



The UNIVERSITY HOSPITAL

University of Medicine & Dentistry of New Jersey

NEWARK, NEW JERSEY

The University Hospital
Board of Directors Meeting
September 30, 2009

UMDNJ - University Hospital
Medical Coordination Center
Stanley S. Bergen Building
65 Bergen Street, 4th Floor
Newark, NJ 07101

Board Members present:

Thomas M. Jackson, Chair; Mary Ann Christopher, Vice-Chair; Kevin M. Barry, MD (via teleconference); Blair MacInnes; Jonathan Orenstein, D.M.D. (via teleconference); Eric S. Pennington, Esq.; Yvonne Wesley, RN, PhD, FAAN

Also present:

Lester Aron, Esq., Senior Vice President and General Counsel – UMDNJ
Suzanne Atkin, M.D., Chief Medical Officer – UH
Vincent Barba, M.D., FACP, FHM, Medical Director for Quality Improvement – UH and NJMS
Thomas Daly, FHFMA, CPA, Chief Financial Officer – UH
Robert L. Johnson, MD, FAAP, The Sharon and Joseph L. Muscarelle Endowed Dean, Interim – NJMS
Julane Miller-Armbrister, Vice President for Government Relations - UMDNJ
Theresa Rejrat, CNO and VP for Patient Care Services – UH
Denise V. Rodgers, M.D., Executive Vice President of Clinical & Academic Affairs – UMDNJ
Robin D. Wittenstein Ed.D., FACHE, Acting President & CEO – UH

Excused:

William F. Owen, MD, President - UMDNJ

Minutes

- The meeting was convened at 11:39 a.m. by Mr. Thomas Jackson, Chair. In accordance with the Open Public Meetings Act, Mr. Jackson announced that the notice of time and location of the University Hospital Board of Directors meeting requirements were satisfied in that the public meeting notice was transmitted to the Secretary of State, various newspapers, organizations and individuals within the State and posted throughout the University.
- Mr. Jackson called for the acceptance of the minutes of the UH Board meeting dated August 6, 2009. Mr. Jackson accepted a motion from Dr. Yvonne Wesley to approve the minutes; the motion was seconded by Dr. Jonathan Orenstein and passed unanimously.

Chairman's Remarks

- Mr. Jackson noted that the management team would present year-in-review reports reflecting the status of objectives determined at the outset of the year. Mr. Jackson commented that an annual meeting in September would facilitate a review of the year's progress as well as a segue into the strategic plan being developed. Ms. Blair MacInnes inquired if it is mandatory for the UH Board to hold an annual meeting. Mr. Aron noted that statutes require all hospitals in the state to hold one public meeting annually, however; the UH Board exceeds that requirement, by virtue of the fact that all Board meetings are public.
- Mr. Jackson reported that letters acknowledging the UH physicians recognized by Castle Connely Medical Ltd. as New Jersey's Outstanding Physicians for 2009 were mailed to each physician from Dr. Wittenstein and Mr. Jackson.
- Mr. Jackson commended the management team for their hard work and progress over the past year.

Reports

Acting President and CEO's Report: Dr. Robin D. Wittenstein presented the report as submitted in the Board materials with the following highlights:

- Dr. Wittenstein attended the National Association of Public Hospitals and Health Systems (NAPH) conference in Washington, DC and emphasized three points for safety net hospitals such as UH:
 1. The need to protect Disproportionate Share (DSH) funds ;
 2. Providing flexibility for safety net hospitals to coordinate care to meet clinical and fiscal goals;
 3. The importance of Electronic Medical Record (EMR) technology and the difficulties that safety net hospitals will have in financing these systems.

Dr. Wittenstein noted that UH is the only NAPH in New Jersey.

- Dr. Wittenstein reported that twelve hospitals are participating in the New Jersey Hospital Association's Gainsharing Demonstration Project. The focus of the project is to better align incentives of hospitals and physicians, with the goal of making care more efficient while protecting quality. Dr. Wittenstein stated that UH intends to examine principles of the project that could be implemented at UH.
- UH is in the process of implementing a fully electronic medical record for all outpatient services; implementation of the Emergency Department electronic medical record was also launched.
- Spokes of Hope, a national event that highlights the importance of cancer treatment, research and education was held on September 14th. Twenty cyclists, many of whom are cancer survivors, included the UMDNJ – UH Cancer Center as part of their 50 mile ride.

- UH held its first ever employee Photo Contest which generated a tremendous spirit of excitement for the hospital's staff. With a theme of "*The Joys of Summer*", the Photo Contest invited UH employees to submit their own framed photos that were judged in several categories. The photos will be permanently displayed to beautify various areas throughout the hospital.

Dr. Wittenstein continued her report with a presentation highlighting UH's Year in Review; copies of the presentation will be forwarded to the Board.

Following Dr. Wittenstein's report, the Board congratulated her for leading the tremendous progress at UH especially in terms of reduced LOS and financial stability. Ms. MacInnes commented that the accomplishments are significant and should be publicized to the larger community. Dr. Wittenstein stated that a number of communication vehicles are being researched in order to promote UH.

