



**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; and

**WHEREAS**, pursuant to the Restructuring Act, the Hospital adopted Bylaws dated March 17, 2015, as amended June 26, 2018 and June 25, 2020 (the "Hospital Bylaws"); and

**WHEREAS**, pursuant to the Medical Staff Bylaws adopted February of 2020, the Medical Executive Committee (the "MEC") met on June 23, 2020 to deliberate and formalize a recommendation regarding certain disciplinary and remedial actions pertaining to a member of the Medical Staff (the "Disciplinary Matter"); and

**WHEREAS**, on July 22, 2020, pursuant to Hospital Bylaws, the Safety and Quality Committee met to review, and approved, the recommendations of the MEC pertaining to the Disciplinary Matter, including any reporting requirements identified by the Hospital as a result of the Disciplinary Matter; and

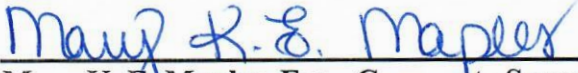
**WHEREAS**, in accordance with the Restructuring Act and the Hospital Bylaws, the Executive Committee of the Board intends to adopt the recommendation and approval of the MEC and Safety and Quality Committees, respectively, subject to ratification of the Board;

**NOW, THEREFORE, BE IT RESOLVED** by the Executive Committee of the Board of Directors of University Hospital:

1. The above recitals are incorporated herein by this reference.
2. The Hospital hereby accepts and adopts the recommendations, and approval thereof, of the Medical Executive Committee and Safety and Quality Committee, respectively, 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 2020-0722-106 is a true copy of actions duly adopted by University Hospital as of the date hereof.

**Resolution Adopted: July 22, 2020**

  
Mary K. E. Maples  
Mary K. E. Maples, Esq., Corporate Secretary





**RESOLUTION OF UNIVERSITY HOSPITAL AMENDING *THE PROCUREMENT AND PURCHASING AND DELEGATION OF AUTHORITY TO CONTRACT POLICY* ADOPTED SEPTEMBER 26, 2019**

**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 (the "State"), 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 to: (1) direct and control expenditures of Hospital funds; (2) borrow money; (3) enter into contracts with the State or federal government, or any individual, firm or corporation; (4) solicit and accept grant moneys; (5) acquire, own, lease, dispose or, use, and operate property; (6) sue and be sued; (7) enter into a contract or other agreement with a nonprofit corporation operating one or more hospitals in New Jersey to operate and manage or assist in the operation and management of the Hospital; and (8) hire, fire, and fix salaries for all employees of the Hospital; and

**WHEREAS**, pursuant to Resolution 2013-0701-11 adopted July 1, 2013, the Hospital approved several policies, as appended thereto, including those certain policies entitled, *Purchasing Process* and *Waiver of Bids* (singly and collectively referred to hereinafter as the "Former Procurement Policy"); and

**WHEREAS**, pursuant to Resolution 2017-1121-54 adopted November 21, 2017, the Hospital adopted that certain revised *Signature Authorization and Delegation of Authority for Hospital Contracts and Other Agreements* (the "Former Delegation of Authority Policy") (the Former Procurement Policy and the Former Delegation of Authority Policy hereinafter referred to as the "Former Policies"); and

**WHEREAS**, pursuant to Resolution 2019-0917-83 adopted September 26, 2019, the Hospital approved a new *Procurement and Purchasing and Delegation of Authority to Contract Policy* pursuant to Resolution 2019-0917-83 adopted September 26, 2019 (hereinafter the "Procurement Policy") replacing the Former Policies; and

**WHEREAS**, the Hospital intends to amend the Procurement Policy to modify the *Delegation of Authority Matrix* to reflect recent changes to the executive leadership of the Hospital (as appended hereto as Exhibit "A"); and

**WHEREAS**, the Hospital's Executive Committee has reviewed the proposed action and recommends approval;



**UNIVERSITY HOSPITAL**  
Newark, New Jersey

**NOW, THEREFORE, BE IT RESOLVED** by the Executive Committee of the Board of Directors of University Hospital

1. The above recitals are incorporated herein by this reference.
2. The *Procurement and Purchasing and Delegation of Authority to Contract* is hereby amended and restated to reflect changes to the *Delegation of Authority Matrix* attached hereto and made a part hereof as Exhibit "A".
3. The President and Chief Executive Officer is hereby authorized to take the steps necessary and desirable to implement this Resolution.
4. This Resolution shall take effect immediately upon the adoption hereof.

I hereby certify that this Resolution 2020-0722-107 is a true copy of actions duly adopted by University Hospital as of the date hereof.

**Resolution Adopted: July 22, 2020**

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Mary K. E. Maples, Esq., Corporate Secretary



**UNIVERSITY HOSPITAL**  
Newark, New Jersey

**Exhibit “A” to Resolution 2020-0722-107 dated July 22, 2020**

*Delegation of Authority Matrix, as amended*

See attached.



Policy Title:	Procurement and Purchasing <i>and</i> Delegation of Authority to Contract
Department/Manual:	
Issue Number:	
Date Issued:	September 26, 2019
Date Reviewed/Revised:	Amendment to Matrix – July 22, 2020
Supersedes:	“Purchasing Services” policy adopted 7/1/2013 and “Signature Authorization and Delegation” policy adopted 11/21/2017
Approved By:	University Hospital Board of Directors
Final Approval:	September 26, 2019
Attachments:	University Hospital Delegation of Authority Matrix



**EXHIBIT A – As amended July 22, 2020**

**University Hospital Delegation of Authority Matrix**

Contract Type	President/ CEO	EVP	CFO	CMO	GC	Prior Board Approval
Clinical Affiliation Agreement	X	X		X		
Research Agreement or Grant	X	X		X		
Confidential Disclosure Agreement	X	X		X	X	
Business Associate Agreement	X	X			X	
Contract for the purchase of goods, materials or services less than \$17,500	X	X	X	X	X	
Contract for the purchase of goods, materials or services equal to or greater than \$17,500 but less than \$1,500,000	X	X	X			
Alternative Procurements	X	X	X			
Contract equal or greater than \$1,500,000	X	X				X
Collective Bargaining Agreement	X	X				
Managed care contract	X	X	X			
Engagement of auditors	X	X	X			X
Engagement of outside legal counsel	X				X	
Settlement agreement less than \$250,000	X				X	
Settlement agreement equal to or greater than \$250,000	X				X	X
All other Contracts within the ordinary course of business	X	X		X	X	