



## **RESOLUTION**

**WHEREAS**, the New Jersey Medical and Health Sciences Restructuring Act (P.L. 2012 c. 45) (hereinafter the “Act”) integrates all units of the former University of Medicine and Dentistry into Rutgers, the State University of New Jersey, except for the School of Osteopathic Medicine and University Hospital (“UH”) (which shall operate as a stand-alone entity), effective July 1, 2013; and

**WHEREAS**, the Act provides that UH is a body corporate and politic and instrumentality of the State of New Jersey; and

**WHEREAS**, the Act provides that the management, supervision, and administration of UH is vested in a Board of Directors (hereinafter the “Board”) with the power and duty to exercise general oversight over the affairs of UH and ensure the fulfillment of its mission; and

**WHEREAS**, the Act provides that the Board of Directors (hereinafter the “Board”) shall have the power to appoint and regulate the duties and procedures of committees, standing or special, as it may deem necessary or conducive to the efficient management and operation of the hospital; and

**WHEREAS**, the Act provides that the Governor of New Jersey shall designate one member of the Board as Chairperson (the “Chairperson”); and

**WHEREAS**, the Bylaws of University Hospital in Newark, New Jersey (the “Bylaws”) call for the Chairperson to appoint the chairpersons and members of all standing committees pursuant to Article IV (with the exception of the Compensation Committee); and

**WHEREAS**, the Strategic Planning Committee of the Board is charged with assisting the Board in making recommendations to University Hospital relative to its mission, vision, strategic initiatives, major programs, and services; and

**WHEREAS**, the Chairperson and Members identified to serve on the Strategic Planning Committee will meet four times a year, or when necessary at the call of the Committee Chair; now therefore.

**BE IT RESOLVED**, that the Chairperson hereby appoints the Chairperson and Members of the Strategic Planning Committee, who shall serve for a term of one year as of this date effective immediately, as follows:

### **STRATEGIC PLANNING COMMITTEE**

William D. Cassidy, Ph.D., Chair  
James M. Orsini, M.D., Member  
Brian L. Strom, M.D., M.P.H., Member

September 17, 2013

**RESOLUTION OF THE BOARD OF DIRECTORS  
UNIVERSITY HOSPITAL**

**WHEREAS**, the University Hospital has adopted Policy entitled Legal Commitment Authority which requires the approval of the Board of Directors for purchases under a waiver of advertising in excess of \$1,000,000; and

**WHEREAS**, in accordance with this Policy, the following contract is submitted for review and approval:

<u>Vendor</u>	<u>Services</u>	<u>Terms</u>
Epic Systems Corporation W14-085 (Standardization) (Technical and Professional)	The purchase and implementation of the Epic Beaker Lab System	Total not to exceed 1,976,200.00 Upon approval to June 30, 2014 Funding Source: Operating Budget

**WHEREAS**, the Assistant Counsel of the Office of General Counsel has reviewed and approved this action as to form and legality; **BE IT RESOLVED**, that the University Hospital Board of Directors, approves the aforementioned waiver.

September 17, 2013



**UNIVERSITY HOSPITAL**

Newark, New Jersey

## **RESOLUTION**

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**WHEREAS**, the Act provides that UH is a body corporate and politic and instrumentality of the State of New Jersey; and

**WHEREAS**, the Act provides that the management, supervision, and administration of UH is vested in a Board of Directors (hereinafter, the "Board") with the power and duty to exercise general oversight over the affairs of UH and ensure the fulfillment of its mission; and

**WHEREAS**, pursuant to the Bylaws of University Hospital in Newark, New Jersey (the "Bylaws"), the Board shall have and exercise all the powers, rights, and privileges that are incident to UH's status as a body corporate and politic and an instrumentality of the State of New Jersey and necessary for the proper governance, conduct, and management of UH, and the control of its properties and funds; and

**WHEREAS**, in order to ensure that the day-to-day business of UH is carried out in a timely and efficient manner, the Board is charged with reviewing and approving policies related to the governance of the operations and practices of UH; and

**WHEREAS**, it is UH's intention that a policy apply to agreements and/or financial relationships that UH enters into with physicians and other potential referral sources that will direct compliance with federal health care law; now therefore

**BE IT RESOLVED**, that the Board hereby specifically adopts the following attached policy entitled "General Statement On Agreements With Referral Sources," effective immediately.

September 17, 2013

Attachment



## **RESOLUTION**

**WHEREAS**, the New Jersey Medical and Health Sciences Education Restructuring Act (P.L. 2012 c. 45) (hereinafter, the "Act") integrates all units of the former University of Medicine and Dentistry ("UMDNJ") into Rutgers, the State University of New Jersey, except for the School of Osteopathic Medicine and University Hospital ("UH") (which shall operate as a stand-alone entity), effective July 1, 2013; and

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**WHEREAS**, pursuant to the Bylaws of University Hospital in Newark, New Jersey (the "Bylaws"), the Board shall have and exercise all the powers, rights, and privileges that are incident to UH's status as a body corporate and politic and an instrumentality of the State of New Jersey and necessary for the proper governance, conduct, and management of UH, and the control of its properties and funds; and

**WHEREAS**, in order to ensure that the day-to-day business of UH is carried out in a timely and efficient manner, the Board is charged with reviewing and approving policies related to the governance of the operations and practices of UH; and

**WHEREAS**, it is UH's intention that a policy apply to agreements and/or financial relationships that UH enters into with actual and potential referral sources for determining that such agreements and/or financial relationships are at fair market value in compliance with federal health care law and UH's Corporate Integrity Agreement with the Office of Inspector General of the Department of Health and Human Services; and

**WHEREAS**, the Board adopted a policy entitled "Fair Market Valuation" as of July 1, 2013, and assigned an "Effective Date" of June 13, 2013, that sets forth the procedure for securing appropriate documentation for determining that remuneration of agreements and/or financial relationships is fair market value, and it subsequently having been determined to update the initially-adopted Fair Market Valuation policy to, among other things, include definitions of key terms from UH's Corporate Integrity Agreement, to make terms in the policy correspond with the terms in UH's Corporate Integrity Agreement, and to clarify the roles of UH's Office of Compliance, Privacy & Ethics and the Office of General Counsel; now therefore

**BE IT RESOLVED**, that the Board hereby specifically adopts, effective immediately, the following attached policy entitled "Fair Market Valuation, Revision No. 1," amending the original Fair Market Valuation policy adopted July 1, 2013 and made effective June 13, 2013.

September 17, 2013

Attachment