



PREMIER PROVIDER NETWORK

2018

AN EXPERT INTERVIEW WITH

new  ocean

— HEALTH SOLUTIONS —



PEOPLE & CULTURE ARE EVERYTHING IN BUSINESS

with
HAL ROSENBLUTH

ABOUT **HAL ROSENBLUTH** • Chairman & CEO, New Ocean Health Solutions



Hal Rosenbluth is Chairman & CEO of New Ocean, a software design and development company singularly focused on healthcare. Through its enterprise health management platform New Ocean fosters a culture of wellness for its clients—health plans, health systems and corporations. His focus now—as it has always been—is on providing effective, accessible, and high-quality healthcare, transparent at a lower cost for all.

Prior to New Ocean, Hal was a senior corporate officer of Walgreen Co. and President of Walgreen's Health and Wellness Division, responsible for \$48 of the \$63 billion in company sales and client services revenue. Hal joined Walgreens in 2007 when they acquired Take Care Health Systems, a pioneering company in retail health clinics which he co-founded and funded in 2004.

Hal has a long history of entrepreneurship, innovation and disruption which started in his late 20s when he took over his family business, Rosenbluth International. Leveraging technology, Rosenbluth created an enterprise travel management platform to streamline pricing and reservations and turned a 20-million-dollar Philadelphia-based travel company into a 6-billion-dollar global travel management company with owned operations in 35 countries. Hal sold RI to American Express in 2003. During that time, Rosenbluth International was named Fortune's 100 Best Companies to Work for In America.

The Wall Street Journal, Harvard Business Review, Inc. Magazine, CIO Magazine and The Financial Times have recognized Hal Rosenbluth as an unconventional leader, a visionary and a trendsetter. In 2009, Rosenbluth was elected to the Fellowship of The College of Physicians of Philadelphia, the nation's oldest medical society.

Hal is author of New York Times best-seller, *The Customer Comes Second: Put Your People First and Watch 'Em Kick Butt* and originator of the corporate culture concept—that creating a great service organization starts by first caring about its employees. In each of the companies he has led, Hal has successfully transformed corporate culture and achieved high performance business results.

Hal holds a Bachelor of General Studies from the University of Miami and previously served on the university's board of trustees. Hal and his family live in Gladwyne, Pennsylvania. Hal also raises Red Angus cattle at his Linton, North Dakota ranch.

ABOUT **RYAN PICARELLA, MS** • President, WELCOA



As President of WELCOA, Ryan works with communities and organizations around the country to ignite social movements that will improve the lives of all working people in America and around the world. With a deep interest in culture and sociology, Ryan approaches initiatives from a holistic perspective that recognizes the many paths to well-being that must be in alignment for long-term healthy lifestyle behavior change. Ryan brings immense knowledge and insight to WELCOA from his background in psychology and a career that spans human resources, organizational development and wellness program and product design. Prior to joining WELCOA, Ryan managed the award winning BlueCross BlueShield of Tennessee (BCBST) Well@Work employee wellness program, a 2012 C. Everett Koop honorable mention awardee. Since relocating to Nebraska, Ryan has enjoyed an active role in the community, currently serving on the Board for the Gretchen Swanson Center for Nutrition in Omaha. Ryan has a Master of Science in Industrial and Organizational Psychology from the University of Tennessee at Chattanooga and a Bachelor of Science in Psychology from Northern Arizona University.

In this interview, Ryan Picarella, WELCOA President & CEO visits with Hal Rosenbluth, New Ocean Health Solutions Chairman & CEO and author of New York Times best-seller *The Customer Comes Second: Put Your People First and Watch 'Em Kick Butt*. Hal whose pioneering ideas about changing corporate culture transformed the business landscape shares wisdom that reinforces that the human interaction is the most important business interaction. Learn how the wellness space is evolving and how New Ocean plans to be a disruptor.

★ Hal, thanks for visiting today.

HAL ROSENBLUTH You bet.

★ We really appreciate you having a conversation with me.

H R A pleasure.

★ To get started, I just want to hear more about you. Tell me a little about where you grew up, how you came into Rosenbluth Travel, and just a little bit about your story?

H R Well, it's not all that exciting. I grew up in a row home. I was fortunate to have phenomenal parents who set really good values and lived them. I wasn't really a great student in any part of my education. I was your basic C student.

I really didn't apply myself until one day my dad, who was magna cum laude and Phi Beta Kappa, and anything you can possibly be. He said, "Son, why don't you exert yourself?" I said, "Fine..." so I made the Dean's List. I really had to self-educate myself ever since college, which was back a ways now. I'm a voracious reader. I like to take in everything other than—interestingly enough—business books. Because, I think for the most part, they have a shelf life of about six months; not all, but most.

★ [Well] yours has far exceeded that. In the book¹, you mentioned never really wanting to be part of the family business. Now is it just you? Or, do you have brothers and sisters that were part of business as well?

H R Not originally, I was the oldest sibling and graduated college first. I could see my dad being overworked, and getting sick, and stressed out. We had a small family business [and the burden

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was falling on him]. He was very client oriented. [As a child I remember] he would take calls during dinner and help people out.

I thought, “He’s been a great dad—I’ll go take some of the stress off of him”. The day after I graduated, I went into the family business, which had maybe 30 people. It was your typical travel agency. I didn’t like it but, I got my first glimpse of corporate politics which at the time amounted to who got along best with the receptionist. Because the receptionist would decide who was coming in to actually buy something to go on vacation and who was just kind of looking.

★ That’s interesting.

H R So, if you got along with her, you got to do business...

★ She would give you the good leads?

H R Yes, then, you would get commission. I just wanted to observe and learn, and had little choice as few potential clients were sent my way. Eventually when agents started coming to me and asking for advice, asking for help; then, I knew it was time to start taking on some more responsibility and learned my first lesson in corporate politics; whomever got along with the receptionist got ahead.

I eventually created something called Travel Management, which didn’t exist at the time. We started helping corporations take what was recognized as an unmanageable, but necessary expense, and make it manageable. Our clients, were General Electric, ARCO (Atlantic Richfield Company), and FMC, and Campbell Soup to name a few. That’s how we kick-started this whole travel management business.

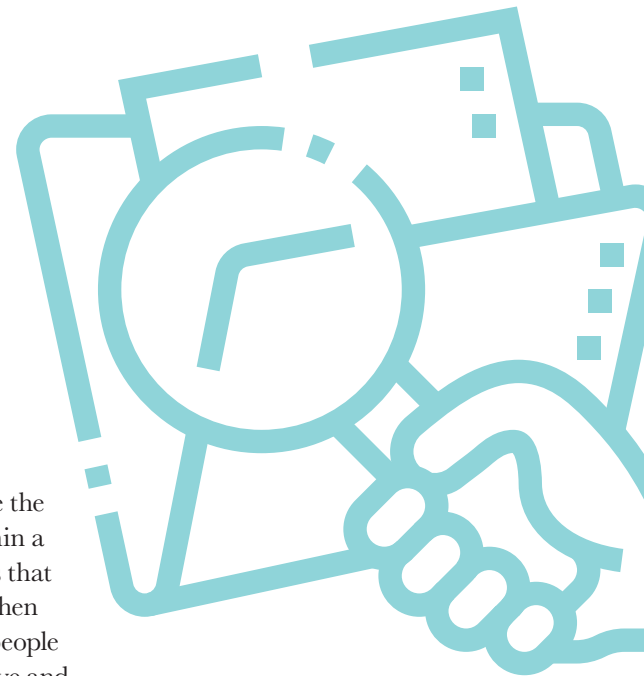
We were very fortunate to grow that from 20 million to six billion in a relatively short time. We went from a local two office travel agency into a global company. We owned offices in 35 countries of which the largest was China and created an alliance in 30 additional countries imported, imported their data and shared our technology.

