



Full Board/Executive Committee Meeting

AGENDA

November 1, 2018 at 6:00pm

(NUMC – 19TH Floor Board Room)

I. Call to Order: Chairman George Tsunis noted the presence of a quorum of the Board of Directors was present. The meeting was called to order at 6:10 pm.

II. Report by Chairman *George J. Tsunis, Esq.*

Exhibit "A"

Chairman Tsunis asked for the Board's consideration to approve board member

Michael M. DeLuca as Vice Chairman of the NHCC Board of Directors.

Upon a motion made, duly seconded and unanimously approved, the NHCC Board of Directors confirmed Michael M. DeLuca as Vice Chairman of the NHCC Board of Directors.

III. Corporate Action

1. Approval of MPAC Minutes Dated 10/19/18 and 11/1/18 *Linda Reed*

Ms. Linda Reed called for approval of the MPAC Minutes dated 10/19/18 and 11/1/18.

Upon a motion made, duly seconded and unanimously approved, the NHCC Board of

Directors approved the MPAC Minutes dated 10/19/18 and 11/1/18.

2. A. Holly Patterson/Nassau County Release

Megan C. Ryan, Esq.

Exhibit "B"

It is hereby resolved that the Nassau Health Care Corporation Board of Directors hereby approves the Execution of a Joint Release and Agreement with Nassau County in the settlement of New York Association of Homes and Services For The Aging, Inc. et al, v. Commissioner of Health, et al., Index Number 1271-96 ("Base Price Reduction Litigation").

Upon a motion made, duly seconded and unanimously approved, the NHCC Board of Directors approved the Execution of a Joint Release and Agreement with Nassau County.

IV. Public Session

Chairman Tsunis made a motion to go into Public Session. Upon motion made, duly seconded and unanimously approved. The NHCC Board of Directors went into Public Session at 6:15.

Board member Dr. Bobby Kalotee asked to speak as a member of the public. He explained that he spoke with the County Executive and asked to honor Chairman George Tsunis, Interim CEO Dr. Paul Pipia, and General Counsel Megan Ryan. He then honored Mr. Tsunis, Dr. Pipia, and Ms. Ryan with certificates commending them for their work on behalf of Nassau County.

V. Executive Session

Chairman Tsunis made a motion to go into Executive Session. Upon motion made, duly seconded and unanimously approved, The NHCC Board of Directors went into Executive Session at 6:20 pm.

VI. Public Session

Chairman Tsunis made a motion to reenter Public Session. Upon motion made, duly seconded and unanimously approved. The NHCC Board of Directors reentered Public Session at 7:10 pm.

Exhibit "C"

Mr. Michael DeLuca presented Exhibit "C", a Letter Agreement between Northwell Health, Inc. and Nassau University.

Upon a motion made, duly seconded and unanimously approved, the NHCC Board of Directors approved the Letter Agreement between Northwell Health, Inc. and Nassau University.

Exhibit "D"

Ms. Linda Reed presented Exhibit "D", consideration to approve Winifred Mack, RN as the interim Chief Executive Officer and Interim President of Nassau Health Care Corporation.

Upon a motion made, duly seconded and unanimously approved, the NHCC Board of Directors approved the appointment of Winifred Mack, RN as the interim Chief Executive Officer and Interim President of Nassau Health Care Corporation.

Motion to Adjourn

There being no further business to discuss, the meeting was adjourned at 7:15 pm.



George J. Tsunis, Esq., Chair

EXHIBIT
A

FOR YOUR CONSIDERATION

It is resolved that the NHCC Board of Directors approve the recommendation by Chairman Tsunis to appoint Michael M. DeLuca to the position of Vice Chairman of the Nassau Health Care Corporation Board of Directors effective November 1, 2018

Exhibit "B"

FOR YOUR CONSIDERATION

It is hereby resolved that the Nassau Health Care Corporation Board of Directors hereby approves the Execution of a Joint Release and Agreement with Nassau County in the settlement of New York Association of Homes and Services For The Aging, Inc. et al, v. Commissioner of Health, et al., Index Number 1271-96 ("Base Price Reduction Litigation").

Exhibit

FOR YOUR CONSIDERATION

It is resolved that the NHCC Board of Directors approve the Letter Agreement between Northwell Health, Inc. and Nassau University dated November 1, 2018 which outlines provisions for an employee lease agreement for a term of six (6) months, a five (5) year strategic plan, a Strategic Transformation Advisory Agreement for a term of one year and an Interim President and Chief Executive Officer for a term of six (6) months. This agreement is subject to the approval by the New York State Department of Health, New York State Joint Commission of Public Ethics and in conformance with 10 NYCRR 405.2(d).

Exhibit
D

FOR YOUR CONSIDERATION

It is resolved that the NHCC Board of Directors approve the appointment of Winifred Mack, RN as the interim Chief Executive Officer and Interim President of Nassau Health Care Corporation effective November 1, 2018 for a term of six months pursuant to the Letter Agreement between Northwell Health, Inc. and Nassau University Medical Center dated November 1, 2018 and approved by board resolution at this meeting and in conformance with 10 NYCRR 405.2(d). Ms. Mack has been appointed as a nonvoting member of the Nassau University Medical Center Board of Directors by County Executive Laura Curran by letter dated November 1, 2018.