

MINUTES OF THE PUBLIC SESSION OF THE NUHEALTH BOARD OF DIRECTORS' MEETING  
HELD ON MARCH 27, 2012

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Directors Present

\*Craig Vincent Rizzo, Esq., Chair  
Stephen A. Antaki, CPA  
Stephen H. Ashinoff, OD  
Joseph Capobianco, Esq.  
\*Lawrence E. Elovich, Esq.  
Jemma Marie-Hanson, RN  
\*Greg-Patric Martello, Esq.  
\*John T. McCann, PhD  
\*Frank J. Saracino, EdD  
\*David J. Sussman, MD

Non-Voting Directors Present

Hospital Administration

John Ciotti, EVP General Counsel  
John Maher, EVP CFO  
Steven Walerstein, MD, EVP Medical Affairs  
Larry I. Slatky, EVP Operations  
Robert Heatley, EVP Ambulatory Care  
Joan A.Soffel, Assistant to the Board/CEO

Not Present

Arthur A. Gianelli, President/CEO  
\*Richard A. Bianculli  
\*Steven Cohn, Esq.  
\*George W. Miner, MD, MBA  
Asif M. Rehman, MD  
Aubrey O. Lewis, MD, FACC

\*Executive Committee Members

1. Craig Vincent Rizzo, Chair, Board of Directors of the Nassau Health Care Corporation, noted the presence of a quorum. The meeting was opened at 9:35 a.m.
2. **Adoption of Minutes.** Upon a motion made and duly seconded, the February 7, 2012 minutes of the Board of Directors meeting were unanimously approved.
3. **Report of the Chairman.** No report at this time.
4. **Report of the President/CEO.** No report at this time.
5. **Report of the Medical Professional Affairs Committee and Medical Director.** John McCann, PhD, Chair of the Committee reported that the Committee met on March 12, 2012 and credentialed 150 disciplines. The committee also reviewed the consultant's report and members took proactive actions regarding any problems reported.

Dr. Walerstein announced that NUMC received the Gage National Award from NAPH. The annual award was presented for the patient safety initiatives. The official announcement will be made next month. NUMC received the award for experiencing no central line infections in the ICU for over one year. The Nassau Suffolk Hospital Counsel had presented NUMC an award for patient safety. Dr. Walerstein thanked the front line staff for all of their hard work and dedication.


6. **Report of the Finance Committee.** Mr. Elovich reported that the committee held a meeting on February 20, 2012 to review contracts. If there are any questions regarding specific contracts, they will be discussed in Executive Session. **Upon a motion made, duly seconded and unanimously approved, the Board of Directors adopted the Resolution Approving Finance Committee Recommendations, dated February 20, 2012 as set forth in the attached. Master Resolutions M-60-2012.**

Financials. Mr. Maher reported that as of February 29, 2012 the Corporation is showing a deficit of \$3.1 million. The revenue for the past two months are running on budget.

Expenses are on the salary and fringe benefits side, and the layoffs have not taken full effect yet. Management is projecting a small profit of \$1.7 million. Discharges are on target and patient days are down.

7. **Report of the Ambulatory Care, Managed Care and Community Physician Committee.** Dr. Sussman, Chair of the committee, reported that the committee met on March 7, 2012. The committee discussed several initiatives including SOC and expanding services to the community by putting physicians out into those communities. Under the NMA the concept is to take our physicians into the community to further our mission and increase access to the hospital and other resources. None of the initiatives have been finalized yet. Further discussion will take place in Executive Session.
8. **Report of the Extended Care and Assisted Living Facility Committee.** Mr. Saracino, Chair of the Committee, reported that a meeting is scheduled for April 4, 2012.
9. **Report of the Legal, Audit and Governance Committee.** Mr. Antaki, Chair of the committee, had no report at this time. A meeting is scheduled in April.
10. **Other Business.** None.
11. **Public session.** Mr. Rizzo opened the meeting for public comment.  
  
Ron Guerrero, Executive Vice President, CSEA, stated that Union representatives are in Albany meeting with Assemblywoman Earlene Hill and the Department of Health regarding the RFA in support of this application. The Union is trying to partner with this hospital and help continue the mission. Mr. Guerrero requested that the Board members meet with CSEA in Executive Session at some point in the near future to talk about what is happening in Albany and the latest contract negotiations.
12. **Adjournment**  
  
Upon a motion, duly made and unanimously approved, the meeting was adjourned at 9:45 a.m. to Executive Session to discuss governance, performance improvement, collective bargaining, personnel matters, contract negotiations or litigation.
13. **Report from Executive Session.** Upon return to Public Session, the Board reported that no actions were taken.
14. **Close of Regular Meeting.** Craig Vincent Rizzo, Chair, closed the meeting at 11:30 a.m.
15. The next meeting will be held on April 24, 2012.

Approved:



Craig Vincent Rizzo, Chair  
Board of Directors  
NuHealth