

BOARD OF DIRECTORS MEETING

THURSDAY, JANUARY 30, 2025

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<p><u>CALL TO ORDER - 2:00 PM</u></p>	<p>Mr. Pagán</p>
<p>1. <u>Executive Session Facility Governing Body Report</u></p> <ul style="list-style-type: none"> ➤ NYC Health + Hospitals Susan Smith McKinney Nursing and Rehabilitation Center ➤ NYC Health + Hospitals Henry J. Carter Specialty Hospital ➤ NYC Health + Hospitals Henry J. Carter Nursing Facility <p>Semi-Annual Governing Body Report (Written Submission Only)</p> <ul style="list-style-type: none"> ➤ NYC Health + Hospitals Sea View Nursing and Rehabilitation Center 	<p>Mr. Pagán</p>
<p>2. <u>OPEN PUBLIC SESSION - 3:00 PM</u></p>	
<p>3. Adoption of the Board of Directors Meeting Minutes – December 19, 2024</p>	<p>Mr. Pagán</p>
<p>4. Chair’s Report</p>	
<p>5. President’s Report</p>	<p>Dr. Katz</p>
<p><u>ACTION ITEMS</u></p>	
<p>6. Authorizing New York City Health and Hospitals Corporation (the “System”) to execute a 10-year lease with CFS 800 LLC (“Landlord”) for approximately 3,750 rentable square feet on the fifth floor at 291 Ellery Street, Brooklyn, NY (the “Premises”) to house a Woman Infants and Children (“WIC”) program operated by NYC Health + Hospitals/ Woodhull (“Woodhull”) with the System holding an option to terminate the proposed lease at the end of the 5th year and also two options to extend the lease for an additional five years each at an initial annual rent of \$153,000 based on \$40.08/rentable square feet to increase annually at 2.25% for a total rent over the potential 20-year term of \$3,811,463; provided, however, no rent shall be payable for the initial three months. (Presented Directly to the Board of Directors: 01/30/2025) Vendex: NA / EEO: NA</p>	<p>Mr. Pagán</p>
<p>7. Electing Hillary S. Jalon as a member of the Board of Directors of MetroPlus Health Plan, Inc., a public benefit corporation formed pursuant to Section 7385(20) of the Unconsolidated Laws of New York (“MetroPlus”), to serve in such capacity for a five-year term or until their successor has been duly elected and qualified, or as otherwise provided in the MetroPlus Bylaws. (Presented Directly to the Board of Directors: 01/30/2025) Vendex: NA / EEO: NA</p>	<p>Mr. Pagán</p>
<p>8. Electing Kathleen Shure as a member of the Board of Directors of MetroPlus Health Plan, Inc., a public benefit corporation formed pursuant to Section 7385(20) of the Unconsolidated Laws of New York (“MetroPlus”), to serve in such capacity for a five-year term or until their successor has been duly elected and qualified, or as otherwise provided in the MetroPlus Bylaws. (Presented Directly to the Board of Directors: 01/30/2025) Vendex: NA / EEO: NA</p>	<p>Mr. Pagán</p>
<p style="text-align: center;">COMMITTEE AND SUBSIDIARY REPORTS</p>	
<ul style="list-style-type: none"> ➤ Equity Diversity and Inclusion Committee ➤ Community Relations Committee ➤ HHC Accountable Care Organization (Subsidiary) 	<p>Dr. Marthone Ms. Rowe Adams Mr. Pagán</p>
<p>>>Old Business<<</p>	<p>Mr. Pagán</p>
<p>>>New Business<<</p>	
<p>>>Adjournment<<</p>	

NEW YORK CITY HEALTH AND HOSPITALS CORPORATION

A meeting of the Board of Directors of New York City Health and Hospitals Corporation was held in room 1701 at 50 Water Street, New York, New York 10004 on the **19th day of December, 2024** at 2:00 P.M., pursuant to a notice, which was sent to all of the Directors of New York City Health and Hospitals Corporation and which was provided to the public by the Secretary. The following Directors participated in person:

Mr. José A. Pagán
Dr. Mitchell Katz
Ms. Anne Williams-Isom - Left at 3:00 p.m.
Ms. Erin Kelly - Joined at 3:00 p.m.
Dr. Vincent Calamia
Ms. Freda Wang
Ms. Karen St. Hilaire
Dr. H Jean Wright II
Ms. Anita Kawatra
Dr. Michelle Morse -Left at 3:00 p.m.
Dr. Shadi Chamany - Joined at 3:00 p.m.
Ms. Sally Hernandez-Piñero
Ms. Jackie Rowe-Adams
Dr. Patricia Marthone

José Pagán, Chair of the Board, called the meeting to order at 2:08 p.m. Mr. Pagán chaired the meeting and Colicia Hercules, Corporate Secretary, kept the minutes thereof.

Mr. Pagán noted for the record, Karen St. Hilaire is representing Molly Wasow Park in a voting capacity.

EXECUTIVE SESSION

Upon motion made and duly seconded, the members voted to convene in executive session because the matters to be discussed involved confidential and privileged information regarding patient medical information.

OPEN SESSION

The Board reconvened in public session at 3:18 p.m.

Mr. Pagán noted that Erin Kelly is representing Deputy Mayor Anne Williams-Isom, Dr. Shadi Chamany is representing Dr. Michelle Morse and Karen St. Hilaire is representing Molly Wasow Park - all in a voting capacity.

ACTION ITEM 3 – ADOPTION OF THE MINUTES

The minutes of the Board of Directors meeting held on November 21, 2024 were presented to the Board. Then, on motion duly made and seconded, the Board unanimously adopted the minutes.

RESOLVED, that the minutes of the **Board of Directors Meeting held on November 21, 2024**, copies of which have been presented to the Board be, and hereby are, adopted.

ITEM 4 – CHAIR’S REPORT

Mr. Pagán advised that during the Executive Session, the Board received and approved the governing body oral and written report from NYC Health + Hospitals| Harlem and NYC Health + Hospitals| Bellevue.

The Board also received and approved the written submission of the NYC Health + Hospitals| Metropolitan, NYC Health + Hospitals| Henry J. Carter Specialty Hospital and NYC Health + Hospitals| Henry J. Carter Nursing Facility semi-annual governing body reports.

VENDEX APPROVALS

Mr. Pagán noted there is one item on the agenda requiring Vendex approval, the item is pending approval. There are thirty-five items from previous Board meetings pending Vendex approval.

The Board will be notified as outstanding Vendex approvals are received.

ACTION ITEM 6:

Mr. Pagán read the resolution

Approving the New York City Health and Hospitals Corporation Annual Board **Committee Assignments Effective January 1, 2025**, as set forth in the attachment hereto as mandated by Article VI, section 1(C) of the By-Laws,

Further authorizing, as set forth in Article V, Section 1 - the Vice Chair shall be chosen by the Board from among themselves and shall be elected annually - approving the New York City Health + Hospitals Corporation to **appoint Freda Wang as the Vice Chair of the Board of Directors**

(Presented Directly to the Board of Directors: 12/19/2024)

The committee Assignments were displayed for all to view. Mr. Pagán thanked all members for their service.

There being no questions, upon motion duly made and seconded, the Board unanimously approved the resolution.

ACTION ITEM 7:

Ms. Hernandez-Piñero read the resolution

Authorizing the New York City Health and Hospitals Corporation (the "System") to execute a contract **with Coalfire Systems Inc for HIPAA Risk Analysis services** at a not to exceed amount of \$7,000,000 for a contract term of three years, and two renewal options, exercisable at the discretion of the System.

(Presented to the Audit Committee: 12/02/2024)

Soma Bhaduri, Chief Information Security Officer, explained the background of the matter. The HIPAA Risk Analysis is a comprehensive project evaluating the privacy and security of the System's protected health information (PHI), including electronic PHI (ePHI). This analysis is mandated by the U.S. Department of Health and Human Services Office for Civil Rights (OCR). The organization lacks the internal resources to perform an enterprise-wide analysis that complies with OCR requirements. Ms. Patsos outlined the RFP criteria for the selection process, gave an overview of the procurement process, performance review, and vendor diversity noting the rationale for the vendor's MWBE waiver request.

The Board inquired about the vendor's involvement in our System, specifically regarding the role they play in supporting our performance. Ms. Patsos and Ms. Bhaduri clarified that the vendor provides oversight for our compliance program. They assist in assessing our practices against regulatory requirements and the NIST standards, set forth by the National Institute of Standards and Technology, thereby ensuring that our systems align with these established criteria.

In response, the System's performance has significantly improved over time. Initially, when the vendor began working with us, the System faced several high-risk issues, some of which were critical, while others were less severe. At that time, the risk threshold for concern was set at a score of 15. However, as the System addressed and mitigated many of the high and very high risks, the threshold was lowered to 12, reflecting the progress. Over the past year, the System has made substantial strides by implementing the vendor's recommendations. Each mitigation plan is tracked internally and completed according to schedule, with regular bi-weekly updates to monitor security and compliance.

In response to further questions, Ms. Patsos explained the terms of the current and prior contract. The prior contract was for three years, the contract being discussed is for three years with two-one-year renewal options with a five percent increase to accommodate for the inflation rate. Coalfire Systems, Inc. has been with the System since 2019, over the course of two contract periods.

After discussion, upon motion duly made and seconded, the Board unanimously approved the resolution.

ITEM 5 - PRESIDENT REPORT - FULL WRITTEN SUBMISSION INCLUDED IN THE MATERIALS WITH FEW VERBAL HIGHLIGHTS:

OBSERVANCES:

NYC HEALTH + HOSPITALS OBSERVES WORLD AIDS DAY

Many NYC Health + Hospitals facilities recognized World AIDS Day at the beginning of this month. NYC Health + Hospitals| Jacobi held an all-day observance on Friday, December 6, with panel discussions and a remembrance ceremony. The health care System continues to focus on HIV prevention to end the HIV/AIDS epidemic. Pre-exposure prophylaxis (PrEP) and post-exposure prophylaxis (PEP) are crucial options to strengthen sexual health and wellbeing while reducing risk for HIV infection.

