

MINUTES OF THE PUBLIC SESSION OF THE NASSAU HEALTH CARE CORPORATION BOARD OF DIRECTORS' MEETING HELD ON JULY 23, 2007

Directors Present

Martin D. Payson, Chair
Leonard A. Benedict, MD
John M. Brickman, Esq.
Lawrence E. Elovich, Esq.
Bradley L. Gerstman, Esq.
Rosemarie Guercia, MD
Jemma Marie-Hanson, RN
Greg-Patric Martello, Esq.
George W. Miner, MD, MBA
Barbara Ross-Lee, DO
John F. Ragano, Esq.

Non-Voting Directors Present

Arthur A. Gianelli, President/CEO
Frank J. Saracino, EdD

Hospital Administration

Paul J. Rowland, SVP/COO
Gary Bie, SVP/CFO
Julie L. Mirkin, RN, SVP for Patient Care Services
Larry Slatky, SVP Extended Care
Steven J. Walerstein, MD, SVP Medical Affairs
Sharon Popper, Esq., SVP for Legal Affairs
Joan A. Soffel, Assistant to the Board/CEO

Not Present

Patrick F. Carone, MD
Asif M. Rehman, MD

1. Martin D. Payson, Chairman, Board of Directors of the Nassau Health Care Corporation, opened the meeting at 8:45 a.m.
2. **Adoption of Minutes.** Upon a motion, duly seconded, the minutes of the April 23, 2007 and June 4, 2007 Board of Directors meeting were approved, all in favor.
3. **Report of the Chairman.** Mr. Payson noted that a web casting camera has been installed in the auditorium to broadcast Board meetings. All public sessions must be broadcast to the internet pursuant to a NYS law for all public authorities.

This is the second year of the current administration and a great deal of progress has been made with more required. Some things have moved slowly (ground breaking of the new Freeport facility). The bids for the Freeport project came in enormously high and NHCC had to go back and rebid—there may be refinancing needed. Mr. Payson said that everyone is committed to getting the job done regardless of what it takes. The old facility at Hempstead was cleaned up, but it has been a long process to locate the right facility for the new building. NHCC has the resources, but there are local issues that are not of our making. There is a master plan being developed for the NUMC building. The burn unit is completed but will not open until the Fall, because other construction work is taking place around that unit. The chemical dependency unit is opened. There will be a new adult psychiatry unit and children and adolescent psychiatry will be moved into the main building. The main building recently had floods that occurred due to the original construction flaws and age of the building. Some resources will be redirected to repair those problems. NHCC's relationship with the communities, local and state governments are good. Each political party supports NHCC. Our successor agreement puts in place financing, but is slower in coming to fruition than we had hoped. We are monitoring how much capital is being spent, what has been accomplished and how much is left. There is a new chief operating officer and a Board Facilities Committee, chaired by Brad Gerstman, who are overseeing construction projects. The JCAHO resurvey is behind us at both NUMC and AHPECF. Other issues with the State have all been cleared and we have completed our annual financial audit as well. Mr. Payson congratulated Mr. Gianelli, Executive staff and staff. A new OB/GYN chair should be appointed soon.

4. **Report of the President/CEO.** Mr. Gianelli reported that sadly, Earl Stroughton, an employee of NHCC for 30 years and the President of our local CSEA union, passed away

suddenly after suffering two heart attacks. Mr. Stroughton was loved by the workforce and was a valued friend in labor relations. A memorial service will be held in the Auditorium on Friday for staff and family members. Dr. Walerstein proposed that NHCC honor the employee of the year at the annual Gala with the Earl Stroughton Award. Rob McLoughlin is the Acting President of the Local CSEA.

Finances. Mr. Gianelli gave an overview of the "Five Pillars in Achieving Organizational Success in Health Care" (Quality, Service/Community, People and Growth).

Patient Satisfaction. The executive staff attended the second half of the Studer Group seminar that had been postponed due to the JCAHO resurvey in April. It was an energizing experience which will assist NHCC to achieve success.

