



The Board of Directors of University Hospital

Public Meeting
January 27, 2021
10:00 a.m.

Via Zoom
University Hospital
Newark, New Jersey

Present: Tanya L. Freeman, Esq., Chair; Keith H. Green, BS; Heather Howard, JD; Robert L. Johnson, MD, FAAP; David T. Molowa, PhD; Mary O'Dowd, MPH; Robert J. Rubino, MD; Brian L. Strom, MD, MPH and Eric S. Pennington, Esq.

Absent: Cecile A. Feldman, DMD

MINUTES

I. Opening Statement and Roll Call

Chairwoman Freeman welcomed all in attendance, called the meeting to order and asked Ms. Mary Maples to conduct the roll call. With a quorum of members present, the meeting convened at 10:00 a.m.

II. Patient Safety Story:

Dr. Shereef Elnahal shared a patient safety story involving the treatment of a patient who required a tracheotomy. Dr. Elnahal described his observation of a situation he encountered while rounding, in which the supplies needed for the procedure were not on hand. He was very pleased about the collective efforts to treat this patient and rectify this situation which involved senior leadership. The collaboration between the Rutgers Medical School and UH was also praised.

Dr. Elnahal further discussed the fact that the Omicron variant had increased the patient census at UH. He expects the Omicron wave to subside but was also concerned about the possibility of another variant. Planning for all contingencies remains his priority. Also, there was a reminder to all that the United States Army sent medical personnel to assist UH during the recent staffing crisis.

It was noted that on average the patient count at UH is much lower than previous peaks. However, there are still patients on ventilators. Although this impacted and strained ICU and critical care, the situation did not rise to the level of prior COVID waves. That being the case he described staff as being strained which required overtime pay, bonuses and holistic measures during these challenging and uncertain times.

III. Report of the President and Chief Executive Officer

Dr. Elnahal was pleased to announce that Gensler was selected as the Master-Planner for the new campus, and stressed that Gensler's efforts are consistent with UH's goals in building the right community infrastructure. He discussed the onboarding of Gensler and expressed excitement about moving forward with the new campus development. It was emphasized that the project includes addressing community issues, economic vitality as well as supporting small businesses. Dr. Elnahal also described appeals made to the state and federal government and exploring certain financial support. The project will require partnership with Rutgers and community engagement and input. While some challenges are inevitable, he expects the staff to get us through this and future challenges.

There was also a discussion of the anticipated transaction closing for the Housing Mortgage Finance Agency – Georgia King Village collaborative housing project. This is another example of how UH continues to carry out its mission to improve health equity and deliver high quality and reliable care to the community.

IV. Public Comments

Several members of the public took the opportunity to comment on a range of topics including: the vaccine status of in-house Omicron patients, ongoing union negotiations, and staffing shortages. Following the conclusion of the public comments, the Chair closed this portion of the meeting.

V. Review and Approval of Board Meeting Minutes of December 2, 2021.

Chairwoman Freeman accepted a motion, duly seconded, to approve the minutes. The motion was approved by unanimous vote of the members.

VI. Discussion Items and Report

A. Review of Q2 FY22 Financial Statements

Mr. Gary Huck, Chief Financial Officer, reviewed the FY22 Financial update and advised, among other things, that cash has increased by \$18M largely due to charity care funding. He reported a decrease in Accounts Receivables due to strong collection efforts and advised that Accounts Payable is down due to strong cash position. Mr. Huck stated, among other things, that Q2 for FY2022 is strong and volumes are up in several key areas.

Mr. Huck also reviewed the benchmark statistics and provided an overview of the Summary of Cares Act Funding as per the presentation materials made available to the Board.

B. Radiation-Oncology Project Update

Ms. Katrina Schirmacher, Executive Director of the Cancer Center and Mr. Robert Iannaccone, Executive Vice President, discussed the Radiation Oncology Project Update, including the construction contract, including approval and replacement of all equipment and the addition of 2 CT linear accelerators. The project is due to be completed by 2023. It was noted that the current equipment is already aging and in need of replacement. The new equipment allows for more efficiency, speed, improvement of patient care and tracking of cancer more effectively.