NYC HEALTH + HOSPITALS EMPLOYEE AND FACILITY RECOGNITIONS:

35 NURSES RECOGNIZED AT HEALTH CARE SYSTEM'S NURSING EXCELLENCE AWARDS

NYC Health + Hospitals honored 35 nurse professionals from across the health care System as part of its annual Nursing Excellence Awards. The honorees were selected from 624 nominations and include nurses from each of the systems' facilities and clinical service lines, including acute care, Post-Acute, correctional health services, community care, and Gotham Health.

NEW YORK ACADEMY OF MEDICINE INDUCTS THREE HEALTH SYSTEM LEADERS

The prestigious New York Academy of Medicine (NYAM) inducted three of the health system's leaders to become Fellows. Kinta Alexander MD, NYC Health + Hospitals/Harlem, Infection Preventionist, Kim Mendez, System Chief Information Officer, and Wendy Wilcox, MD, System Chief of Women's Health joined a long list of distinguished leaders and innovators in public health.

FOUR HEALTH SYSTEM HOSPITALS NAMED TO U.S. NEWS & WORLD REPORT 2025 BEST HOSPITALS FOR MATERNITY CARE

Four hospitals were recognized by U.S. News & World Report as a 2025 High Performing hospital for Maternity Care: NYC Health + Hospitals/Bellevue, Elmhurst, Lincoln, and Woodhull. All 11 of NYC Health + Hospitals' acute care facilities have been designated as Baby-Friendly

hospitals by Baby-Friendly USA for maintaining high rates of breastfeeding.

NYC HEALTH + HOSPITALS RECOGNIZED NATIONALLY FOR HYPERTENSION, DIABETES, AND CHOLESTEROL CONTROL

Four NYC Health + Hospitals sites were recognized by Million Hearts, a national initiative co-led by the Centers for Disease Control and Prevention (CDC) and the Centers for Medicare & Medicaid Services (CMS), as 2024 Hypertension Control Champions. The sites - NYC Health + Hospitals| Elmhurst; NYC Health + Hospitals| South Brooklyn Health; NYC Health + Hospitals| Gotham Health, Belvis; and NYC Health + Hospitals| Gotham Health, Cumberland.

Twenty-two of the health System's primary care sites, all 11 hospitals, and 11 primary care sites received the "2024 Target: BP Gold" + award.

Twenty-three of the health System's primary care sites also received the "2024 Type 2: Diabetes Gold" award. Twenty-three primary care sites also received the "2024 Check. Change. Control. Cholesterol" Gold award.

HUMANITARIAN RESPONSE AND NYC CARE:

RESPONDING TO THE HUMANITARIAN CRISIS - SERVICES FOR ASYLUM SEEKERS

NYC Health + Hospitals remains at the forefront of New York City's efforts to assist asylum seekers. The System currently operates 12 Humanitarian Emergency Response and Relief Centers (HERRCs) across the City.

The case management teams, which began meeting with humanitarian center guests in October 2023, have now held approximately 800,000 exit planning meetings, providing meetings to 99% of guests currently living in the facilities. This proactive, community-guided case management effort has helped asylum seekers identify needs and set goals to leave the city shelter system and connected them to the appropriate legal, medical, and social services. With the help of the case managers, over 70% of eligible adults have now completed or been approved for work authorization.

ARTS IN MEDICINE

NEW EXHIBITION FOCUSED ON DANCE AND MUSIC THERAPY ON RIKERS

Bringing It Back: The Impact of Creative Arts Therapy at Rikers & Beyond debuted at Carnegie Hall on Thursday, November 21. It offered an inside look at dance/movement and music therapy for people in custody on Rikers Island. The exhibition also featured original art, music, and written compositions by participants in NYC Health + Hospitals| Correctional Health Services' (CHS) Creative Arts Therapy program.

ARTWORK FEATURING HISTORIC PHOTOS OF EAST HARLEM RESIDENTS AND THE YOUNG LORDS INSTALLED IN NYC HEALTH + HOSPITALS/METROPOLITAN FLOODWALL

NYC Health + Hospitals, the NYC Economic Development Corporation, and the NYC Department of Cultural Affairs announced the installation of new artwork featuring historic photography that celebrates life in El Barrio in the 1960s-70s embedded in a floodwall surrounding NYC Health and Hospitals/Metropolitan in East Harlem.

NYC HEALTH + HOSPITALS/COLER UNVEILS NEW COMMUNITY MURAL

NYC Health + Hospitals unveiled a new mural as part of the Community Mural Project run by the health system's Arts in Medicine department. The new mural, *Fable Vine* at NYC Health + Hospitals| Coler, was developed by artist Christina Forrer.

HEALING FOR ALL MURAL UNVEILED NYC HEALTH + HOSPITALS/JACOBI

Healing for All at NYC Health + Hospitals/Jacobi was developed by artist Ebony Bolt through a series of focus groups with community members, staff, and patients and brought to life at a paint party where the community was invited to paint the mural together.

1973 BOLOTOWSKY MURAL INSTALLED AT NYC HEALTH + HOSPITALS/LINCOLN

Ilya Bolotowsky's *Untitled* (1973) has been newly re-installed in the lobby of NYC Health + Hospitals| Lincoln, with its massive dimensions of 72 x 164. This piece will bring a new sense of calm and welcoming for staff and patients receiving care at Lincoln. Abstract art has been proven to reduce stress and promote well-being.

HEALTH SYSTEM AND FACILITY ANNOUNCEMENTS:

NYC HEALTH + HOSPITALS UPGRADES TO STATE-OF-THE-ART MEDICATION MANAGEMENT TECHNOLOGY

NYC Health + Hospitals announced a multi-million-dollar upgrade of a new, state-of-the-art medication management technology in its hospitals, which dispense over 22 million medication doses a year to patients.

DCAS AND NYC HEALTH + HOSPITALS CELEBRATE COMPLETION OF \$8.2 MILLION ENERGY EFFICIENCY UPGRADE AT QUEENS HOSPITAL

NYC Health + Hospitals and the Department of Citywide Administrative Services announced the completion of a large-scale energy efficiency upgrade at NYC Health + Hospital| Queens.

**SPECIALIZED SURGERY AT NYC HEALTH + HOSPITALS/ELMHURST
ALLOWS PATIENT TO REGAIN USE OF HIS HAND**

Harry Perks was unable to use his right hand for 10 years. His hand was stuck in a bent position, a condition called spasticity. Perks had already undergone physical and occupational therapy, as well as a series of Botox injections at NYC Health + Hospitals| Woodhull that improved mobility in his left hand and lower extremities, but his right hand remained unchanged.

In February of this year, Perks underwent a selective neurectomy combined with tendon lengthening surgery at NYC Health + Hospitals| Elmhurst. After the surgery and months of occupational therapy, Perks can now shower, dress, and feed himself. He can also use his laptop, which keeps him connected to his friends and the world.

NYC HEALTH + HOSPITALS CELEBRATES COMPLETION OF FLOODWALL AT NYC HEALTH + HOSPITALS/METROPOLITAN

NYC Health + Hospitals, New York City Economic Development Corporation (NYCEDC), and community stakeholders celebrated the ribbon cutting of a new flood protection system at NYC Health + Hospitals/Metropolitan in East Harlem.

METROPLUS HEALTH UPDATES:

METROPLUSHEALTH INCREASES BREAST CANCER SCREENING RATES AMONG NEW YORKERS

In 2024, MetroPlus Health achieved a significant milestone in its efforts to improve breast cancer screening (BCS) rates across New York City, reporting an average year-over-year increase of 5% in documented claims through August.

EXTERNAL AFFAIRS UPDATE

City: The City's Preliminary Budget is slated to be released on January 16, 2025.

Federal: There is a federal Continuing Resolution to fund the government through December 20th. Congress must act on the Continuing Resolution this week and address a few expiring provisions, including those that allow expanded use of telehealth and continue the delay of the Medicaid DSH cuts before the end of the year.

Community Affairs: The Council of CABs had a holiday party during their Council of CABs meeting on December 3rd.

BOARD DISCUSSION

Dr. Katz expressed his gratitude and appreciation to the Board for their ongoing support. Ms. Rowe-Adam also highlighted the strong collaboration between the staff and the Board, emphasizing the importance of maintaining such a positive and open relationship moving forward.

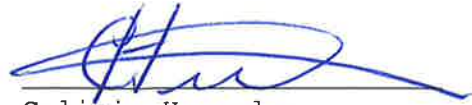
COMMITTEE AND SUBSIDIARY REPORTS

Mr. Pagán noted that the Committee and subsidiary reports were included in the e-materials for review and are being submitted into the record. Mr. Pagán welcomed questions or comments regarding the reports.

OLD BUSINESS/NEW BUSINESS

ADJOURNMENT

Hearing no old business or new business to bring before the New York City Health + Hospitals Corporation Board of Directors, the meeting was adjourned at 3:41 P.M.



Colicia Hercules
Corporate Secretary

COMMITTEE REPORTS

December 2, 2024

AUDIT COMMITTEE MEETING TALKING POINTS

As Reported by: Mr. Jose Pagán

Committee Members Present: Jose Pagán, Dr. Mitchell Katz, Ms. Freda Wang; Anita Kawatra joined at 10:43 - and Sally Hernandez-Piñero listening in a

The meeting was called to order by Mr. Jose Pagán, Committee Chair at 10:08am.

Mr. Jose Pagán requested a motion to adopt the minutes of the Audit Committee meeting held on October 22, 2024. A motion was made and duly seconded with all in favor to adopt the minutes.

Mr. Jose Pagán proposed a motion to convene an executive session to discuss confidential and privileged matters that may be related to anticipated or actual litigation, as well as certain personnel matters. A motion was made and seconded with all in favor.

The Committee reconvened in open session at 10:20am.

Mr. Jose Pagán noted that the Committee is now in open session and next on the agenda will be the presentation of the FY-2024 Financial Audit Management Representation Letter by Ms. Maria Tiso of KPMG.