Flood and Fire. On July 18th a severe and unusual rain storm occurred resulting in a serious flooding situation at the Medical Center (and on all of Long Island). The building is clearly susceptible to flooding in the basement and subbasement, labs, sterilization, central supply—all of which support the ER and trauma center. In addition, the Hempstead Turnpike entrance near ambulatory services, the roadway and lobby flooded. A similar event had occurred last year when the incident command center was situated in the Board room with some problems in organization. This time, management of the event was much better (the command center was moved to a better location with necessary equipment). Staff understood protocol and performed a yeoman's job. Due to the damage in sterilization, NUMC's ER and traumas were diverted for a period of time. North Shore/LIJ assisted with trauma carts and supplies needed to get our ER open and running along with the trauma center. Amendments to emergency response protocols in dealing with flooding will be made until we can make the construction changes needed. NUMC is the central location in the event of a natural disaster. Engineering must assess the lower roads and determine what options we might have. There may be some creative funding options to get this work done.

The Hempstead health center experienced a minor fire. Staff did an excellent job of ushering out patients. Drs. Rubin and Mondschein and Mr. Courbois talked to all regulatory agencies and ensured compliance and got the clinic sessions back up and running (patients had been diverted to New Cassel). It was reported at the meeting that the clinic reopened today, after clearance from the Fire Marshall.

Finances. In June, the Corporation lost \$72,000 after investment income, with \$27.4 million in unrestricted cash. A. Holly Patterson lost \$15,000 after investment income; the Community Health Centers lost \$130 thousand after investment income. The census at A. Holly Patterson has blossomed and was at a high point of 589 residents (at capacity) including the 20 ventilator beds. AHPECF has almost doubled the number of referrals from outside as compared to last year—the reputation is growing. The Community Health Center cuts in Bad Debt and Charity adversely affected NHCC. NUMC discharges were 125 above budget, although adult/pediatrics was down 46, and hemodialysis census is ahead of budget. There are thirteen activated hemodialysis seats with a CON for 29 and the remaining can be constructed at our own facility or can be outsourced and privately managed. ED visits are up 0.2%, Admissions up 3%, CHC up 5.1%. In Hempstead and Elmont there were delays in getting people on board to add additional sessions and there was competition from a pediatric van situated near the health center. Administration is looking into the possibility of hiring the van physician who could operate out of the NHCC health center. The Family and Children's Association and the Uniondale School District did not know that NHCC was operating a health center in Hempstead and were referring people to the mobile van physician. Pediatric census is down throughout Nassau, but hopefully with a new chairman of OB/GYN that business will grow. PM&R is better as time progresses due to voluntary physicians' admissions. Psychiatry and burn unit volume is strong.

New York State Department of Health. NYSDOH approved the exempt rate for chemical dependency unit as of July 1, 2007 (would have been significant impact financially). The charge is a higher amount per day, cash flow lacked because of when it was implemented. In addition, DOH accepted our supplemental financial statement validating GME expenditures and wiped out the GME cuts. The cut of \$1.1 million was in our April, May and June financials, but will be reversed in July. GPA funding is pending worth \$5 million. The CON at AHP is undergoing review, and is a confusing appeal because we were asking for more seats or to activate seats in the pipeline. The CON to expand services at CHC had added psychiatry services and that may be holding it up, so we will remove psychiatry in order to fast track the CON and then resubmit the psychiatry portion separately. Bad Debt and Charity Care (BDCC) changes were rejected by DOH (cut of \$700 thousand in 2007, \$1.4 million moving forward). Hopefully, NHCC can fight these cuts during the 2008-2009 budget cycle, but Mr. Gianelli is not optimistic. NHCC will move to transition from where we are to FQHC and with a wrap around Medicaid rate that will offset the Bad Debt and Charity Care cuts. There are two opportunities (7/13 and 8/13) to present to a task force set up by the Governor related to reconfiguring BDCC pool. NHCC will present on 8/13/07 in Syracuse.

Federal. There is a one year moratorium on implementing the IGT rule. There is consideration being given to allow multiple contract pharmacies and extending 340B pricing to inpatients. Representatives McCarthy and King were successful in obtaining two NHCC earmarks in the House's Labor-HHS Bill--\$200 thousand for the Institute for Minority Health Care and \$200 thousand for a chemical dependency program for 9/11 responders.

2007 Opportunities: DSH appeal, new adult psychiatry unit, UDS coding initiative, improved AHP census and restoration of the GME cut.

2007 Threats: Chemical dependency unit is not full (14 out of 30 beds), adult psychiatry unit is behind schedule (with construction changes needed), pediatric inpatient census, and July numbers are not strong.

