

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

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

DATE/TIME: Wednesday, February 24, 2010 – 7:15 p.m.

PRESENT: Kevin Kramer, Chairman

Tejal Desai

Alfred O. Favenni, MD

Spiros Hatiras

Joseph M. Kozel, MD

Eric Kurta

Jonathan Metsch, *as Proxy for Mayor Zimmer*

Steven Rofsky

Annette Tomarazzo

E. Norman Wilson

ALSO PRESENT:

Andrew Aronson, Esq., Ghuck Walrath, LLP

Donald Scarinci, Esq., Scarinci & Hollenbeck

George Crimmins, Executive Director

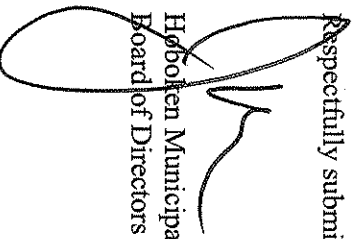
Stephen Fillebrown, NJHCFFA (*via teleconference*)

Anna Laviena, Recording Secretary

<u>ITEM</u>	<u>DISCUSSION</u>	<u>ACTION/FOLLOW-UP</u>
CALL TO ORDER	Chairman Kramer called the session to order at 7:15 p.m.	
Medical Staff	Mr. Aronson reported on the matter concerning the surgery where two doctors were temporarily suspended; subsequently one doctor was reinstated. The second doctor remains suspended and has filed a lawsuit in Bergen County and filed an order to show cause in Bergen County scheduled to be heard today at 4pm, against the medical staff for failure to provide information he had requested. Legal representation for the medical staff and for HHI will be attending the hearing. After discussion, it was agreed that if this matter goes forward, the Authority will be a party to the action. It was also agreed that Hudson County is the proper jurisdiction for this, and therefore it was moved to Hudson County. In the meantime the medical staff will be providing the requested information to the doctor. At this point this is a medical staff and manager issue. The Board only considers the fate of the doctor after a complete record is created whether in court or at a hearing before the Medical Executive Council.	<i>Privileged and confidential.</i>
-OPMA/Meeting requirements	Mr. Aronson said he is legal counsel for the Authority as a whole and summarized the Open Public Meetings Act (OPMA) as it relates to the Authority, and the potential risks and fines involved should there be an OPMA violation. Mr. Aronson advised Board members that if any individual Board member believed that a violation of the OPMA had occurred, he or she has the right to raise the issue during open session and, by so doing, could	<i>Privileged and confidential.</i>

ITEM	DISCUSSION	ACTION/FOLLOW-UP
<p>(cont.)</p> <p>-UMDDNJ</p>	<p>shield himself/herself from potential personal liability. Mr. Aronson also provided legal advice with regard to how the role of the Authority, the role of the Manager, the process for information or meeting requests to the Manager, and the provision of information from the Manager could be accomplished within the confines of the OPMA. Mr. Aronson also provided legal advice with regard to the OPMA and the Board committee structure.</p> <p>Commissioner Hatiras reported he was notified yesterday late afternoon that UMDDNJ will not be sponsoring the HobokenUMC Family Practice Residency Program slots and will be pulling our residents out of the match. Potential issues that may have led to UMDDNJ's decision were discussed including the past debt we owe UMDDNJ of approximately \$2M. Therefore we will need to recruit residents outside of the match. The Program Director is also trying to identify other schools that will sponsor our family practice residency program. It was noted that we have not been served with termination of the contract. Discussion followed.</p> <p>The Closed Session ended at 8:45p.m.</p>	<p><i>Privileged and confidential.</i></p>

Respectfully submitted



Hoboken Municipal Hospital Authority
Board of Directors