KPMG Update

Ms. Tiso lead audit partner introduced her colleague Mr. Ryan Santonacia Managing Director on the account. She stated that they came to the audit committee meeting on October 22, 2024 to present the required communications and the results of their June 30, 2024 audit. She stated that she did present one of the comments, which was considered a material weakness. She mentioned that there were various other comments Grant Thornton had issued in their FY-2023 management representation letter which is not included in this management representation letter because they have all been remediated and there was no need to include those in the management representation letter for this year.

Ms. Tiso then turned it over to Mr. Santonacia so he could give a high-level summary. Mr. Santonacia stated as Maria had previously mentioned, we had identified material weakness relating to the accounting for actuarial determined liabilities, there were two audit adjustments that were identified during the FY-2024 audit. First, the pension liability and the OPEB liability, which resulted in approximately \$324 million-dollar audit adjustment. The observation as a result of the audit adjustment was related to ensuring that review controls over the recognition of both the pension and post retirement liabilities as well as their related deferred inflows and outflows were not properly designed to meet the intended precision level for actuaries changes in a given year. As noted it resulted in approximately \$324 million reduction to the deferred inflows which increased or which reduced the net deficit from approximately 2.5 billion

to 2.2 billion as an opening balance sheet adjustment as of June 30, 2023. Our recommendation was for management to refine their review controls over the actuarial determined liabilities for both pension and OPEB ensuring that there is a continuous communication with the actuaries to ensure that matters are addressed in a timely matter as well as communication with their auditors to ensure that the accounting treatment is appropriately accounted for. H+H management has provided their response to KPMG recommendation.

Mr. Santonacia asked if there were any questions?

Mr. David Guzman stated on behalf of H+H management in our response we currently have established processes to assess the information provided by the New York City Actuary's Office prior to the documentation of pension and OPEB liabilities. However, due to the fact that the fundamental Actuarial processes and calculations are beyond New York City Health and Hospital's control, there is a necessary reliance on that data. In FY-2024 New York City Health and Hospital's Management effectively identified discrepancies in the data that it received from New York City Actuary's Office, which were brought to the attention of the New York City Actuary's Office. Prompting appropriate root cause analysis and subsequent corrections. Consequently, New York City Health and Hospital's Management is optimistic that its processes can be enhanced moving forward by conducting annual meetings with the New York City Actuary's Office. These meetings will focus on reviewing the current year's actuarial calculations. Thereby aiming for more timely identification and resolution of any potential calculation errors and actually determined figures in the future should they occur.

Mr. Guzman ask if there were any Questions?

Ms. Wang responded that she had a couple questions for KPMG.

Ms. Wang asked, so the findings and the audit adjustments were from prior years activity? So, this year we just heard from Mr. Guzman that they had looked at it and correct it right?

Ms. Tiso responded, correct, it was an opening balance adjustment, so those two adjustments were relating to the prior years. For the current year, they were adjusted.

Ms. Wang, partly it sounds like having found that they had some great information in so setting that process in place will prevent this from happening.

Ms. Tiso responded hopefully when we come back for the audit that finding will be remediated and would not be included in the management representation letter anymore.

Ms. Wang responded terrific and the findings just we do not have to go from material downgrade, we can go from material to gone.

Ms. Tiso responded right as long as it is been remediated.

Ms. Tiso responded each finding stands on its own for each particular year.

Ms. Wang responded the reason for it being material is just because of the material amount of the balance.

Ms. Tiso responded exactly, I mean obviously we would have still had a finding, but I guess if the amount was below our materiality, we may have been able to get to a significant deficiency, but we could not get there with the magnitude of both adjustments.

Mr. Santonacia responded yes, individually each would have been below what would have been our determined materiality, but they both flow in the same direction and when you aggregate them that is what raises the level of material weaknesses because they were going both in the same direction.

Ms. Wang responded, right terrific, David and James, you guys have established now a process with the Actuaries? Obviously, we have to rely on the data from the Actuary, we are not going to do our own actuarial assessment just paying attention to our pieces and you will have a conversation with them.

Mr. Guzman responded that is correct for every year.

Ms. Wang stated great news, that all the other findings we had, have been remediated, so hopefully this will be the last one we see. Thank you.

Mr. Jose Pagán responded, thank you so much for your time.

So next we have an action item to consider for consideration. Ms. Patsos, please read the resolution for the record and proceed with the presentation.

Resolution

Ms. Patsos read the resolution:

The Office of Corporate Compliance is seeking the resolution authorizing New York City Health and Hospitals Corporation (the "System") to execute a contract with Coalfire Systems Inc for HIPAA Risk Analysis services at a not to exceed amount of \$7 million for a contract term of three years and two renewal options, exercisable at the discretion of the System.

Ms. Patsos stated that the HIPAA Risk Analysis is an enterprise-wide project that examines the privacy and security of the System's protected health information (PHI), including electronic protected health information (ePHI). The risk assessment/analysis services are required by the US Department of Health and Human Services Office for Civil Rights (OCR). The System lacks sufficient internal resources to conduct an enterprise-wide HIPAA Risk Analysis that meets the OCR's requirements.

Coalfire Systems, Inc., (Coalfire), has been our incumbent vendor since 2019. Their contract expires on December 31, 2024. The current agreement was for three years and had an NTE of \$4 million. The current spend for

this contract is \$3,971,003. A new RFP was issued to identify a well-qualified vendor to conduct the enterprise-wide HIPPA Risk Analysis that meets the OCR's requirements.

The minimum criteria set out in the RFP is that they must have performed risk analysis and security assessment services at a minimum of two different multi facility health care systems. They must be in good standing with HITRUST or hold another equivalent certification. They must have been in business for at least 4 years in business and have a MWBE Utilization Plan, Waiver, or MWBE Certification.

The evaluation committee consisted of the Office of Corporate Compliance, members of EITS, the Office of Legal Affairs, and the CEOs of South Brooklyn Health and in King's County.

The substantive criteria, was broken down as follows:40% for HIPAA /Security Risk Assessment Experience, 30% for Assessment Methodology and Reporting, 15% for Costs, 10% for MWBE and 5% for invoicing.

The procurement process was on 6/11/24-the application to issue a request for proposals was approved by the CRC. The RFP posted to the City Record and sent directly to 4 vendors on 6/28/24. On 7/8/24 the Pre-proposal conference which 12 vendors attended. On 7/25/24, the proposals were due and we received three proposals in response to the RFP. On 9/13/24 two vendors provided vendor presentations and on 9/24/24 the Evaluation Committee submitted their scores and the top scoring proposer was Coalfire.

The vendor performance, as you can see have met their metrics and as have an overall evaluation quality rating of excellence. The vendor Diversity Team set a goal of 10% for this solicitation broken down in the following: 5% for Infrastructure security/penetration testing, 5% for Vendor Risk Assessment.

Coalfire has requested a waiver due to all the software methodologies being used in the proposal are proprietary and all labor and deliverables are self-performed.

Ms. Patsos any questions?

Ms. Freda Wang asked on the required Risk Analysis do other systems self-performed?

Ms. Patsos responded, self-performed is a requirement we do not have the resources to do it. It takes a full year for them to do the entire process which includes doing reviewing on all the Acute Care Hospitals, the SNF, the Diagnostic Human Centers and the Neighborhood Clinics. As well as an enterprise wide focus on things that are policies and procedures, data closet is consistent. So, they break it up into different tasks so that it is spread throughout the year, so we are not doing everything all at once at the end of the year, it does take a full year to do it they have a team of approximately six or seven people who work on it full time.

Ms. Wang asked so it is not reasonable that we would ever have the capacity to do the whole right?

Ms. Patsos responded, no, and we do not have the best expertise they have the best expertise in my opinion on doing this type of project.

Ms. Wang asked, one of the criteria amounts was invoicing?

Ms. Patsos responded that it is a supply chain and procurement that I had development, something every procurement has it.

Ms. Wang replied, that is good.

Ms. Wang asked, for the other proposals, were there any that met the MWBE goal?

Ms. Patsos responded, yes one of them did, they subcontracted part of their work. With Coalfire this would be our 3rd contract with them and they have been granted waivers the other two times as well.

Ms. Wang asked, so that would be why the goal was set? It was possible but two of the three were not able to.

Ms. Patsos responded, right

Ms. Wang because they were self-performed.

Mr. Jose Pagán asked may I ask for a vote for the Resolution, he called on Dr. Mitchell Katz.

Dr. Katz responded yes.

Ms. Wang responded yes.

Ms. Kawatra responded yes

Mr. Jose Pagán approved the resolution.

Mr. Jose Pagán then called on Mr. Joseph O'Keefe to give the Internal Audit update.

Internal Audit Update

Mr. O'Keefe started with the External Audit Update. First is the City Controllers Audit of the Department of Corrections Efforts to Ensure Access to Mental Health Services for Inmates. This audit has been going on for about a year, the audit was stuck on they needed to have a data sharing agreement and how they could look at a sample of prisoner without identifying them. An agreement upon how the audit could be done without identifying the prisoners is now in place.

Second, the Audit of Language Access Services. Mr. O'Keefe stated they are looking at our process for providing interpretive services throughout our facilities. This audit is being done by the New York City Comptroller's Office. We should be coming to the end of this audit fairly soon they have provided a very extensive audit of our programs, which we have provide a large amount of interpretive services throughout the organization.

The last External Audit update is on the B-HEARD Program. We have a small part of this audit that's going on, most of it involves the NYPD and the FDNY. That is where most of this program falls under. We're just providing services to them that audit is going on now.

Mr. O'Keefe does anybody have questions about the External Audits?

Mr. Okeefe reported on the number of Internal Audits activities, we have a total of five audits on our plan for this year. Three of them are in progress and two have not been started yet at this point.

The last item we have is Auxiliary Audits. These are the audits that we have outsourced to the Bonaido Group to provide audits of the Auxiliaries. They are finishing up the last year we did not extend this agreement and we will not be paying for these audits going forward. They are finishing up the last of them and we do not have a set deadline in terms of when they will actually be completed. They are having some difficulty getting information from some of the auxiliaries in order to complete the audit they should be done hopefully soon.