Long Term Strategy. Service line business development (Manatt is in the final stages and will present recommendations), business process design, focus on the centers, improve quality and patient satisfaction, optimize real estate, modernize facility, and restructure relationship with the CSEA Union.

Quality Management. NHCC has an ongoing engagement with the Krasnoff Institute and the first quarter measures for Corporate Quality Goals have improved (with a report coming in September). A 24-hour discharge notice was implemented (required by CMS), AHP underwent an annual NYSDOH survey (results were good); and it was determined that the DVT/PE indicator was incorrect in the recent Niagara Report, the Corporation should have been rate above, not below State average. Administration now knows to take advantage of a window of time provided each year to analyze and correct that report data.

Table of Organization. Mr. Gianelli reported that the Table of Organization is completed. An agreement in principle was reached with Jack FitzSimmons, MD, as chair of OB/GYN, for which Board approval will be requested at the appropriate time. Paul Rowland, FAHCE was hired as Chief Operating Officer. Mitchell Rubin, MD is the Vice President of Ambulatory Care (a pediatrician with extensive background in the management of health centers). Special Advisor, Jack O'Connell (former Executive Director of the Long Island Health and Welfare Council) has been hired by MMERF to focus on developing network of relationships with not-for-profit community as well as jump starting the Long Island Medical Foundation (our start-up fundraising arm). Robert Benrubi, Esq., is Counsel for Real Estate and Intergovernmental Affairs and will focus on real estate management, development and

transactions, community visioning, obtaining outside funding (New Market Tax Credits), federal lobbying and grant writing.

Dr. Nyapati Rao was named the 2008 Educator of the Year by the Association for Academic Psychiatry.

Mr. Gianelli and staff are building relationships with the Family and Childrens' Association, Long Island Urban League, Uniondale School District and Adelphi University. The Studer Group presentation concluded on Thursday and there were seven organizational improvement priorities identified. NHCC will also transition to Press Ganey for patient satisfaction.

Modernization Program. The business plan will roll out in September or October. Mr. Gianelli has asked Paul Rowland to organize a routine reporting system for the Board regarding project status and budget. Mr. Gianelli reviewed the status of current projects. Other projects include the Emergency Department and Radiology Department with \$18 million in HEAL II funds, \$11 million in other tobacco funds earmarked; a Veterans Clinic worth \$2.5 million and the EMS Academy anticipated to begin in September.

Other projects include Labor/Delivery/Recovery with funds requested in a HEAL IV application, revisions to the PM&R plans, a decision must be made as to whether NHCC should construct and operate its own dialysis or franchise the service and improvement to the lobby, frontage and signage.

HEAL IV. NHCC submitted two applications totaling over \$100 million for NHCC and AHPECF. The funds were designed to implement the Berger Commission recommendations. The NYSDOH is likely to approve 320 beds at A. Holly Patterson and not require sub-acute beds to be built in shell floors at NUMC. At Uniondale, the land planner has commenced work, and there are discussions with Uniondale School District and County regarding open space. At East Meadow, Perkins Eastman is working on the master plan for the full campus. There are discussions with New York College of Osteopathic Medicine, New York Institute of Technology, New York College of Podiatric Medicine, and Coalition Against Domestic Violence and Child Abuse.

5. Report of the Medical Professional Affairs Committee and Medical Director. Dr. Miner reported credentials were reviewed and there were no unusual circumstances. Dr. Walerstein reported that there was a surprise visit by the State assessing compliance of house staff work hours. In the 1990's, hours were severely regulated and NUMC received 100% compliance bill of health. Dr. Walerstein thanked Dr. Kenneth Steier and the program directors---significant changes were made in the department of surgery. Dr. Walerstein is working with Christine Forman on electronic charge capture and physician billing. The IT hardware and PDAs will allow physicians to code all information and will align with billing processes.
6. Report of the Finance Committee. Gary Bie reported that three sets of financial statements were included in the Board packet. There were two certified financial statements for the corporation and the offshore malpractice insurance company. The audit was completed on June 30, 2007 and the consolidated audit confirmed management's report at end year loss for the year 12/31/06 of \$7.9 million internal loss \$4.2 million. The difference between \$4.2 million and \$7.9 million primarily accounts for the treatment of IGT revenue converted from accrual basis of accounting to cash basis of accounting. \$52 million in IGT funds that were received in March 2007 would have accrued back to 2006, but with GASBY accounting it was basically put in the year in which it was received. NHCC received an unqualified clean opinion and in

the discussion portion, the auditors and Finance Committee decided to leave the "going concern" reservation until such time in the future when NHCC is financially in good condition.

