

**EAST TENNESSEE STATE UNIVERSITY/BALLAD HEALTH
CENTER FOR NURSING EXCELLENCE**

GRANT AGREEMENT

Overview:

The East Tennessee State University/Ballad Health Center for Nursing Excellence (Center) will strive to advance and support the strategic direction and goals of the College of Nursing at ETSU as well as enhance collaborations among institutions to grow the field of nursing across the Appalachian Highlands. The Center will support the advancement of clinical nursing practice and interprofessional collaboration, contribute to knowledge about nursing workflow, and lead in the generation of nursing scholarship and innovation. The Center will drive change in the nursing workforce through data, collaboration, and advocacy to develop solutions to some of the largest issues related to nursing today.

The parties to this agreement are Ballad Health and East Tennessee State University (“ETSU”).

In pursuit of the goals of this grant and the purpose of the Center, the efforts of the Center will concentrate on certain areas of strategic focus as follows:

Strategic Focus: Data

- Provide essential, reliable forecasting and workforce information resulting in equitable access and distribution of nurses.
- Develop new data streams in the areas of wellness, job satisfaction, and engagement.
- Collaborate with regional and national institutions to capture data surrounding travel nurse programs, career progression, and attrition to better understand these critical issues impacting the profession of nursing.

Strategic Focus: Collaboration

- Collaborate with key stakeholders to address the nursing shortage across the Appalachian Highlands.
- Collaborate to build and maintain the current workforce through the development of innovative educational and employment programs.
- Maintain the competency/skill level of the current workforce through the development of continuing education offerings.

Strategic Focus: Advocacy

- Promote the value of the nursing profession.

- Support the successful transition of student-nurses into the practice of nursing where the parties agree the workforce needs are the greatest.
- Implement professional development programs for the faculty and staff of the College of Nursing, and ensure the portability of knowledge from these programs such that the Center may share innovative initiatives with other institutions.
- Develop robust academic alliances which support baccalaureate through doctoral education in areas of emphasis or need.
- Advance practice development and build leadership practices across the College of Nursing.
- Develop innovative solutions to the key issues faced in Nursing currently and plans to address those issues such as recruitment and retention moving into the future.
- Support the shared initiatives of Ballad Health in the development of a local and global community agenda to promote health, reduce disease disparities, improve treatment outcomes, and promote the organizations' shared commitment to equity and inclusion.

Advisory Board and Director/Chair of Excellence:

ETSU will create an Advisory Board for the Center. The Advisory Board will advise the College of Nursing about the Center's policies and strategic direction. The Advisory Board members should be visible in promoting the mission and work of the Center and play an integral role in advocacy and fundraising. The Advisory Board will be comprised of strong professional and community leaders who would serve as champions for nursing education, research, clinical excellence, and workforce development. The Advisory Board will have nine members, three of whom will be Ballad employees. At all times, the Chief Nursing Executive of Ballad Health, one practicing bedside nurse within the Ballad Health system, and the Ballad Health Senior executive responsible for research shall serve on the Center's Advisory Board.

ETSU will appoint the Center Director/Chair of Excellence in consultation with the Chief Executive Officer of Ballad Health. However, ETSU shall have the final decision-making authority.

Goals and Objectives:

1. ETSU will strive to collaborate with other institutions of higher education and regional collaborators in the management and operation of the Center. While this will be an ETSU center, ETSU agrees to pursue collaborations with the University of Virginia or any other public institutions of higher education in Virginia, given that Ballad's service region overlaps multiple states, and such a collaboration would serve the entire region.

2. ETSU agrees to pursue sustainable funding for the Center at the Tennessee state level, so that the Center has sustainable funding in addition to and beyond Ballad's commitment. However, as an agency of the State of Tennessee, ETSU cannot legally obligate funds in the absence of the necessary appropriations by the Tennessee General Assembly. Appropriations may change from year to year.

3. Center shall build a pipeline for students to enter the nursing profession, with a focus on clinical nursing. To this end, ETSU may create a Health Sciences Academy (HSA) that may include a mentoring program to help participants enter and succeed in health-based undergraduate and graduate degree programs. The HSA may create a system of mentors (teachers, community members, higher-education faculty, and staff) that supports students facing social and financial challenges. ETSU may establish year-round training opportunities, ranging from summer camps to dual enrollment programs, to encourage students interested in pursuing nursing careers. ETSU, Ballad, and any other participating institutions would create scholarships for student participants that would offset the costs of college and encourage applicants to admission to undergraduate and graduate programs. Ballad would give priority to graduates from the College of Nursing for those positions where Ballad has identified a need in advance. The purpose of this initiative, and the initiative in Goal 4 below, is to create opportunities for students in the secondary school setting to identify nursing as a viable career path, and to engage in a work-to-profession development program tied to successful employment. To the degree any such programs already exist, or are in development by Ballad or other collaborators, ETSU will seek to enhance and grow such programs through the Center.