Mr. O'Keefe asked if there are any questions?

Mr. Jose Pagán called on Ms. Catherine Patsos from Corporate Compliance to provide her update.

Corporate Compliance

Ms. Patsos started her presentation on reporting on the Compliance Activities: FY-2026 Risk Assessment, as we had done last year the Office of Corporate Compliance and Internal Audits we are doing a combined Risk Assessment. I met with Mr. O'Keefe, Chief of Internal Audits, senior leadership of the "System" to discuss their goals and objectives and any obstacles, risks in their functional areas that they foresee. In addition, the Compliance and Privacy Officers within the office of Corporate Compliance, and one of the auditors from Internal Audits have sent the Risk Assessment questions to the facilities, CEOs, CFOs, and HIM Directors. The OCC and Internal Audits will present the draft FY-2026 Risk Assessment to the Enterprise Risk and Compliance Committee in February 2025.

Next, we have the Policy and Resource Hub. The Office of Corporate Compliance partnered with the EITS DnA team to develop a Policy and Resource Hub which now houses all the system's Operating Procedures (OP). It is designed to be the location for all types of resource documents (e.g. policies, guides, tip sheets, etc.) The Policy + Resource Hub is now live on the intranet and the OCC and DnA team demonstrated the tool for all OP owners, co-owners and collaborators on October 23rd and 24th. On November 19, 2024, the OCC sent an email to all OP owners, co-owners and collaborators advising them of when their OPs are due for revision. The next phase will be to demonstrate the tool to the facility CEOs and other System leadership

Ms. Wang asked all procedures on the same platform?

Ms. Patsos responded yes, it is searchable from within the documents once the procedures are updated. Right now, they all have tags for potential search terms that would be used to try to find them.

Ms. Wang asked once it's all updated, you can actually just search and find it. That's great.

Ms. Catherine Patsos responded yes.

Ms. Freda Wang asked on the update schedule, is every procedure on the same updates?

Ms. Catherine Patsos responded I do not know if the oldest ones are the 1st unless there is a regulatory reason for updating it sooner, the oldest ones are 20 to 30 years old those are up for revision.

The next slide is on Corporate Compliance Ethics Week. Corporate Compliance and Ethics week was on November 4th - 8th. The Compliance and Privacy Officers hosted tables at each of their facilities to promote Compliance and Ethics and allowed workforce members the opportunity to participate in games and win prizes for correct answers to certain questions.

We also had two sets of webinars, one On Fraud Waste Abuse and one on HIPPA. We had 4,156 attendees at the Fraud Wasted Abuse and we had 5,474 attendees HIPPA webinars. We also gave workforce members an opportunity to enter into a drawing for grand prize if they attended a webinar or completed a quiz with a score of a hundred or the prop puzzles, and they also had to complete their Compliance and HIPPA training. We also promoted our workforce member compliance survey that we do every year to hopefully increase the return rate on those survey. The next thing is the new proposed statewide common participation agreement through the New York Health, the New York E health collaborative which published the statewide common participation agreement.

On September 18, 2024, the New York eHealth Collaborative published the draft proposed Statewide Health Information Network for New York Statewide Common Participation Agreement (SCPA). This Statewide agreement will replace all of the existing health information exchange agreements such as Health Plex which is the HIE the System participate with. It is also part of the State's initiative to update the infrastructure and operations of Shiny, which includes the Department of Health and recent amendments to the Shiny Regulations. The SCPA agreement has several changes from the HIE agreement, so for example participants such as the system would not have as much control over what information or how they share information and it is not clear whether or not we will be required to share behavioral health information or substance abuse disorder with the State. NYeC did provide it for a 30-day comment period, and so the OCC in collaboration with Legal Affairs and Regulatory Affairs submitted comments on October 17. NYeC is still analyzing all the comments and announced on November 22 that it will not be releasing the SCPA on January 1 as it previously planned.

Ms. Patsos, any questions?

Ms. Patsos, If no, then we just have some metrics for the year. The Comparative analysis of compliance cases for 2022, 2023 and 2024, Q4 through 11/14/2024. We are lower in Compliance Reports than last year which is good that we do not have as many violations, but we also want to encourage people to report, there is an upside and downside to that. The next slide shows the Privacy Report Metrics which we are going down steadily over the past few years, that is a good thing.

Mr. Mitchell Katz responded there is a reason for that which is MyChart, I remember when you did a drill down that giving and sending the wrong piece of paper to someone else was like one of the big ones.

Ms. Patsos responded unfortunately that still occurred.

Mr. Mitchell Katz responded Right, but now at least most people can download their own data from MyChart. So, we get fewer requests, so even if you made the same percentage of error, this would go down, right? Because fewer people are asking and that should continue.

Ms. Catherine Patsos responded yes.

Ms. Catherine presented the next slide is on the Issue Types. As you can see Privacy as consistently been the leader and the type of issue reports that we receive. The next slide shows non-privacy cases by case volume by facility, you can see that Bellevue does have considerably more, but it also is a bigger facility.

The next slide is the same thing for Privacy cases. Then we have the Intake Method this is how we receive our report, we do receive a lot of them by email, other office referral and calls but the helpline does represent a large share of how we receive our reports.

Ms. Wang asked for the reason for the hotline percentage of reports did you get a new one?

Ms. Patsos, no we did not get a new one. I would like to attribute that to better education and awareness of the hotline. Finally, the last slide, this shows the Reporter Anonymity and it shows that we are gaining a better healthy reporting culture most reporters are choosing to disclose their identities as opposed to being anonymous, which certainly helps the office of Corporate Compliance investigate their reports because it is difficult to investigate a report when we do not know who the reporter is and cannot get further information from them.

Ms. Catherine Patsos any questions?

Mr. Jose Pagán is there any old or new business?

No, new or old business

Meeting adjourned at 10:47am

Strategic Planning Committee Meeting – December 02, 2024

As Reported by: Dr. José Pagán

Committee members present: Dr. José Pagán, Dr. Mitchell Katz, Freda Wang, Anita Kawatra, Shadi Chamany representing Dr. Michelle Morse – Sally Hernandez-Piñero listening in a virtual capacity.

Dr. José Pagán, called the December 2nd, 2024 meeting of the Strategic Planning Committee (SPC) to order at 11:03 am.

Dr. Pagán noted for the record that Shadi Chamany will be representing Dr. Michelle Morse in a voting capacity.

Dr. Pagán called for a motion to approve the June 10, 2024 minutes of the Strategic Committee meeting.

Upon motion made and duly seconded the minutes of the June 10, 2024 Strategic Planning Committee meeting was unanimously approved.

INFORMATION ITEMS

Deborah Brown, Senior Vice President, External and Regulatory Affairs, presented on the Government Affairs Overview updates that are affecting our System's performance.

City Update

Ms. Brown reported that this is the time of the year for actively planning on all levels. Neither the City nor the budget process have been done.

State Update

Ms. Brown reported that we are actively putting our priorities, both financially and legislatively, on the State side in this dormant period. The cycle is between September and August.

Federal Update

Ms. Brown reported that we continue to advance our priorities, specifically on DSH funding, which is the beginning and the end of our Federal advocacy. We continue to be engaged with the Delegation. Senator Schumer has been very vocal in his support for DSH, and his reassurance that we will not be harmed. We continue to push on Telehealth flexibility, Hospital at Home, and other things that were born out of the COVID crisis.

Dr. Eric Wei, Senior Vice President, Chief Quality Officer reported on FY-25 Q1 (Period Comparison: Jul-Sept 2024 compared to Apr-Jun 2024) Performance:

Positive Trends:

Quality and Outcomes

1. Post-Acute Care (PAC): All Cause Hospitalization rate: **1.8 per 1,000 care days** from 2.0 per 1,000 care days (target: 1.6 per 1,000 care days)
3. Hgb Alc control <8: Improved slightly to **68.8.8%** from 67.8% (revised target: 69%)
4. % Left without being seen in emergency departments (ED): Improved slightly to **4.4%** from 4.7% (target 4.0%)

Financial Sustainability

9. % of Uninsured patients enrolled in health insurance coverage or financial assistance: **77%** from 71% (below target of 90%)
11. Total A/R days per month: **54.4 days** from 64.1 days (target: 45 days)
13. UnPrint: A 5 Year Initiative to Increase Printing Alternative Awareness and Reduce System Printing: Has achieved **100% of deliverables identified at this preliminary phase, representing overall 5% completion**

Care Experience

7. MyChart Activations: **82.4%** from 81.1% (revised target: 84%)

Access to Care

14. Unique Primary Care Patients: **447,583** from 440,411 (target: 405,000)
16. NYC Care: **149,348** from 146,026 (revised target: 150,000)

Stable Trends:

Quality and Outcomes

2. Follow-up appointment kept within 30 days after behavioral health discharge: **remained about the same at 62.3%** from 62.9% (revised target: 88.39%)

Care Experience

6. Ambulatory care experience - Recommended provider office: **remained about the same at 87.4%** from 87.9% (revised target: 88.39%)

Culture of Safety

17. Total Wellness Encounters: **remained about the same at 2,047** from 2,070 (revised target: 1,500)

Financial Sustainability

- 8. Patient Care Revenue/Expenses: **Remained the same at 78.4%** (revised target: 75%)
- 10. % MetroPlus medical spend at NYC Health + Hospitals: **Remained about the same at 40.6%** from 40.2% (target: 45%)

Access to Care

- 27. % Occupancy: **Remained about the same at 73.7%** from 73.6%

Negative Trends: (better than or close to target)

Care Experience

- 5. Inpatient care - overall rating: **66.1%** from 68.4% (about the same as target of: 66.3%)

Access to Care

- 15. # of e-consults: **105,812** from 113,669 (remains better than target of 95,100)

Equity Measures:

Racial & Social Equity Measures

- 18. % of New Physician Hires being underrepresented minority (URM), as follows:

Category	April-June 2024	July-September 2024
Women	40.8%	46.5%
Non-Binary	0%	0%
Asian	19%	21.1%
Black or African American	7.1%	5.2%
Hispanic or Latino	4.7%	2.9%
American Indian or Alaska Native	0%	0.2%
Native Hawaiian or Other Pacific Islander	0%	0%
Unknown Ethnicity	41.7%	47.50%

- 19. # of Equity Lenses Applied to Performance Improvement (PI) Projects with Data:
 - FY24 Q4 (April-June 2024): **147** (well above target of 40)
 - FY25 Q1 (July-September 2024): **20** (*Note: this contains **partial data only** and will be updated in the next reporting quarter*)

FOLLOW-UP ITEMS:

- The Committee expressed an interest in seeing if the State is able to detect the number of patients that will be turning 65 and will not need NYC Care.
- The Committee expressed an interest in seeing a utilization metric for MyChart activations.
- The Committee also noted that it would like to revisit some of the ambiguous metric and the need to redefine NYC Care and e-consults.

