



# UNIVERSITY HOSPITAL

Newark, New Jersey

## RESOLUTION OF THE BOARD OF DIRECTORS TO APPOINT A SPECIAL COMMITTEE

**WHEREAS**, Article III, Section 8, of the Bylaws of University Hospital (the “Bylaws”) specifies that the Board of Directors (the “Board”) shall have the power to establish any and all committees it deems appropriate in order to carry out its duties and obligations; and

**WHEREAS**, the Board may set the authority delegated to such committees, subject to the Board’s right to rescind such authority at any time; and

**WHEREAS**, pursuant to Resolution 2018-1213-65, the Board appointed an Acting President and Chief Executive Officer of the Hospital for a term not to exceed June 30, 2019; and

**WHEREAS**, the Board has publicly advertised the search for a permanent President and Chief Executive Officer; and

**WHEREAS**, the Board now desires to convene a Special Selection Committee of the Board to review and evaluate prospective applicants for this position;

**NOW, THEREFORE, BE IT RESOLVED THAT**, pursuant to Article III, Section 8, of the Bylaws, the Board hereby appoints a Special Selection Committee of the Board; and

**BE IT FURTHER RESOLVED THAT**, the Board appoints Director Keith H. Green as Chair of this Committee, and Directors Tanya Freeman, Esq, Mary O’Dowd, MPH, and Brian L. Strom, MD, MPH, to serve as members; and

**BE IT FURTHER RESOLVED THAT**, the Special Selection Committee shall conduct any and all activities necessary to identify a qualified candidate to serve in the position of President and Chief Executive Officer of University Hospital, and to provide a recommendation to the Board of Directors; and

**BE IT FURTHER RESOLVED THAT**, the authority and duties of the Special Selection Committee shall expire upon the Board’s appointment of a permanent President and Chief Executive Officer of University Hospital.

Resolution Adopted: January 31, 2019