



University
HOSPITAL

Newark, NJ

**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 (including the disposition of credentials and privileges of medical staff serving the Hospital), and in furtherance thereof, the Hospital adopted Bylaws dated March 17, 2015, as amended June 26, 2018 and June 25, 2020 (the "Hospital Bylaws"); and

WHEREAS, in accordance with Medical Staff Bylaws dated February of 2020 (the "Medical Staff Bylaws"), at its July 12th, 2023, August 14th, 2023 and September 12 meetings, the Medical Executive Committee (the "MEC") recommended various providers for credentials, privileges, and appointment, expansion, change of status, and transfer of service thereof, such providers as listed on Exhibit "A" appended hereto and made a part hereof; and

WHEREAS, following review and recommendation for approval by the Safety and Quality Committee, at the Electronic Committee Meeting that concluded on September 25th, 2023 committee meeting, in which the committee reviewed all MEC actions, and recommends approval;

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

1. The above recitals are incorporated herein by this reference.
2. The Hospital hereby adopts and affirms the recommendations, as appended hereto, 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 2023-0928-211 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: September 28, 2023



McKenzie Wilson, Esq., Corporate Secretary



University
HOSPITAL

Newark, NJ

**RESOLUTION OF UNIVERSITY HOSPITAL AMENDING THE
PROCUREMENT AND PURCHASING AND DELEGATION OF
AUTHORITY TO CONTRACT POLICY ADOPTED July 22, 2020**

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, in accordance with the Hospital's amended bylaws adopted June 26, 2018 (the "Bylaws"), 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, as amended pursuant to Resolution 2020-0722-107 adopted July 22, 2020 (hereinafter the "Procurement Policy"); 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;

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.

Resolution 2023-0928-212



4. This Resolution shall take effect immediately upon the adoption hereof.

I hereby certify that this Resolution 2023-0928-212 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: September 28, 2023



McKenzie Wilson, Esq, Corporate Secretary

Exhibit "A" to Resolution 2023-0928-212 dated September 28, 2023

Delegation of Authority Matrix, as amended

See attached.



RESOLUTION OF UNIVERSITY HOSPITAL APPROVING ITS ANNUAL PUBLIC MEETING SCHEDULE FOR JANUARY – DECEMBER 2024

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, the Open Public Meetings Act, *N.J.S.A. 10:4-6 et seq.*, requires that the Hospital annually give notice of its schedule of regular public meetings to be held during the succeeding year by posting, mailing to newspapers, and giving notice to certain persons requesting such notice;

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

1. The above recitals are incorporated herein by this reference.
2. The schedule appended hereto shall represent the Annual Schedule of Regular Public Meetings for the Hospital for January through December 2024.
3. This Resolution shall take effect immediately upon the adoption hereof.

I hereby certify that this Resolution 2023-0928-213 a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: September 28, 2023

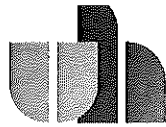


McKenzie Wilson, Esq., Corporate Secretary

Exhibit “A” to Resolution 2023-0928-213

University Hospital 2023 Annual Schedule of Regular Public Meetings

See attached.



University
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Newark, NJ

3. The President and Chief Executive Officer is hereby authorized to take the steps necessary and desirable to effectuate the purposes of this Resolution.

4. This Resolution shall take effect immediately upon the adoption hereof.

I hereby certify that this Resolution 2023-0928-214 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: September 28, 2023

A handwritten signature in black ink, appearing to read 'McKenzie Wilson'.

McKenzie Wilson, Esq, Corporate Secretary



University

HOSPITAL

Newark, NJ

RESOLUTION OF UNIVERSITY HOSPITAL TO APPROVE CONTRACT UH-P21-011, FOR COMPUTER ASSISTED CODING (CAC), CLINICAL DOCUMENTATION IMPROVEMENT (CDI), AND COMPUTER ASSISTED PHYSICIAN DOCUMENTATION (CAPD) SOFTWARE

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, in accordance with the Hospital's amended bylaws adopted June 26, 2018 (the "Bylaws"), 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, as amended pursuant to Resolution 2020-0722-107 adopted July 22, 2020 (hereinafter the "Procurement Policy"); and

WHEREAS, in accordance with the Procurement Policy and subject to annual appropriation, is requesting a supplemental budget increase to publicly bid contract UH-P21-011, awarded to 3M Health Information Systems, Inc. to provide a comprehensive encoder, computer-assisted coding ("CAC"), clinical documentation improvement ("CDI"), and computer assisted physician documentation (CAPD) software solution, including related services. The Contract increase is estimated to be for \$64,680, increasing the total contract value to \$3,064,680.

