



**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 February 11th & March 11th meetings, the Medical Executive Committee (the "MEC") recommended, based on the recommendations of the Credentials Committee, various providers for credentials, privileges, and appointment, expansion, change of status, and transfer of service thereof, such providers as listed in the memoranda appended hereto and made a part hereof; and

WHEREAS, following review and recommendation for approval by an electronic meeting of the Safety and Quality Committee, that concluded on March 15th, 2025, 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 2025-0327-257 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq., Corporate Secretary



**RESOLUTION OF UNIVERSITY HOSPITAL ACCEPTING
THE FISCAL YEAR ENDING JUNE 30, 2024 AUDITED
FINANCIAL STATEMENTS SUBMITTED BY GRANT
THORNTON LLP**

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, consistent with its powers and responsibilities under the Restructuring Act, the Hospital intends to accept the June 30, 2024 Fiscal Year Ending audited financial statements submitted by Grant Thornton LLP; and

WHEREAS, the Finance and Audit Committee reviewed the audited financial statements prepared by Grant Thornton LLP 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 audited financial statements for the year ended June 30, 2024, prepared by Grant Thornton LLP, as attached hereto are hereby accepted and approved.
3. This Resolution shall take effect immediately upon the adoption hereof, subject to ratification.

I hereby certify that this Resolution 2025-0327-258 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq., Corporate Secretary



RESOLUTION OF UNIVERSITY HOSPITAL AMENDING *THE PROCUREMENT AND PURCHASING AND DELEGATION OF AUTHORITY TO CONTRACT POLICY* ADOPTED SEPTEMBER 23, 2023

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, as amended to Resolution 2023-0982-212, adopted September 28, 2023 (hereinafter the "Procurement Policy"); and

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

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

NOW, THEREFORE, BE IT RESOLVED by the Finance and Audit 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 *signature and authorization delegation* 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 2025-0327-259 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq, Corporate Secretary



**RESOLUTION OF UNIVERSITY HOSPITAL AUTHORIZING
CERTAIN PROCUREMENTS, IN FURTHERANCE OF P.L.2012, c.45**

WHEREAS, University Hospital (the “Hospital”) was duly established and validly exists as an independent public healthcare institution and instrumentality of the State of New Jersey (the “State”), pursuant to the New Jersey Medical and Health Sciences Education Restructuring Act, P.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, the Hospital intends to approve and affirm the following contract with Rutgers, The State University of New Jersey, an instrumentality of the State of New Jersey, on behalf of its unincorporated entities New Jersey Medical School and Rutgers School of Dental Medicine within the Rutgers Biomedical and Health Sciences organizational unit and University Hospital for Clinical Services, with a total contract value not to exceed \$85 million for each of the fiscal years 2025 and 2026;

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 procurements are hereby approved in accordance with the Procurement Policy, subject to annual appropriations.



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 2025-0327-261 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025

A handwritten signature in dark ink, appearing to read "McKenzie Wilson", written over a horizontal line.

McKenzie Wilson, Esq., Corporate Secretary



**RESOLUTION OF UNIVERSITY HOSPITAL AUTHORIZING CERTAIN
PROCUREMENTS, IN FURTHERANCE OF P.L. 2012, c. 45**

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 Department of Radiology seeks to contract with Boston Scientific, to continue the purchase of TheraSphere, a radio embolic therapy for the treatment of inoperable liver tumors. University Hospital is intending to contract with Boston Scientific for the period from January 1, 2025 through December 31 31, 2025, with a contract value not to exceed \$1,900,000; and

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.
 - a. The procurements are hereby approved in accordance with the Procurement Policy, subject to annual appropriations.



- b. The President and Chief Executive Officer is hereby authorized to take the steps necessary and desirable to effectuate the purposes of this Resolution.
- 2. This Resolution shall take effect immediately upon the adoption hereof.

I hereby certify that this Resolution 2025-0327-263 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq, Corporate Secretary

RESOLUTION OF UNIVERSITY HOSPITAL TO AWARD CONTRACT RFP UH-P24-003, FOR LIVER TRANSPLANT & HEPATOLOGY FIT-OUT, G-LEVEL AMBULATORY CARE CENTER

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, the Supply Chain Management Department seeks approval to award a single contract under RFP # UH-P24-003 to Joseph A. Natoli Construction Corporation to provide general contracting services to fit-out the Liver Transplant and Hepatology Clinic on G-Level of the Ambulatory Care Center. The Department seeks contract approval authority not to exceed \$5,553,700.

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.

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 2025-0327-264 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq, Corporate Secretary

RESOLUTION OF UNIVERSITY HOSPITAL TO AWARD CONTRACT RFP UH-P24-004, TO RENOVATE THE TRAUMA SPECIALTY UNIT

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, the Supply Chain Management Department seeks approval to award a single contract under RFP # UH-P24-004, to the O. A. Peterson Construction Corporation to provide general contracting services to renovate the Trauma Specialty Unit. The Department seeks contract approval authority not to exceed \$5,100,000.

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.

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 2025-0327-265 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq, Corporate Secretary

**RESOLUTION OF UNIVERSITY HOSPITAL TO APPROVAL OF A CONTRCT
TO PURCHASE AN ENTERPRISE RESOURCE PLANNING (ERP)SYSTEM
UNDER RFP #UH-P24-004**

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, the Supply Chain Management Department seeks to award a single contract, publicly bid under RFP # UH-P24-004, to Oracle America Inc. to provide a comprehensive Enterprise Resourcing Planning (ERP) System. The anticipated spend for the initial five-year contract term is \$4,632,500.

