

**HOBOKEN MUNICIPAL HOSPITAL AUTHORITY  
BOARD OF DIRECTORS  
SPECIAL CLOSED EXECUTIVE SESSION MINUTES**

**LOCATION:** Hoboken University Medical Center, Hoboken, NJ (Assumption Hall)

**DATE/TIME:** Thursday, April 22, 2010 – 6:02 p.m.

**PRESENT:** Annette Tomarazzo, Chair

E. Norman Wilson, Vice Chair

Tejal Desai

Joseph M. Kozel, MD

Kevin Kramer

Eric Kurta

Jonathan Metsch, *as Proxy for Mayor Zimmer*

Steven Rofsky


**ALSO PRESENT:** Andrew Aronson, Esq., Gluck Walrath, LLP (*via teleconference*)

George Crimmins, Executive Director

Stephen Fillebrown, NHCFFA (*via teleconference*)

<u>ITEM</u>	<u>DISCUSSION</u>	<u>ACTION/FOLLOW-UP</u>
<b>CALL TO ORDER</b>	Closed session was called to order at 6:02p.m.	
<b>SPECIAL COUNSEL</b>	<p>Clarification of the identified cost of \$350K stated in the Resolution retaining Lowenstein Sandler was requested as well as the services to be provided for that amount. Mr. Aronson drafted the resolution in the recommended format; it gives the flexibility to go up to a dollar amount and does not allocate a single dollar to be spent. Payments need to be on the claims list each month. \$350K is the budgeted amount and if necessary Lowenstein Sandler would be hiring other professionals (i.e. financial analyst, banker) to assist them within the budgeted amount. The language on Page 3 of the Resolution will be amended to read as follows: <i>The Authority represents that it has and will have sufficient funds available in its budget to pay the considerations to the firm for the services to be rendered by the firm to the Authority.</i></p> <p>The 2010 Budget will be introduced to the Authority for approval to submit it to DCA. Once DCA approves the budget, it will be presented to the Authority for final approval. If the budget is not approved, the bills will be paid based upon the monthly claims list; that includes bills submitted by Lowenstein. We will not stop operating because we do not have an approved budget. It was noted that the 2009 budget was never adopted because the state did not approve it.</p>	

Respectfully submitted

  
 Stephen Fillebrown  
 Board of Directors  
 Hoboken Municipal Hospital Authority