

**HOBOKEN MUNICIPAL HOSPITAL AUTHORITY
BOARD OF DIRECTORS
MEETING MINUTES**

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

DATE/TIME: Wednesday, April 28, 2010 – 7:00 p.m.

PRESENT:
 Annette Tomarazzo, Chair
 E. Norman Wilson, Vice Chair
 Tejal Desai
 Spiros Hatiras
 Joseph M. Kozel, MD
 Kevin Kramer (*via teleconference*)
 Eric Kurta
 Jonathan Metsch, *as Proxy for Mayor Zimmer*
 Steven Rofsky

EXCUSED:
 Alfred O. Fayemi, MD
 Susan Tomry
 Mayor Dawn Zimmer

ALSO PRESENT:
 Andrew Aronson, Esq., Gluck Walrath, LLP
 George Crimmins, Executive Director
 Stephen Fillebrown, NJHCFFA (*via teleconference*)

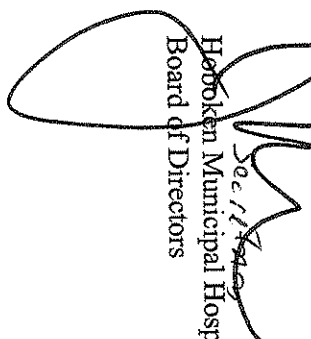
<u>ITEM</u>	<u>DISCUSSION</u>	<u>ACTION/FOLLOW-UP</u>
CALL TO ORDER	Chair Tomarazzo called the meeting to order at 7:00 p.m.	
OPENING PUBLIC MEETINGS ACT	All notice requirements under the Open Public Meetings Act have been satisfied by having a copy of the annual notice published in the Star Ledger and the Jersey Journal, and a copy of this Agenda posted on the bulletin board in the Hoboken City Clerk's Office and on the HMHA website.	N/A
ROLL CALL	Roll call was taken. Commissioners Fayemi and Tomry are excused. Quorum of Commissioners is present. In Commissioner Tomry's absence, Stephen Fillebrown, Director of NJHCFFA, participated in the meeting.	
FLAG SALUTE	Members and guests rose to salute the American Flag.	
PREVIOUS MINUTES	The meeting minutes of the March 24, 2010 Regular Session were presented for review and approval. Motion was made by Vice Chair Wilson, seconded by Commissioner Kurta. Vote was taken (8-0-0) The meeting minutes of the April 14, 2010 Closed Executive Session were presented for review and approval. Motion was made by Commissioner Rofsky, seconded by Commissioner Kurta. Vote was taken (8-0-0)	Approved. Approved.

ITEM	DISCUSSION	ACTION/FOLLOW-UP
<p>CEO REPORT</p>	<p>The meeting minutes of the April 14, 2010 Regular Session were presented for review and approval. Motion was made by Commissioner Rofsky, seconded by Chair Tomarazzo. Vote was taken (8-0-0)</p> <p>Commissioner Haitras reported the following: Volume: March 2010 was a very good month in terms of volume and cash collections. He is hopeful that all targets set for 2010 will be met. The hospital is doing well clinically and operationally; employee and physician morale is good.</p> <p><u>State Funding:</u> Still waiting for the final formulas for Charity Care and other funds for this year.</p> <p><u>Navigant Consulting:</u> Mayor Zimmer, Chair Tomarazzo, other Commissioners and Hospital Administration participated in a meeting with Navigant Consulting. The meeting was very positive. They also interviewed hospital leadership. Their report is due by 6/1/10 but it is not known when the DOH will release the results.</p> <p><u>PSEG Grant:</u> HobokenUMC received approval for the energy grant award for a total amount of \$2.6M of which \$1.3M of the grant money was received today. The funds will be used for upgrades of HVAC systems, chillers, lighting, etc. which ultimately result in energy savings. Of the \$2.6M, \$600K is paid to Johnson Controls, the company doing the work, \$1.5M is for the hospital and \$.5M is structured as a loan for a period of 36 months with payments to begin two months after completion of the project. The loan repayments will be included in the monthly utility bill which should show an energy savings. The projects are guaranteed by Johnson Control to produce savings; if the savings are not realized, Johnson Controls pays the difference.</p> <p><u>Events:</u> 1) Post Partum Support/New Moms Group reunion was held at The W Hotel in Hoboken on March 25, 2010. The event was well attended with very positive feedback. 2) April Showers was held on April 24, 2010 at The Westin Hotel in Jersey City. This was a very well attended event by many expecting mothers and guests from Hoboken and surrounding communities. This is a sponsored event at no cost to the hospital. Commissioner Kramer added he attended the event and thanked Robin Petrick and MaryAnn Snell for organizing the event and the other volunteers/hospital employees that helped make it a successful event.</p> <p><u>Employees:</u> Marie Duffy AVP of Patient Care was congratulated for recently earning her Masters from Columbia University and receiving her PhD from UMDNJ for Doctorate in Nursing.</p> <p>Chair Tomarazzo reported the following: <u>Lowenstein Sandler.</u> PC was engaged as special counsel for the Authority. The partners are Ken Rosen and Mary Seymour. They received much of the information they needed from the Finance staff and will be meeting with Commissioner Haitras next week to begin reviewing information on the accounts payables. The Authority will be meeting with the partners to begin reviewing the process of the work the Authority would like them to do. As more information is received, it will be posted and updates will be provided routinely at HMHA meetings.</p> <p><u>PSEG Award:</u> Congratulations to Commissioner Haitras and his team on getting the PSEG grant award. Many hospitals applied for this and we received it. This is a big deal and the types of things we will get publicity on.</p> <p><u>Press Release</u> will be out tonight on positive things for the Authority and the hospital. A press release will be done on the PSEG grant award and other positive things as well.</p> <p><u>2010 Budget:</u> She thanked the Manager, the finance staff, the Authority Finance Committee Chair and the Commissioners because due to their hard work, we were able to develop a 2010 Budget that will be introduced tonight for approval. We were able to do something this year that was not able to be accomplished since Hoboken took over the hospital's bond guarantee.</p>	<p>Approved.</p> <p><i>Informational.</i></p>
<p>HI A REPORT</p>	<p><i>Informational.</i></p>	<p><i>Informational.</i></p>

