

Meeting of the  
University of Medicine and Dentistry of New Jersey  
Board of Trustees  
**PUBLIC SESSION**  
July 21, 2009

Oral Health Pavilion  
50 12<sup>th</sup> Avenue, Multipurpose Room  
Newark, New Jersey

Present-UMDNJ Board of Trustees: Robert Del Tufo, Esq.; Kevin Barry M.D.; James Broach, Ph.D.; Mary Ann Christopher, RN, MSN, FAAN; Kevin Covert, Esq; Michael Critchley, Esq.; Mary Sue Henifin, J.D., M.P.H; Bradford Hildebrandt; John Hoffman, Esq.; Milton Hollar-Gregory, Esq.; Heather Howard, J.D.; Robert J. Maro, M.D.; Jonathan Orenstein, D.M.D. (*via telephone*); Eric S. Pennington, Esq.; Oliver Quinn, Esq.; Harold Shapiro, Ph.D. and Anita Spivey, Esq.

Present-UMDNJ Staff: William F. Owen, M.D.

Minutes

The meeting was called to order at 1:42 p.m.

Mr. Del Tufo read from the Open Public Meetings Act:

“The notice requirements provided for in the Open Public Meetings Law have been satisfied. Notice of this meeting was properly given in the Annual Notice which was transmitted to the Secretary of State. Notice of this meeting was also sent to various newspapers in the State and posted throughout the University.”

Approval of Minutes

The Board unanimously approved the Public Session minutes of its June 16, 2009 meeting and the minutes of its June 24, 2009 Special Meeting.

Mr. Del Tufo opened the floor to individuals requesting an opportunity to address the Board. No request was made.

Chair's Report, provided by Mr. Del Tufo

Mr. Del Tufo informed the Board that Mr. Hoffman has been appointed the Chairman of the Robert Wood Johnson University Hospital, Board of Directors. Mr. Del Tufo stated that in order to fulfill his full obligations as a new Chair, Mr. Hoffman has made the decision to resign as a member of the UMDNJ, Board of Trustees.

Mr. Del Tufo noted the extraordinary commitment, leadership, and long standing service Mr. Hoffman has provided to the UMDNJ Board, as well as his outstanding job as the Chair, of the Finance, Investment, and Administration Committee. Mr. Hoffman stated to have served with members of the UMDNJ Board of Trustees is a privilege.

Dr. Shapiro asked that a Resolution be drafted in acknowledgement of Mr. Hoffman's service and affixed to the formal meeting minutes.

President's Report, provided by Dr. Owen

Dr. Owen expressed his sincere thanks to Mr. Hoffman for his commitment to the UMDNJ Board.

Dr. Owen introduced Dr. Rodgers to provide the Provost Report. Report highlights included:

- Through a collaborative effort of RWJUH and RWJMS, a team led by Dr. Mark Anderson made the first successful implant of the AbioCor Artificial Heart; a totally implantable wireless device. The procedure was part of a clinical trial using the new device on patients who are not candidates for heart transplants.
- An article was published in the *Archives of Neurology* by a team of researchers led by Dr. Jason R. Richardson, PhD, assistant professor of environmental and occupational medicine at UMDNJ-RWJMS on the correlation of individual exposure to certain types of pesticides to Parkinson's disease. This study correlates with another conducted on an island in the Pacific that has been found to have increased exposure to this pesticide and usually elevated levels of Parkinson's disease amongst its residents.
- The American Heart and American Stroke Associations have recognized a number of hospitals through its "Get with the Guidelines" Program. Three of the primary teaching hospitals affiliated with the University, University Hospital, Robert Wood Johnson

University Hospital, and Kennedy Memorial University have been recognized for excellence in varied areas of service delivery.

- UH was listed among the top fifty hospitals for ENT care in the US World Report “best hospitals” July issue.