★ You said 20 million to six billion. I mean, that’s unbelievable growth. How do you manage growth, and not just in terms of supplying the customer, but making sure that you hire the right people?

H R That’s what creates the growth. Yes. I’ve always looked—along with my colleagues—to identify unknown and unmet needs of the marketplace. Once you identify them, you then build around that. Solve that need before others see it. You run as fast as you can before others start copying you.

Now to do that, obviously you need to build something to scale. But you need to hire the right people. I have always felt that HR is probably the most important division within a company. It’s not always given the credit that it should be given. But they’re the ones that pretty much decide who comes and who goes. When you’re starting a business, or when you’re growing a business; even when you have a mature business, unless you have people that get along, you are working with one another, you’re not going to have an effective and productive a business as possible. It’s not a whole lot different than growing up and having a lot of friends, and knowing who to hang out with and who not to hang out with.

“I have always felt that HR is probably the most important division within a company. It’s not always given the credit that it should be given.”



I think sometimes we make business a heck of a lot more complicated than it need be. We, as human beings, all have an innate ability to know right off the bat who's going to be naughty and who's going to be nice. Nice, caring people with the right skills and the right leadership will out-produce and out service all others.

You're going to get along with somebody, if they're honest and if they're a good person. Those who try and fake it, you should just by-pass. This is why I like farming so much because you can't fake farming.

★ Right. You can't fake hard work.

H R Yes. In farming you can't fake it, and say, "Come and look at how high my corn is" when your corn is all browned out. It just doesn't work that way.

The same thing is in business. People who try and create a false image of themselves, or companies who try and create false images of themselves. It's just a matter of time before, as my father used to say, "They'll have their comeuppance." Just be yourself, and try and have people feel as comfortable as they possibly can. You create the right kind of environment where people want to come to work, or not have to come to work, resulting in becoming so client-oriented that your company becomes known as easy to do business with. You want companies to want do business with your company, and not feel like they have to.

Whether they're an account executive or an account manager or whether they're in technology or any other organization or department, everybody has to work together to become the best.

When you like those you work with, and I don't suggest you go out and hire friends, you're off to a great start. But if you create an environment where people become friends, you look forward to going to work. Otherwise you look forward to staying in bed.

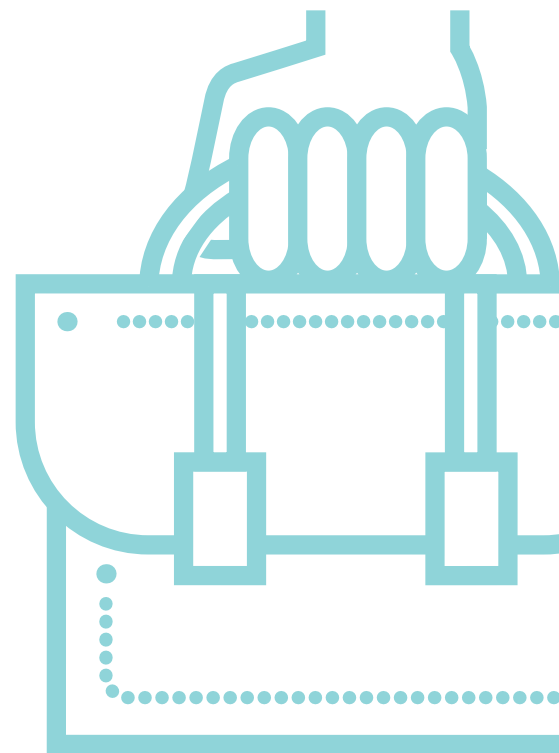
★ Can you put your finger on one of the first major cultural changes when you realized that it wasn't your ideal place to be and you said, "Okay, things have got to change today?"

H R I never had a positive role model in my entire life except for my parents. I had a lot of negative role models, which actually helped me know what I didn't want to be.

Whether it be teachers who would not allow me to be creative or a self consumed baseball coach, I didn't benefit from any form of emotional intelligence. During a championship baseball game where I was playing center field, a line drive was hit in my direction and catching the ball would determine the championship. A line drive has no trajectory, you don't know whether to go in or out. I went in. The ball went out. We lost the game. I got berated the entire way back from the outfield, in front of my teammates and family. I felt terrible enough that I had let my teammates down; being berated only resulted in my teammates resenting the coach and embracing me knowing that it could have been them.

When I joined Rosenbluth International, it wasn't international at the time. It was Rosenbluth Travel. I wasn't going to change the personality of the people that were there. They all just thought they were a gift to travel. I mean they all just thought they were the greatest. You can't change them. What you have to do is outnumber them. There were 20, 30 people like that. I started to build up the corporate travel business and eventually

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our 20 became 100. Then our 100 became 300. Then, it became 1,000. Their numbers started to dwindle. The company culture we formed was made up of all of the folks that were on the corporate side of the business and not the leisure side. We all would go out in our formative years after work and have a few drinks and chat about how we could improve the business

After the first drink, I would be Hal Rosenbluth. After the second drink I'd be Hal. Then after the third it would be, "Hey you, I want to talk about something." People just felt relaxed and that they could be honest. We were all in our twenties and heading toward our first billion in annual sales.

I always want to create an environment where people can say what they want to say. To do that, you have to be willing to just listen and then take appropriate action. You take what you do very seriously, but certainly not yourself; nor let anybody else take themselves too seriously. You've got to sometimes bring people down to earth. Because people don't want to work with people who think all that much of themselves.

★ Yes. You had two pretty big things happen to Rosenbluth International. I guess the first would be September 11th.

H R Yes.

★ That was a pretty dramatic event for the country, and particularly the travel industry and your organization. The second, when you were eventually acquired by American Express, which was also a pretty big milestone. You wrote some really unbelievable letters to your associates. Actually, I read them today. I was almost in tears going through and reading them. I know that was probably a difficult time for you as a leader and also for all of the associates in the organization.

H R Yes.

★ In addition to the letters, how did you manage what happened to your industry and in particular, the company, after September 11th?

H R We had 6,000 employees and no revenue. We had probably 200,000 clients somewhere in the world. It was very challenging. But I knew that everybody, whether they'd be in the company or, whether they would be a traveler, was scared and was concerned; frightened about something, and didn't know what was going to happen. People weren't dumb. They knew that all of the planes were grounded. We weren't going to get paid because nobody was buying any tickets. We had the cost of bringing everybody home and no revenue to offset it.

What I did was I just made sure I communicated as much as I possibly could, and just telling the truth. This is what's going on and the effect on the company. I then had to make some very difficult decisions. We were always growing, and now, all of a sudden, we had no revenue.

The first thing was to ask all of our management to take a huge pay cut. That was the first thing we were going to do. We had folks get together from all parts of the company. We said, "Okay. How do we deal with this?" We had to furlough some people for the first time ever.

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We never had to do that again and thank goodness. But just watching people step up and say, “Take me and not the person that I’m working with, because she is a single mother. I can afford it.”

The outstanding service we provided was extremely helpful and most likely saved our company.

We were Intel’s “Supplier of the Year” for two years running. Tom Peters, the service guru had selected us as “Service Company of the Year.” Because of this, our clients wanted our people to be there when they started to travel again. They started picking up our payroll. Dupont, J.P. Morgan, Nike, Chevron, and many more just started paying for the people that we were servicing them. Nike, we had maybe 100 people working on their campus. They started picking up our payroll. Companies were volunteering to do the same all over the world; it was amazing. Eventually people started traveling again. We were able to bring back everybody. But it remained very challenging.

And our people became even more creative. Our Chief Information Officer, who is currently our Chief Operating Officer at our company now, came up with a program to identify the location of where every traveler was by corporation so that we could let corporations know where their folks were, as nobody had any idea.

