

FULL BOARD/EXECUTIVE COMMITTEE MEETING

September 9, 2019 at 6:00 p.m.
NUMC – 19th Floor Board Room

MINUTES

I. Call to Order *Chairman George J. Tsunis, Esq.*

Chairman George Tsunis welcomed everyone and called the meeting to order at 6:15 pm.

Dr. Boutin then made an FYI Chief Medical Officer Report. He stated that four new Chairs had been appointed effective September 9, 2019: Dr. Lambros Angus - Surgery; Dr. Paul Pipia - Physical Medicine and Rehabilitation; Dr. Eileen Chun – Dentistry & Oral Surgery; and Dr. Steven Lev – Radiology.

Chairman George Tsunis extended congratulations to all four.

II. Report of the Chairman *Chairman George J. Tsunis, Esq.*

The Chairman started off his report by announcing that the Estate of Patrick J. Clarke had devised a request of 10% of his estate to the NUMC Burn Center, which is approximately \$40,000. He continued by stating that NUMC had filed a Federal suit against numerous pharmaceutical companies arguing that the current opioid crisis is a direct result of their deliberately deceptive marketing strategy to expand opioid use. Chairman Tsunis observed that on August 27th, a judge ordered a \$572 million verdict against Johnson & Johnson, one of our named defendants.

The Chairman went on to disclose that Winnie Mack had decided to terminate her contract with NUMC. He thanked Ms. Mack for her service and noted that this was a

capstone in a long career and that she was deserving of a great deal of gratitude. He thanked her on behalf of everyone at NUMC.

At that point, he concluded his report.

III. Report of the Chief Executive Officer

Winnie Mack, RN, MPA

Winnie Mack pointed out that a couple of important things had been done. The first was the press conference held at St. Charles Rehabilitation Center by George Day, a police officer who had been critically injured and was brought to NUMC. Due to Dr. Boutin and Dr. Angus' care and treatment here, he was able to walk out of St. Charles rehabilitation center. With regard to personnel, Ms. Mack revealed that Pat Degree was promoted to Vice-President of Facilities, Robert Pitti was being hired as Vice-President of Revenue Cycle, and that the search for Chief Information Officer was ongoing. She announced that there had been 196 new hires and that there was a decline in overtime in clinics. She revealed that an entrance had been specifically designated for inmates coming to the hospital and there were now 6 parking spots for the Sheriff's Department. To conclude, she remarked that Nassau County Police Department would do a walk through in early October regarding safety for the hospital employees, and that the Northwell team was working to identify financial excess and identify opportunities.

IV. Corporate Action

1. Approval of MPAC Minutes of July 26, 2019

A motion was made by Linda Reed to approve the July 26, 2019 MPAC minutes. It was seconded by Michael Deluca and unanimously approved.

A motion was made by Linda Reed to approve the September 9, 2019, MPAC minutes. It was seconded by Dr. Bobby Kalotee and unanimously approved.

2. Approval of Medical Plant Lease

Megan Ryan, Esq. explained that the lease was an energy service contract with NEC, that the contract had been RFP'd and the terms were in the Board book. Patrick Degree was asked to explain exactly what NEC would provide. He explained that it

was a thermal energy contract that provided heating/cooling for NUMC and NCCC. Steve Cohn questioned the cost and asked for details and asked to table this contract. Megan Ryan stated that NEC will come and present at the October meeting. The resolution was tabled by Chairman Tsunis (Exhibit "A").

3. Approval of Legal Contract

Megan Ryan, Esq. stated that she wanted to increase the 2019 cap for Abrams Fensterman, LLP by \$200,000 due to work on a Federal subpoena. A motion was made to approve this resolution by the Chairman, seconded by Dr. Bobby Kalotee and it was unanimously approved (Exhibit "A").

VII. Public Comment

Chairman Tsunis asked if there were any public comments. There were none.

VIII. Board Comment

Michael DeLuca commented that the wait times for the Emergency Department were terrific, but that there was nothing else on the sign. Dr. Boutin said they could put the temperature and date on the sign. Dr. Bobby Kalotee thanked Union President, Jerry Larrichiuta and Nina for their assistance with a family member of his who came to the hospital. He said that they had provided excellent service and that the Union was doing a terrific job in making sure that employees were satisfied in their positions. Nina replied that it was a team effort. Michael DeLuca spoke about going to John Sardelis' course and congratulated him on mentioning NUMC at every opportunity.

Chairman Tsunis made a motion to go into executive session. Dr. Bobby Kalotee seconded the motion and unanimously approved. The Board went into executive session at 6:35 pm (separate minutes).

IX. Public Session

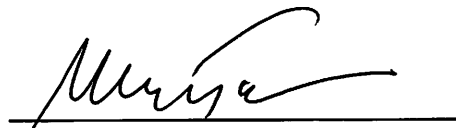
Motion to end executive session and go into public session was made by Chairman Tsunis at 7:25 pm. Motion was seconded by Dr. Carusso and unanimously approved.

The board resolved unanimously that effective immediately:

1. Winifred Mack may not hire, fire, promote, move personnel, or bind the corporation during the remainder of her tenure as CEO through October 15, 2019.
2. Megan Ryan, EVP/General Counsel, is to be reinstated and invited to all of the remaining meetings Winifred Mack conducts and Northwell holds.
3. Upon the recommendation of the NHCC Search Committee and contingent upon review, the NHCC Board approves the hiring of Frank J. Maddelena as Chief Operating Officer for a two-year term and an annual salary of \$350,000. Additionally the Board unanimously authorizes the General Counsel, Megan Ryan, to negotiate a contract for the position of Chief Operating Officer with candidate Frank J. Maddelena. The final contract is to be approved by the Board.

IV. Motion to Adjourn

There being no further business to discuss, a motion to adjourn the meeting was made by Chairman Tsunis. The motion was seconded by Dr. Bobby Kalotee, and unanimously approved. The meeting was adjourned at 7:35 pm.



George J. Tsunis, Esq., Chairman
Board of Directors, NHCC