Dr. Owen introduced Dr. Gotsch to provide a presentation entitled: *Revenue Diversification: Challenges and Opportunities*. Presentation highlights included:

- Information on the types of positions held by School of Public Health (SPH) graduates
- An overview of the opportunities that were presented in the 2008-2009 academic year for SPH such as the development of Centers of Excellence
- An overview of the financial challenges and impact associated with the reduction of State core funding and grant support
- Information on institutional sources of revenue including continuing education and tuition fees
- A graph outlining State Appropriations FY 2006-2009
- A graphed comparison of SPH versus other UMDNJ schools in the areas of Endowments and Gifts, Federal and Non Federal Grants and Contracts
- An overview of future opportunities to increase revenue for SPH

Members posed questions regarding how SPH engages its alumni for contributions and how gifts from alumni are categorized by the School. A discussion ensued. Dr. Owen advised members that a more detailed report on revenue stemming from alumni gifts would be provided to the Board. Mr. Del Tufo added that discussions have taken place surrounding the creation of a Development Committee of the Board to build partnerships through the Foundation and create new ideas to increase operating and endowment funds.

UH Board of Directors, provided by Ms. Christopher

Ms. Christopher reported to members of the Board:

Upon recommendation, the Board accepted and approved the UH Board of Directors meeting minutes of May 27, 2009.

Upon recommendation, the Board approved the recommendations of the UH Board of Directors regarding the following items:

- Acceptance, ratification and approval of the University Hospital Board of Directors Quality of Care committee minutes of March 25, 2009
- Acceptance, ratification and approval of the University Hospital Board of Directors Strategic Planning and Development committee minutes of April 15, 2009
- Acceptance, ratification and approval of the University Hospital Credentials committee and Medical Executive committee Action Items memo of May 26, 2009
- Acceptance, ratification and approval of the University Hospital Medical Executive committee minutes of May 23, 2009
- Acceptance, ratification and approval of the University Hospital Credentials committee minutes of April 13, 2009
- Acceptance, ratification and approval of the University Hospital Medical Staff Reappointments

Audit Committee, provided by Mr. Hildebrandt

Mr. Hildebrandt reported to members of the Board:

Upon recommendation, the Board accepted the Audit Committee Executive Summary dated July 1, 2009.

Mr. Hildebrandt advised members that the Committee will receive the Corporate Integrity Agreement (CIA) in the next month and that additional staff may be necessary to ensure plan compliance.

Compensation Committee, provided by Mr. Del Tufo

Mr. Del Tufo informed members that the Compensation Committee will provide its regular report at the Board's September 2009 meeting.

Finance, Investment, and Administration Committee Report (FIAC), provided by Mr. Hoffman

Mr. Hoffman reported to members of the Board:

Upon recommendation, the Board accepted the Finance, Investment, and Administration Committee Executive Summary dated July 1, 2009.

Mr. Hoffman submitted Resolutions to the Board for the approval of six separate contracts and two lease agreements.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon recommendation of the Finance, Investment and Administration Committee, accepts, ratifies and approves the aforementioned contracts and lease.

Mr. Hoffman submitted to the Board the Resolution for the approval of FY 2010 Operating Budget.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, approves the FY 2010 Operating Budget in the amount of \$1,764,756,000; provided that any subsequent amendments to the budget be approved by the Finance, Investment and Administration Committee and recommended to the Board for approval in the future.

Mr. Hoffman publically commended Ms. Mulkern on the budget presentations and stated that any concerns over the budget would be addressed at this time. Dr. Shapiro made members aware that the budget is inclusive of tuition rate increases across the schools.

Mr. Hoffman introduced and summarized the Resolution for the approval of the FY2010 Capitol Budget.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon recommendation of the Finance, Investment and Administration Committee, accepts, ratifies and approves the FY 2010 capital budget of \$12,370,000.

Governance and Ethics Committee, provided by Mr. Del Tufo

Mr. Del Tufo introduced the Code of Conduct and Whistleblower Policies as revised under the guidance of the Governance & Ethics Committee. Mr. Del Tufo publically commended Ms. VanCamp and Mr. Aron for their work on the revisions to the policies.

Mr. Del Tufo stressed the importance of the Board finalizing the policies and asked for member approval. A discussion ensued. Members posed questions regarding the reporting structure and requested clarity on the types of education and training that the new policies would require. Ms. VanCamp advised the Board that a more detailed discussion on the matter would take place in Executive Session.

Mr. Del Tufo introduced and summarized the Resolutions for the approval of the Compliance Plan and three related policies:

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon recommendation of the Governance and Ethics Committee, adopts the Policy on Code of Conduct.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon recommendation of the Governance and Ethics Committee adopts the Policy on Reporting Compliance and Ethics Concerns.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon recommendation of the Governance and Ethics Committee adopts the addendum to the Reporting Compliance and Ethics Concerns Policy.