WHEREAS, the Hospital's Finance and Audit Committee has reviewed the proposed action and recommends approval;

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

1. The above recitals are incorporated herein by this reference.
2. The procurement amendments are hereby approved in accordance with the Procurement Policy, subject to annual appropriations.

Resolution 2023-0928-214



**RESOLUTION OF UNIVERSITY HOSPITAL PERTAINING
TO THE ADOPTION OF THE NEWLY REDESIGNED
UNIVERSITY HOSPITAL MEDICAL STAFF BYLAWS**

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 July 11, 2023 to deliberate and affirm a recommendation regarding the newly redesigned Medical Staff Bylaws and

WHEREAS, on September 20, 2021, pursuant to Hospital Bylaws, the Safety and Quality Committee met to review, and approved, the recommendations of the MEC pertaining to the newly redesigned Medical Staff Bylaws;

NOW, THEREFORE, BE IT RESOLVED by 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.

I hereby certify that this Resolution 2023-0928-215 is a true copy of actions duly adopted by University Hospital as of the date hereof.

Resolution Adopted: September 28, 2023



McKenzie Wilson, Esq., Corporate Secretary



**RESOLUTION OF UNIVERSITY HOSPITAL PERTAINING
TO MEDICAL STAFF MATTERS**

WHEREAS, the New Jersey Medical and Health Sciences Education Restructuring Act (P.L. 2012 c. 45) (hereinafter, the “Act”) vested the Board of Directors (the “Board”) of University Hospital (“UH”) with the management, supervision, and administration of UH; and

WHEREAS, Article III, Section 1(b), of the Bylaws of UH (the “Bylaws”), provides that “[t]he Board shall be responsible for the maintenance of the standards of medical care, safety, and professionalism at the Hospital in accordance with all applicable laws and accrediting bodies”; and

WHEREAS, Article III, Section 10(a), of the Bylaws, provides that “[i]n support of the Hospital’s mission, the Board shall . . . provide for the resources which are needed to maintain care, treatment, and services which are safe and of the highest quality”; and

WHEREAS, UH is an acute-care hospital and a Level 1 Trauma Center, treating close to 1,000 patients annually presenting with all forms of acute stroke; and

WHEREAS, The Comprehensive Stroke Center at University Hospital (the “Center”) is licensed by the New Jersey Department of Health and has received advanced certification for stroke care from The Joint Commission; and

WHEREAS, the Center is a leader in all phases of acute stroke treatment and prevention, is an academically-based comprehensive stroke program, and operates as one of UH’s “Centers of Excellence,” bringing together topflight clinicians and researchers from a variety of subspecialties; and

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

1. The above recitals are incorporated herein by this reference.
2. The University Hospital Board of Director’s reaffirms UH’s continued support of the Center’s advanced certification as a Comprehensive Stroke Center.
3. This Resolution shall take effect immediately upon the adoption hereof, subject to ratification.

I hereby certify that this Resolution 2023-0928-216 is a true copy of actions duly adopted by University Hospital as of the date hereof.



RESOLUTION ADOPTED: September 28, 2023

A handwritten signature in black ink, appearing to read "M. Wilson".

McKenzie Wilson, Esq., Corporate Secretary



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**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 August 24, 2023 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 September 25, 2021, pursuant to Hospital Bylaws, the Safety and Quality Committee concluded a electronic meeting to review, and approved, the recommendations of the MEC pertaining to the Disciplinary Matter;

NOW, THEREFORE, BE IT RESOLVED by 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.

I hereby certify that this Resolution 2023-0928-217 is a true copy of actions duly adopted by University Hospital as of the date hereof.

Resolution Adopted: September 28, 2023



McKenzie Wilson, Esq., Corporate Secretary