

MINUTES OF THE PUBLIC SESSION OF THE NASSAU HEALTH CARE CORPORATION BOARD  
OF DIRECTORS' MEETING HELD ON JANUARAY 26, 2009

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Directors Present

Martin D. Payson, Chair  
Leonard A. Benedict, MD, MPH  
Lawrence E. Elovich, Esq.  
John M. Brickman, Esq.  
Joseph Capobianco, Esq.  
Bradley L. Gerstman, Esq.  
Rosemarie Guercia, MD  
Jemma Marie-Hanson, RN  
Greg-Patric Martello, Esq.  
George W. Miner, MD, MBA  
Frank J. Saracino, EdD

Non-Voting Directors Present

Arthur A. Gianelli, President/CEO  
Asif M. Rehman, MD

Hospital Administration

Gary E. Bie, SVP/CFO  
Reginald Bullock, Esq., SVP for Legal Affairs  
Paul J. Rowland, SVP/COO  
Steve Walerstein, MD, SVP/Medical Affairs  
Kathy Skarka, VP for Patient Care Services  
Tierre Jeanné-Porter, VP Employee Development  
and Labor Relations  
Joan A. Soffel, Assistant to the Board/CEO

Not Present

Barbara Ross-Lee, DO  
John F. Ragano, Esq.

1. Martin D. Payson, Chair, Board of Directors of the Nassau Health Care Corporation, noted the presence of a quorum and opened the meeting at 8:34 a.m.
2. **Adoption of Minutes.** Adoption of minutes postponed for Executive Session, due to questions regarding the minutes of November 24<sup>th</sup>. (Upon a motion made and duly seconded, the minutes of the November 24 and December 22, 2008 Board of Directors meeting were unanimously approved in Executive Session with corrections).
3. **Report of the Chairman.** Mr. Payson asked Ms. Lotenberg to present three proclamations to employees that were received from Senator Carl L. Marcellino. Ms. Lotenberg presented the following: Mary Ellen Samis, RN, Clinical Coordinator, Neurosurgery received accreditation in neuroscience; Anne Hueser, RN appointed as Director of Emergency Services and Michele Beier, Esq., appointed as Director of Risk Management.
4. **Report of the President/CEO.** Mr. Gianelli reported that unofficially through 12/31/08 the Corporation reported a loss of \$9.7 million on a total budget of \$550 million. The auditors may challenge the accounts receivable. There is also an appeal with the NYSDOH regarding inpatient psychiatric reimbursements. Based on a letter from the OMH, that appeal is being processed and Mr. Gianelli should know if it is successful in about six weeks. Beneath the line, a significant surplus is being generated by AHPECF and there is a significant deficit by NUMC and a greater than anticipated deficit at the community health centers. There was a significant one-time expense at the hospital, offset by one-time revenue booked at the nursing home—one offset the other. Going forward, there is an operating challenge at the hospital that will have to be addressed by reducing cost and continuing with the voluntary physician initiative. The Cash position is about \$4-5 million at year-end. Mr. Gianelli said that the coming year will be difficult and that is why he asked for assistance from the Union and it is further complicated by the challenges caused by the State budget cuts. Mr. Bie has been successful in negotiating with the County to provide advances up front for the first part of the year. He is also working with the County to accelerate the processing of Medicaid applications. Right now there is \$35 million in unprocessed Medicaid applications, \$10-12 million more than normal. NHCC has taken the position with the County that NHCC will pay whatever cost the County needs to get additional help to process these applications (not just to bring accounts receivable balances

to the normal level, but going beyond 2009). The State budget, despite the inclusion of important reform proposals that would benefit the company, would cost the Corporation \$22 million. Most of the cost is at the nursing home due to reducing rates by 23% which is not sustainable. NHCC made the case with DOH and unofficially hopes that most of the cuts to the budget will be restored through the Federal Stimulus Package.

Federal Medicaid Assistance for Health Care. Mr. Gianelli referred to the resolution in the Board packet proposed by HANY. The resolution requests that the Federal stimulus package include Medicaid enhancements to the State Government to be used to restore the proposed Medicaid cuts. Mr. Gianelli proposes that NHCC support that resolution, but append it with a letter to make the point that we have to not just stand for getting money back but fixing the system. People have to get responsible and not just have self-interests (all sides, labor and management have to step up to the plate). The letter would request that NHCC be engaged in the reform discussions. Mr. Gianelli is also in discussions with the State DOH regarding accelerated IGT payments. If NHCC is successful in how the IGT payments are funded at the local level, it would be a material benefit to NHCC. The bottom line is to continue working with the DOH, meet to discuss the stimulus package, accelerate cash, control cost, have success with the voluntary initiative in order to diversify payer mix, and restructure the collective bargaining unit. **Upon a motion made and duly seconded, the Resolution by the Board of Governors of Nassau Health Care Corporation to the New York State Governor and Legislature on the Dedication of Federal Medicaid Assistance for Health Care was unanimously approved, as attached to these minutes, and to include a cover letter from NHCC supporting health care reform as long as NHCC can be engaged in the reform discussions. Resolution No. 029-2009.**