The NHCC, Ltd. (Offshore insurance company a wholly owned subsidiary of NHCC) was set up in 1999 when the Public Benefit Corporation was created. NHCC is self-insured for the first \$10 million on each case with an umbrella on top of that for catastrophic case. There was a settlement last year for \$7.5 million.

In 2006 NHCC lost \$9 million (included the consolidated \$7.9 million). Mr. Payson noted that a favorable settlement offset the loss. Mr. Bie reported that the Ltd. has a cash balance of \$35 million including the \$10 million loan that the parent company keeps here in the US as a line of credit. The loan will continue until March 2008. The Ltd. earns \$1.5 million in investment income with a revenue stream of \$9 million. The Ltd. historically paid out \$4-5 million in settlements and legal fees and builds up balance by \$3-4 million each year. The Ltd. also received an unqualified clean opinion except for the going concern reservation as to the parent company.

In June, on \$40 million in revenue, NUMC lost \$72 thousand after investment income. The Department of Health approved the treatment of the GME cut of \$1.1 million and that will reverse. Year to date on \$242 million in revenue, NUMC lost \$1.6 million vs. a budgeted loss of \$1.2 million.

Contract Actions Taken. Lawrence Elovich, Chair of the Finance Committee reported on contracts requiring action by the Board.

Advisory Board Company. Ms. Popper noted that any contract that is in excess of one year, even if it is only for \$5,000, has to be elevated to the full Board for approval. [non-competitive; NHCC is a charter member of The Advisory Board Company, which offers services to its members.] **Upon a motion made, duly seconded and unanimously approved, the Board of NHCC, in the best interests of NHCC, approved entry into a contract with The Advisory Board Company in the negotiated amount of \$380,138 for three years (one-time setup/implementation fee for year 1 in the amount of \$104,088; \$109,293 in year 2 and \$114, 757 in year 3) subject to termination without penalty on 30 days notice, deliverables to include a nursing management dashboard that will extract data from NHCC's scheduling, payroll, budgeting and time/attendance systems. Resolution No. 045-2007.

Lund International Personal Services. Mr. Bie recommended renewal of the contract for one-year not to exceed \$377,200 for customized Lawson System services. The system was installed in 2001 at which time consultants were provided to us to help maintain and customize the system. The service will be re-assessed to see if consultants can be brought in-house. **Upon a motion made, duly seconded and unanimously approved, the Board of NHCC, in the best interests of NHCC, approved renewal of the contract with Lund International Personal Services for one-year in an amount not to exceed \$377,200 for customized Lawson system services. Resolution No. 047-2007.

***Standardization Resolution (tabled from prior Board meeting due to absence of sufficient Board members to achieve the required supermajority vote (3/5 of the Board): Compliance 360 Software: **Upon a motion made, seconded and unanimously approved the Board of NHCC approved standardization of the software product for maintaining policies and procedures to that of Compliance 360 Software, the product currently in use at NHCC. Resolution No. 048-2007.**

Ridgefield Associates. A one-year renewal of a contract to provide regulatory monitoring services at A. Holly Patterson which has been in effect for five years. **Upon a motion

made, duly seconded and unanimously approved, the NHCC Board, in the best interests of NHCC, approved entry into a one-year renewal of the contract with Ridgefield Associations to provide regulatory monitoring services at A. Holly Patterson in an amount not to exceed \$77,400. Resolution No. 049-2007

**American Pharmacotherapy, Inc. Ms. Popper noted that this is a contract in excess of one year. Upon a motion duly made, seconded and unanimously adopted, the NHCC Board, approved an extension of the contract with American Pharmacotherapy, Inc. for an additional \$5,650 (total contract \$40,650) resulting in a contract for a period in excess of one year. Resolution No. 055-2007.

