



UNIVERSITY HOSPITAL

Newark, New Jersey

The Board of Directors of University Hospital

PUBLIC SESSION
November 21, 2017
8:30 a.m.

Rutgers Cancer Institute of New Jersey
at University Hospital
205 South Orange Avenue, Board Room B-1120
Newark, New Jersey

Present: Hon. Donald T. DiFrancesco, *Chair*; David H. Brody, MD; Cecile A. Feldman, DMD, MBA; Robert L. Johnson, MD, FAAP; James M. Orsini, MD; Robert J. Rubino, MD; and Michael A. Curi, MD

Present Via Teleconference: Annette Catino, MBA; Brian L. Strom, MD, MPH

Excused: Robert L. Barchi, MD, PhD; Tanya L. Freeman, Esq.; Keith H. Green

I. Opening

Chairman DiFrancesco opened the meeting with University Hospital's statement of compliance with the Open Public Meetings Act and the New Jersey Medical and Health Sciences Education Restructuring Act.

At the direction of Chairman DiFrancesco, Ms. Tammy Robinson conducted a roll call. With a quorum of members present, the meeting was called to order at 8:32 a.m.

II. Approval of Meeting Minutes

Chairman DiFrancesco presented the minutes of the September 19, 2017 meeting of the Board of Directors for approval. Chairman DiFrancesco accepted a motion to approve the minutes. The minutes were approved unanimously.

III. Report of the President and CEO

Mr. John N. Kastanis reported that the main focus of the Hospital continues to be a commitment to patient safety, quality outcomes, and overall value. The goal of elevating the Hospital from a safety net hospital to a premier academic medical center is a shared challenge

and focus of each department. Mr. Kastanis stated that a reassessment of the delivery of patient care with the goal of reducing costs is underway. To that end, an investment in clinical growth, top talent recruitment, and upgrading the facility and its technology are paramount. University Hospital hopes to receive continued support from State officials, as well as the hospital associations.

Mr. Kastanis briefly reported that University Hospital was awarded more than \$36 million from the New Jersey Economic Development Authority to underwrite a campus-wide upgrade to the power system.

In addition, an application for reaccreditation for the Liver Transplant program will be submitted before the January deadline. Restructuring efforts are taking place to strengthen the program's leadership and relationship with other departments.

A University-wide Mutual Respect program is being initiated in the Ambulatory Care Center. Training will begin with a core group of staff who will demonstrate to their peers how to perform in a high-functioning, collaborative, open, and respectful manner. Another investment in the Hospital's staff is the Employee Recognition Program, which includes quarterly awards, an annual President's Award, and On-the-Spot Recognition. The latter allows employees to honor their co-workers online and is a key way for managers and departments to support recognition at the local level.

Mr. Kastanis introduced Carol Torchen, DNP, RN, NE-BC, the new Deputy Chief Nursing Officer. Ms. Torchen complements the department with over 20 years of senior leadership experience and expertise in maximizing staff utilization in collaboration with physicians, optimizing revenue, reducing expenses, and mentoring employees.

The Employee Engagement survey will go live in December. This will be the first survey of its kind since 2012. The focus of the confidential survey is to measure employee perceptions of management, the hospital culture, and work environment. The results of the survey will be shared in a transparent manner to ensure that employees are aware of what can and cannot be done with regard to employee input and recommendations.

IV. Committee Reports and Action Items

A. Report of the Finance, Investment, Administration, and Audit Committee

Chair, Ms. Annette Catino, MBA

Upon recommendation of the Finance, Investment, Administration, and Audit ("FIAA") Committee, Ms. Catino requested that the Board accept and approve: a) the FIAA Committee Minutes of September 19, 2017; and b) the FIAA Committee Minutes of October 25, 2017. The Board accepted and approved the minutes unanimously.

Upon recommendation of the FIAA Committee, Ms. Catino requested that the Board accept and approve: a) the August 2017 University Hospital Financial Statement; b) the September 2017 University Hospital Financial Statement; and c) the September 2017 Broadway House Financial Statement. The Board accepted and approved the financial statements unanimously.

Upon recommendation of the FIAA Committee, Ms. Catino requested that the Board accept and approve the Secondary Market Disclosure Statement for September 30, 2017. The Board accepted and approved the disclosure statement unanimously.

In a brief summary, Ms. Catino reported on the Delivery System Reform Incentive Payments (DSRIP) and the Centers for Medicare and Medicaid program funding cuts.

B. Report of the Medical Liaison Committee

Chair, Dr. James M. Orsini, MD

Upon recommendation of the Medical Liaison (“ML”) Committee, Dr. Orsini requested that the Board accept and approve: a) the ML Committee Minutes of the September 29, 2017 electronic vote; and b) the ML Committee Minutes of October 24, 2017. The Board accepted and approved the minutes unanimously.

Upon recommendation of the ML Committee, Dr. Orsini requested that the Board accept and approve: a) the Medical Executive Committee Minutes of July 25, 2017; and b) the Medical Executive Committee Minutes of September 26, 2017. The Board accepted and approved the minutes unanimously.

Upon recommendation of the ML Committee, Dr. Orsini requested that the Board accept and approve: a) the Credentials Committee Minutes of July 10, 2017; b) the Credentials Committee Minutes of July 24, 2017; c) the Credentials Committee Minutes of August 14, 2017; d) the Credentials Committee Minutes of September 11, 2017; and e) the Credentials Committee Minutes of October 9, 2017. The Board accepted and approved the actions items unanimously.

Upon recommendation of the ML Committee, Dr. Orsini requested that the Board accept and approve: a) the Credentials Committee Actions of September 12, 2017; b) the Credentials Committee Actions of October 12, 2017; and c) the Bylaws Committee Action Memo. The Board accepted and approved the actions items unanimously.

C. Report of the Quality of Care Committee

Chair, Dr. David H. Brody, MD

Upon recommendation of the Quality of Care (“QOC”) Committee, Dr. Brody requested that the Board accept and approve: a) the QOC Committee Minutes of June 27, 2017; and b)

the QOC Committee Minutes of September 19, 2017. The Board accepted and approved the minutes unanimously.

Dr. Brody provided a brief update on the current status and ongoing plan for the Leapfrog Hospital Survey and Safety Score grade, as well as the Quality of Care Scorecard.

F. Presentation and Consideration of Resolution

Chairman DiFrancesco requested a motion to accept Resolution 2017-1121-54, which updated the policy on Signature Authorization and Delegation of Authority for Hospital Contracts and Other Agreements. By way of roll call, the Board accepted and approved the resolution unanimously.

V. Public Comment

Chairman DiFrancesco noted that all business of the Board was completed and opened the meeting for public comment. There were no requests for public comment.

VI. Executive Session

Chairman DiFrancesco accepted a motion for the Board to convene in Executive Session to review matters falling within the attorney-client privilege and such other matters as may be discussed in executive session, in accordance with N.J.S.A. 10:4-12.

VII. Adjournment

There being no further business, the public meeting of the Board of Directors of University Hospital adjourned at 9:40 a.m. The next Meeting of the Board of Directors is scheduled for Tuesday, January 23, 2018 at 10:00 a.m., in the Rutgers Cancer Institute of New Jersey at University Hospital located at 205 South Orange Avenue, Board Room B-1120, Newark, New Jersey.