The JCAHO survey was expected today. Unfortunately, they did not come this week. NHCC is as ready as it can be and anticipates the visit at any time. In February, Mr. Gianelli will present the corporate goals for quality improvement for 2009 and the ambulatory quality management program and indicators that will be used to measure quality of care. On February 2<sup>nd</sup>, an RFP will be issued for development of the East Meadow/Uniondale property. On April 3<sup>rd</sup> NHCC will start working with CBRE, Jones Lang Lasalle whose specialty is in health care development. Mr. Gianelli is thinking of packaging the two developments and looking for a major developer and financial player.

Mr. Benrubi reported that last Friday he received a draft version of the entire land use plan put together by Saccardi and Schiff and is now reviewing that plan to make sure it encompasses what they presented earlier to the Board and communities. That plan will go into the RFP when additional information comes to light and a notice will be placed on the NHCC website indicating how developers can access the RFP. The Board will declare itself as lead agency for the East Meadow land use plan for SEQR purposes in the next two months, and then the next step will be for the environmental review by the planning and engineering firms, which should happen in late Spring/early Summer 2009. Then a draft report on the environmental impact will be presented to the Board and comments from the public. The whole process takes about six months. Mr. Payson asked since the Uniondale process is more advanced then the East Meadow process will that slow down Uniondale. Mr. Gianelli felt that the conceptual development is solidified. There will be an assessment of what bids are ideal and get the RFP structure to allow multiple bids and once bids are received in April, a decision can be made to separate out Uniondale or not. Mr. Benrubi said that one element of the RFP is for financing from HUD for the construction of the new AHP facility. Should a potential partner be allowed to bid on both East Meadow and Uniondale at once that would give NHCC favorable terms. Mr. Gianelli felt that the RFP would be more attractive if both Uniondale and East Meadow were included in the RFP. NHCC was recently awarded a grant of close to \$1 million in conjunction with value options, demonstrating if active management of chronically ill patients will result in their staying out of the hospital and managed on an outpatient basis. If we are successful, the profit will be a

portion of that. Not for profit organization active in Nassau County that involved in number of things among care management.

Mr. Gianelli said that he would be asking the Board to provide him with some authority to do what is necessary to comply with a potential spend down requirement for the HEAL II grant (\$24 million in state and federal money) that included funding for the ED, radiological equipment, to build out community health centers (including the Institute for Healthcare Disparities) and IT purchases. The problem is that the State was advised by the Federal Government that if the funds are not spent they will be pulled back. Mr. Gianelli is looking for a dispensation from the Federal Government to extend the contract period that ends this week.

5. **Report of the Medical Professional Affairs Committee and Medical Director.** Dr. Miner reported that the Medical and Professional Affairs Committee (MPAC) did not meet this month and therefore he did not have a report. The hospital has been very busy preparing for the Joint Commission, which did not appear this week. Dr. Miner postponed credentialing for the Executive Session.

**Continuing Medical Education (CME) Commitment Statement.** Dr. Miner reported that when the bylaws were revised the CME statement was not worded in the way the body that certifies CME could accept. Therefore a revised statement was included in the Board packet for the Board's approval and adoption as part of the Mission Statement of NHCC. **Upon a motion made and duly seconded, the Continuing Medical Education (CME) Commitment Statement was unanimously approved. Resolution No. 030-2009.**

**Academic Affairs Department Annual Report to the Board of Directors.** Dr. Walerstein introduced Kathryn M. Lane, EdD, Acting Dean and Designated Institutional Official. Ms. Lane has been here as a consultant for the past year and was instrumental in the arrangement with the American University of the Caribbean and subsequently creating the clinical campus. He also introduced Dr. Conrad Fisher, Senior Consultant. Ms. Lane presented a report on the graduate medical education program and Department of Academic Affairs. Ms. Lane noted the importance of the educational mission of NUMC and read the following quote regarding graduate and undergraduate medical education. *"The public hospital experience is irreplaceable in the education of America's physicians. As we witness the gulf between the rich and poor grow ever wider, it is essential to acknowledge and to continue to support the public hospital system's contribution to the skills, idealism, professionalism, and spirit of inquiry of the physicians of our futures."*