** Amendment of Procurement Authority Resolution No. 031-2007. Upon a motion made, seconded and unanimously approved, the NHCC Board approved a resolution to amend and restate Resolution No. 031-2007 in its entirety as follows:

PROCUREMENT AUTHORITY

Resolution No. 056-2007

(Amending and Restating in its Entirety Resolution No. 031-2007)

WHEREAS, the Board of Directors has previously delegated procurement authority to the Finance Committee of the Board of Directors for contracts that exceed \$250,000 in circumstances where the Board of Directors has approved the project or program to which the contracts relate; and

WHEREAS, the Finance Committee desires to delegate such authority to the Chief Executive Officer of the Corporation in certain circumstances to enable such projects and programs to proceed in accordance with the established timeframes;

NOW THEREFORE, BE IT RESOLVED that the Board of Directors hereby accepts and approves the recommendation of Finance Committee, namely:

That the Chief Executive Officer of the Corporation is duly authorized to execute procurement contracts for goods, services and construction work to implement projects or programs that have been approved by the Board of Directors, provided that the Corporation's procurement requirements for letting such contracts have been satisfied, and that any such contract is not for a period in excess of one year nor in excess of One Million Dollars (\$1,000,000.00);

BE IT FURTHER RESOLVED, that the Chief Executive Officer shall report at the next following meeting of the Finance Committee and the Board of Directors all procurement contracts executed pursuant to the above authority.

This Resolution shall take effect immediately.

**Weatherby Locums. Upon a motion duly made, seconded and unanimously approved, the NHCC Board approved renewal of an existing contract with Weatherby Locums for professional services of a board certified specialist in radiation oncology for NHCC radiation oncology services in the amount of \$52,470/three years (represents an increase of \$5,600 over 2006 actual costs). Resolution No. 063-2007.

**Global Health Exchange (GHX). [GPO contract with GNYHA]. Upon a motion duly made, seconded and unanimously approved, the NHCC Board approved a contract

with Global Health Exchange (GHX) to provide electronic data interchange (EDI) to secure throughput and management of purchase orders commencing on or about August 1, 2007 and continuing until July 31, 2010 in the amount of \$57,831, consisting of \$10,831 for year one (savings of \$66,669 via credits/waiver of fee if signed by 6/30/07), \$23,500 per year for years two and three (which may be offset by future GNYHA member credits). Resolution No. 065-2007.

Procurement Authority. Ms. Popper reported that the Corporation would like to have access to County contracts. When the County lets a contract, it goes through either the RFP or competitive bidding process. This would allow the Corporation to hire a vendor already approved by the County at the same terms and conditions. Ms. Popper would like to update that by phrasing at "substantially the same" terms, conditions and price because NHCC may obtain a better price. It was noted that internal approvals are unchanged. **Upon a motion made, seconded and unanimously approved, the NHCC Board approved an amendment to the NHCC procurement policies by adopting the resolution attached to these minutes entitled "Procurement Authority". Resolution 069-2007(R).

**ChemRx. Upon a motion made, seconded and unanimously approved, the NHCC Board approved entry into a five-year contract with ChemRx to provide pharmacy management and pharmaceutical procurement services for A. Holly Patterson in a total amount not to exceed \$7.5 million. Resolution No. 070-2007.

Precision Health Inc. It was noted that the Corporation is reviewing whether or not it would be prudent to utilize NHCC services rather than a vendor. **Upon a motion made, seconded and unanimously approved, the NHCC Board approved an extension of a contract with Precision Health Inc., resulting in a contract for a period of more than one year, to provide cardiological and sonogram imaging services for A. Holly Patterson's Medicare/Medicaid population in an amount not to exceed \$1,200/3 months. Resolution No. 071-2007.

Medfax Portable Diagnostic. It was noted that the Corporation is reviewing whether or not it would be prudent to utilize NHCC services rather than a vendor. **Upon a motion made, seconded and unanimously approved, the NHCC Board approved an extension of a contract, resulting in a contract for a period of more than one year, with Medfax Portable Diagnostic to provide x-ray services for A. Holly Patterson's Medicare/Medicaid population in an amount not to exceed \$1,200/3 months. Resolution No. 072-2007.

Allied Speech. Mr. Bie noted that NHCC is in the process of recruiting a full time individual. **Upon a motion duly made, seconded and unanimously approved, the NHCC Board approved extension of the term of NHCC's contract with Allied Speech for a period of six months, resulting in a contract for a period of more than one year, to provide speech-language therapy services in an amount not to exceed \$50,000. Resolution No. 073-2007.