Unfortunately there were five or six corporate clients that died in plane crashes on 9/11. I needed to call their CEOs. The airlines had blocked all of their data and thus all other travel management companies were in the dark, but we had our own database and we quickly identified our clients on the hijacked flights and it was my role to make the calls. It was a very emotional to say the least.

We had call centers also in Dickinson and Fargo, North Dakota which were doing the customer service work for United Airlines.

The only numbers for customer service the United passengers had were our people. The ones in flight would call our people and say, “We’re going down. Can you call my Spouse?” We sent psychologists out to be with our people. Our call centers had hundreds of people in them. They were all affected. It was just very challenging, but it was challenging for every company. It was challenging for the country.

We were no different. I mean, you just buckle up. You would do what you needed to do. I think our ability to be open and honest with everyone in our company was critical. We let everybody know everything we were doing to weather the storm. We shared what we were thinking; that was our strength.

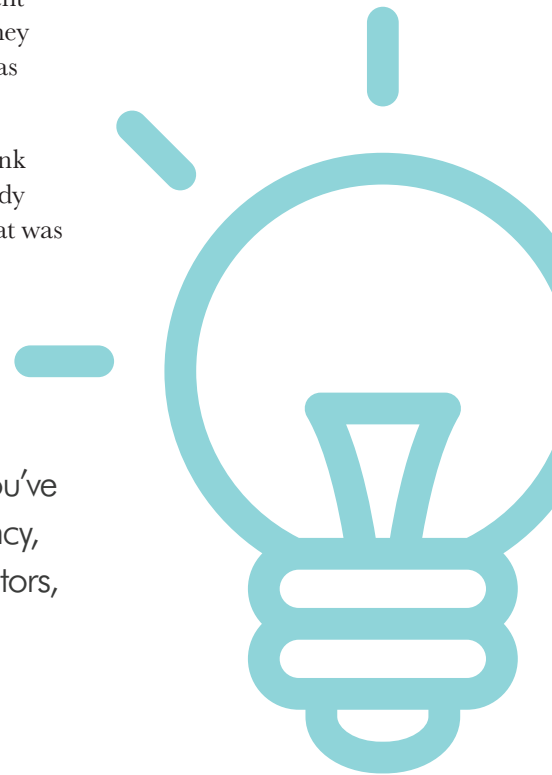
Because in business, the more people understand the “why” of a decision, the better informed they are. The better they will accept a decision. Just making a decision without an explanation, and without any background to it, is unfair.

★ I know you said you didn’t have any really positive role models. But, you’ve made some pretty brilliant business decisions. I think the whole transparency, and honesty, and the focus on people themselves. Did you have any mentors, or any people? Or anybody that has helped you along the way?

HR This is just...

★ Came from your heart?

“Because in business, the more people understand the “why” of a decision, the better informed they are. The better they will accept a decision. Just making a decision without an explanation, and without any background to it, is unfair.”



H R It comes from just caring about people. I mean, they're all human beings. Companies have too much of an effect on people's lives. Unfortunately, it's not always a positive one. Companies need to take that responsibility seriously. When you recognize that challenge, you need to act on it. That's all a company is, people—a company's most precious asset.

It was more like you just be yourself and recognize that the people you're working with, they have a life. They have family. They have things that are important to them. You get to know what they are. If they want to share with you, then be there for them.

When you work closely and care about them, you can tell if there's something wrong. We always talk about people taking work home. But how many times do we really think about people taking home to work?

Yet, when you're working closely with people, you can tell there is something bothering them. That's where a company really needs to step in. If a person is willing to share with you what their issue is, the companies typically have resources to do something about it. That's what I think is one of the greatest gifts that a company can provide its people. The greatest gift that a leader can provide.

★ Yes. It's funny you bring this up. I was going to bring this up later. But I think I am going to down this vein for a second. A friend of mine calls these, "The Unmentionables in life." That if you're dealing with financial wellness issues, or aging parents, or whatever the case is. All this stuff that goes on outside of the office, like you said. There is no way you check that at the door, and then go to your work and you turn on a good mood. It goes back and forth. There is no such thing as work stress and home stress. There is just life.

H R Right.

★ Leaders need to be aware of those and do a better job at providing support to their employees. That's incredible. It feels like that's kind of what your next endeavor has really started focusing on; healthcare. I want to transition a little bit and talk about that. What year did you or what year did Rosenbluth International get acquired by American Express?

H R In 2003, American Express acquired the company.

★ Then shortly after that you began to build Take Care.

H R Yes.

★ Tell me about how that journey began? Because that's a pretty big pivot—from the travel industry to healthcare. How did that begin?

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H R I didn't know what to do. One of the people that I had always admired was a woman by the name of Faith Popcorn. I went to see her. I invited her to come out to North Dakota where we had an executive retreat. We had a number of clients there. I asked her to keynote. I asked her, "How do you know what's going to happen next? You see trends before anybody else does". She says, "Well, I have like 1,500 people around the world. They send me the front pages of newspapers and magazines on a weekly basis. I put them up against the wall. I can see a trend."

A) I don't know 1,500 people. B) I don't have a wall that would fit anything.

I decided that I would create an electronic cocoon in my home. I got eight different computer monitors and surrounded myself with them. I would have the decibel level for the audio set at the same level. Then, I would take feeds from around the world, a bit of news, and things like that. I just sat there in this electronic cocoon trying to figure out what's the next trend before others did? It was at the time when I literally couldn't see anything. My wife would come in. I would be sitting there in the home office with these computers and just kind of staring at the ceiling.

She would say, "Well, what are you doing?" I go, "I'm working." She said, "You're not working. You're just sitting there." I go, "Well, I'm listening." "What are you listening for?" I said, "I don't know yet." I said, "But something is going to come through." Eventually, there was universal healthcare in Massachusetts.

What was coming through was a great idea: that everybody would have healthcare. But the result was you couldn't get a provider. If you get a provider, then you couldn't get an appointment. There just weren't enough. It was a problem without a solution. I realized it was an unmet need with no answer in sight. They had insurance. But they didn't have access to care. I said, "There's something here." Because people want immediate gratification when they're ill or a family member is ill.

At the time, one of my boys was playing soccer. It was kind of a Bad News Bears situation. None of them knew anything about soccer. They were running around in circles. They were like a bunch of bees swarming outside a beehive. They had a coach who took all of these kids that had very little self-esteem, because they weren't really good athletes and first taught them self-esteem before he taught them soccer. All of the sudden these kids became winners. They started feeling good about themselves. I loved the coach.

One day he came up to me. He said, "Hal, I'd like to go into business with you." I said, "I don't know what I really want to do. You're the youngest President of Johnson & Johnson. Why the heck would you want to leave there to do something with me?" He told me why.

We got together. We still really didn't know exactly what to do. But we knew that people wanted affordable, and accessible, high quality care. But it wasn't available and that it was an unmet need. In fact, when we first created the solution, which were clinics inside of pharmacies; the first ones being Rite-Aid, and then Osco-Savon, Eckerd, and Walgreens. We had turned down Wal-Mart. We had turned down Target. We just knew we were onto something. We ran as fast as we possibly could, because we recognized this unmet need and possessed the unknown solution that we were solving, which was immediate healthcare gratification.

The price was set. It was complete transparency. We hired nurse practitioners who, at the time, were feeling like they were in medical purgatory because they weren't getting the respect from the physicians that they thought they deserved. Other nurses didn't give them the respect they thought they should get just because they had higher education. They had a bunch of different reasons and wanted to make a change. We thought they were the best providers for what we wanted to do, because they had a great scope of practice. We just put technology to use. We created an Electronic Medical Record (EMR) based on how they would practice as opposed to, "Here is your EMR. Figure it out."

"We just knew we were onto something. We ran as fast as we possibly could, because we recognized this unmet need and possessed the unknown solution that we were solving, which was immediate healthcare gratification."



★ Right.