Ms. Lane highlighted the Graduate Medical Education Committee, chaired by Ms. Lane, under the Academic Affairs Executive Advisory Committee, chaired by Dr. Walerstein. These two committees oversee the Affiliation Committee, Accreditation/Citation Committee, Curriculum/Competency and Evaluation Committee, Research Committee and Quality of Life Committee. There were a few challenges during the year with Pediatrics on probation and that accreditation will be secured as a relationship with North Shore/LIJ/Schneider's Children's Hospital is solidified. Anesthesiology accreditation has been a challenge as well. The other programs are fully accredited. During the year internal reviews have taken place in PM&R, Pathology and Ophthalmology, reviewing the quality of the residency. NUMC has affiliations with North Shore/LIJ, South Nassau, Winthrop, Stony Brook, NYU and the Medical Examiners Office. Undergraduate affiliations include NY College of Osteopathic Medicine, SUNY Stony Brook and the American University of the Caribbean and hopefully Hofstra in the future. During the year Drs. Chaur-Dung Hsu and Michael Frogel came in as chairman of OB/GYN and Pediatrics. The Academic Affairs Department includes new employees: Kathryn M. Lane, EdD, Acting Dean and DIO, Conrad Fisher, MD, Senior Consultant, Yanick Joseph, MPA, Administrative Director, Patricia Dowds, PhD, Clinical Psychologist and Ari Benjamin, MD, Student Liaison and Special Projects. A reorganization

of the GMEC took place with increased monitoring of all systems regarding evaluations, credentialing, duty hours, and policy revision. In the spring, an IPRO review took place with 100% results. Major Information Technology projects included revitalization of the Library Committee, connectivity for all learners, increased electronic journal subscriptions, and ACGME competencies. ACGME Competencies must demonstrate patient care, medical knowledge, practice based learning and improvement, systems based practice, professionalism and interpersonal skills and communication. The new Executive Advisory Committee looks at everything that goes on in education for the Board, administration, chairs and program directors. The GMEC created an undergraduate Medical Education Division of Academic Affairs. A PhD counselor was hired for residents, students and faculty. Resident Quality of Life reviews on-call rooms, living quarters, an efficiency study to benchmark the programs, recruitment, marketing and branding of the educational mission—Team NUMC, and institutional research organization. The ACGME Competency Multidisciplinary Curriculum includes workshops, lectures, and teaching how to study and teach. There is a strategic planning process for program growth and potential new programs or expanded programs based on rigid evaluation. Resident responsibilities must comply with all external and internal regulatory bodies. Residents are supervised by attending physicians and every program has a policy on supervision.

Mr. Martello asked why a department such as Pediatrics had a problem with accreditation. Ms. Lane noted that Pediatrics in general is going through changes here and at other hospitals and there was an issue with residents performances due to the untimely death of the chair. A new chair has not been selected yet. There is a new affiliation with North Shore/LIJ for subspecialties. Ms. Hanson asked how many students are there and the response was 280. Ms. Hanson asked what type of remediation is available for residents who are having problems. Ms. Lane said it goes from departmental remediation, to a review from Dr. Dowds (Psychiatrist), another evaluation in three months and a meeting with Ms. Lane. If the problems persist, the resident would go on an institutional probation and eventually dismissal. Ms. Lane said that every effort is made to identify the issue with the residents and to give them every possible chance to succeed. Mr. Gianelli said the Department of Pediatrics is a broader issue because it was *not aligned properly* with the realities of pediatrics as a service line. There is a need for global improvements in the health of children, admissions in pediatrics have been declining at all hospitals, the department is staffed at a number when there was greater volume and there is a need for subspecialties. The department will be restructured and focus on preventive medicine, dealing with issues that afflict the communities that NUMC serves. NUMC will rely on an integration relationship with Schneider's Children's Hospitals for subspecialty service.