Dr. Pagán thanked the presenters.

There being no old business, nor new business, the meeting was adjourned at 12:03 pm.

SUBSIDIARY REPORTS

**MINUTES OF ANNUAL MEETING OF HHC INSURANCE COMPANY, INC.
As Reported by: Dr. Vincent Calamia**

A meeting of the Board of Directors of the HHC Insurance company, ("HHCIC") was held in the 17th floor conference room at 50 Water Street, New York, New York, on the 21st day of November 2024 at 1:00 p.m., pursuant to a notice which was sent to all the Directors of the Company and provided to the public by the Corporate Secretary of the NYC Health + Hospitals. The following Directors were present, constituting a quorum:

Vincent Calamia, M.D.
Mitchell Katz, M.D.
Andrea Cohen, Esq.
James Linhart - representing John Ulberg in a voting capacity

José Pagán - Chair of the NYC Health + Hospitals Board of Directors was also present, along with Board Members Freda Wang, Jackie Rowe-Adams, Patricia Marthone, Anita Kawatra - join 1:24, Erin Kelly representing Anne Williams-Isom, Karen St. Hilaire representing Molly Wasow Park, Shadi Chamany representing Michelle Morse, and James Linhart representing John Ulberg, all in a voting capacity.

Also present were Executive Director David Cheung and Claims Director Christina Alcee, and Mike Batsimm of Aon Insurance Managers (AIM).

Dr. Calamia chaired the meeting which was called to order at 1:22 p.m. The following resolutions were presented to the Board by Dr. Calamia:

1. The minutes of the November 30, 2023 annual meeting. A motion to approve the minutes was made by Ms. Cohen, seconded by Dr. Katz, and approved unanimously.
2. The following were unanimously approved following a motion to approve made by Ms. Cohen, seconded by Dr. Katz:

a. The Election of the following Officers for the HHC Insurance Company, Inc.:

➤	Vincent Calamia, M.D.	President
➤	Machelle Allen, M.D.	Vice-President
➤	Andrea Cohen, Esq.	Secretary
➤	John Ulberg, Jr.	Treasurer

b. The re-appointment of David C. Cheung as the Executive Director of the Company.

c. The appointment of Christina Alcee as Director of Claims of the Company.

- d. The approval of the issuance of primary insurance policies to members of the HHC Physicians Purchasing Group, Inc. in the amount of \$1.3 million per occurrence / \$3.9 million in the aggregate effective January 1, 2006 through December 31, 2025.
- e. The re-appointment of Jo Ellen Cockley of Aon Risk Consultants as the Actuary of the Company.
- f. The appointment of Eric Crossett of KPMG LLP as the company auditor of the financial statements for the year ending December 31, 2024.
- g. The approval of the loan back of premium in an amount up to \$3.0 million to the parent corporation, the NYC Health + Hospitals (the System).
- h. The approval of the Audited Financial Statements as of December 31, 2023.

3. The next item was the approval of the Business Continuity Plan. Upon motion by Ms. Cohen, seconded by Dr. Katz, the motion passed unanimously.

4. The next item was the approval of the disaster response plan. Upon motion by Ms. Cohen, seconded by Dr. Katz, the motion passed unanimously.

Mike Batsimm presented the following five information items:

1. New applications for coverage have been received from 13 Obstetrician/Gynecologists and Neurosurgeons. As of 6/30/2024, there are 284 active physicians in the programs. Primary policies for the current policy year have been issued by the Company. Applications for excess coverage through MMIP were filed for 203 Health + Hospitals physicians, beginning July 1, 2020. All of the 203 excess applications filed for doctors have been deemed eligible to receive excess coverage through the pool. It was determined that during the application process 47 physicians already were covered by the Pool for excess coverage through other hospitals/carriers. There are 11 doctors that are awaiting excess coverage through the Pool because final numbers have not been determined.
2. In 2007, the Company was required to sign up as a Plan or Pool participant of the Medical Malpractice Insurance Pool. The Company opted to be a Pool participant. The June 30, 2024 cession statement from the Pool indicates that the Company has a net equity in the Pool of \$1,720,398. Pages 39 - 41 of the board book further detail the Company's participation. No questions were asked.

3. The June 30, 2024 interim financial statements were reviewed. As of June 30, 2024, HHC Insurance Company has total assets of just under \$100 million. Of that balance, the intercompany receivable of \$96 million is the largest component. There is an MMIP receivable of \$2.8 million. The total liabilities as of September 30, 2023 are \$5.3 million. There were direct reserves of \$1.4 million and MMIP reserves of \$897K. The total net assets as of June 30, 2024 are \$92.8 million. There were no questions.
4. Sedgwick CMS has reported 41 open files and 595 closed files for the underwriting years 2005-2024. Of the closed files, 41 were closed with payment and 554 files were closed without payment.
5. The company business plan has been approved by the Department of Financial Services (DFS), the pre-disaster survey and disaster response plan questionnaires have been filed. The annual Cyber Security certification has been filed. All Regulatory matters are current.
6. There are no outstanding requests or approvals pending from the Department of Financial Services. No additional new business matters were brought up.

ADJOURNMENT:

There being no further business before the Board, the meeting was adjourned at 1:31 p.m.

<p>MINUTES OF ANNUAL MEETING OF THE HHC PHYSICIANS PURCHASING GROUP, INC. As Reported by: Dr. Vincent Calamia</p>
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A meeting of the Board of Directors of the HHC Physicians Purchasing Group, Inc., (hereinafter, the "PPG") was held in the 17th floor conference room at 50 Water Street, New York, New York on the 21st day of November 2024, pursuant to a notice which was sent to all the Directors of the Company and which was provided to the public by the Corporate Secretary of the NYC Health + Hospitals. The following Directors were present, constituting a quorum:

Vincent Calamia, M.D.

Mitchell Katz, M.D.

Andrea Cohen, Esq.

James Linhart - representing John Ulberg in a voting capacity

José Pagán - Chair of the NYC Health + Hospitals Board of Directors was also present, along with Board Members Freda Wang, Jackie Rowe-Adams, Patricia Marthone, Anita Kawatra - join at 1:24, Erin Kelly representing Anne Williams-Isom, Karen St. Hilaire representing Molly Wasow Park, Shadi

Chamany representing Michelle Morse, and James Linhart representing John Ulberg, all in a voting capacity.

Also present were Executive Director David Cheung and Claims Director Christina Alcee, and Mike Batsimm of Aon Insurance Managers (AIM).

The meeting was called to order at 1:31 p.m. by Dr. Calamia. The following resolutions were presented to the Board by Dr. Calamia, and upon motion by Ms. Cohen, seconded by Dr. Katz, were unanimously approved by the Board:

1. Approval of the minutes of the November 30, 2023 annual meeting;
2. The confirmation/acknowledgment of the appointment of the current Board of Directors with the appointment of Dr. Calamia as the Chairman; and,
3. The appointment of the following officers of the HHC Physicians Purchasing Group Inc.:
 - Vincent Calamia, M.D. President
 - Machelles Allen, M.D. Vice-President
 - Andrea Cohen, Esq. Secretary
 - John Ulberg, Jr. Treasurer

INFORMATION ITEMS: Mike Batsimm presented two informational items:

1. The PPG has been registered and approved by the New York State Department of Financial Services to act as a purchasing group within the State. The business of the PPG is to obtain on behalf of its members, who are employees of NYCHHC's affiliates, primary insurance for medical malpractice from the HHC Insurance Company ("HHCHC", a captive insurance company).
2. The physician members of the group have obtained primary medical malpractice insurance coverage in the amount of \$1.3 million per occurrence/\$3.9 million in the aggregate from HHCIC for 2023. Insurance policies have been issued for the PPG by the HHCIC. The members of the PPG have also received excess coverage in the amount of \$1 million per occurrence/\$3 million in the aggregate from MMIP (unless they have coverage through another excess carrier which would then write the excess coverage for the covered physician).

ADJOURNMENT: There being no further business before the Board, the meeting was adjourned at 1:31 p.m.

SUMMARY OF MEETING

HHC ACO INC. BOARD OF DIRECTORS (VIRTUAL)

As Reported by: Matthew Siegler

Members Present: Dr. Mitchell Katz, Dr. Gary Kalkut, Dr. Joan Curcio,
Andrea Cohen, Esq., Nicole Jordan-Martin, Dr. Edward Chew,
Hyacinth Peart, Dr. Warren Seigel

The Board of Directors of HHC ACO Inc. (the "Board"), NYC Health + Hospitals' subsidiary not-for-profit Accountable Care Organization (the "ACO"), convened on December 12, 2024 at 2:02 p.m. Mathew Siegler, Chief Executive Officer of the ACO, called the meeting to accept the FY 2024 Audited Financial Statements, go over the PY 2023 Performance Results and Payment Distribution, review the PY 2024 Shared Savings Forecast, discuss the MSSP Agreement Renewal, and review the ACO's PY 2023 Quality Performance and clinical plan on Reducing Avoidable Admissions.

Upon motion made and duly seconded the minutes of the March 04, 2024 Board meeting was unanimously approved.

The Board considered the following resolution:

Acceptance by the Board of Directors of the ACO of the report of KPMG LLP, the ACO's independent auditors, and the audited financial statements of the ACO for the fiscal year ended June 30, 2024.