HR One thing led to another. We started opening them up all over the country. One night I was having dinner with the president of Walgreens which was one of the nationwide pharmacies that we were working with.

I asked him, “Do you want to take a minority strategic position in our company?” He said, “No. I want to buy the whole thing.” “But we’re not for sale, I replied.” He reiterated “I want to buy the whole thing.” I said to myself, this is lovely, as I’m like choking down something at this point; and trying, a) not to perspire, and b) not reject everything I had eaten in the past 20 minutes. I went back to the private equity company that was funding us at the time. I said, “They want to acquire us. I have an obligation to let you know. It’s not what I want. It’s what you want. You funded us. What do you want?” I said, “Let’s see what happens.”

We started having conversations with Walgreens. Then we had to undo all of our contracts with all the other pharmacies around the country. We were acquired by Walgreens. We were also concerned at that time that as we were building up our business there might be some rogue operators that would give us all a bad name.

We created the Convenient Care Association. We put different standards in place and things like that. We got along with all the others. We were pioneering an industry and fulfilling an unmet need. I think that’s really key if you can figure out what it is. We were fortunate in those cases to be able to do just that.

★ They acquired it. How many locations or places did you have going at that time?

HR Hundreds of them.

★ How did you focus on keeping a uniform culture with that many different locations all over the place?

HR By having a great human resource organization and fabulous leaders throughout the company. Number one, we were upping the pay from what nurse practitioners were normally getting. We were providing them an environment where we were listening to them. We had the right kind of leadership in every market. We would always do 360 degree interviews so that you would be interviewed not by just HR, but the people that you would report to as well as those who would report to them. The people that would report to you, and then lateral, and things like that. It was a gauntlet to find out what kind of person someone was. We knew their skill levels when it came to the clinical work. What was key was, how were they going to make a patient feel when they would come to one of the clinics? That was absolutely critical.

I learned so much. I remember going to St. Louis and sitting down with one of our nurse practitioners just to ask how things were going. I would always fly around and ask people how they liked what they were doing.

“By having a great human resource organization and fabulous leaders throughout the company... We were providing them an environment where we were listening to them.”



She kind of turned the question around said to me “What do you consider a success?” I never really thought about it. We were just growing. I had no definition of success. I said, “Well, if we can extend life by being available for people and accessible, I think that would be success.”

She says, “No. You’re all wrong.”

“That’s nothing new”, I said, “What is wrong with extending life?”

She says, “I go to Africa every year. I work with AIDS patients. In their case they may have a life expectancy of 30. But what’s important really are their enjoyable, livable years. What are the years that they’re not affected by HIV when they can do what they want to do? If you can extend enjoyable, livable years, that’s what’s important. That had a profound effect on me. It still has a profound effect on me just as an individual.

How many years can I do what I really like doing? I like cattle ranching. Okay. I can be on a horse for so long. I like riding my motorcycle. Okay. How many years before I dump that? I like doing physical things. I love being with my family and experiencing life with them. Those are my enjoyable livable years. I don’t try and fool myself and say okay, at the age of 86, I’m going to be galloping along and roping a calf.

I realize that’s going to end sooner than I’d like it to end. But, it gave me perspective and it has just really helped me enjoy life as much as I could by understanding what are the things that make me happy? What makes other people happy during their enjoyable livable years?

★ That’s about the quality and not necessarily the quantity.

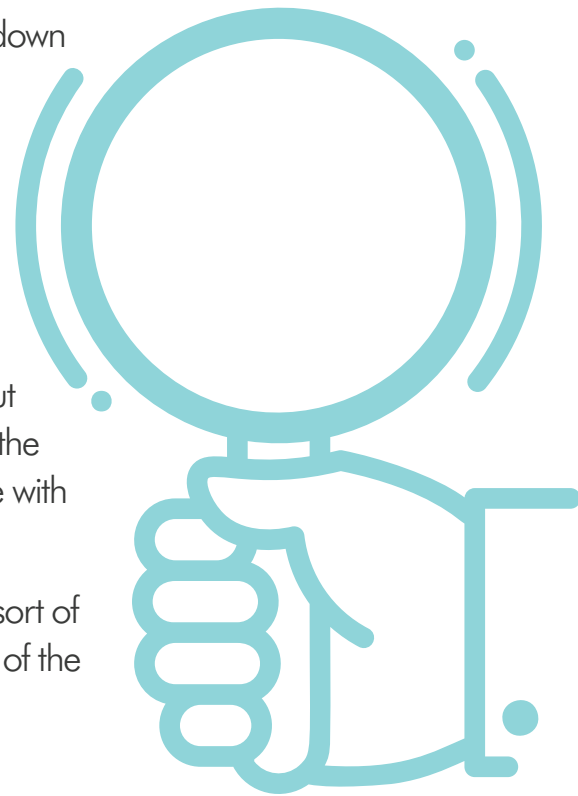
H R Yes. I mean, you can have quantities of so much. But it’s just quantity.

★ There’s something that I’m sure you quickly realized when you went down the clinic ventures. How absolutely screwed up the healthcare system is. I’m sure that was quickly and readily apparent. It has progressively gotten worse. I personally believe that it’s going to take some pretty big disruptions in the industry to get things back on track.

Again, my personal opinion is that I don’t think we can let the government figure this out. It’s going to take private enterprise to really get out there and sort through things. It’s interesting. I feel like throughout your career, you’ve been part of some major disruption. You went from the travel agent and the travel world to the clinic, and now your new venture with healthcare.

I’m curious. How do you see the future of healthcare? If you’ve got any sort of opinions, what do you think lies ahead? How do you hope to be a part of the next disruption of industry?

“It gave me perspective and it has just really helped me enjoy life as much as I could by understanding what are the things that make me happy? What makes other people happy during their enjoyable livable years?”



H R I think the entire industry is having an identity crisis right now. Health plans want to be health systems. Health systems want to be health plans. New entrants and new technology take place weekly. To your point, the government is making certain decisions, which in itself is disruptive. But they're not coming up with solutions. That and the incentives continue to be misaligned. They have been misaligned for an awfully long time.

People look at you funny when you say you want to create a win-win-win situation. Because it's always like a winner, or a loser, or what have you. But when you can create those, then you can disrupt. But the healthcare industry right now is challenged. There are regulations that change all the time. Companies in healthcare need to be exceedingly agile and not just agile at an executive level, but agile throughout. And companies are going to continue to need to change and evolve. Or we're going to be lost. *It's ripe for disruption in the space that we're in.* We have an enterprise health management platform with all types of content focused on health and well-being, and wellness as an industry is so scattered that I still can't define it.

I can't define what the wellness industry is. In some cases, you're a wellness company if you provide gym memberships. In other cases, you're a wellness company if you provide nutrition, and white papers. Others are more sophisticated. They have different content. But it's ripe for disruption in itself. It's overhyped. It's overpriced and overpromised, and not delivering what it should. That's not everybody. I'm sure there's good health and well-being companies. But there are far too many. Mergers will continue to take place. Acquisitions will take place. People will go out of business. Some will be successful. But there is a need for a little bit more truth and honesty, and effectiveness and value.

We're taking advantage of that by disrupting it through revolutionary pricing and through having content that we own and we have developed, using the principles of behavioral science, and economics, and working with folks from the University of Pennsylvania and our partner Mad Pow, who worked with our subject matter experts to ingrain behavior change models in everything that we do. We're very fortunate. We got a late start. That allowed us to build technology using the latest technology. We didn't have to go from web to mobile. We started mobile first. We now have a web feature as well, as some companies still want that for certain employees.

We built an enterprise health management platform creating ultimate flexibility and agility for self-insured companies, health plans and health systems. If a client preferred a certain solution and we could integrate it into the platform. Or we could take our entire platform and place that into their platform. Our open architecture opened up all possibilities not only for today but with tomorrow in mind, as well.