4. As an additional pipeline to nursing the Center shall pursue the development of and implement programs that identify students in grades 9-12 who have an aptitude for the nursing profession. The programs should highlight nursing as a career for high school academic preparation and complimentary clinical volunteer and work opportunities, while also preparing students for enrollment in a college or university nursing programs. These programs should link to the programs referenced in Goal 3 above.

5. The Center shall pursue contracted programs for the ongoing professional development of nurses to help them advance their clinical, social, and managerial skills, with an emphasis on competencies and person-to-person interaction. ETSU shall implement the programs in collaboration with Ballad. The programs should be portable such that ETSU may export them to other institutions, subject to rights to the intellectual property developed by the Center for Nursing Excellence.

6. The Center shall be multidisciplinary, involving programs across the Colleges of the institution such as Education, Public Health, Arts and Sciences, Medicine and others in the development of programs and strategic alliances to build optimal and diverse training opportunities for nurses.

7. The Center shall establish and maintain a database on nursing supply and demand in Tennessee and Virginia, to include current supply and demand and future projections. Using these data as a working framework, the Center will develop a strategic regional plan for nursing manpower in the Appalachian Highlands region. The Center will work with appropriate entities to develop a statewide strategic plan for nursing manpower in the state of Tennessee.

8. The Center shall convene various groups representative of nurses, other health care providers, business and industry, consumers, legislators, and educators to:

- Review and comment on data analysis prepared for the Center
- Recommend systemic changes, including strategies for implementation of recommended changes

- Evaluate and report the results of these efforts to policy, governmental, and other relevant constituencies.
- Develop programs for thought-leaders in nursing to work together on key issues within nursing.

9. The Center shall enhance and promote recognition, reward, and renewal activities for nurses in the Appalachian Highlands region by:

- Promoting nursing excellence programs
- Proposing and creating additional reward, recognition, and renewal activities for nurses
- Promoting media and positive image-building efforts for nursing
- Promote wellness and a holistic approach to nurses recognizing the challenges of modern healthcare. The Center will develop an annual and five-year plan to address its priorities. The Center will also publish an annual report of its activities and progress toward its goals.

10. The Center will focus on the development of research and innovative programs for nursing resilience. These programs should identify the characteristics of successful nurses and identify systems for health care employers to support nurses in the continuously changing environment of increased technology, higher patient acuity, and the personal risk of exposure to harm from societal risk.

11. The Center shall seek collaboration from regional nursing programs to prioritize regional educational and workforce needs. Any regional colleges or universities that agree to align the future development of their programs to meet the needs of the Appalachian Highlands region will have access to the research, programmatic activity, and other activities of the center

12. Ballad will provide seed funding in the form of the grant referenced below to assist with the hiring and placement of new faculty lines within the ETSU College of Nursing, thereby allowing the college to grow its programs and produce more nurses to meet emerging workforce demands. ETSU agrees the fundamental purpose for this strategic alliance is to support the need for nurses and sustained nursing competency and resilience in the Appalachian Highlands. Therefore, as Ballad provides financial support for the Center, Ballad expects that ETSU will strive to develop initiatives that prioritize the admission and retention of students who are likely to remain in the region and that ETSU will design programs and communications to promote retention in the region. Ballad also encourages and supports efforts by ETSU to diversify the region's health care workforce by promoting equity and inclusion across all facets of the alliance. Ballad understands the public and statewide importance of ETSU to the State of Tennessee, and therefore appreciates the necessity of assisting with the statewide workforce demands. The parties agree that a prioritization of regional needs helps both the region and the statewide supply of nurses in Tennessee.

13. Ballad Health may utilize any intellectual property or research developed by the Center in Ballad Health's own operations at no cost to Ballad Health.

Funding Agreement

The grant from Ballad Health supporting this Agreement is expected to be \$10 million, with such funds used for the above purposes. It is the express opinion of Ballad Health that the funding provided herein is in alignment with the intent and purpose of Terms of Certification (TOC) of the Certificate of Public Advantage in Tennessee. Notwithstanding anything herein to the contrary, each payment by Ballad Health under this grant is contingent upon agreement by the Commissioner of Health of the State of Tennessee (“State”) that the funds would apply toward the Ballad Health commitment to the Health Research and Graduate Medical Education Plan referenced in the TOC. To the degree the State of Tennessee requires any amendment to such plan, or to the degree the State of Tennessee imposes any requirement that would disqualify any funding from applying to the Ballad Health spending commitment in the TOC, Ballad Health shall reduce the overall grant amount by any such amount disallowed. ETSU agrees to submit any such addenda or materials at the request of the State, or their representatives, and is solely responsible for seeking and obtaining the agreement of the State for the application of the spending on the grant to the commitments contained within the TOC. Ballad Health will not disburse any funds unless the State of Tennessee agrees in advance that the funds are consistent with the purpose of the Health Research and Graduate Medical Education Plan and that the funds will apply to the Ballad Health commitment contained within the TOC.

