works to improve the health of our community.

Changes in healthcare continually challenge the environment in which WakeMed serves the community. WakeMed's Board of Directors is dedicated to doing everything it can to support the work of WakeMed and its mission. Our volunteer Board works tirelessly to help navigate the strategic issues facing healthcare today. We believe that it is our responsibility as a Board to avail ourselves of experts and leaders who could provide insight and expertise to advance our collective ability to serve WakeMed and this community.

To that end, we believe that the WakeMed Board of Directors will be stronger and better able to serve WakeMed and Wake County if a change is made to the Articles of Incorporation to modify the current residency requirement and allow certain WakeMed Board appointees to reside outside of Wake County.

The WakeMed Board of Directors is made up of fourteen directors, eight of whom are appointed by the Wake County Board of Commissioners, and six of whom are selected by the WakeMed Board after nomination by the directors not appointed by the Wake County Board of Commissioners. For convenience, the six directors selected by the directors not appointed by the County are referred to as the "Health System Directors."

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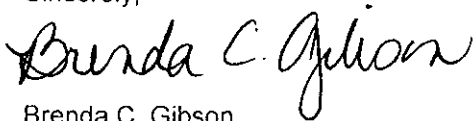
The Articles of Incorporation currently require all members of the Board of Directors to be citizens and residents of Wake County. As WakeMed prepares for our future and works to become a Top Ten hospital, the Board believes that some experts who reside outside of Wake County could help WakeMed achieve this aspirational goal. The Board of Directors believes it is in the best interests of WakeMed to remove the residency requirement for the Health System Directors. The residency requirement for the Wake County Directors would remain in place.

At this past Board meeting, our Board endorsed the following favorable change to Article VI of the Articles of Incorporation as follows:

All members of the Board of Directors appointed by the Wake County Board of Commissioners shall be citizens and residents of Wake County and at least twenty-one years of age. The number of directors shall be fourteen. Eight of the fourteen directors shall be appointed by the Wake County Board of Commissioners. Six of the directors shall be selected by the Board of Directors after nomination by the directors not appointed by the Wake County Board of Commissioners.

We appreciate the Wake County Board of Commissioners' consideration of this important request that will support WakeMed's commitment to serving the citizens of Wake County. If you have any questions about this request, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink that reads "Brenda C. Gibson". The signature is fluid and cursive, with the first name "Brenda" being the most prominent part.

Brenda C. Gibson
Chair, WakeMed Board of Directors

cc: David Ellis
Scott Warren