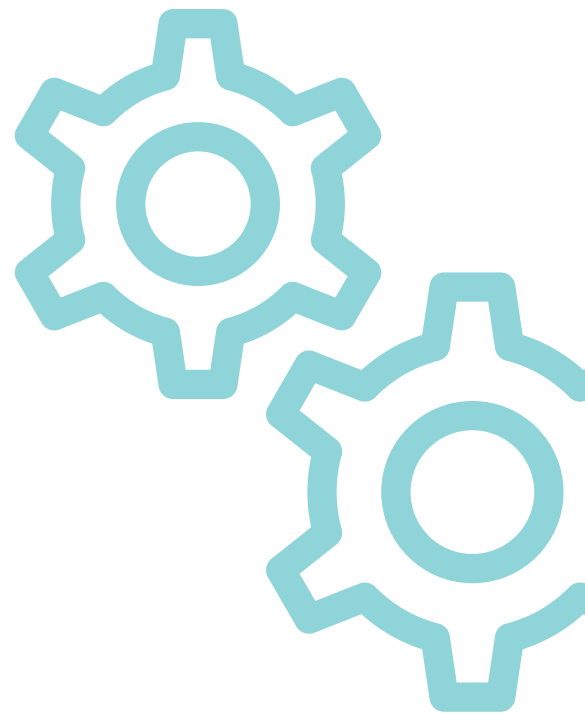
We recognize that it is important to build something that can accommodate an industry that is fraught with change. You can create the change and then run with it, and then change again when required. Accepting the status quo or becoming a victim to change is like a death knell.

★ Yes. You told me a little bit about how the clinic idea started and where it came from. That was acquired by Walgreens in 2011-ish.

H R Yes.

★ Then came New Ocean. I'm curious to hear what happened that led up to the beginning of New Ocean?

“We recognize that it is important to build something that can accommodate an industry that is fraught with change... Accepting the status quo or becoming a victim to change is like a death knell.”



H R Well, New Ocean, in essence was digitizing what we were doing with the Take Care clinics, but doing it virtually by providing information, and programs, and personal health journeys. Providing all the things that would help people take healthcare into their own hands because of the high expense of healthcare. Because still, the issue of access is a problem. Cost remains very high. People want to know what to do. They want to know what's wrong with them if there's something wrong and they want to know right away.

We said, "Okay, let's digitize all of this stuff. Let's look at the plethora of things that are being done where somebody might go to a physician or a hospital and provide solutions for them, but in a personalized way." It was really just as an extension of affordable, accessible, and high quality care but in a digital format available where people are, which is wherever their phone is. We wanted to make sure that when we created our health risk assessment, that we called our private health assessment—which is kind of the entry point into our entire platform and programs—we also wanted to make it engaging and shorter.

We didn't want to create another long, intrusive health risk assessment where people would lie and never finish filling out the questions. We don't ask people how much they weigh. We can create these personalized journeys for each individual. The questions would lead to the activities, whether they be for a chronic disease or for any normal type of lifestyle program. By having this private health assessment, it would identify, not only the individual, but their readiness to change. Because if somebody doesn't want to change, it doesn't really matter.

You can be a diabetic. You can control it. You can improve it. Or, you can do nothing about it. We had to try and put something together from the very start, all the way through their personal journey that was enjoyable. That's why we invested millions of dollars applying behavioral science throughout our solutions. We identify personal archetypes because some people need a nudge, some people need a push and some people interested in investing in improving their health at all.

★ Recently, there's a book that came out. It's from a professor at Stanford². It was talking about how the workplace is now the fifth leading cause of death in the country and how literally our companies and the nature of jobs have changed so much over the last 50 years and even less. The workplace is just killing people. What are your thoughts? I'm the big organizational culture guy.

H R Yes.

★ I think that there is that intersection between health and culture. How do you think companies can do a better job at connecting the dots between healthcare cost, and productivity, and all those things? Organizational culture, and hiring nice employees like you have said. It's funny because some of the points in your book I think can have a direct impact on the individual's health and well-being. Is that something that you guys are thinking about? What are your thoughts on kind of the correlation between positive culture and healthcare?

"We identify personal archetypes because some people need a nudge, some people need a push and some people are interested in investing in improving their health at all."



H R We know if there's not a positive culture then our product and our app is not going to make a difference. People aren't going to use it if they don't trust the company they work at; they're not going to trust anything the company provides for them. They won't be engaged right off the bat. When we talk with companies, we talk about the importance of a positive culture.

★ Right.

H R We have to have a good idea that they really do care about their folks or use what we provide as a catalyst to show people that they do. If you do not have the right environment for people, whether it be a health plan for their members, or a health system for the patients, or for a self-insured company and if they don't believe that they're really cared for and cared about, it's not going to be as successful as it should be. On the other hand, where you do have a great corporate culture, you do feel cared about and you want to come to work. You realize that this is where corporate communications is critical.

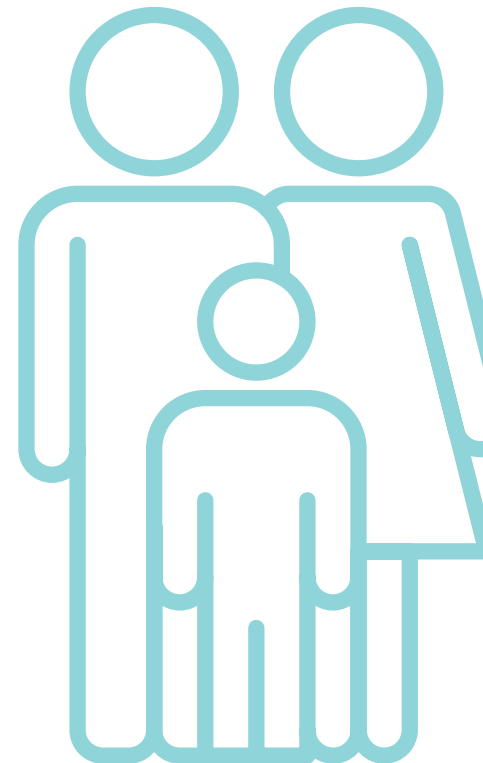
Companies need to communicate these programs and the reasons behind them. Because effectiveness is critical, and not only to the company. What's equally important is that it's not only the health of the employee that benefits the corporation or the health plan. It's the people who love them that need them to be healthy, as well. They need to think about: *What would happen if I became incapacitated? What would happen if in fact I became really ill? How could I take care of those that I love who love me?* I don't think we think about that all that much. It's not just about the health of the individual for the corporation. It's the health of the individual for their family and their loved ones.

Because, if that becomes a problem, then it works its way right back into the corporation. I mean, it's a vicious cycle.

★ One of things I want get your thoughts on. In the wellness industry, a lot of the success was measured on this cost avoidance equation. If you do these things today, that you're not going to incur these costs tomorrow. I think in a lot of ways, it did a pretty big disservice to our field. That it's really hard to actually put true numbers to that. I think a lot of traditional wellness programs would start with a traditional HRA. We're going to prick your finger and tell you what your cholesterol is, and weigh you, and tell you what you weigh and how you need to improve some basic sort of physical dimension of wellness. How does New Ocean look at those things? Do you have a different perspective on what the value story is around wellness?

H R I believe so. It comes from our belief that taking care of one's health is not easy. It's not fun. It takes time. People don't like doing it. But they need to. By providing a mobile tool that is engaging and one where people want to do the best that they possibly can, they're now provided with the information to do that. It is personalized as a result of us using behavior change science and behavioral economics. We're making sure that when people get knowledge of the fact there might be something that's an issue for them that they're not scared off. In fact, they feel embraced. They now have a vehicle to do something to make themselves healthier. They learn how to avoid certain things, and we are providing information.

"I don't think we think about that all that much. It's not just about the health of the individual for the corporation. It's the health of the individual for their family and their loved ones."