The motion was duly seconded and unanimously approved by the Board.

The Board considered the following resolution:

Authorizing the Chief Executive Officer of the ACO to negotiate and execute an amendment to the ACO Participation Agreements and Collaborator Agreements consistent with the distribution methodology set forth in the Proposed 2023 Performance Payment Allocation (Exhibit B).

The motion was duly seconded and unanimously approved by the Board.

Among other matters, the Board discussed the following:

- The ACO's Proposed Board Meetings for 2025.

ADJOURNMENT

There being no old business, nor new business, the meeting was adjourned at 2:34 pm.

MetroPlus Health Plan, Inc.

Board of Directors Meeting Update - Thursday, December 12th, 2024

As Reported By: Sally Hernandez-Piñero

Draft subject to adoption at the next MetroPlusHealth Board of Directors meeting on Thursday, March 27th, 2025.

Sally Hernandez-Piñero, Chair of the Board called the meeting to order at 11:04 A.M.

ADOPTION OF THE MINUTES

The minutes from the Board of Directors meeting held on Thursday, September 19th at 11:00AM were presented to the Board. On a motion by Sally Hernandez-Piñero and duly seconded, the Board adopted the minutes.

ACTION ITEMS

Sally Hernandez-Piñero advised that we begin the meeting by covering the Action Items. A **first** resolution was presented by Vallencia Llyod, Chair for the Customer Experience & Marketing Committee, for Board approval.

*Authorizing the Executive Director of MetroPlus Health Plan, Inc. ("MetroPlus" or the "Plan"), to execute a contract with **Axion Contact Center LLC ("Axion")** for call center after hours and overflow services for an amount not to exceed \$7,500,000 for the total 5-year term of the contract.*

Lila Benayoun, Chief Operations Officer, provided a detailed overview of the Background, RFP Criteria, Selection Process, Evaluation Committee Reconsideration for Axion, Scope of Services and MetroPlusHealth Board Approval Request.

Board Members asked a question regarding calls handled by Axion; Lila Benayoun and Dr. Talya Schwartz, President & CEO, responded. Lila will follow-up with additional information.

There being no further questions or comments, on a motion made by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

A **second** resolution was presented by Frederick Covino, Chair for the Finance Committee for Board approval.

*Authorizing the Executive Director of MetroPlus Health Plan, Inc. ("MetroPlus" or the "Plan"), to execute a contract with **Wakely Consulting Group, LLC, an HMA Company for Medicare and Qualified Health Plan ("QHP") Encounter Data Submission** services for an amount not to exceed \$3,000,000 for the total 5-year term of the contract.*

Lauren Leverich Castaldo, Chief Financial Officer, provided a detailed overview of the Background, Cost, Selection Process, Evaluation Committee Reconsideration for Wakely Consultants and MetroPlusHealth Board Approval Request.

Board Members asked a question regarding WMBE requirements and line of business support; Lauren Leverich Castaldo responded.

There being no further questions or comments, on a motion made by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

A **third** resolution was presented by Frederick Covino, Chair for the Finance Committee for Board approval.

*Authorizing the Executive Director of MetroPlus Health Plan, Inc. ("MetroPlus" or "the Plan") to negotiate and execute a best interest contract with **SourcEdge Solutions, LLC ("SourcEdge") to implement, integrate and license an enterprise data hub solution, for an amount not to exceed \$2,237,000 for the total five-year term of the contract.***

Ganesh Ramratan, Chief Information Officer, provided a detailed overview of the Background, SourcEdge Datachrome Solution, Cost Breakdown and MetroPlusHealth Board Approval Request.

Board Members asked a general question about SourcEdge; Ganesh Ramratan responded.

Board Members asked a question regarding level of coordination between MetroPlusHealth and H+H systems; both Ganesh Ramratan and Dr. Talya Schwartz responded.

There being no further questions or comments, on a motion made by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

A **fourth** resolution was presented by Frederick Covino, Chair for the Finance Committee for Board approval.

*Authorizing the Executive Director of MetroPlus Health Plan, Inc. ("MetroPlus" or the "Plan") **to increase the spending authority for the Electronic Transaction Services, with Availity LLC ("Availity")** for an amount not to exceed, \$750,000 for a total not to exceed contract authority amount of \$1,000,000 for the full term of the contract.*

Ganesh Ramratan, Chief Information Officer, provided a detailed overview of the Background, EDI Cost, Scope of Services and MetroPlusHealth Board Approval Request.

Board Members made a comment regarding transition; Ganesh Ramratan responded.

Dr. Talya Schwartz asked a follow-up question; Ganesh Ramratan responded.

There being no further questions or comments, on a motion made by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

A **fifth** resolution was presented by Frederick Covino, Chair for the Finance Committee for Board approval.

Authorizing the Executive Director of MetroPlus Health Plan, Inc. ("MetroPlus" or the "Plan") to increase the spending authority for the Quest Enterprise Services solution, with Quest Analytics, L.L.C. ("Quest"), in the amount of, \$240,000, for the two new modules and contingency for future modules, for a total not to exceed contract authority amount of \$2,205,000 for the total 5-year terms of the contract.

Lauren Leverich Castaldo, Chief of Finance provided a detailed overview of the Background, Cost, Quest Analytics New Tools which include Network Benchmarking and Provider Claims Insights, Quest Analytics Current Performance and MetroPlusHealth Board Approval Request.

Board Members asked questions regarding the network benchmarking capabilities the state can provide vs. Quest. Lauren Leverich Castaldo and Lila Benayoun responded.

Dr. Schwartz followed up and advised that we would do additional research and bring this resolution to the Board after that research was completed. Therefore, this resolution was tabled by the Board.

A **sixth** resolution was presented by Frederick Covino, Chair for the Finance Committee for Board approval.

MetroPlus Health Plan Inc. ("MetroPlus") seeks the Executive Committee's approval for continuation of the Plan's Cybersecurity Program.

Robert Micillo, Chief Information Security Officer, provided a detailed overview of MetroPlusHealth's Cybersecurity Program which included the Agenda, MetroPlus Cybersecurity Program, What We Protect, New NYS/DFS Cybersecurity Regulation and Timeline, Risks and Reportable Security Events, Annual Security and Privacy Risk Assessment, Cyber Intelligence Tools and Services, Disaster Recover and Business Continuity, Training & Awareness, Program Measurements Inbound Email Defense, Program Measurements Delegated Vendor Portfolio and Cybersecurity Security Posture for Local Competition.

Board Members asked a question regarding staffing; Robert Micillo responded.

There being no further questions or comments, on a motion made by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

A **seventh** resolution was presented by Frederick Covino, Chair for the Finance Committee for Board approval.

Adopting the Annual Operating Budget and Expense Authority of the MetroPlus Health Plan, Inc. (the "Plan"), for Calendar Year 2025.

Lauren Leverich Castaldo, Chief of Finance provided a detailed overview of the FY2025 Budget, FY2025 vs. FY2024 Personnel Services Budget Bridge, FY2025 Personnel Services Budget Divisional Headcount, FY2025 vs, FY2024 Other Than Personnel Services Budget Bridge, FY2025 Capital Expense Proposal, FY2024 Personnel Services Update, 2025 Membership Projection, 2025 Forecast by LOB and FY2025 vs. FY2024 Budgeted Income Statement Comparisons.

Board Members asked various questions and made comments regarding the 2025 Budget; Lauren Leverich Castaldo responded, and Dr. Talya Schwartz further explained.

There being no further questions or comments, on a motion made by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

NEW BUSINESS

2025 Strategy

Sally Hernandez-Piñero, asked that we move on to New Business and Dr. Talya Schwartz, President & CEO begin by discussing the FY2024 Personnel Services Update. Laura Santella-Saccone, Chief Marketing and Brand Officer, went on to present MetroPlusHealth Strategic Framework: Vision, Pillars & Goals and the Phased Approach to Embed Key Actions.

Year End Membership

Sally Hernandez-Piñero asked that we move on to the Year End Membership Update, Roger Milliner, Chief Growth Officer, began by presenting the 2024 Membership Performance by Lines of Business and then Lila Benayoun, Chief Operations Officer spoke to the Regulatory Update.

1 Year Follow-Ups

Accenture

Sally Hernandez-Piñero asked that we move on to a provide 1 Year Follow-Up on Accenture. Kathy Leonard, Deputy Chief Information Officer presented on Accenture Contract Overview for Project Edge, The CPS Migration Program, Accenture Contract Summary, Accenture's Pivotal Role, Key Deliverables Delivered to Date and Value Delivered to Date.

Prager/Bellweather

Sally Hernandez-Piñero asked that we move on to a provide 1 Year Follow-Up on Prager/Bellweather, Laura Santella-Saccone, Chief Marketing and Brand Officer, went on to present Brand Consideration Growth, Brand Considerations Effect on Enrollment, ROI Financial Analysis All Media, Brand Campaign and Marketing Strategy, Sample Creative Essential Plan Digital, social media and Sample Creative Call Only Ads.

Executive Session

Sally Hernandez-Piñero called Executive Session at 1:00PM and it concluded at 1:44PM.

Annual Public Meeting

The Annual Meeting was called to order. The record reflects that no one reached out to request information to participate and therefore, no one outside of MetroPlusHealth signed on to the Annual Public Meeting. Dr. Schwartz provided a short summary statement on MetroPlus operations, and the Annual Public meeting was concluded.

There being no further business, Sally Hernandez-Piñero adjourned the meeting at 1:46 P.M.



*Mitchell H. Katz, MD
NYC HEALTH + HOSPITALS - PRESIDENT AND CHIEF EXECUTIVE OFFICER
REPORT TO THE BOARD OF DIRECTORS
December 19, 2024*

OBSERVANCES

NYC HEALTH + HOSPITALS OBSERVES WORLD AIDS DAY

Many NYC Health + Hospitals facilities recognized World AIDS Day at the beginning of this month. NYC Health + Hospitals/Jacobi held an all-day observance on Friday, December 6, with panel discussions and a remembrance ceremony.