<u>ITEM</u>	<u>DISCUSSION</u>	<u>ACTION/FOLLOW-UP</u>
COMMITTEES -Finance	<p>Commissioner Desai reported the Finance Committee met on April 26, 2010 and April 27, 2010. The sole agenda item was the 2010 Budget. The revised budget was put together by the Commissioner Hatiras, Mr. Riccitelli, Mr. Farley and the Finance Staff who took a good look at the year to come, took into account comments the Board made, and they came up with a workable budget that puts the hospital on the right track to a successful 2010.</p>	<i>Accepted.</i>
-Quality/Patient Safety	<p>Commissioner Kozel reported the Quality Committee met on April 14, 2010 and the minutes will be submitted once approved at the next Quality Committee meeting. At the February 24, 2010 presentations included: Center for Family Health presented on the national patient safety goal on hand hygiene and random observations before and after patient contact, the effectiveness of communication on medication reconciliation, pain assessment done on every patient and the monitoring of the timeliness of abnormal testing results to the physicians or unit.</p> <p><u>Family Practice Residency Program:</u> The Residents pass rate is 100% for board certification. All the Graduates met the required number of OB deliveries. Required patient visits for the residents were compliant as follows: 150 patient visits for 1st year, 500 patient visits for 2nd year and 1500 patient visits for 3rd year.</p> <p><u>Strategic Quality Plans</u> were approved by the Quality Committee: Performance Improvement Plan, Care Management plan, Risk Management Plan and Patient Safety Plan. Each plan includes goals, vision and mission. The actual plans are available if a Commissioner would like to see them; please contact Commissioner Kozel.</p> <p><u>Disruptive Behavior Policy and Behavioral Code of Conduct</u> were distributed to the physicians.</p> <p>Chair Tomarazzo said that Commissioner Kurta would like to be a member of the Quality Committee with Commissioner Kozel's approval; Commissioner Kozel had no objection. Commissioner Kozel will forward Quality Committee meeting material to Commissioner Kurta as informational.</p>	<i>Accepted.</i>
FINANCE REPORT	<p>Mr. Riccitelli provided the financial report for the period ending March 31, 2010. Total Net Assets were total \$87.8M, total liabilities \$89.8M, leaving a negative net asset of \$2M. Patient receivables were \$14.7M, up to 55 days and accounts payables were \$16.4M at 123 days. Days of cash on hand on March 31, 2010 were 8.5 days. Income (gain) from operations prior to depreciation, amortization and interest exceeded \$1.5M for the month and YTD exceeded \$2.3M. Bottom line including depreciation, interest and amortization was \$1.047M and YTD \$922K. Expenses YTD were \$240K ahead of schedule and below budget by \$240K. The numbers are accelerated because the stabilization funds were front loaded; they need to be recognized during the first half of year until July 2010. Discharges are 78 ahead of March 2009, and ahead by 32 YTD. Average length of stay is down by .75 days compared to prior period and down by .36 days YTD. Length of stay is moving in a positive direction which translates to better revenue. ER visits exceeded 2009 by 988 visits (12% increase over last year), ER Admissions are 157 higher than March 2009 and YTD 425 higher (a 27% increase) than 2009. Total Surgeries, inpatient and outpatient, were up 106 over last year and YTD 121 higher (a 5% increase). Overall the statistical trends are positive for the first quarter of 2010.</p>	<i>Informational.</i>
NEW BUSINESS -Payment of Claims	<p>Resolution approving the Payment of Claims for a total of \$11,825,064 from the Operations account and \$283,859.25 from the Project fund; project fund amount includes Blanchard's bills for February 2010. Motion was made by Commissioner Rofsky, seconded by Vice Chair Wilson. Vote was taken (8-0-0)</p>	<i>Approved.</i>