We have thousands of videos, and symptom checkers, and all the other things that go along with the fact that we focus not only on lifestyle management but chronic disease management, as well, which is, as you know, the most expensive part of health care. Putting those two things together and reimagining everything, with the recognition that people have a hard time taking care of their health because it simply is not easy. Yet it's so critical, and not only to the individual and where they work, but to their family and loved ones.

I remember a number of years ago, I had asked a film crew to go around and ask 100 Philadelphians, "What do they pray for, if they pray?" Almost everybody came back with the same answer. I pray for the health and well-being of my family. Nobody talked about themselves.

People talk about the health and well-being of their family; I don't think people recognize that their family also cares and depends on *their* health and well-being. If they're not healthy, they can't help the ones that they want to help, and that they pray for.

That's all part of our focus. It is recognizing this has to be holistic. It can't be just simply for the individual, or simply for the company, or the health plan, or the health system. It's for family. It's for everybody. If you're healthier, you feel better. Yes. You do have all the benefits of productivity, and lowered absenteeism, and all of that.

But at the end of the day, what better gift can a company provide for its employees, or a health plan for its members, or the patient and employees at a health system than tools to be healthy?

People, don't want to be sick. They just kind of get there.

A lot of it is because they don't know. Or they don't have access. Or they don't listen to what providers are explaining to them. Even people that go to the hospital. They get discharge instructions. They don't listen to what is being explained to them. They barely refer back to the discharge papers and what they should be doing. We try and help people with all of those things.

★ There is some research³ that was done recently. It looked at when an employee believes that their employer, or their boss, or their company cares about them and all of the things that come with that: they are less likely to turnover or are more likely to go the extra mile, and less likely to be hostile with the coworker, and more likely to talk positively about that organization to other people. I mean the list just goes on. It's really interesting. I think when you talk about just being an organization that takes care of its people, there are a lot of health benefits and intangibles that come with that. There is a lot of interesting research that's now saying the things that you have been saying for a long time.

If you just do these things, good things will happen, and the health impacts that come with that. I think you have alluded to, but not said the word yet, but, how being a purpose driven organization is about getting people to really understand the vision and mission. It sounds like something that you've done a good job with. Really getting people to understand the purpose of the organization, and their role within that purpose, too.

"People talk about the health and well-being of their family; I don't think people recognize that their family also cares and depends on *their* health and well-being. If they're not healthy, they can't help the ones that they want to help, and that they pray for."



Do you see New Ocean getting into creating more purpose driven organizations? Or what's its role in helping companies to understand the importance of those things when taking people on an individual journey?

H R Yes. It's all part of the conversation when we get together with a company that we may or may not do business with. We talk about those things and the importance of communication. How it has to be real. I have said for decades, "You can't delegate an emotion." You can't have a company come out and say, "On Thursday we want everybody to begin to care." It's not going to happen. You either care or you don't care. That's a result of whether or not you feel cared for and cared about by your employer.

We always espouse the importance of truly caring about those you employ. Creating an atmosphere where people love their company, a company they want to work at and contribute positively to its success. If people are communicated the benefits to the company and to them individually by getting involved in a health and well-being program that focuses holistically, then it can be very effective.

But unfortunately, communication is not as strong as it should be and there is also the type of leadership that leaders of a company need to exude when it comes to their own health and well-being. I mean, you can't sit there as an executive and say, "We really care about all of your health, and wellness, and all that other stuff," while gauging down all kinds of bad foods and not exercising, because then people become cynics.

★ Alright, 2013 is the beginning of New Ocean. It's something we talked about earlier. The wellness industry is a broad industry and yet a crowded space at the same time. What did you think that you could do different than everybody else? Or what makes New Ocean stand apart from the rest of the other providers that exist today?

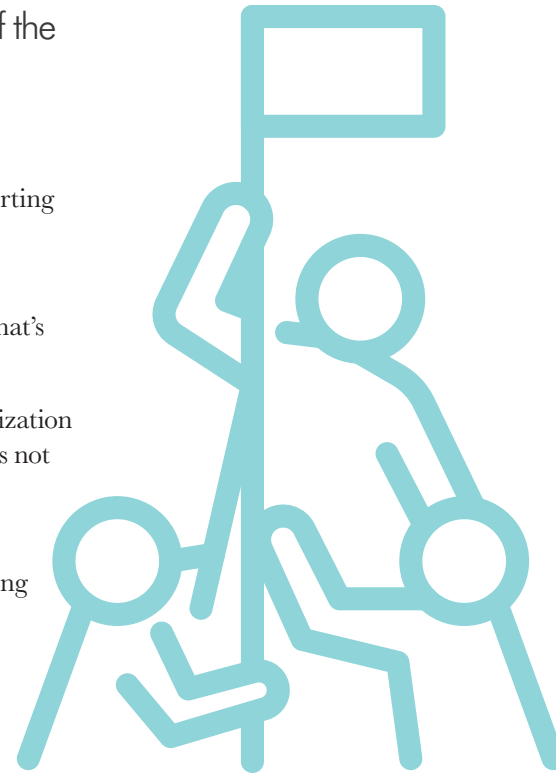
H R Being effective for one. Being a company that's easy to work with, two. Then, creating professional content, which is enjoyable and simple, creating a great user experience. Just starting with a health assessment.

We're National Committee for Quality Assurance (NCQA) certified. We like to start with something a bit easier and shorter. We're getting to the same point. That's the entry door. That's the part where users will choose to either engage or disengage.

If they find it enjoyable and informative they'll start going into the activities and its personalization and features. But if you don't set the right kind of digital voice so to speak right off the bat, it's not all that effective.

What we recognized early on was there's just far too many companies calling themselves wellness companies. Far too many companies that went from wellness to health and well-being because it sounded better than just wellness. We said, "Let's build out an enterprise health management platform first." Let's build out all of the content first. Let's make sure that we include a digital solution for managing chronic disease, which is not included in virtually any other of the programs out there; that is without it being a buy-up. Let's make it part of the core. Let's attack the expensive parts of healthcare, but let's do it using behavioral

"We always espouse the importance of truly caring about those you employ. Creating an atmosphere where people love their company, a company they want to work at and contribute positively to its success."



science and behavioral economics, and work to avoid cognitive dissonance, and things that really bother the individual.

It has to be personalized, so that the user can relate to to it. If they feel better, they're going to use it. Self-insured companies, health plans and health systems have been looking for something different. They're looking for something that's much more intuitive than has been available in the past. They want predictive analytics and a platform that brings together everything in their healthcare ecosystem into one place and they want it customized to their needs today and into the future. There is always something different with each client request. We accommodate their needs by having an IT organization that's flexible and enjoys creating new things, and going into frontiers that others might be afraid to go into.

That's a lot of fun. That's a lot of fun for all of us. I'm very proud that we created a company that does just that.

★ One of the challenges that I think a lot of our members struggle with is knowing what to say to the CEO or CFO. Why we should do wellness? Because you're right. It's gotten a bad rap and been overpromised and under delivered. You have been an incredibly successful CEO yourself. You have the opportunity to work with many others. Sitting in a room of CEOs that are all sort of not sure wellness is the answer, what advice or what would you tell them? Why does wellness even matter? Or why should we do this?

HR Because they have a responsibility to the people they employ. Part of that responsibility is helping them with their health. They provide payment for all or part of their employees healthcare costs but it shouldn't end there; that's the easy part. That is simply monetary in nature. More critical is to help a person with their own health. I don't think there is any CEO that doesn't want to do just that. But you have to show them that it can be effective, that you can actually lower costs for all.

There is a tension typically between the finance department and HR because they're looking for a certain ROI. People can't get to that. What we try and do through creating a revolutionary priced product and content is take away that tension that exist between the two.

Our goal is to have the benefits organization let finance know their going to reduce health and well-being cost next year. Our pricing allows them to request less when it comes to next years budget.