GME Committee and Sub-Committees Mission Statements. Ms. Lane handed out the statement and asked the Board for approval. **Upon a motion made and duly seconded, the GME Committee and Sub-Committees Mission Statement was unanimously approved, as attached to these minutes. Resolution No. 031-2009.**

6. **Report of the Finance Committee.** Mr. Elovich reported that the Committee met on January 22, 2009 and reviewed twenty or so contracts. The Contract Exhibit was handed out this morning to the Board members for their perusal and Mr. Elovich thanked Mr. Benrubi for his memo explaining the Code Enforcement Policy. The Finance Committee voted unanimously to approve those contracts. **Upon a motion made, duly seconded and unanimously approved, the Board of Directors adopted the Resolution Approving Finance Committee Recommendations, with no exceptions, as set forth in the attached Master Resolution M-032-2009.**

Mr. Bie reported on the financial statements for December 2008. The Corporation lost \$737 thousand from operations on revenues totaling \$47 million (includes the successful DSH appeal in the amount of \$1.1 million). Year-to-date, on \$540 million in revenue, the

Corporation lost \$9.8 million. There were two items in 2008 that are reported below the line. NHCC received a \$34 million HEAL funding used to reduce outstanding debt and \$40 million in a County match on the IGT money received from retroactive payments. Of that, \$25 million was the IGT at AHPECF (2/3 for prior years). Going forward AHPECF will receive \$9 million/year. In general, the IGT program is material to NHCC's existence and basically funds losses on Medicaid and self-pay (\$80 million in 2008, \$40 million of which is the Federal share reported above the line and the other \$40 million is the County share that is funded through the Tobacco proceeds.) If the County's portion came through an operating format, it could be reported as operating income and be used. Under the Tobacco agreement, the County match has been restricted and going forward NHCC needs a solution for IGT. The Tobacco funds will run out on the County side at the end of 2009. Mr. Gianelli said that furthermore, the way the IGT program works, it is all or nothing. Either the County makes the entire match or none of the match. Mr. Capobianco asked why employee benefits were budgeted for "0" and there is a \$21 million loss. Mr. Bie said that GASBY came out after the budget was prepared requiring institutions to report other budget employment benefits. The actuaries determined the number identifying what the cost to the Corporation would be for providing health insurance for current and retired employees. The amount does not need to be funded but needs to be disclosed. On 12/31/08 it was a half billion dollars. Half of it, in the agreement with the County, is funded by NHCC (\$250 million) and the other half by the County (\$250 million) and is reported over a period of time. Mr. Payson questioned change value derivative instruments. Mr. Bie said that when NHCC did 2004 refunding they entered into variable rates or synthetic rate swap with a counter party trying to limit volatility and guaranteed that NHCC would pay 3.4% on tax exempt and would receive LIBOR. In 2008, unprecedented interest rates sunk below 1%. NHCC is still guaranteed to pay 3.4% with 62% of LIBOR receiving 73 basis points. Mr. Gianelli said our insurer is not a good insurer in the market right now and as a result the market is putting a high premium on FHS bonds. If we had another insurer we would be doing well relative to our rating. The game plan is to diversify the insurers and banks to normalize our payment. Mr. Payson asked, if NHCC changes insurers does that affect the SWAP and the answer was no, the SWAP stays in place. Mr. Bie said the challenge in 2009 is the hospital and community health centers reporting a loss of \$20 million including the captive. AHPEC had a surplus of \$14 million, and Community Health Centers a \$2.5 million loss. The hospital lost a significant amount of money in 2008, volumes were flat. It is critical that the initiative with the voluntary physicians continues. Until NHCC drives more volume it is difficult to eliminate the \$20 million deficit. Dr. Miner asked how many discharges a month do you need to make \$20 million. Mr. Bie said every 1,000 discharges is worth \$10 million and with the profit margin it would be in the neighborhood of \$7 million. You would need about three times that number to make up the difference. Mr. Gianelli added that no one can increase volume by 1,000; discharges overall in Nassau County increased by less than 1%. NHCC must build its relationship with physicians who refer here and there must be better performance in the communities we serve. Mr. Capobianco asked if labor costs are expected to go up \$10 million. Mr. Gianelli said that when you add in COLA (3.5%) step increase (1.25%) and the typical health insurance increases and pension contribution, NHCC will need to increase \$10 million in costs. This is not sustainable given the climate we are in. There was a little relief this year when NYS reduced the increase in health insurance premiums from 8% to 1% and the reason for that was due to Manatt's investigation into the accounting. NYSDOH was hoarding money for the last eight years in their reserves. The pressure brought on by the Governor caused the reduction in increase. This is one reason why NHCC is looking to get out of the NYS health plan.