Diversity Committee, provided by Mr. Hollar-Gregory

Mr. Hollar-Gregory informed members that the Diversity Committee will provide its regular report at the Board's September 2009 meeting.

Joint Conference/Planning Committee, provided by Ms. Christopher

Ms. Christopher informed members that the Joint Conference Planning Committee will provide its regular report at the Board's September 2009 meeting.

University Affairs/ Research Committee (UA/RC), by Dr. Shapiro

Dr. Shapiro stated that the Board was previously provided an outline of the tuition rate increase as part of the FIAC report. Dr. Shapiro further summarized how tuition determinations were made and introduced the Resolution to approve the proposed tuition and fees for Academic Year 2010.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED** that the UMDNJ Board of Trustees accepts and approves the tuition rates and fees for AY 2009-2010 as they appear on the attached schedules, per the recommendation of the University Affairs/Research Committee.

Upon recommendation, the Board accepted the UA/RC meeting minutes of May 6, 2009 and approved the proposed faculty actions. Dr. Shapiro introduced and summarized five separate Resolutions which included the conferral of degree candidates submitted by GSBS:

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the Board of Trustees of the University of Medicine and Dentistry of New Jersey expresses its deep appreciation for the many years of outstanding service by conferring upon Dr. Marian R. Stuart the title of Emeritus Professor at the University of Medicine and Dentistry of New Jersey - Robert Wood Johnson Medical School.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon the recommendation of the University Affairs/Research Committee, accept and approve the initiation of a Post-Master’s Certificate in Nurse Midwifery at the UMDNJ-School of Nursing.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon the recommendation of the University Affairs/Research Committee, accept and approve the initiation of a Master of Science in Nursing–Nursing Education track at the UMDNJ-School of Nursing.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the University of Medicine and Dentistry of New Jersey Board of Trustees, upon the recommendation of the University Affairs/Research Committee, accept and approve the initiation of a Master of Science in Nursing–Advanced Community Health Nursing Leadership track at the UMDNJ-School of Nursing.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED**, that the UMDNJ Board of Trustees accept and approve the conferral of these degrees on the recommended candidates, subject to the satisfactory completion of all academic requirements and the fulfillment of all financial and other obligations to the University.

Mr. Del Tufo requested that the Board move into Executive Session:

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOLVED** by the UMDNJ-Board of Trustees that the Board will convene forthwith in Executive Session to discuss approval of the minutes of the Executive Session meeting conducted on June 16, 2009 and the Special Executive Session meeting conducted on June 24, 2009; pending or anticipated litigation and/or contract negotiations under subsection (7) of N.J.S.A. 10:4-12b; and personnel matters under subsections (3) and (8) of N.J.S.A. 10:4-12b.

**BE IT FURTHER RESOLVED** that each of these matters shall be made public when they have been resolved and/or concluded.

**The Board adjourned to Executive Session at 2:29 p.m.  
Public Session re-opened at 3:59 p.m.**

Legal Committee, provided by Mr. Pennington

Following the discussion in Executive Session, the Board approved the Hires and Separations Report of July 13, 2009.

Following the discussion in Executive Session, the Board approved the recommendations of the Legal Committee regarding the following items:

- Authorization for Claim A
- Authorization for Claim B

Mr. Hoffman read the Resolution concerning the settlement of the cardiology civil matter in its entirety.

**WHEREUPON** the following Resolution was introduced, seconded, and unanimously approved:

**BE IT RESOVLED**, that the University agrees to pay the sum of \$ 8,333,212 in order to resolve these pending claims, **AND**,

**BE IT FURTHER RESOLVED**, that the University President is authorized to execute the settlement agreement.

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Graduate School of Biomedical Sciences  
New Jersey Dental School  
New Jersey Medical School  
Robert Wood Johnson Medical School  
School of Health Related Professions  
School of Nursing  
School of Osteopathic Medicine  
School of Public Health

Board of Trustees

**There being no further business, the UMDNJ Board of Trustees meeting was adjourned at 4:05 p.m. The next meeting of the UMDNJ Board of Trustees will be held at 1:30 p.m. on Tuesday, September 15, 2009, Clinical Academic Building, Room 1302, New Brunswick, New Jersey.**