Ms. Christopher noted that UH employees often serve as the best messengers and that key speaking points could be provided – posted in written form and on the website, to facilitate conveyance of UH's message. Dr. Wesley noted that the main points delineated in Dr. Wittenstein's presentation – quality, finance, safety, operations, education and community, are ideal categories to drill down into talking points.

Dr. Denise Rodgers also acknowledged Dr. Wittenstein's leadership and example of improving the hospital's bottom line while maintaining quality and compassion. Ms. Christopher also acknowledged UH management, the Medical Staff, the Dean and all who continue to make UH efficient clinically and fiscally.

Dr. Wittenstein then introduced Kathy VanCamp, Compliance Officer for Compliance and Corporate Integrity who provided a presentation on "Elements of the Corporate Integrity Agreement" (CIA).

During discussion of the CIA, Ms. MacInnes asked how many calls are received on the Ethics Hotline per month; Ms. VanCamp stated that about 100-150 calls are received for the University as a whole, although a large percentage of the calls relate to human resource issues rather than compliance concerns. She stated that every call that comes in receives a response; the responses are triaged and updated on the hotline system or investigated usually within a 90 day term.

In reference to the management of contracts as included in the CIA, Mr. Jackson asked how agreements are reviewed to ensure that Stark and Anti-kickback laws are observed. Ms. VanCamp stated that each UMDNJ entity (ex: UH, NJMS, SON, etc) has a task force that reviews each agreement. She stated that certain questions are answered for each agreement to determine whether it invokes Stark or Anti-kickback laws; such contracts are considered "focused arrangements" which are then reviewed to ensure compliance with the requirements of federal and state law.

Dr. Orenstein asked how often the CIA would be reviewed and/or updated. Ms. VanCamp stated that the agreement does not get updated, but that an Independent Review Organization evaluates

UH's performance against the stipulations outlined in the CIA annually for the next five years; after five years, the CIA is completed.

Mr. Jackson asked Ms. VanCamp if adequate resources and assistance for the CIA project were available. She stated that she has received complete cooperation and adequate resources.

Dean's Report: Dr. Robert L. Johnson, MD, FAAP, The Sharon and Joseph L. Muscarelle Endowed Dean, Interim for the New Jersey Medical School presented the 2008 annual report for the New Jersey Medical School. Dr. Johnson highlighted NJMS's programs, accomplishments and residency locations for the Class of 2008.

Ms. MacInnes inquired if there was a correlation between class rank and the location of residency for graduate education. Dr. Johnson stated that all of the medical school students are exceptional and that UMDNJ competes favorably with other prestigious institutions for their residency training.

Board Committee Reports: The Strategic Planning and Development Committee minutes of June 19, 2009 were presented for approval. Mr. Jackson accepted a motion from Ms. Christopher to approve the minutes; the motion was seconded by Ms. MacInnes and passed unanimously.

Ms. MacInnes noted that the UH Strategic Plan is in progress and could be presented to the Board during a Board retreat that could be scheduled for early to mid November.

Quality Improvement Report: Dr. Vincent Barba, MD, FACP, FHM, Medical Director for Quality Improvement at UH and NJMS, introduced Dr. Devashish Anjaria and Mr. Oscar Colon who provided a presentation regarding Organ Donation at University Hospital.

Mr. Pennington asked why living donors are not utilized at UH. Dr. Anjaria stated that UH only performs liver transplants and noted that the majority of living donor transplants occur for kidneys, a surgery that is not performed at UH.

Peri-Operative Services Update: Dr. Jeffrey Freda, Medical Executive Director for Peri-Operative Services presented the report as submitted in the Board materials.

Mr. Jackson noted stark differences in monthly volume for each fiscal year and asked what caused those differences. Dr. Freda stated that many of the variances are cyclical and vary month to month. He commented that some of the contributing factors relate to the surgeon's schedules and other obligations as well as fluctuations in patient volume. Dr. Rodgers commented that hospitals on a national level have also experienced decreased volume relative to the economy; she noted that elective procedures are often postponed during periods of high unemployment which affects volume in the main operating room.

Emergency Department Scorecard: Suzanne Atkin, MD, Chief Medical Officer presented the report as submitted in the Board materials. Dr. Atkin reported that UH went on diversion during the

month of September for twelve hours due to severe overcrowding in the ED; the diversions were primarily related to patients with psychiatric issues. She noted that the ED does not divert for trauma cases.

Dr. Atkin stated that the data on walkout rates as requested by the Board will be reported at the next meeting.

Financial Statements: Thomas Daly, Vice President for Finance presented the report as submitted in the Board materials.

