



**RESOLUTION OF UNIVERSITY HOSPITAL PERTAINING
TO BROADWAY HOUSE**

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, pursuant to the New Jersey Medical and Health Sciences Education Restructuring Act, L. 2012, c. 45 (the "Restructuring Act"); and

WHEREAS, University Hospital is the sole member of Newark AIDS Consortium, Inc, a New Jersey nonprofit corporation which has tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, Newark AIDS Consortium, Inc, operates as the Broadway House for Continuing Care (hereinafter "Broadway House"); and

WHEREAS, in accordance with Article III, Paragraph 2 of the Bylaws of Broadway House, as amended on October 6, 2015, University Hospital has expressly reserved certain enumerated powers, which include among others, the power to approve the annual capital and operating budgets of Broadway House; and


WHEREAS, on January 15, 2025, the Hospital's Finance and Audit Committee reviewed the proposed 2025 capital and operating budgets for Broadway House, as presented by Dr. Donnamarie Lynch, President and CEO of Broadway House, and recommends approval;

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 approves the Broadway House budget as presented, appended hereto, and authorizes the President and Chief Executive Officer to take appropriate action in furtherance of this Resolution, in accordance with the Hospital Bylaws and applicable regulations.
3. This Resolution shall take effect immediately upon the adoption hereof. I hereby certify that this Resolution 2025-0123-254 is a true copy of actions duly adopted by University Hospital as of the date hereof.

I hereby certify that this Resolution 2025-0123-254 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: January 23, 2025



McKenzie Wilson, Esq., Corporate Secretary



**RESOLUTION OF UNIVERSITY HOSPITAL PERTAINING
TO MEDICAL STAFF MATTERS**

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, 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 (including the disposition of credentials and privileges of medical staff serving the Hospital), and in furtherance thereof, the Hospital adopted Bylaws dated March 17, 2015, as amended June 26, 2018 and June 25, 2020 (the "Hospital Bylaws"); and

WHEREAS, in accordance with Medical Staff Bylaws dated February of 2020 (the "Medical Staff Bylaws"), at its January 14th meetings, the Medical Executive Committee (the "MEC") recommended, based on the recommendations of the Credentials Committee meetings on December 9, 2024 and January 13, 2025, various providers for credentials, privileges, and appointment, expansion, change of status, and transfer of service thereof, such providers as listed in the memoranda appended hereto and made a part hereof; and

WHEREAS, following review and recommendation for approval by an electronic meeting of the Safety and Quality Committee, that concluded on January 17th, 2025, in which the committee reviewed all MEC actions, and recommends approval;

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 adopts and affirms the recommendations, as appended hereto, and authorizes the President and Chief Executive Officer to take appropriate action in furtherance of this Resolution, in accordance with the Hospital Bylaws and applicable regulations.
3. This Resolution shall take effect immediately upon the adoption hereof, subject to ratification.

I hereby certify that this Resolution 2025-0123-253 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: January 23, 2025



McKenzie Wilson, Esq., Corporate Secretary

Resolution 2025-0123-253



**APPOINTING MEMBERS TO THE FOUNDATION FOR
UNIVERSITY HOSPITAL BOARD OF TRUSTEES**

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, 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 in furtherance thereof, the Hospital adopted Bylaws dated March 17, 2015, as amended June 26, 2018 and June 25, 2020 (the "Hospital Bylaws"); and

WHEREAS, on or about May 5, 2014, the Foundation for University Hospital (the "Foundation") was formed as a New Jersey Nonprofit corporation to support the mission of the Hospital; and

WHEREAS, the Foundation adopted Bylaws in August of 2014, as amended (the "Foundation Bylaws"), with the Hospital as its sole member; and

WHEREAS, pursuant to the Foundation Bylaws, the Hospital, through a formal meeting of its Board, is responsible for appointing individuals to the Foundation's Board of Trustees; and

WHEREAS, the Hospital intends to appoint the individual set forth herein to serve as trustee for the Foundation each for a term of one-year, and with such rights and privileges as set forth in the Foundation Bylaws; 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 appoints the following individual to the Foundation Board of Trustees, to serve for a one-year term from the date hereof, and with such other rights and privileges as set forth in the Foundation Bylaws:


Reginald J. Hollinger
3. The President and Chief Executive Officer is hereby authorized to take appropriate action in furtherance of this Resolution, in accordance with the Hospital Bylaws and applicable regulations.



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

I hereby certify that this Resolution 2025-0123-255 is a true copy of actions duly adopted by University Hospital as of the date hereof.

Resolution Adopted: January 23, 2025



McKenzie Wilson, Esq., Corporate Secretary

**RESOLUTION OF UNIVERSITY HOSPITAL
AUTHORIZING THE NEGOTIATION AND EXECUTION
OF NECESSARY AGREEMENT WITH RUTGERS
UNIVERSITY**

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, 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 in furtherance thereof, the Hospital adopted Bylaws dated March 17, 2015, as amended June 26, 2018 and June 25, 2020 (the "Hospital Bylaws"); and

WHEREAS, since July 1, 2013, the Hospital and Rutgers University have been operating on the shared Newark Campus ("Campus") together, coordinating operations and planning on a continuous basis, including development of physical master plans for the Campus; and

WHEREAS, the Hospital has been planning a development project on the Campus that would entail a phased nine-year, \$1.8 billion master plan involving a series of sequential major capital projects that would better meet existing patient, staff, and visitors needs; and

WHEREAS, the Hospital has, in collaboration with Rutgers and the New Jersey Economic Development Authority ("NJEDA"), is prepared to engage in Phase I of the Master Plan (the "Project"), described more fully in the Project Summary attached to this Resolution, which is a necessary first step in the Hospital's longer- term plan and enables subsequent phases to occur in the future; and

WHEREAS, Rutgers has significant experience with development projects similar to the work contemplated for the Project, and thus is a prime partner to undertake Phase I work; and

WHEREAS, the State has appropriated \$200 million in American Rescue Plan funds (provided to the State from the federal government through the American Rescue Plan Act of 2021, hereinafter "ARP Funds") to the Hospital and NJEDA to support the master plan; and

WHEREAS, most of the Hospital's ARP funds remain unspent and will be contributed for development of the Project; and

WHEREAS, the Hospital wishes to provide Rutgers with the balance of its unspent funding through a Grant Agreement to allow Rutgers to undertake certain development activities in relation to the Project; 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 is hereby authorized and approved to enter into a Grant Agreement with Rutgers University for specific grant activities in furtherance of the development of the University Hospital Campus in Newark and to provide any unused, uncommitted or undisbursed funds, as determined by the Hospital, designated for this Project.
3. This Resolution shall take effect immediately upon the adoption hereof, subject to ratification.

I hereby certify that this Resolution **2025-0123-256** is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: January 23, 2025

A handwritten signature in blue ink, appearing to read "McKenzie Wilson".

McKenzie Wilson, Esq., Corporate Secretary