The health care System continues to focus on HIV prevention to end the HIV/AIDS epidemic. Pre-exposure prophylaxis (PrEP) and post-exposure prophylaxis (PEP) are crucial options to strengthen sexual health and wellbeing while reducing risk for HIV infection. PrEP and PEP are accessible to all individuals at low or no cost regardless of insurance or immigration status. PrEP is offered at Primary Care and Women's Health clinics in addition to the System's HIV clinics and Pride Centers.

NYC Health + Hospitals has successfully engaged and treated thousands of HIV patients. Of the over 12,000 patients with HIV who engaged in primary care at NYC Health + Hospitals over the past 12 months, 98% were on antiretroviral therapy and 88% had suppressed viral loads. The health System tested over 201,000 people for HIV in 2023, with less than 1% testing positive. NYC Health + Hospitals has one third of the State's Designated AIDS Centers, which offer uninterrupted access to antiretroviral therapy (ART) and routine care through virtual care appointments, 90-day ART supply, and special clinic-based outreach programs.

NYC HEALTH + HOSPITALS EMPLOYEE AND FACILITY RECOGNITIONS

35 NURSES RECOGNIZED AT HEALTH CARE SYSTEM'S NURSING EXCELLENCE AWARDS

This past Tuesday NYC Health + Hospitals honored 35 nurse professionals from across the health care system as part of its annual Nursing Excellence Awards. The honorees were selected from 624 nominations and include nurses from each of the systems'

facilities and clinical service lines, including acute care, post-acute, correctional health services, community care, and Gotham Health. 25 nurses were recognized for Excellence in Clinical Nursing, and 5 nurses were recognized systemwide for their efforts in leadership, volunteering, education and mentorship, home or ambulatory care, and technology and innovation. Another 5 nurses received the DAISY Award for Nurses Advancing Health Equity, created by the DAISY Foundation to honor nurses who go above and beyond in caring for patients and families who are disadvantaged demographically, psycho-socially, or economically. The fifth annual Structural Empowerment Award was presented to the nursing leadership and staff at NYC Health + Hospitals/Queens for their commitment to achieving higher performance levels, including increases in certification rates and other notable metrics.

NEW YORK ACADEMY OF MEDICINE INDUCTS THREE HEALTH SYSTEM LEADERS

On December 9, the prestigious New York Academy of Medicine (NYAM) inducted three of the health system's leaders to become Fellows. Kinta Alexander MD, NYC Health + Hospitals/Harlem, Infection Preventionist, Kim Mendez, System Chief Information Officer, and Wendy Wilcox, MD, System Chief of Women's Health joined a long list of distinguished leaders and innovators in public health. Prospective Fellows are nominated by their colleagues in the field, and then selected by the Academy. The Academy has nearly 2000 Fellow and Members among its ranks.

The New York Academy of Medicine was founded in 1847 to serve as a leading voice in public health at a time when many Americans were suffering. Throughout its distinguished history, NYAM has fought to break down systems that perpetuate health inequities and barriers that prevent communities from achieving good health.

FOUR HEALTH SYSTEM HOSPITALS NAMED TO U.S. NEWS & WORLD REPORT 2025 BEST HOSPITALS FOR MATERNITY CARE

Four hospitals were recognized by U.S. News & World Report as a 2025 High Performing hospital for Maternity Care: NYC Health + Hospitals/Bellevue, Elmhurst, Lincoln, and Woodhull. U.S. News evaluated 817 hospitals from across the United States, and only half of all hospitals evaluated for its 2025 ratings edition were recognized as Best Hospitals for Maternity Care. The award's methodology is based on objective measures of quality, such as C-section rates in lower-risk pregnancies, severe unexpected newborn complication rates, exclusive breast milk feeding rates, birthing-friendly practices and reporting on racial/ethnic disparities, among other measures.

All four hospitals were recognized for avoiding unnecessary C-sections and achieving above-average rates of Vaginal Birth After Cesarean. While C-sections are sometimes necessary, they should be avoided when possible since they can lead to serious complications, including infections, bowel or bladder injury, hysterectomy, rupture of the uterus, and problems with the placenta in future pregnancies.

All 11 of NYC Health + Hospitals' acute care facilities have been designated as Baby-Friendly hospitals by Baby-Friendly USA for maintaining high rates of breastfeeding. Breastfeeding helps infants by reducing their risk of several health conditions, including asthma, obesity, and type 1 diabetes. Breastfeeding also benefits mothers, reducing their risk of high blood pressure, type 2 diabetes, and ovarian and breast cancers.

NYC HEALTH + HOSPITALS RECOGNIZED NATIONALLY FOR HYPERTENSION, DIABETES, AND CHOLESTEROL CONTROL

Four NYC Health + Hospitals sites were recognized by Million Hearts, a national initiative co-led by the Centers for Disease Control and Prevention (CDC) and the Centers for Medicare & Medicaid Services (CMS), as 2024 Hypertension Control Champions. The sites - NYC Health + Hospitals/Elmhurst; NYC Health + Hospitals/South Brooklyn Health; NYC Health + Hospitals/Gotham Health, Belvis; and NYC Health + Hospitals/Gotham Health, Cumberland - were able to achieve blood pressure control for at least 80% of their adult patients with hypertension. Only six sites in New York State received this award in 2024, and a total of 25 sites in New York State have ever earned the recognition. Hypertension, or high blood pressure, is a leading contributor to heart disease and stroke, affecting millions of adults across the United States.

In addition, the American Heart Association (AHA) recognized several sites across NYC Health + Hospitals with awards for diabetes, cholesterol, and hypertension control. Twenty-two of the health System's primary care sites, all 11 hospitals, and 11 primary care sites received the "2024 Target: BP Gold" + award, the highest distinction, for achieving blood pressure control for at least 70% of their patients. Twenty-three of the health System's primary care sites also received the "2024 Type 2: Diabetes Gold" award, the highest achievement, for having met thresholds for diabetes control and cardiovascular disease risk factors, hypertension, and cholesterol management. The twenty-three primary care sites also received the "2024 Check. Change. Control. Cholesterol" Gold award for having at least 70% of their adult patient population at risk of cardiovascular disease on statin therapy.

HUMANITARIAN RESPONSE AND NYC CARE

RESPONDING TO THE HUMANITARIAN CRISIS - SERVICES FOR ASYLUM SEEKERS

NYC Health + Hospitals remains at the forefront of New York City's efforts to assist asylum seekers. We currently operate 12 Humanitarian Emergency Response and Relief Centers (HERRCs) across the City, providing housing, support and dedicated services to approximately 20000 guests, the majority of whom are families with children. We also continue to provide all new arrivals a warm welcome at the City's Arrival Center, which serves as the initial point of contact for all asylum seekers and provides immediate healthcare services, including screenings for communicable diseases, urgent care, behavioral health evaluations, and vaccinations.

Our case management teams, which began meeting with humanitarian center guests in October 2023, have now held approximately 800,000 exit planning meetings, providing meetings to 99% of guests currently living in our facilities. This proactive, community-guided case management effort has helped asylum seekers identify needs and set goals to leave the city shelter system and connected them to the appropriate legal, medical, and social services. With the help of our case managers, over 70% of eligible adults have now completed or been approved for work authorization.

Thanks to the City's successful management of this crisis and the support we have provided guests to leave the City's care, in the coming months we will begin drawing down the scope of our humanitarian center operations. Our two largest tent-based shelter sites at Floyd Bennett Field and Randall's Island will be closing on January 15 and February 28, respectively. While we are winding down services at these locations, we remain committed to the health and wellbeing of all asylum seekers in the City's care and providing meaningful opportunities for them to take meaningful steps towards stability and success.

NYC HEALTH + HOSPITALS' NYC CARE, NEW YORK STATE OF HEALTH PARTNER ON ESSENTIAL PLAN EXPANSION WEBINAR FOR DACA RECIPIENTS

NYC Health + Hospitals' NYC Care program launched an informational virtual webinar series, "Health Insurance for DACA Recipients & Other Immigrants" in English and Spanish, in partnership with New York State of Health. New York State of Health's NYC Director of Outreach and Community Affairs led the presentations which were held on Thursday, December 5th from 10AM-11AM and 1PM-2PM, respectively. NYC Care's Community Affairs team leveraged its community-based partners to ensure the event reached its intended turnout, while also partnering with other agencies including the Mayor's Office of Immigrant Affairs and the Mayor's Public Engagement Unit to broaden its reach. The webinar continues the agency's commitment to connecting underserved communities to health care.

NYC CARE PARTNERS WITH CONSULATE GENERAL OF MEXICO IN NEW YORK, MET COUNCIL, AND MULTI-ETHNIC ALLIANCE OF NEW YORK ON HEALTH CARE ACCESS PRESENTATIONS

NYC Health + Hospitals' NYC Care program launched a health care outreach pop-up in partnership with NYC Care community partners Met Council, Multi-Ethnic Alliance of New York (MANY) and the Consulate General of Mexico in New York. The pop-up event in Sunset Park, Brooklyn is part of a long-standing collaboration between Met Council's Benefits Access team and the mobile office ("Consulado Sobre Ruedas") of the Consulate General of Mexico in New York convened at the host organization, MANY. In addition to access to NYC Care, the partnership allows New Yorkers seeking consular services in neighborhoods across the City to be connected to a 'one-stop-shop' of services provided by Met Council, including SNAP enrollment (formerly known as food stamps), health insurance enrollment (e.g., Medicaid), Crisis Intervention (e.g., eviction prevention), and Family Violence. Met Council staff conduct hourly presentations covering general information about NYC Care, while disseminating outreach materials and providing in-language assistance to those who are interested in initiating the enrollment process. The consulate will provide additional details about next month's collaboration with NYC Care at its site.

ARTS IN MEDICINE

NEW EXHIBITION FOCUSED ON DANCE AND MUSIC THERAPY ON RIKERS

Bringing It Back: The Impact of Creative Arts Therapy at Rikers & Beyond debuted at Carnegie Hall on Thursday, November 21. It offered an inside look at dance/movement and music therapy for people in custody on Rikers Island. *Bringing It Back* showcases video footage and photographs of creative arts therapy sessions in New York City jail facilities, the first such recordings to be made available to the public. The exhibition also featured original art, music, and written compositions by participants in NYC Health + Hospitals/Correctional Health Services' (CHS) Creative Arts Therapy program – the oldest and largest jail-based arts therapy program in the nation – alongside complementary selections from NYC Health + Hospitals' extensive Arts in Medicine collection.

