



## **FULL BOARD/EXECUTIVE COMMITTEE MEETING**

**Tuesday, March 7, 2023 at 6:00 p.m.**

**19<sup>th</sup> Floor Boardroom (In Person)**

### **MINUTES**

#### Board Members in Attendance:

- Matthew J. Bruderman, Chairman of the NHCC Board
- Giuseppe Caruso, MD
- Steven Cohn, Esq.
- Dr. Bobby Kalotee
- Soraya Campbell, Esq. (via telephone)
- Ajit K. Abraham
- Lisa Daniels, Esq.
- Jason L. Abelove, Esq.
- Kamal Nayyar, MD

#### Board Members Not in Attendance:

- Victor Gallo, MD
- Russell Caprioli, MD
- Jan Figueira
- Ann G. Kayman, Esq.
- Kim L. Jenkins
- Frank J. Saracino
- John Sardelis, Dr.PH

#### NUMC Attendance:

- Anthony Boutin, MD, President & CEO
- Megan Ryan, EVP/CLO/General Counsel
- John P. Donnelly, EVP/COO
- Janice Pateres, EVP/Chief Nursing Officer
- Patrick Degree, Senior Vice President, Facilities
- Richard Rank, Director of Finance

Others in Attendance:

- Josh Meyer, Esq., representing Nassau County
- Carl Dreyer, NIFA
- Antonia Gavan, President, CSEA NUMC

**I. Call to Order**

Chairman Bruderman called the meeting to order at 6:08 p.m.

**II. Roll Call**

Ms. Ryan did a roll call and noted that there was a quorum to proceed.

Ms. Ryan asked for a vote from the Board to allow Ms. Campbell to participate by telephone since she could not make it to the meeting. Ms. Ryan noted that Ms. Campbell had appeared at the presentation on Friday, March 3<sup>rd</sup> at 10:00 am.

**Action:** Chairman Bruderman made a motion to allow Ms. Campbell to participate in the meeting via telephone and it was seconded by Dr. Kalotee. All were in favor and the vote was unanimous.

Ms. Ryan called Ms. Campbell at 6:09 pm for her to join the meeting.

**III. Approval of Full Board Minutes 2.15.2023**

Ms. Ryan asked for a vote to approve the Full Board minutes of February 15, 2023 that were sent to the Board.

**Action:** Dr. Kalotee made a motion to approve the Full Board Minutes of February 15, 2023 together with the questions he had submitted to the Board, and it was seconded by Mr. Cohn. All were in favor and the vote was unanimous.

**IV. Approval of Nassau Energy, LLC Agreements**

Ms. Ryan introduced Mr. Meyer, who had presented the Nassau Energy, LLC proposal to the Board on Friday, March 3<sup>rd</sup>, via Zoom. Ms. Ryan stated that his presentation included PowerPoint slideshow which was emailed to all of the Board members. Mr. Meyer made himself available from March 3<sup>rd</sup> to March 7<sup>th</sup> for any questions or concerns. He received none.

There was a discussion on the agreements.

**Action:** Dr. Kalotee made a motion to approve the Nassau Energy, LLC Agreements and it was seconded by Mr. Cohn. All were in favor and the vote was unanimous.

Dr. Caruso asked what the next steps were for the County. Mr. Meyer replied that the agreement has to go to NIFA for approval before the County and NUMC could execute it. After that, Nassau Energy, LLC will do a review and assessment of the system to see what is best for all parties concerned.

#### V. Approval of Northwell Clinical Sponsorship Agreement for PCI Lab

Chairman Bruderman announced that in order to get the Cath lab, there would have to be an arrangement with Northwell for them to clinically sponsor NUMC. He stated that to this end a Northwell Clinical Sponsorship Agreement would have to be approved by the Board.

Ms. Ryan noted that the Agreement was one of the requirements by NYSDOH for the Cath lab and that the agreement was for a two-year term. She pointed out that the Agreements would have to be fully executed by April 23, 2023, as such she requested Board approval tonight.

**Action:** Dr. Kalotee made a motion to approve the Northwell Clinical Sponsorship Agreement for the PCI Lab and it was seconded by Mr. Cohn. All were in favor and the vote was unanimous.

Mr. Cohn left the meeting at 6:25 pm.

The Board continued their discussion of the Nassau Energy, LLC Agreements. Dr. Kalotee asked about the increased cost and Mr. Meyer explained that it was the result of the removal of the subsidy and the rising cost of electricity, fossil fuel and natural gas needed to power the equipment at NUMC. Ms. Ryan pointed out that there was no meter before, but that a meter may be installed between NUMC and NCCC to know exactly how much energy is being used.

#### VI. Motion to Adjourn

**Action:** Chairman Bruderman made a motion to adjourn the meeting and it was seconded by Ms. Daniels. All were in favor and the vote was unanimous.

Ms. Ryan informed Ms. Campbell that the meeting was over.

The meeting adjourned at 6:30 pm.

Dated: March 8, 2023

  
Megan C. Ryan, Esq.  
Corporation Secretary

  
Matthew J. Bruderman, Chairman  
Board of Directors, NHCC

## **RESOLUTIONS**

### **Resolution #1**

Motion to approve February 15, 2023 Full Board minutes.

### **Resolution #2**

Motion to approve NHCC entering into a two-year agreement beginning on or about March 15, 2023 with Nassau Energy, LLC with the execution of the following documents (Detailed Resolution Attached):

- A. Operation/Maintenance Agreement
- B. Energy Service Agreement
- C. License Agreement

### **Resolution #3**

Motion to approve a clinical sponsorship agreement with Northwell Health for NHCC's PCI Lab as required by New York State Department of Health for a term of three years with a start date of on or about April 15, 2023.