



UNIVERSITY HOSPITAL

Newark, New Jersey

RESOLUTION OF UNIVERSITY HOSPITAL ACCEPTING GRANT FUNDS AWARDED PURSUANT TO THE VICTIMS OF CRIME ACT, 34 U.S.C. 201 *ET. SEQ.*

WHEREAS, University Hospital (the "Hospital") was duly established and validly exists as an independent public healthcare institution and an instrumentality of the State of New Jersey (the "State"), pursuant to the New Jersey Medical and Health Sciences Education Restructuring Act, L. 2012, c. 45 (the "Restructuring Act"); and

WHEREAS, pursuant to the Restructuring Act, the Hospital's board of directors (the "Board") has the power and duty to exercise general oversight over the affairs of the Hospital to ensure fulfillment of its mission and to: (1) direct and control expenditures of Hospital funds; (2) borrow money; (3) enter into contracts with the State or federal government, or any individual, firm or corporation; (4) solicit and accept grant moneys; (5) acquire, own, lease, dispose or, use, and operate property; (6) sue and be sued; (7) enter into a contract or other agreement with a nonprofit corporation operating one or more hospitals in New Jersey to operate and manage or assist in the operation and management of the Hospital; and (8) hire, fire, and fix salaries for all employees of the Hospital; and

WHEREAS, since mid-2017, the Hospital has operated a hospital-based violence intervention program (the "HVIP") and by application submitted on or about November 8, 2019 (the "Application"), the Hospital applied for grant funds to support and expand its activities under the HVIP, as more fully described therein, in accordance with the Victims of Crime Act, 34 U.S.C. 201 *et seq.* (the "VOCA"); and

WHEREAS, by correspondence dated on or about January 27, 2020 from the New Jersey Office of the Attorney General, the Hospital was notified of a pending award of grant funds in the total amount of \$2,380,813, of which amount, \$1,937,959 would be sourced from funds administered under the VOCA, with \$442,854 provided as matching funds from the Hospital, under sub-award number HVP-09-18 for the period January 1, 2020 through September 30, 2021 (hereinafter referred to as the "VOCA Grant"); and

WHEREAS, in accordance with the Restructuring Act and the Hospital's bylaws, the Governance, Ethics and Legal Committee, serving as the Executive Committee of the Board of Directors, is authorized to accept and intends to accept the VOCA Grant;

NOW, THEREFORE, BE IT RESOLVED by the Executive Committee of the Board of Directors of University Hospital:


1. The above recitals are incorporated herein by this reference.

2. The Hospital hereby accepts the VOCA Grant, and authorizes the President and Chief Executive Officer to execute all agreements and documents necessary and desirable to effectuate award of the VOCA Grant in support of the Hospital's Violence Intervention Program, as detailed in the Application and herein-above.

3. This Resolution shall take effect immediately upon the adoption hereof, subject to ratification.

I hereby certify that this Resolution 2020-0318-93 is a true copy of actions duly adopted by University Hospital as of the date hereof.

Resolution Adopted: March 18, 2020



Mary K. E. Maples, Esq., Corporate Secretary



UNIVERSITY HOSPITAL

Newark, New Jersey

RESOLUTION OF UNIVERSITY HOSPITAL AFFIRMING AND RATIFYING ACTIONS IN FURTHERANCE OF P.L. 2012, c. 45

WHEREAS, University Hospital (the "Hospital") was duly established and validly exists as an independent public healthcare institution and an instrumentality of the State of New Jersey (the "State"), pursuant to the New Jersey Medical and Health Sciences Education Restructuring Act, L 2012, c. 45 (the "Restructuring Act"); and

WHEREAS, pursuant to the Restructuring Act, the Hospital's board of directors (the "Board") has the power and duty to exercise general oversight over the affairs of the Hospital to ensure fulfillment of its mission and to: (1) direct and control expenditures of Hospital funds; (2) borrow money; (3) enter into contracts with the State or federal government, or any individual, firm or corporation; (4) solicit and accept grant moneys; (5) acquire, own, lease, dispose or, use, and operate property; (6) sue and be sued; (7) enter into a contract or other agreement with a nonprofit corporation operating one or more hospitals in New Jersey to operate and manage or assist in the operation and management of the Hospital; and (8) hire, fire, and fix salaries for all employees of the Hospital; and

WHEREAS, pursuant to Resolution 2013-0701-11 adopted July 1, 2013, the Hospital approved several policies, as appended thereto, including those certain policies entitled, *Purchasing Process* and *Waiver of Bids* (singly and collectively referred to hereinafter as the "Former Procurement Policy"); and

WHEREAS, pursuant to Resolution 2017-1121-54 adopted November 21, 2017, the Hospital adopted that certain revised *Signature Authorization and Delegation of Authority for Hospital Contracts and Other Agreements* (the "Former Delegation of Authority Policy") (the Former Procurement Policy and the Former Delegation of Authority Policy hereinafter referred to as the "Former Policies"); and

WHEREAS, in accordance with the Hospital's amended bylaws adopted June 26, 2018, the Hospital approved a new *Procurement and Purchasing and Delegation of Authority to Contract Policy* pursuant to Resolution 2019-0917-83 adopted September 26, 2019 (hereinafter the "Procurement Policy") replacing the Former Policies; and

WHEREAS, the Hospital maintains a periodic and robust internal audit process of its operations, consistent with best internal audit practices; and

WHEREAS, as part of an internal audit, the Hospital identified two procurement agreements with Phoenix Medical Construction, U19-128, in the amount of \$2.494.4 million and A/Z Corporation, U19-161, in the amount of \$1.134.2 million, where final approval of the board of directors was not memorialized (the "Procurements"); and

WHEREAS, in accordance with the Restructuring Act, the Hospital prepares and issues annual audited financial statements, which are reviewed by the Finance, Investment, Administration and Audit Committee, subsequently approved by the Governance, Ethics and Legal Committee, and ratified by the board of directors; and

WHEREAS, the Hospital intends to affirm and ratify its 2018 and 2019 audited financial statements, and the Procurements; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of University Hospital

1. The above recitals are incorporated herein by this reference.
2. The Hospital hereby affirms and ratifies the prior actions of the Hospital's committee and executive management pertaining to the subject matter of this Resolution.
3. This Resolution shall take effect immediately upon the adoption hereof.

I hereby certify that this Resolution 2020-0318-92 is a true copy of actions duly adopted by University Hospital as of the date hereof.

Resolution Adopted: March 26, 2020



Mary K. E. Maples, Esq., Corporate Secretary