In response to Mr. Pennington's questions regarding the contract, Mr. Iannaccone advised that UH looked for another contractor. However, the one of interest (DaVita) based on UH's goals did not bid on the proposal.

VII. Action Items

The proposed action items included the approval of Medical Executive Committee recommendations and several procurement items. The associated resolutions were presented for consideration and approval by the Board. The specific resolutions are listed below:

A. Resolution 2022-0127-156: Approval of Medical Executive Committee and Recommendations of December 14, 2021

B. Resolution 2022-0127-157: Approval of Medical Executive Committee Recommendations of January 11, 2022

C. Resolutions Pertaining to Procurements:

2022-0127-158: Approval of University Hospital Authorizing Certain Procurements under the following Request for Proposals:

#RFP UH-P22-007 - awarded to Coronis Health RCM, LLC for all EMS Accounts Receivable Management Services/EMS transport revenue cycle activities;
#RFP UH-P22-004 - awarded to Turner Construction Company for partial renovation of the existing Radiation Oncology Department; and
#RFP UH-P22-002 - awarded to Adecco USA, Inc. for three years to provide temporary staffing services.

2022-0127-159: Approval of University Hospital Authorizing Certain Alternative Procurements under the following Request for Alternative Procurements:

#AP22-062 - awarded for Acute Inpatient Dialysis services awarded to Biomedical Applications of New Jersey d/b/a Fresenius Medical Care of North America;

#AP22-028S - awarded for the purchase of Simplex COVID-19 Direct Test Kits from Diasorin Molecular;

#AP22-029S - awarded to Roche Diagnostics Corporation to provide reagents and assays for SARSCoV2; and

#AP21-112S - awarded to Cepheid to provide assays and reagents to test for SARS-CoV-2/Flu AB/RSV

2022-0127-160: Approval of University Hospital Authorizing Certain Change Orders for Procurements following Request for Proposals:

RFP #UH-P21-011 - agreement with 3M Health Information Systems, Inc. to provide encoder, computer-assisted coding, clinical documentation improvement, and computer assisted physician documentation software solutions;

RFP #UH-P17-027 - agreement with Dynamic Mechanical Contractors, Inc. for the Emergency Generator Program; and

RFP #UH-P19-005 - agreement with Phoenix Medical Construction, Inc. to increase the general construction contract costs.

Resolution 2022-0127-161: Election of Vice Chair of the Board of Directors –

Chair Freeman nominated Dr. David T. Molowa to the Vice Chair vacancy. Dr. Molowa accepted the nomination. The Floor closed for nomination. Ms. Mary Maples read the Resolution and motion to elect Dr. Molowa and conducted a roll call of the votes. The votes passed unanimously and was met with applause.

Following the presentation of all Action Items, Ms. Mary Maples proceeded. All Rutgers Directors recused on the Cepheid contract due to a conflict of interests. All other items were approved by unanimous vote.

VIII. Executive Session Breakout:

Chairwoman Freeman accepted a motion, duly seconded, to adjourn to an Executive Session for a discussion relating to certain matters protected by the attorney client privilege. The motion was approved by unanimous vote of the members.

IX. Return to Public Session

The Board of Directors reconvened the public session portion of the meeting.

X. Informational Reference Materials

Chairwoman Freeman noted that the minutes of the Finance and Audit, Safety and Quality, and Executive Committees were included for informational purposes.

XI. Adjournment

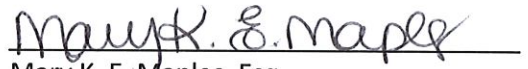
There being no further business, upon motion, duly seconded, the members voted to adjourn the public meeting of the Board of Directors of University Hospital at 11:30 AM. The next Meeting of the Board of Directors is scheduled for Thursday, March 24, 2022 at 10:00 AM.

NO FURTHER TEXT ON THIS PAGE



CERTIFICATION

I, MARY K. E. MAPLES, Chief Legal Officer and Corporate Secretary of University Hospital, DO HEREBY CERTIFY that the foregoing is a true and complete copy of the Minutes of the Public Session of the University Hospital Board of Directors meeting conducted on January 27, 2022.



Mary K. E. Maples, Esq.
Chief Legal Officer and Corporate Secretary