



UNIVERSITY HOSPITAL

Newark, New Jersey

Special Meeting of the
Governance, Ethics and Legal Committee
Convening as the Executive Committee of the UH Board of Directors
Thursday, May 28, 2015
10:30 a.m.

University Hospital
150 Bergen Street
Newark, NJ

Participating via teleconference – University Hospital (“UH”) Board of Directors: Tanya L. Freeman, Esq., Committee Chair; Hon. Donald T. DiFrancesco, Esq., Chair, UH Board of Directors; James M. Orsini, MD, Vice Chair, UH Board of Directors; Keith H. Green and Chairperson for the Finance, Investment, Administration and Audit Committee (“FIAA”), Annette Catino

Minutes

The Chairman of the Board requested that the Governance, Ethics and Legal (“GE&L”) Committee meet as the Executive Committee for the Board per the University Hospital By-Laws to discuss a senior management employment matter. There was a discussion among all of the Committee members and the FIAA Chair regarding senior leadership options for the interim position of President and Chief Executive Officer (“CEO”).

With all Committee members present on the call, there was unanimous consent by the Committee to the following:

- Appoint Nancy A. Hamstra as Interim President and CEO
- Amend signatories on all UH bank accounts

There being no further discussion, the Executive Committee unanimously adopted a resolution to appoint Nancy A. Hamstra as Interim President and CEO and as second resolution authorizing Nancy A. Hamstra and Thomas M. Daly as authorized signatories.

There being no further business, Honorable DiFrancesco accepted a motion to adjourn the special meeting of the Governance, Ethics and Legal Committee. By unanimous vote, the meeting adjourned at 10:48 a.m.