Establishing a Uniform Fire Prevention and Building Code Enforcement Policy. Mr. Benucci reported that every building in NYS is required to have certification that the building is safe, including buildings owned by the government. As a public benefit corporation, NHCC is entitled to have its own self certification process. NHCC has not done this in the past, but recently the DOH asked for a policy from NHCC. In order to self-certify, NHCC must

formally adopt a policy that, at minimum, follows the standards set in the code. Dr. Miner questioned Section 2 of the policy and said that it should read "make those appointments". Dr. Miner asked if the Fire Marshal comes in and determines that the building cannot be occupied, and it is a self-report process, where is the feedback to someone to affect the changes. Mr. Benrubi said that Sections 16 and 18 are codified in the policy; any complaints would have to be investigated thoroughly to ensure the building is safe. **Upon a motion made and duly seconded, the Resolution Establishing a Uniform Fire Prevention and Building Code Enforcement Policy was unanimously approved, as attached to these minutes. Resolution No. 033-2009.**

7. **Report of the Ambulatory Care Committee.** Dr. Guercia, chair, reported that the Committee met on January 20, 2009. The Committee was updated on health center hiring and training of medical assistants. The Hempstead relocation was amazingly quick and the relocation to 135 Main Street was ready for business on January 2, 2009 and visited by the New York State Health Commissioner Daines on January 16<sup>th</sup>. Freeport 380 Nassau Road project has started construction and should be ready for occupancy around Labor Day. The installation of a cell phone tower on the Elmont roof caused a closure of the center for two weeks and it is just now back in operation. Teams are explaining the proposed transition to Federally Qualified Health Centers and identifying consumers for service who may be interested in serving on the centers board of directors. In order for the Committee to fully understand NuCare, Diane Cohen, was asked to speak at the next meeting in March.
8. **Report of the Extended Care Committee.** Mr. Saracino, chair, reported that the committee will meet next week and will be reviewing the improvements going into the present structure. Mr. Saracino was pleased that AHPECF continues to create a surplus under the Direction of Larry Slatky.
9. **Report of the Facilities Committee.** Mr. Gerstman, chair, reported that the Committee met on January 16, 2009. The Committee reviewed winter weather preparation and what is needed to clear the area and provide sufficient parking. Stephen Suspenski reported on interim life safety measures and has done a terrific job in pointing out what the Joint Commission looks for during a survey. One of the leadership components is to make sure the Board is involved and understands the measures. The Joint Commission preparation and Statement of Conditions received another overview which was very good. Mr. Benrubi discussed the Uniform Fire Prevention policy. The Committee reviewed a proposal for the parking garage to extend utilization for the next few years to see if it is a viable plan. Community Health Center issues were corrected to date. On January 19<sup>th</sup>, all departments will be asked to get involved in the capital equipment requests for items. Work on the ED and radiology project has been suspended as well as the PLA. The HEAL funds may not be available if NHCC does not use them.
10. **Report of the Legal and Audit Committee.** No report this month.
11. **Close of Regular Meeting.** Martin D. Payson, Chair, closed the meeting and opened the floor for public comment.

Dr. Conrad Fisher asked what the total debt of the Corporation was including interest. Mr. Gianelli said \$270 million and NHCC received HEAL NY funds to retire \$30 million of that debt. The interest from debt service will range up to \$20 million/year including a graduating amount of principal and decreasing amount of interest. In 2008, NHCC will have an interest expense totaling \$12.6 million.

12. **Report from Executive Session.** Upon return to Public Session, the Board reported that the following actions were taken:

HEAL FUNDS. Upon a motion made and duly seconded, the Board of Directors unanimously approved authorization for the CEO to take all reasonable actions to preserve NHCC's authority to utilize expiring HEAL funds including but not limited to making expenditures prior to January 31, 2009 and creating an escrow account with our existing vendor, subject to additional and ongoing consultation with the Chairman of the Board and communication with the Board of Directors regarding actions taken and explicit accounting for the use of the funds. Resolution No. 034-2009.

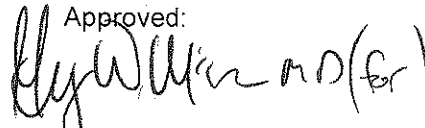
TELETRACKING. Upon a motion made, seconded and unanimously approved, the Board approved a license agreement with Teletracking to provide a bed tracking and management system including installation and training and all related software, and hardware in an amount not to exceed \$202,263 and a recurring monthly license fee of \$10,048 per month for a 60 month term. Resolution No. 035-2009.

13. Adjournment

Upon a motion, duly made and unanimously approved, the meeting was adjourned at 10:15 a.m. to Executive Session to discuss governance, performance improvement, collective bargaining, personnel matters, contract negotiations and litigation.