That's kind of fun. That in itself disrupts the industry. Because we know what it takes, and we know how many years it takes to build what we have built. Its almost impossible for others to compete on price and content.

We like disrupting. Because if you don't disrupt something you maintain the status quo. The status quo typically is not good enough anymore for anything. Especially in the world that we live in where we used to talk about change and speed being the currencies of the future.

Well, that's here today.

"We like disrupting. Because if you don't disrupt something you maintain the status quo. The status quo typically is not good enough anymore for anything. Especially in the world that we live in where we used to talk about change and speed being the currencies of the future."



I like to talk with CEOs and say, “Look, I love your ads. It seems like a great place to work. But every time I’m in your elevator I see people who can’t wait to get out of the place and have nothing good to say about it”. I said, “Is that the kind of company you want to run?” You don’t know about it. You’re taking a different elevator.

Some will accept it say, “Geez, well I didn’t know that. We’ll do something about it”. Others will kick you to the curb. But, if you’re a great CEO, you want to know what’s going on in your company.

★ Hal, I consider you a Futurist, so going back to your cocoon of listening to all of these trends that are happening, and thinking five, and ten years, even beyond in the future. Where do you think all this health care mess is headed to? I think, and there are others out there, that think this is the biggest threat to our national security and stability as a country. Where do you see us as a nation in terms of healthcare in the future?

HR The technology and some of the medical devices, the different drugs, and things like that. They will continue to improve. But, the ecosystem is fraught with problems and conflicts of interest: winners and losers. Companies are having an identity crisis. Certain regulations are causing companies to do things they don’t want to do or can’t do things they want to do. I see it getting worse before it gets better. But then, it will get better.

There is going to be carnage between now and then. That happens in any industry where there is just a heck of a lot of people competing, but not necessarily understanding the other parts of the ecosystem or how to best bring them together for their patient, and for their employee, or for a member.

There’s a lot of soul searching going on. There is a lot of strategic planning going on. There are five, six, seven, and eight different paths forward for companies in healthcare. Choosing the right one is not always easy. But if you choose the wrong one, you’ve got to be agile enough to change and to get to the right one again. But I just keep on seeing so much change. The first thing that needs to happen: get rid of the hype. You start by being honest. You start talking honestly about what is going on. You have conversations between companies that are in the ecosystem.

Try to understand their pain points: What are they trying to achieve? I usually just keep on asking people, “What do you want? What do you want to get out of this? What are you really looking to do?” Sometimes those are questions that haven’t been answered yet. If they have been answered, the recognition has got to be there. That may change a year from now because the world is going to change, the economy is going to change or their business is going to change. Everything is changing and embracing that change, and being agile enough to either create the change or take advantage of change in the marketplace they didn’t create is critical. That’s why companies need to have openness, a culture where people aren’t afraid to challenge everything in a positive and inclusive manner.

I think that those who just keep on educating and learning about what’s going on, and paying attention to things that are not only in the healthcare industry, but things that affect the health care industry. Those will be the survivors in healthcare going forward.

But there is going to be a lot of carnage. That’s a shame, but at the same time it’s...

“Everything is changing and embracing that change, and being agile enough to either create the change or take advantage of change in the marketplace they didn’t create is critical. That’s why companies need to have openness, a culture where people aren’t afraid to challenge everything in a positive and inclusive manner.”



★ Necessary?

HR Yes.

★ Something I'm dying to know. You grew up in Philadelphia, right?

HR Yes.

★ How did you get an interest in farming and end up buying a ranch in North Dakota? I know you have written articles about treating cows better than employees. Where did that love of farming and ranching come from?

HR Actually, I said you should treat your employees like ranchers treat their cattle. They take great care of them, it's their livelihood, their assets. Anyway, in 1988, there was a horrible drought affecting the upper Midwest. The nightly news was carrying a story about how people were losing their farms and ranches to this drought. We were a global company headquartered in Philadelphia. We needed to create a lot of personal data and enter it in for a traveler's profile manually. The technology back then didn't exist to do it automatically.

Personal data entry for travellers was being done in our offices all over the world. What are your preferences? Do you want a smoking seat or a nonsmoking seat. Back in those days, you could have either one. What is your frequent flyer information? What corporation do you work for? What is your credit card number? A lot of data entry.

The drought was getting worse and we saw people losing their livelihoods. I had asked a couple of my colleagues to go to the Agriculture Department and ask them what part of the country was having the toughest time. They said North Dakota. Then I asked them to go out and meet with the governor, and the staff, and see what part of the state was having the toughest time. They did so. They came back and said, "There's this town called Linton. It's in Emmons County, North Dakota. They're having a really rough time."

We decided, let's go hire as many farm wives as we can and create a secondary source of income. They do the books. They're very meticulous. They're very accurate. We took all the data entry that was taking place all over the world and sent it to what used to be a John Deere implement center we rented to house those we were going to hire.

It was empty because nobody could afford to buy a tractor at the time. The church gave us tables. The townspeople gave us chairs. We started out by hiring 40 farm wives to do data entry. Eventually there were 200 farm wives doing data entry.

One day I went out to say hello to everybody and see how things were going. One of the folks, she asked me, "Would I like to come have lunch out at our ranch and meet my family?" I said, "Sure". That was probably about 30 miles away. I went out there. I'm having lunch and learning a lot about ranching, and farming, and family life.

★ Did you get on a horse before that?

"I said you should treat your employees like ranchers treat their cattle. They take great care of them, it's their livelihood, their assets."



H R I had been on a horse, but not working cattle or anything like that. Her husband said, “Would you like come out and see my cows?” I said sure. We leave the lunch table. We go out. I have khakis and loafers on. The next thing I know I’m ankle deep in cow manure. He says, “What do you think of my cows?” I go, “They’re lovely. They look delightful.” The last time I [had seen] a cow was in a zoo when I was six.

But I really liked the family. I would go out and visit. He’d say, “Do you want to help me with my cows?” He put me on a horse. We would go out and tag the ears of newborn calves or whatever needed to be done.

I fell in love with ranching. I never had a hobby. I didn’t have hobbies. I really didn’t like being with myself. How can you have a hobby with that kind of personality? I really took a liking to it. I bought some land. I got some cows. I just kept building on that, to where it is today. But it has been 30 years since I first went out there, and 28 since I started ranching. I have loved every minute of it.

★ That’s cool. That’s such an incredible story of growing up. In the city, I’m sure there’s not many ranches and cows from where you grew up.

H R No. There are no chores either.

For my kids, when they were growing up, they would spend summers out there. They had to do chores, and go feed the horses oats. It’s something you do before breakfast and before dinner. Go out and help a neighbor, do something.

The work ethic that they learned ranching has been great for them through their life growing up and then into business.

★ Yes. Those are definitely great lessons. Have you thought about what you want your legacy to be as a leader?

H R No. That would get me into my fatalistic personality. I don’t know. Just someone who had a positive effect on other people’s lives. That’s about it.

★ If you were to give any advice: whether it’s an HR person that’s struggling with trying to get a wellness initiative off the ground, or a CEO or a future leader that’s reading/listening to this. You have been in a lot of really unbelievable situations with highs and lows in your career. Is there a piece of advice or encouragement, or guidance that you would offer? Or that you have offered folks?

H R Don’t fake anything. Be open to ideas, and get to know the people that you work with. Walk around and get to know people’s pain points, your customers pain points, and things like that. Then, you come up with solutions. But you have got to be real. Just be real and constantly look at your company and look at its culture.

“Don’t fake anything. Be open to ideas, and get to know the people that you work with.”



Find out what's really going on and it rarely comes from taking a survey. I don't think they work. What I used to do would be to send out white paper and crayons because Binney and Smith, maker of Crayola was one of our clients. They make crayons. I would ask them to draw a picture of what the company means to them and send it to me. You'd get a lot of really nice things and what have you. But every so often, I would get something else.

