



RESOLUTION OF THE BOARD OF DIRECTORS

WHEREAS, the Bylaws of the Board of Directors of University Hospital (the “Board”) provide the Board with the power and authority to direct and control expenditures, and enter into contracts and agreements for conducting the business of University Hospital; and

WHEREAS, the Signature Authorization and Delegation of Authority for Hospital Contracts and Other Agreements Policy requires that proposed purchases by University Hospital in excess of \$1,000,000 resulting from the waiver of advertising, shall be recommended for approval by the Board after approval by the Finance, Investment, Administration and Audit Committee (the “FIAA Committee”); and

WHEREAS, University Hospital and Rutgers, the State University of New Jersey (“Rutgers”), on behalf of its Institute of Genomic Medicine (“IGM”), entered into an agreement for reference laboratory services, which expired in 2016; and

WHEREAS, in 2015, prior to the expiration of the agreement, the parties initiated contract negotiations to engage IGM for further laboratory services; and

WHEREAS, the parties ultimately executed a new contract in January 2018; and

WHEREAS, IGM continued to provide University Hospital with reference laboratory services during the contract negotiation period; and

WHEREAS, the FIAA Committee met on January 22, 2019 and reviewed and approved a Request for Waiver of Public Bid captioned “UH-W19-090 for an unauthorized confirming waiver to pay Rutgers an amount not to exceed \$1,780,682 for reference laboratory services, which include unpaid invoices incurred during the period of December 1, 2017 through January 31, 2019 in the amount of \$1,312,081, and for future services that are expected to be performed between February 1, 2019 through June 30, 2019, in the projected amount of \$468,601 (collectively, the “Contract”).

NOW THEREFORE, BE IT RESOLVED, that the Board accepts and approves the Contract.

Adopted by the Finance, Investment, Administration and Audit Committee: January 22, 2019

Adopted by the Board of Directors: January 31, 2019



UNIVERSITY HOSPITAL
Newark, New Jersey

RESOLUTION OF THE BOARD OF DIRECTORS

WHEREAS, the Bylaws of the Board of Directors of University Hospital (the “Board”) provide the Board with the power and authority to direct and control expenditures, and enter into contracts and agreements for conducting the business of University Hospital; and

WHEREAS, the Signature Authorization and Delegation of Authority for Hospital Contracts and Other Agreements Policy requires that proposed purchases by University Hospital in excess of \$1,000,000 resulting from the waiver of advertising, shall be recommended for approval by the Board after approval by the Finance, Investment, Administration and Audit Committee (the “FIAA Committee”); and

WHEREAS, University Hospital proposes to contract with INO Therapeutics for the provision of inhaled nitric oxide gas and INO Therapeutics’ proprietary patient delivery system for an amount not to exceed \$1,355,856, because only one source of supply is available; and

WHEREAS, the services for the inhaled nitric oxide is indicated in the treatment of certain patients, including among others, near term neonatal patients with hypoxic respiratory failure associated with clinical or electrocardiographic evidence of pulmonary hypertension; and

WHEREAS, the FIAA Committee met on January 22, 2019 and reviewed and approved a Request for Waiver of Public Bid captioned “UH-W19-076” for a contract for the provision of inhaled nitric oxide gas and INO Therapeutics’ proprietary patient delivery system for an amount not to exceed \$1,355,856, for a term of November 1, 2018 through October 31, 2019 (the “Contract”);

NOW THEREFORE, BE IT RESOLVED, that the Board accepts and approves the Contract.

Adopted by the Finance, Investment, Administration and Audit Committee: January 22, 2019

Adopted by the Board of Directors: January 31, 2019