14. The next regularly scheduled meeting is February 23, 2009 in the Auditorium.

Approved:



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

NASSAU HEALTH CARE CORPORATION  
BOARD OF DIRECTORS

RESOLUTION APPROVING FINANCE COMMITTEE RECOMMENDATIONS

Resolution No. M-032-2009

January 26, 2009

WHEREAS, by Resolution (No. 023-2007) of the Board of Directors of the Nassau Health Care Corporation, the Board of Directors delegated to its Finance Committee the responsibility for, among other things, overseeing and making recommendations to the Board regarding the Corporation's procurement and contracting policies; and

WHEREAS, there is attached to this Resolution a schedule dated January 22, 2009 (the "Schedule") of resolutions regarding transactions and/or procurement and contracting policies, which require action by the Board and which the Committee has reviewed, discussed and recommends be adopted;

NOW, THEREFORE,

BE IT RESOLVED, that the Board of Directors of the Nassau Health Care Corporation hereby approves and adopts the resolutions recommended by its Finance Committee as set forth in the attached Schedule, with no exceptions.

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**NASSAU HEALTH CARE CORPORATION**  
**FINANCE COMMITTEE**  
January 22, 2009  
**CONTRACTS EXHIBIT**

Motions and Resolutions Requiring Action by the Board of Directors

**\*Medfax Portable Diagnostic.** [multi-year contract]. **Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew the contract with Medfax Portable Diagnostic to provide portable x-ray services for residents residing at AHPECF (24 hours/7 days/week) in an amount not to exceed \$4,800.00/year for a 5-year term (total \$24,000.00) for the period 10/01/08-09/30/13. Resolution No. 001-2009.**

**\*Precision Health.** [multi-year contract]. **Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew the contract with Precision Health to provide portable cardiological and sonogram services for residents residing at AHPECF (24 hours/7 days/week) in an amount not to exceed \$4,800.00/year for a 5-year term (total \$24,000.00) for the period 10/01/08-09/30/13. Resolution No. 002-2009.**

**\*Eden Healthcare Services.** [multi-year contract, extension, amount exceeds \$250,000]. **Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to extend the contract with Eden Healthcare Services to provide supervision of social, economical and cultural needs of Korean population at AHPECF in an amount not to exceed \$306,905.00/per year for the period 01/01/09-12/31/09 and 01/01/10-12/31/10 for total of \$613,810.00. Resolution No. 003-2009.**

**Click View Corp.** **Upon a motion made, seconded and unanimously approved, the Finance Committee approved a contract with Click View Corp. to provide a sonography information technology system for the department of OB/GYN which includes an application software for the collection of images and structured reporting of results specifically for the OB/GYN department and to interface for the shipping and storage of data within NHCC storage area network in an amount not to exceed \$117,500.00 for 12 months plus annual maintenance fees. A one year contract upon execution of contract. Resolution No. 004-2009.**

**\*Nassau Health Care Foundation.** [sole source vendor, amount exceeds \$250,000]. **Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to enter into a contract with Nassau Health Care Foundation and Nassau Health Care Corporation to provide supplemental staff (temporary basis) for education programs and certain missions performed by NHCC. NHCF will expend necessary funds for expenses related to such education programs, research, fundraising and other activities as requested by NHCC in an**

**amount not to exceed \$900,000.00 per year for the period 01/01/09-12/31/09. Resolution No. 005-2009.**

**\*Advanced Health Management Services (AHMS). [Amount exceeds \$250,000, in the best interest of NHCC]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew the contract with Advanced Health Management Services (AHMS) to provide credentialing software and administrative and technical support for the Medical Staff Office and three full time equivalents to complete all physician credentialing, managed care credentialing and to maintain compliance of the Medical Staff Office in an amount not to exceed \$301,000.00 per year for the period 01/01/09-12/31/09. Resolution No. 006-2009.**

**\*Nassau County Department of Social Services-NYS Medicaid Application Workers. [sole source vendor, amount exceeds \$250,000]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to extend a current contract with Nassau County Department of Social Services to provide on-site employees to process NYS Medicaid applications for NHCC patients. There is a need to provide two additional DSS workers and staff to eliminate backlog of Medicaid applications pending with the Department of Social Services for an additional \$200,000.00 to the current contract amount for an indefinite period of time. Resolution No. 007-2009.**

**\*Germain & Company. [Amount exceeds \$250,000]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to enter into a contract with Germain & Company to provide consulting services and proposed implementing opportunities identified by the ongoing GME benchmarking process in an amount not to exceed \$268,925.00 per year for the period 01/01/09-12/31/09. Resolution No. 008-2009.**