I actually got one from our Atlanta center. We had an operation in the Peachtree area. It was from a person who drew a picture of their family at Christmastime, all in color sitting around a warm fireplace with he and his wife on a sofa. The Christmas tree was all adorned with ornaments. There were kids playing jacks and sitting on the floor with their dog. Everybody looked warm. It said, "Before." I flipped it over and in pencil, the fire was out. There were no ornaments on the trees. The dog was gone. The family was shivering. It said, "Now." I picked up the phone. I called the person. I go, "What's going on?" He said, "I'm losing my job." I go, "You're not losing your job." He says, "No. I heard we're moving our function somewhere else." I go, "That's absolutely true, but you're all going to get retrained to something else." "Well, nobody told us that." That's heartbreaking. I found that we had a real bad communication process in our finance organization. Now, you don't send out a questionnaire that asks, "Is there a communications problem in the finance organization?"

Another person who was in Sunnyvale, in one of our West Coast operations. That person had drawn a ladder. There was a pot of gold at the top. He had one foot on the first rung. The other one was shackled to the ground by a computer. I called him up. I said, "What's wrong?" He goes, "My computer is too slow. I'll never get ahead in this company because I won't look like I'm being productive. It is because the computer is slow." What survey asks about somebody's computer speed? None.

You can't necessarily find out by asking typical survey questions. You have to try and get into someone's heart and into their soul, and into their minds, into what they really care about. You have to create a culture where they're comfortable in doing so. Not everybody is comfortable in saying something that is not positive. Yet, if all you get is positive feedback, that's problematic.

No company is perfect. Companies always want to be better. Sometimes you just don't know how or where to make those improvements.

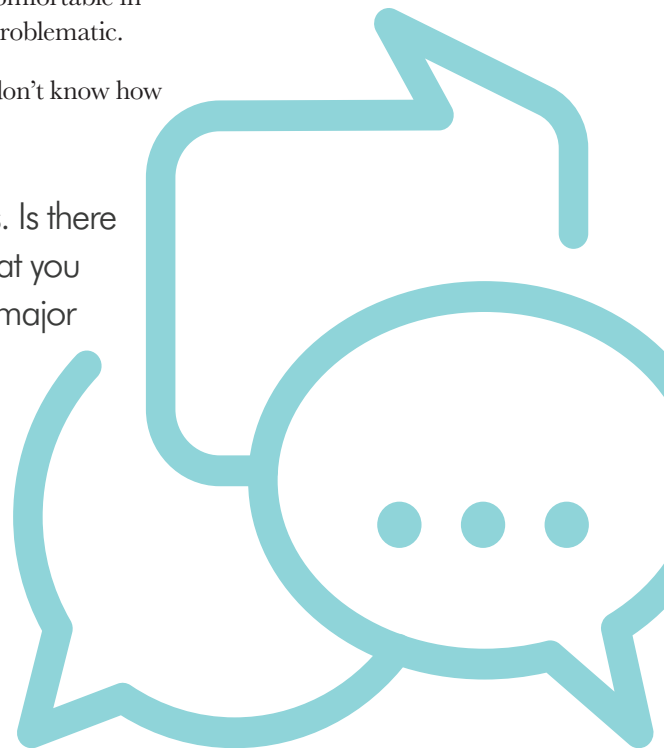
★ As you look back over your career, and all the ups and downs. Is there anything that you would have done differently? Not necessarily that you regret anything, but just kind of hindsight? It's always 20/20. Any major things that you would change?

HR I demoted myself once which was really good. Maybe I will do that again. I think it's really good to do what others are doing. I'm not so sure that I'm smart enough to do what everybody else is doing. That was something that I enjoyed. I went from running a global company to becoming a reservations agent. That helped me see what everybody was going through every day.

★ It's like Undercover Boss.

HR Yes. I guess.

"Walk around and get to know people's pain points, your customers pain points, and things like that... Find out what's really going on and it rarely comes from taking a survey. I don't think they work."



★ Except you really weren't undercover then, I guess.

H R Yes. I wasn't undercover. I was just sitting with everybody else. I have been very fortunate to find answers in places that nobody looks. There was a taxi stand in front of our corporate headquarters. Since we had people flying in from all over the world, they would be waiting for people to take back to the airport. I would just go into different taxis and sit there. I would ask them, "What's going on in my company?" Because when you get in a cab, people say whatever the hell you want to say. Fortunately, the vast majority of my colleagues were happy. But, occasionally I'd hear a cab driver share with me something like, "This place stinks. I can't believe I flew all the way in from Paris to this." Unfortunately, we don't have a taxi stand in front of the company right now. I can't do that.

★ Any other sort of words of wisdom or parting words that you would share?

H R Just be honest and be honest with everything you do. Recognize that everything a leader does has an effect on people, positive or negative. You want them to be positive. If a decision is going to have a negative effect, explain the decisions, and explain the why behind it. People come to work; they want to be productive.

Leaders can help them get there. People spend most of their waking hours at work. Employees that know their leaders are focused on them and remove fear, frustration and bureaucracy from the workplace will naturally focus on what's best for their company. They're not going to focus on the customer. They're not going to focus on whatever they're doing. Rather, they're going to focus on their resume because they're going to want to get the heck out of there.

Then, what do you have? A lot of expense due to turnover. Care about your people and they will care about your company, it's that simple. They will take care of you back ten times over. It's part of their life and recognizing that, companies have too much of an effect on people's lives. It's a company's responsibility to make that as positive an effect as humanly possible in everything that goes on in that person's life that they have control over; which is in work.

But also, always look out for people who are bringing home to work and that need some resources that a company can provide that maybe they can't get on their own and make them available to those in need. Because companies can either make a person's life great or miserable. Who wants to make people miserable? I don't think anybody does. Some people just don't know that they are.

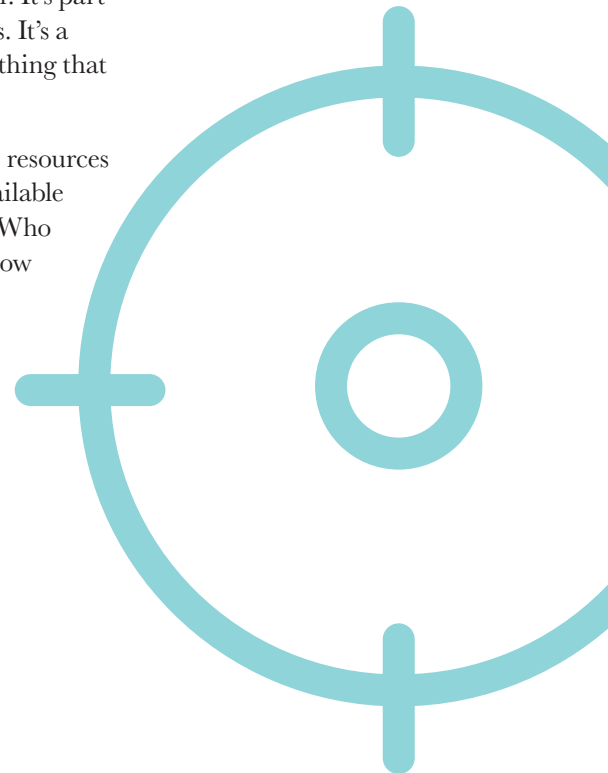
★ I wish we had more leaders like you, Hal. You clearly care a lot about people. It comes through loud and clear. It has definitely paid off. I appreciate your honesty and your candor for our conversation today.

H R Yes. Thank you.

★ Yes. It has really been a pleasure getting to know you. Thank you.

H R Me too, a pleasure.

"Employees that know their leaders are focused on them and remove fear, frustration and bureaucracy from the workplace will naturally focus on what's best for their company."



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