It is the intent that the funding will be provided in equal installments as follows, although funds may be advanced for specific purposes at the formal written request of ETSU. Ballad will offset any advanced funds first by the last installment (July 1, 2026) and then by each preceding year’s installment. Ballad will offset any funds deemed, after ETSU spends them, not to be compliant with the spending commitments contained within the TOC by the next and most immediate annual installment.

<u>Amount</u>	<u>Payment Date</u>
\$1,667,000	August 1, 2021
\$1,667,000	July 1, 2022
\$1,667,000	July 1, 2023
\$1,667,000	July 1, 2024
\$1,667,000	July 1, 2025
\$1,667,000	July 1, 2026

Ballad shall pay these funds to the East Tennessee State University. A senior officer of ETSU, designated by the university President, will oversee the expenditure of the funds. ETSU will ensure the Center spends the funds solely for the purposes stated here. The university will ensure that the Center is multidisciplinary in nature and that the Center has specific plans, milestones and metrics that demonstrate implementation of the initiatives and the results from the initiatives. The Center will report the metrics in its annual reports as required herein.

Ballad will make payments via check, electronic funds transfer, stocks or other securities, or other methods acceptable to Ballad Health and, ETSU. . ETSU will provide payment reminders to Ballad annually in the month of June.

Recognition:

In consideration for the gift, ETSU will acknowledge the support appropriately in materials (printed and/or electronic) used to promote and describe The Ballad Health/ETSU Center for Nursing Excellence. ETSU will recognize Ballad Health with prominent signage on its campus or campuses where it identifies the nursing program, and ETSU will acknowledge the gift verbally during appropriate events and/or through event signage or materials.

In addition to any rights and remedies available at law, ETSU may terminate this Agreement and all rights and benefits of Ballad Health hereunder, including terminating the recognition in the event of default by Ballad Health, or failure to provide the grant funding as referenced above. The ongoing recognition is contingent upon Ballad Health continuing to provide the grant funding contemplated herein. In the unlikely event ETSU determines in its reasonable and good faith opinion that circumstances have changed such that the recognition provided would adversely impact the reputation, image, mission, or integrity of ETSU, ETSU may terminate such recognition. Upon any such termination of this Agreement and/or the recognition hereunder, ETSU shall have no further obligation or liability to Ballad Health and shall not be required to return any portion of the grant already paid. ETSU may, however, in its sole and absolute discretion, determine an alternative recognition for the portion of the grant already received.

For purposes of publicizing this grant and the recognition, ETSU and any of its support organizations, may, without charge, utilize photographic images reflecting the Ballad Health brand, and use the names, likenesses and images of Ballad Health in photographic, audiovisual, digital or any other form of medium and to use, reproduce, distribute, exhibit and publish such materials in any manner and in whole or in part, including in brochures, website postings, informational and marketing materials and reports and publications describing ETSU activities.

Administration:

Until ETSU spends the funds given under this Agreement as outlined in this Agreement, ETSU may invest the funds together with any of its investment assets, provided that upon the request of Ballad Health, ETSU and its affiliated Foundation shall provide Ballad an accounting of expenditures such that Ballad Health or its representatives may confirm the Center is spending the funds as designated.

Understanding:

The parties may not assign this Agreement and the rights and benefits hereunder without the prior written consent of the other party, which consent shall be in the sole and absolute discretion of the non-assigning party.

This Agreement constitutes the entire agreement of the parties regarding the matters referred to herein, and supersedes all prior oral and written agreement, if any, of the parties in respect hereto. This Agreement may not be modified or amended except by written agreement executed by both parties hereto. The captions inserted in this Agreement are for convenience only and in no way define, limit, or otherwise describe the scope of intent of this Agreement, or any provision hereof, or in any way affect the interpretation of this Agreement.

Governing Law:

This Agreement will be governed by and construed in accordance with the laws of the State of Tennessee without regard to any conflict of laws, rule or principle that might refer the governance or construction of this Agreement to the laws of another jurisdiction. A party must file any legal proceeding brought in connection with disputes related to or arising out of this Agreement in Washington County, Tennessee, and each party waives any objection that it might raise to such venue and any right it may have to claim that such venue is inconvenient.

East Tennessee State University



Brian Noland, Ph.D.
President

Ballad Health



Alan Levine
Chairman and Chief Executive Officer