**\*Assert Inc. [multi-year contract, exceeds \$250,000]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to extend and renew the contract with Assert Inc. to provide consulting services for graduate and undergraduate medical education with Kay Lane, Acting Director for the Department of Academic Affairs in an additional amount of \$100,000.00 for expenses incurred from 10/08 to 12/31/08 (current contract \$656,600.00 for a total of \$756,000.00 for 2008) and renew the contract in an amount not to exceed \$650,000.00 for the 02/29/09-12/31/09 (for a total of 750,000.00). Resolution No. 009-2009.**

**\*Dr. Jack Sherman. [multi-year contract]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to extend and renew the contract with Dr. Jack Sherman to provide clinical geneticist services for the Pediatric Department for an additional \$2,000.00 for 2008 (original contract \$75.00/hr., \$25,000/year) and extend the current contract (01/01/08-12/31/08) to expire on 4/30/09 in amount not to exceed \$28,000.00 (\$150.00/hour) for a total of \$55,000.00. Resolution No. 010-2009.**

\*Jzanus Consulting Inc. [multi-year contract, amount exceeds \$250,000]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew the contract with Jzanus Consulting Inc., to provide medical records coding of inpatient Medicaid and Medicare accounts in an amount not to exceed \$30,000.00/month (\$360,000.00/year) for a two-year term not to exceed \$720,000.00 for the period 01/01/09-12/31/11. [Greg-Patric Martello recused himself from this vote]. Resolution No. 011-2009.

\*Segal Advisors. [multi-year contract, amount exceeds \$250,000]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew the contract with Segal Advisors to provide deferred compensation financial advisory services in an amount not to exceed \$12,500.00 per quarter (\$50,000.00/year) for a 4-year term (\$200,000.00), current contract was for \$50,000.00 for a 5-year total of \$250,000.00 for the period 02/20/09-02/20/12. Resolution No. 012-2009.

\*Velocity Technology Solutions. [multi-year contract, amount exceeds \$250,000]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew the contract with Velocity Technology Solutions to provide support for current Lawson System since inception, and provide a software upgrade for the Lawson System (Version 9) in an amount not to exceed \$360,688.00 for the period 01/01/09-open ended. Resolution No. 013-2009.

\*Triad Group LLC. [multi-year contract]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew the contract with Traid Group LLC to provide third party administration for Worker's Compensation Claims incurred by NHCC in an amount not to exceed \$132,000.00 per year plus \$50,000.00 in fees for a total of \$182,000.00 (Current contract \$132,000.00) for the period 02/01/09-01/31/10. [Greg-Patric Martello recused himself from this vote] Resolution No. 014-2009.

Kinloch Consulting Group. Ms. Porter reported. Upon a motion made, seconded and unanimously approved, the Finance Committee approved the contract with Kinloch Consulting Group (health insurance broker/consultant) to do an analysis of the current health insurance claims, premiums paid, claims costs and administrative expenses in an amount not to exceed \$100,000 for a six month period 01/09-06/09. Resolution No. 015-2009.

Greencastle Consulting. [amendment to a current contract]. Upon a motion made, seconded and unanimously approved, the Finance Committee approved an amendment to a contract with Greencastle Consulting to implement Phase III of business process restructuring for an additional \$45,000.00 for Phase III (current contract is \$95,000.00 for a total of \$140,000.00) for the period 04/01/08-04/01/09. Resolution No. 016-2009.

\*Island Occupational Medical Resources. [multi-year, amount exceeds \$250,000, best interests of NHCC]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to ratify the April 2, 2008 amendment to the contract with Island Occupational Medical Resources (Dr. Gardyn) to provide all occupational health services for all employees of NHCC and county employees, which amendment named Dr. Gardyn the Chief of the Division of Occupational and Corporate Medicine with compensation of \$100,000.00 annually, and converted and extended the contract into a multi-year agreement with automatic renewals, and, approve the second amendment to the contract dated as of January 22, 2008 which names Dr. Gardyn as the Director of Workers Compensation Cases for the annual fee of \$48,000.00 to oversee NHCC's Workers Compensation Program; additionally, NHCC wishes to ratify an employee lease services agreement with vendor for the use of NHCC's employees by IOMR (from April 1, 2008 the balance of Dr. Gardyn's compensation under the contract is based on fee-for-service model and negotiated fee schedule. [Greg-Patric Martello recused himself from this vote.) Resolution No. 017-2009.

RSM McGladrey. Upon a motion made, seconded and unanimously approved, the Finance Committee approved an amendment to a contract with RSM McGladrey (Regulatory Consultants for Community Health Centers) to work with the FQHC project. Additional funding is required for services which were added and not part of the original scope of services for an additional amount of \$60,000.00 (current contract \$90,605.00 for a total of \$150,605.00) for the period 02/01/08-02/01/09. Resolution No. 018-2009.