**Hyperbaric Medical Technologies. Upon a motion duly made, seconded and unanimously approved, the NHCC Board approved NHCC's renewal option in its contract with Hyperbaric Medical Technologies in an amount not to exceed \$590,000 for one year. Resolution No. 075-2007.

Resolution No. 076-2007. **Gilbane. [For discussion in Executive Session], Proposed multi-year contract (from August 16, 2007 through December 31, 2010) to serve as NHCC's agent for modernization program and other construction activities.)

7. Report of the Community Health Committee. Dr. Guercia, chair, reported that the committee did not meet this month. Dr. Guercia did attend an Islamic health fair in New Cassel and was disappointed with the number of attendees. She was very impressed with the set up by staff, services offered and the literature that was available.
8. Report of the Extended Care Committee. Mr. Saracino reported that he and Dr. Benedict met on July 12, 2007 at 12:30 p.m. in Mr. Slatky's office at A. Holly Patterson. The agenda included distribution of Board of Health regulations Sec. 415.26 defining nursing home Board oversight. Also it was proposed to expand the board membership to include A. Holly Patterson personnel from dietary, housekeeping, nursing and the medical director. The ventilator unit at AHPECF is full (13 beds or \$700/day in revenue). The facility is immaculate. NYSDOH was there on a surprise visit, coming five months earlier than expected, everything was good.

Mr. Payson noted that a separate board would have to be discussed. Mr. Saracino requested that his committee be expanded to three Board members.

9. Report of the Facilities Committee. Mr. Gerstman noted that Mr. Gianelli gave a detailed report on where NHCC stands in terms of the Modernization Program. The group is meeting monthly as to the construction projects going on. Mr. Rowland will help to get a better grip on what is going on and the master planner is meeting with personnel. Some of the items are the parking garage, court yard remediation (that will help with flooding). There is an ongoing focus on RFP process and any conflict of interest with vendors, architects or construction work that is given out. Mr. Payson noted that flooding is a great area of concern. There was an unusual storm and the water seepage was major. Mr. Gianelli said that in addition to the court yard, the lower road construction will be comprehensively reviewed along with an evaluation of the windows that may need to be sealed. If we are going to modernize, we cannot have water in the building.
10. Annual Gala. Mr. Martello was asked to serve as chair of the Annual Gala to be held at the Crest Hollow Country Club on November 14, 2007. The Gala will celebrate the achievements of the hospital and raise money for hypertension and diabetes. In order to be successful in this gala, we need the help of all friends of this hospital. This is a source of pride for this hospital to be doing a gala of this size and is another indicator of how NHCC is emerging as leader in the health care community. Mr. Martello asked for volunteers from the Board and employees and friends to give time and ideas.
11. Close of Regular Meeting. Martin D. Payson, Chair, closed the meeting and opened the floor for public comment. There were no comments from the public.

12. Adjournment

Upon a motion, duly made and unanimously approved, the meeting was adjourned at 10:25 a.m. to Executive Session to discuss governance, performance improvement, collective bargaining, personnel matters, contract negotiations and litigation.

13. Report from Executive Session. During the Executive Session, the following resolutions were adopted.


Gilbane. Mr. Payson made a motion to extend the current Gilbane contract for three months at the current rate in anticipation of negotiating a final contract which would be retroactive to the August 2007 expiration date. All in Favor. Resolution No. 076-2007.

Jeannette Breen. A motion was made to reduce the suspension of Ms. Breen to 18 months and to condition the midwife's return upon observing the rules and regulations of the institution, retraining regarding the policies and procedures and a one-year probationary period with monitoring. In addition, the midwife would have to reapply for privileges since her privileges lapsed while she was suspended. A vote was taken and eight members approved the resolution. (Payson, Brickman, Elovich, Gerstman, Guercia, Hansen, Martello, and Miner.) Resolution No. 077-2007

Long Island Medical Foundation. Upon a motion made, duly seconded and unanimously approved the resolution entitled "Long Island Medical Foundation, Inc." was adopted in the form and content as attached to these minutes. Resolution No. 078-2007

The next regularly scheduled meeting is Monday, September 24, 2007 in the Auditorium.

Approved:



Martin D. Payson, Chair
Board of Directors
Nassau Health Care Corporation