



The Board of Directors of University Hospital

Public Meeting
June 27, 2019
10:00 a.m.

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

Present: Tanya L. Freeman, Esq., Chair; James M. Orsini, MD, Vice Chair; Robert L. Johnson, MD, FAAP (via teleconference); David T. Molowa, PhD; Mary O'Dowd, MPH; Robert J. Rubino, MD; Brian L. Strom, MD, MPH (via teleconference)

Excused: Cecile A. Feldman, DMD, MBA; Keith H. Green

I. Opening

Chairwoman Freeman opened the meeting and welcomed all in attendance. At the direction of Chairwoman Freeman, Ms. Tammy Robinson read University Hospital's statement of compliance with the Senator Byron M. Baer Open Public Meetings Act and the New Jersey Medical and Health Sciences Education Restructuring Act, and called the roll. With a quorum of members present, the meeting was called to order at 10:00 a.m.

Chairwoman Freeman acknowledged the passing of University Hospital employee Leon Polite, RN and those in attendance observed a moment of silence.

II. Report of the Acting President and CEO

Ms. Judy Persichilli presented her report as provided in the materials. In response to an inquiry from Dr. Molowa regarding the State insurance exchange, Ms. Persichilli reported that efforts to reclaim and manage the exchange from the federal government has been stalled due to a lack of auto-enrollment for Medicaid. This initiative is important as it could result in a significant reimbursement of funds and the opportunity to explore innovative ways of financing and providing care at the State level.

III. Public Comment

There were no requests for public comment.

IV. Committee Reports

A. Report of the Compensation Committee

Chair, Keith H. Green

The minutes of the Compensation Committee were submitted for approval on the consent agenda.

B. Finance, Investment, Administration, and Audit Committee (“FIAA”)

Chair, David Molowa, PhD

Dr. Molowa called upon Mr. Thomas Daly to provide a summary of the May 2019 financial statement and the Fiscal Year 2020 budget. Mr. Daly noted that the balance sheet was consistent with prior reporting and highlighted key areas including funds from safety net Graduate Medical Education (GME) and Delivery System Reform Incentive Payment (DSRIP). Mr. Daly noted that the projections for the upcoming Co-generation Power Plant project were also included in the budget.

Mr. Daly presented the Fiscal Year 2020 Operating Budget. He presented the revenue and expense assumptions, capital budget and forecasted cash flow. Mr. Daly noted that a focus on areas of improvement and revenue in both observation and new services was identified. He added that the budget reflects an increase in charity care, uncompensated care and case and payor mix. Mr. Daly highlighted that funds were set aside to accelerate the minimum wage increase as well as funding for new programs.

C. Report of the Governance, Ethics and Legal Committee (“GEL”)

Chair, Tanya L. Freeman, Esq

Ms. Freeman called on Ms. Persichilli to provide an update on the implementation of the Monitor’s Report. Ms. Persichilli reported that many of the areas identified for improvement were initiated, however, the focus going forward would be the items that were not accomplished and those slated for FY 2020. In response to an inquiry from Ms. O’Dowd, Ms. Persichilli further stated that the groundwork has been set for almost all of the areas.

Ms. Persichilli provided an overview of the initiatives that have to be fulfilled including employee engagement action plans, recruitment of a Chief Diversity Inclusion Health Equity Officer, community engagement, financial improvement, and clinical services agreements. She underscored that completion in these areas would be a priority in the coming months.

Director Strom and others congratulated Ms. Persichilli and expressed gratitude for the great strides and accomplishments Ms. Persichilli made during her tenure as Acting President and Chief Executive Officer. A resolution of appreciation was also presented in this regard.

The minutes of the Governance, Ethics and Legal Committee were submitted for approval on the consent agenda.

D. Report of the Strategic Planning Committee (“SP”)

Chair, Cecile A. Feldman, DMD, MBA

Chairwoman Freeman called upon Mr. John Harris of Veralon to present the 2019 Strategic Plan. Mr. Harris provided a high level review of the process of developing the plan, the input of stakeholders and an overview of each of the core and foundational strategies to achieve the goals of the plan.

The minutes of the Strategic Planning Committee were submitted for approval as part of a consent agenda.

V. Executive Session

Chairwoman Freeman accepted a motion to convene in Executive Session. The motion was approved unanimously by the directors.

VI. Adoption of Resolutions

Ms. Mary Maples, Esq., Corporate Secretary, presented the consent agenda, which included the following items:

A. Approval and acceptance of the following meeting minutes:

- Board of Directors minutes of May 1 and May 30, 2019
- Compensation Committee minutes of March 19, 2019
- FIAA Committee minutes of May 21, 2019
- GEL Committee minutes of March 19 and March 29, 2019
- SP Committee minutes of November 28, 2018; January 9, February 27 and May 8, 2019

B. Approval and acceptance of the May 2019 Financial Statements

C. Approval and acceptance of the following resolutions:

- Resolution 2019-0618-74 for Extension of Effective Date
- Resolution 2019-0625-75 for Epic Systems Waiver
- Resolution 2019-0625-76 for Five Blanket Waivers
- Resolution 2019-0625-77 for FY 2020 Operating Budget
- Resolution 2019-0627-78 for 2019 Strategic Plan
- Resolution 2019-0625-79 for Rural Hospital Application

- Resolution 2019-0627-80 for Gratitude of Service for Judith Persichilli


Chairwoman Freeman requested a motion for approval of all of the consent agenda items. The motion was approved, and duly seconded; the consent agenda was approved by unanimous vote of the directors.

VII. Adjournment

There being no further business, the public meeting of the Board of Directors of University Hospital adjourned at 12:10 p.m. The next Meeting of the Board of Directors is scheduled for Thursday, September 26, 2019 at 10:00 a.m., in the Rutgers Cancer Institute of New Jersey at University Hospital located at 205 South Orange Avenue, Room B-1120, Newark, New Jersey.

CERTIFICATION

I, Mary K. E. Maples, Esq., Corporate Secretary of University Hospital, do hereby certify that the foregoing is a true and correct copy of the Minutes of the Meeting of the University Hospital Board of Directors held on June 27, 2019.



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