The unaudited June 30, 2009 year end excess of Revenue over Expense was \$7,000 as compared to a prior year deficiency of Revenue over Expenses of \$57,067,000. Revenue increased by \$18,310,000 including \$2,600,000 of additional Charity Care funding based on the successful appeal of additional charity care provided at University Hospital due to the closure of St. James and Columbus Hospitals. Salary expense decreased from the prior year by \$5,496,000 in large part due to the reduction in overtime cost based on the average length of stay reduction of 1.29 days. Mr. Jackson asked for further explanation for the reduction in salary expense. Mr. Daly noted that the reduction in the average length of stay resulted in approximately the same number of discharges but 17,975 less patient days. This resulted in less nursing cost, a reduction in overtime and the ability to aggregate patient units, maintaining the same nursing hours of patient care.

Mr. Jackson inquired whether the ability to reallocate resources contributed to improvements in the bottom line. Mr. Daly stated that reallocation of resources as well as capturing the appropriate data assisted in increased productivity. Mr. Jackson further noted that there was concern within the community about UH downsizing and conducting layoffs; it was commented that a lack of understanding of the reallocation of resources and subsequent unit closings could be a contributing factor to those rumors.

Dr. Rodgers commented that since not all staff was aware of the increased productivity measures that took place, some may have mistakenly perceived it as a staff downsize. She stated that details of these actions must be communicated to dispel the dissemination of misinformation. Dr. Wesley agreed that all levels of staff should receive the information; she commented that incorrect information among staff oftentimes creates rumors that circulate to the larger community.

Reverend Elijah Williams, a member of the Board of Concerned Citizens (BCC), commented that greater education to the outside community is important. He noted that during BCC meetings, discussion of closed units occurred and that the perception of some BCC members is that the units were closed due to layoffs and lack of patient volume. He stated that these misperceptions are disseminated among staff and should be replaced with a positive message to dispel rumors.

Regarding readmissions, Dr. Wesley asked if a higher number of readmissions occurred due to the decreased LOS. Dr. Wittenstein reported that that data is being tracked to make sure that there are no changes in those rates, however; discharges only occur if the attending physician is comfortable with the patient's medical condition. Ms. Christopher noted that the Quality of Care committee would also be focusing on the readmission rate.

Government Relations Briefing: Julane Miller-Armbrister, Vice President for Government Relations presented the Government Relations report as submitted in the Board materials. Ms. Armbrister noted that operational improvements at UH has resulted in increased credibility for UH and enhanced access to key stakeholders to build further support for UH.

Dr. Wesley inquired whether a contingency plan was in place if the gubernatorial election results in the election of a new governor. Ms. Armbrister stated that plans are being developed and the initial steps would be for UH leadership to meet with the new legislators to familiarize them with UH's goals.

Government Affairs continues to monitor legislation and respond to issues that have particular impact on University Hospital.

Development Report from the Foundation of UMDNJ: Elizabeth Ketterlinus, Vice President of the UMDNJ Foundation submitted the report as presented in the Board materials.

Mr. Jackson encouraged the Board colleagues to contribute to the memorial fund honoring Dr. Eric Munoz to ensure full participation in that effort.

University Hospital Medical Executive Committee and Credentials Committee: Mr. Jackson presented the Credentials Committee and Medical Executive Committee Action Items memo of September 30, 2009; the minutes of the Medical Executive committee meeting dated July 28, 2009; the minutes of the Credentials committee dated August 10, 2009 for approval. Dr. Wesley moved for approval and Dr. Barry seconded the motion; the motion passed unanimously.

Unfinished Business/Old Business: There was no unfinished/old business for discussion.

There being no further business, Mr. Jackson accepted a motion to adjourn from Ms. MacInnes; the motion was seconded by Dr. Barry and passed unanimously. The meeting adjourned at 1:36 p.m.

**Actions and Recommendations
As of September 30, 2009**

Action	Responsible Individual(s)	Due Date	Disposition
Provide a copy of the Year in Review presentation to the Board members	Stacie Newton	Sept 30	The presentation was e-mailed to the Board members.
Provide data collection methodologies used by other hospitals and NJHA for measuring community benefit in the board materials	Robin Wittenstein	June 24	
Provide a demonstration of the Welcome Kiosk to the Board.	Richard Tunnell Robin Wittenstein	TBD	
Recommendation to ensure proper staff training for usage of the Electronic Health Record.	Richard Tunnell Robin Wittenstein	TBD	Pending implementation of electronic record systems.
Recommendation to investigate best practices from other hospitals in regard to the Community Affairs subcommittee.	TBD	TBD	

Actions and Recommendations
September 30, 2009

Action	Responsible Individual(s)	Due Date	Disposition
Brainstorm area(s) for which UH could strive for top decile performance and include steps toward the goal and a timeline.	UH Board and Senior Staff	Ongoing	Referred to the Quality of Care Committee.
Collaborate with the NJ Sharing Network to report best practices and organ donation criteria to the Board and follow up on recommendation to contact experts regarding improved liver transplantation statistics.	Dr. Vincent Barba	Ongoing	Dr. Anjaria and Oscar Colon provided the presentation Organ Donation at University Hospital at the September 30 th meeting.
Schedule the Board Retreat.	Robin Wittenstein	Sep 2009	Pending development of UH strategic plan.