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.

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 2025-0327-266 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq, Corporate Secretary

**RESOLUTION OF UNIVERSITY HOSPITAL TO APPROVAL OF A CONTRCT
FOR TEMPORARY IST STAFFING SERVICES UNDER RFP #UH-P25-005**

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, the Supply Chain Management on behalf of the Department of Information Technology seeks to execute multiple contracts under publicly bid RFP # UH-P25-005 to permit the Department of Information Technology to engage the services of the awarded contractors to provide temporary IST staff on an as needed basis. Based on historical spend, contract spend is estimated to be \$3.2 million for the initial three-year contract term.

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.

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 2025-0327-267 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq, Corporate Secretary

**RESOLUTION OF UNIVERSITY HOSPITAL
AUTHORIZING PROGRESS FOR A NEW MEDICAL
OFFICE BUILDING**

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 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, since July 1, 2013, the Hospital and Rutgers University have been operating on the shared Newark Campus, coordinating operations and planning on a continuous basis, including development of physical master plans for the Campus; and

WHEREAS, the Hospital’s Master Plan anticipates certain redevelopment projects on the Campus that would entail a phased nine-year, \$1.8 billion project that includes a multi-building phased development, involving a series of sequential major capital projects allowing the Hospital to upgrade its delivery of care in new and existing buildings, while simultaneously supporting Campus development in order to better meet existing patient, staff, and visitor’s needs (collectively the “Master Plan Project”); and

WHEREAS, the Rutgers University, in collaboration with the Hospital and the New Jersey Economic Development Authority, has recently selected a developer for Phase 1 of the Master Plan Project, which includes demolition of existing buildings, site remediation, site preparation including utilities, and design, construction, fit-out, and start-up and turnover of a building identified as the new Administrative Building (“ADMB Project”); and

WHEREAS, the next phase of the Master Plan Project envisages the design, build, finance and maintenance of a second new building (known as the “Medical Office Building”), that is adjacent to the ADMB Project, and that meets the Hospital’s programmatic needs (the “MOB Project”); and

WHEREAS, the scope of the MOB Project will include the design, construction, fit-out, start-up and turnover of the Medical Office Building, as well as close coordination with the development team selected by Rutgers to complete the ADMB Project, who will also undertake site remediation and preparation of utilities for the Medical Office Building site; and

WHEREAS, in order to initiate the process to identify qualified developers to potentially undertake the MOB Project, the Hospital plans to issue a public advertisement to request information and qualifications from all interested parties; and

WHEREAS, such initial request is in accordance with applicable law, and the Hospital's practice relating to state procurement requirements and will have been reviewed and approved by the New Jersey Office of the State Comptroller following the Hospital's voluntarily requested for input.

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 Board approves the Hospital initiating the procurement for the MOB Project in furtherance of the goals of advancing the overall Master Plan Project.
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, subject to ratification.

I hereby certify that this Resolution 2025-0327-268 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 25, 2025



McKenzie Wilson, Esq., Corporate Secretary

**RESOLUTION OF UNIVERSITY HOSPITAL
AUTHORIZING UNIVERSITY HOSPITAL TO CONTINUE
ENGAGING RUTGERS**

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 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, since July 1, 2013, the Hospital and Rutgers University have been operating on the shared Newark Campus ("Campus") together, coordinating operations and planning on a continuous basis, including development of physical master plans for the Campus; and

WHEREAS, the Hospital has been planning a development project on the Campus that would entail a phased nine-year, \$1.8 billion master plan involving a series of sequential major capital projects that would better meet existing patient, staff, and visitors needs; and

WHEREAS, the Hospital has, in collaboration with Rutgers and the New Jersey Economic Development Authority ("NJEDA"), is prepared to engage in Phase I of the Master Plan (the "Project"), described more fully in the Project Summary attached to this Resolution, which is a necessary first step in the Hospital's longer- term plan and enables subsequent phases to occur in the future; and

WHEREAS, Rutgers has significant experience with development projects similar to the work contemplated for the Project, and thus is a prime partner to undertake Phase I work and in particular, the development of the new administrative building ("ADMB"); and

WHEREAS, on January 23, 2025, the Board approved Resolution 2025-0123-256, authorizing the Hospital to enter into a grant agreement with Rutgers to provide any unused, uncommitted or undisbursed American Rescue Plan funds designated for the development of the ADMB; and

WHEREAS, the State of New Jersey appropriated \$45M in Fiscal Year 2025 to University Hospital for "Master Plan Capital Investment"; 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 "Policy"); and

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WHEREAS, the Hospital requests authorization to issue a Purchase Order to Rutgers in the amount of \$45M to continue managing the development of the ADMB; and

WHEREAS, the Hospital's Finance and Audit Committee has reviewed the proposed action and recommends approval; 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 actions are hereby approved in accordance with the Policy and the Continuing Services Agreement.
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 2025-0327-260 is a true copy of actions duly adopted by University Hospital as of the date hereof.

RESOLUTION ADOPTED: March 27, 2025



McKenzie Wilson, Esq., Corporate Secretary