<u>ITEM</u>	<u>DISCUSSION</u>	<u>ACTION/FOLLOW-UP</u>
<p>-Introduction of 2010 HMHA Budget</p>	<p>Resolution introducing the 2010 HMHA Budget. The HMHA budget and the budget submitted by the hospital do balance out, but go through different categories and different methods of accounting, cash vs. accrual. Commissioner Metsch suggested that in the future one day be set for reconciliation. Although June 2010 is noted as the date to adopt the budget, it was noted by Mr. Fillebrown that Mr. Pfeiffer of DCA said that once received, he would turn it around within one week. If DCA gives the approval of the 2010 budget, it will be adopted by the Authority on May 26, 2010. Motion was made by Commissioner Metsch, seconded by Chair Tomarazzo. Vote was taken (8-0-0)</p>	<p><i>Approved.</i></p>
<p>-Late Budget Submission</p>	<p>Resolution authorizing late budget submission of 2010 HMHA Budget. It was noted that this is required by DCA when the budget is submitted late. Motion was made by Commissioner Metsch, seconded by Commissioner Kozel. Vote was taken (8-0-0)</p>	<p><i>Approved.</i></p>
<p>-Change Order #4 for Contract 2</p>	<p>Resolution approving Change Order GP#4 for Contract 2 was presented. Motion was made by Chair Tomarazzo, seconded by Vice Chair Wilson. Vote was taken (8-0-0)</p>	<p><i>Approved.</i></p>
<p>-Change Order #5 for Contract 2</p>	<p>Resolution approving Change Order GP#5 for Contract 2 was presented. Motion was made by Commissioner Rofsky, seconded by Commissioner Kurta. Vote was taken (8-0-0)</p>	<p><i>Approved.</i></p>
<p>-Credentiaals Committee</p>	<p>Resolution accepting and approving the Credential Committee Report of April 2010 was presented. Motion was made by Commissioner Kurta, seconded by Commissioner Kozel. Vote was taken (8-0-0)</p>	<p><i>Approved.</i></p>
<p>DISCUSSION ITEMS</p>	<p>Commissioner Hatiras reported the HobokenUMC Gala is scheduled Friday, May 21, 2010 at The Westin Hotel in Jersey City; he hopes to see the Commissioners there. He added that the event could not be held at The W Hotel in Hoboken because the space would not accommodate the number of attendees expected.</p>	
<p>PUBLIC COMMENTS</p>	<p>Vice Chair Wilson requested an update on the 911 service. Commissioner Hatiras said there is legislation being proposed to deal with issues identified relative to EMT services. Joan Quigley will provide an update once the staff's analysis is completed to see what comments were made or how it impacts the hospital and local community.</p> <p>Chaplain Marjorie Boyden-Edmunds, hospital employee said she sees that everyone is working on the right track and she is very pleased.</p>	
<p>DISCUSSION ITEMS</p>	<p>Vice Chair Wilson recommended a start time of 5pm for the May 26, 2010 Authority due to the Memorial Day parade which begins at 7pm. A start time change would be considered a Special Meeting and the Agenda would change. Commissioner Metsch added that there was discussion about changing the meeting start time 6pm however, this may not happen until July 2010.</p>	
	<p>Mr. Crimmins distributed the Financial Disclosures Forms for completion by the Commissioners. He requested the forms be returned to him at the HMHA office before the due date of April 30, 2010</p>	

<u>ITEM</u>	<u>DISCUSSION</u>	<u>ACTION/FOLLOW-UP</u>
ADJOURNMENT	There being no further business Chair Tomarazzo requested a motion to adjourn the meeting at 7:41p.m. Motion was made by Commissioner Rofsky, seconded by Vice Chair Wilson. Vote was taken (8-0-0)	<i>Approved. Meeting ended</i>

Respectfully submitted

 Secretary
 Hoboken Municipal Hospital Authority
 Board of Directors