\*Dr. Corinne Kyriacou. [multi-year contract]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval for a contract with Dr. Corinne Kyriacou (Hofstra consultant) to develop SNAP survey, IHD RFP development, survey analysis, submit meeting reports, bidders conference planning meetings, and other projects related to the Minority Health Task Force in an amount not to exceed \$100.00 per hour or \$12,500.00 per year for the period 01/01/08 – 07/01/09. Resolution No. 019-2009.

\*Dr. Rachel Kreier. [multi-year contract]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval for a contract with Dr. Rachel Kreier (Hofstra consultant) to develop SNAP survey, IHD RFP development, survey analysis, submit meeting reports, bidders conference planning meetings, and other projects related to the Minority Health Task Force in an amount not to exceed \$100.00 per hour or \$12,500.00 per year for the period 01/01/08 – 07/01/09. Resolution No. 020-2009.

\*Physiologic Assessment Services. [multi-year contract]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval extend a contract with Physiologic Assessment Services to provide intra-operative monitoring of somatosensory evoked potentials during surgical procedures (required for certain spine cases) in an amount not to exceed \$450.00 per

hour or \$99,000.00 per year for a 2-year contract not to exceed \$198,000.00 for the period 01/01/09-12/31/10. Resolution No. 021-2009.

\*Quest Diagnostics. [multi-year contract, sole source]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to contract with Quest Diagnostics to provide processing of lab tests for colon cancer in an amount not to exceed \$22.00 per kit, \$7,000.00 per year for a 2-year term not to exceed \$14,000.00 for the period 01/01/09-12/31/10. Resolution No. 022-2009.

\*CB Richard Ellis. [multi-year term]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to renew a contract with CB Richard Ellis to provide real estate brokerage services for the East Meadow campus in an amount as stated in the attached Schedule "A" for Sale and Lease Transactions. Resolution No. 023-2009.

\*Saccardi & Schiff. [multi-year term, amendment]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to amend the contract with Saccardi & Schiff to provide development of design guidelines for inclusion in the East Meadow Village for Health Living Real Estate Joint Venture RFP for an additional \$20,000.00 (total contract \$195,000.00) for the period 05/01/08-04/30/09. Resolution No. 024-2009.

\*Saccardi & Schiff. [multi-year, amendment]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to amend the contract with Saccardi & Schiff to provide Phase II environmental services and asbestos survey at A. Holly Patterson/Uniondale Campus for an additional \$117,875.00 (total contract \$292,875.00) for the period 01/01/08-12/31/09. Resolution No. 025-2009.

Astarita Associates. Upon a motion made, seconded and unanimously approved, the Finance Committee approved a contract with Astarita Associates to provide consulting physicists because current physicists needs support to learn and certify the new IMRT systems because of increased volume, the IMRT system must be put in place to meet NYS DOH concerns in an amount not to exceed \$73,008.00 for six months (\$3,042.00/week) for the period 01/01/09-06/30/09. Resolution No. 026-2009.

\*Financial Medical Systems, Inc. [multi-year contract, contract exceeds \$250,000]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends Board approval to extend the contract with Financial Medical Systems, Inc. to provide billing, collection and coding services for inpatient and outpatient settings for NHCC and Community Health Centers in an amount not to exceed \$160,000.00 per month plus bonus \$1,992.00.00 per year for the period 01/01/09-12/31/09. Resolution No. 027-2009.

\*Management Training and Development, Inc. [multi-year contract]. Upon a motion made, seconded and unanimously approved, the Finance Committee recommends

**Board approval to extend the contract with Management Training and Development Inc. to provide inpatient coding that overflows on an "as needed" basis in an additional amount of \$8,000.00 for 2008 (current contract \$30,000.00) and \$51,600.00 to extend for the period 01/01/09-12/31/09. Resolution No. 028-2009.**

Informational:

Barbara Geraghty, interim SIS coordinator for implementation of new SIS computer platform in conjunction with IT personnel (\$55.00/hr for total of \$49,999.00/year, started 01/05/09).

HANYS, Maryland Hospital Association's Quality Indicator Project as core measures vendor for \$32,112.00 for the period 01/01/09-12/31/09.

CVENT online event management, e-marketing company that was recommended by LAI Communications (IHD's consultant for disparities conference) for \$2,287.50 including fees for the period 11/21/08-11/20/09.

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\*Requires approval of the Board of Directors

\*\*Standardization requires 3/5 (9 votes in favor) approval of Board of Directors.