ARTWORK FEATURING HISTORIC PHOTOS OF EAST HARLEM RESIDENTS AND THE YOUNG LORDS INSTALLED IN NYC HEALTH + HOSPITALS/METROPOLITAN FLOODWALL

On Tuesday, December 3, NYC Health + Hospitals, the NYC Economic Development Corporation, and the NYC Department of Cultural Affairs announced the installation of new artwork featuring historic photography that celebrates life in El Barrio in the 1960s-70s embedded in a floodwall surrounding NYC Health and Hospitals/Metropolitan in East Harlem. The artwork, *Joy, Love and*

Resistance in El Barrio (2024) by artist Miguel Luciano, features historic, celebratory images of East Harlem residents by renowned photographer Hiram Maristany (1945-2022), a lifelong resident of East Harlem, a founding member of the Young Lords, and their official photographer. The Young Lords were a group of Puerto Rican activists in New York City in the 1960's and 70's. The group was outspoken in their activism against health disparities, calling for better access to tuberculosis screening, improved sanitation, free breakfast for children, and safe reproductive care, among other issues. As a tribute to Maristany's legacy, Luciano reinterprets his historic photographs in a series of graphic compositions that introduce color, light, and reflective surfaces that invite the community to see itself reflected in this history, through moments of joy, compassion, resilience, and resistance. Both Luciano and Maristany have works in the collections of major museums including The National Gallery of Art and The Smithsonian American Art Museum, and works from both artists are currently featured in the exhibition *Shifting Landscapes* at The Whitney Museum of American Art.

NYC HEALTH + HOSPITALS/COLER UNVEILS NEW COMMUNITY MURAL

NYC Health + Hospitals unveiled a new mural as part of the Community Mural Project run by the health system's Arts in Medicine department. The mural, *Fable Vine* at NYC Health + Hospitals/Coler, was developed by artist Christina Forrer through a series of focus groups with residents, staff, and community members and brought to life at a paint party where the community was invited to paint the mural together. The mural design process incorporated a creative aging approach, which emphasizes the importance of integrating arts and cultural programming into the quality of life for residents.

Artist Christina Forrer brings together diverse artistic traditions in this vibrant community mural. Inspired by the frescos of her Swiss upbringing and the intricate needlework of 19th-century American samplers, *Fable Vine* flows into a garden of pattern and color. She infused the artwork with flowers, plants, and animals – both realistic and abstract – reflecting the warmth and diversity of the Coler community. Additional artworks co-curated by Forrer and focus group participants surround the mural, extending the beauty of nature throughout the space. These pieces, created by Coler residents Jean Jacques Anthony and Yvonne Smith alongside artists from the Arts in Medicine collection, such as Nancy Graves, Ansel Adams, Kyu-Baik Hwang, and E.A. Seguy, transform the corridor into an immersive and welcoming space, brightening the hallway for residents, staff, and visitors alike.

HEALING FOR ALL MURAL UNVEILED NYC HEALTH + HOSPITALS/JACOBI

Healing for All at NYC Health + Hospitals/Jacobi was developed by artist Ebony Bolt through a series of focus groups with community members, staff, and patients and brought to life at a paint party where the community was invited to paint the mural together.

Healing for All stands as a tribute to the Jacobi community, honoring the endless dedication of healthcare workers. From healthcare workers performing various essential functions to community members like patients and caregivers, the mural offers a rich narrative of inclusion and support. Each figure, despite lacking facial features, powerfully conveys diversity in culture, gender, and age. Through thoughtful details in clothing, posture, and hair, the artist has created figures that resonate with a wide audience, inviting viewers to see themselves reflected in one or more of the characters. The presence of fruit throughout the mural serves as a visual reminder of the importance of food in sustaining good health, subtly encouraging viewers to consider the role of nutrition in their wellbeing. Accompanying the mural is an audio component featuring voices from the healthcare community. These recordings offer words of encouragement and share inspiring stories drawn from the daily lives of those who work at the hospital, adding an auditory layer to the mural's visual celebration of healing and community.

1973 BOLOTOWSKY MURAL INSTALLED AT NYC HEALTH + HOSPITALS/LINCOLN

Ilya Bolotowsky's *Untitled* (1973) has been newly re-installed in the lobby of NYC Health + Hospitals/Lincoln, with its massive dimensions of 72 x 164. This piece will bring a new sense of calm and welcoming for staff and patients receiving care at Lincoln. Abstract art has been proven to reduce stress and promote well-being.

HEALTH SYSTEM AND FACILITY ANNOUNCEMENTS

NYC HEALTH + HOSPITALS UPGRADES TO STATE-OF-THE-ART MEDICATION MANAGEMENT TECHNOLOGY

Earlier this month, NYC Health + Hospitals announced a multi-million-dollar upgrade of a new, state-of-the-art medication management technology in its hospitals, which dispense over 22 million medication doses a year to patients. The centralized, cloud-based Omnicell equipment interfaces with the medical record and purchasing systems, while automating critical pharmacy processes associated with storing, tracking, packaging, and dispensing medication. The system uses barcode scanning and patient profiles, among other safety features, to decrease medication errors, which - according to the Agency for Healthcare Research and Quality - are one of the most common causes of patient harm and can occur at any time during the medication administration process. When the upgrade

is complete, these advanced medication carousels, automated dispensing cabinets, anesthesia, and IV workstations will be installed throughout the health system.

In addition, the technology supports more precise inventory management by dispensing medication based on expiration date, identifying areas with low stock in real time, and optimizing the availability of medication on nursing units. It also allows nurses to submit medication requests from any workstation in the hospital, enabling them to access medications more quickly and spend more time with patients.

DCAS AND NYC HEALTH + HOSPITALS CELEBRATE COMPLETION OF \$8.2 MILLION ENERGY EFFICIENCY UPGRADE AT QUEENS HOSPITAL

NYC Health + Hospitals and the Department of Citywide Administrative Services announced the completion of a large-scale energy efficiency upgrade at NYC Health + Hospital/Queens. The project marks the latest milestone in both agencies' ongoing efforts to optimize energy use and decarbonize building operations by implementing technologies that reduce energy consumption and greenhouse gas emissions. These upgrades enhance the hospital's sustainable infrastructure and heating, ventilation, and air conditioning systems, creating a healthier environment for patients and staff while transforming the facility into a greener, more energy-efficient healthcare hub.

The \$8.2 million energy project is expected to save 1.4 million kWh of electricity and 218,000 therms of natural gas annually, cutting greenhouse gas emissions by approximately 1,500 metric tons of CO₂e per year—equivalent to removing the emissions of over 300 cars. Additionally, these upgrades will generate more than \$400,000 in annual energy savings.

SPECIALIZED SURGERY AT NYC HEALTH + HOSPITALS/ELMHURST ALLOWS PATIENT TO REGAIN USE OF HIS HAND

Harry Perks was unable to use his right hand for 10 years, the result of a drug overdose that had deprived his brain of oxygen for three and a half minutes. His hand was stuck in a bent position, a condition called [spasticity](#). He was unable to feed, bathe, or dress himself, and it was difficult to grip his walker. Perks had already undergone physical and occupational therapy, as well as a series of Botox injections at NYC Health + Hospitals/Woodhull that improved mobility in his left hand and lower extremities, but his right hand remained unchanged.

In February of this year, Perks underwent a selective neurectomy combined with tendon lengthening surgery at NYC Health +

Hospitals/Elmhurst. The 3-hour procedure involves cutting nerve branches that contribute to the uncoordinated motion and excess tone of the contracted muscles, diminishing these abnormalities and improving overall function. In addition, contracted muscles were lengthened, allowing the wrist to straighten.

After the surgery and months of occupational therapy, Perks can now shower, dress, and feed himself. He can also use his laptop, which keeps him connected to his friends and the world.

NYC Health + Hospitals, through its social work program and extensive housing resources, is now working with the patient to identify suitable housing.

[The Center for Hand Surgery](#) at NYC Health + Hospitals/Elmhurst offers

comprehensive care for treatment of the full spectrum of injuries and ailments affecting the hand, wrist, forearm, and elbow, including carpal tunnel syndrome, trigger finger, thumb arthritis, and nerve disorders.

NYC HEALTH + HOSPITALS CELEBRATES COMPLETION OF FLOODWALL AT NYC HEALTH + HOSPITALS/METROPOLITAN

In early December, NYC Health + Hospitals, New York City Economic Development Corporation (NYCEDC), and community stakeholders celebrated the ribbon cutting of a new flood protection system at NYC Health + Hospitals/Metropolitan in East Harlem. The Floodwall Resiliency Project which started in 2016 following Hurricane Sandy to address the hospital's flooding vulnerabilities given its close proximity to the East River and the growing climate risks of coastal storm surge and extreme rainfall. The completion of the Metropolitan Hospital floodwall fulfills a key priority of NYC Health + Hospitals' [Climate Resilience Plan](#), which details improvements to hospital infrastructure to ensure the public health system's resilience in the face of climate change.

The floodwall varies in height from 8 feet to 12 feet and includes new entrance openings with resilient floodgates of up to 45 feet in width, enabling Metropolitan Hospital to withstand a one-in-500-year storm event. The project will protect the hospital campus from significant flooding caused by heavy rain and storm surge, which are becoming increasingly common. These upgrades will ensure patients receive uninterrupted critical care. The Federal Emergency Management Agency (FEMA) funded the \$112 million project, which includes the construction of a perimeter floodwall and an upgraded storm water detention system.

Over the past ten years, the health care System has made significant strides to make its buildings and campuses more resilient, including

opening a brand-new, storm-resilient hospital at the NYC Health + Hospitals/South Brooklyn Health and erecting floodwalls, installing new boilers, and creating elevator flood protection at several hospital facilities. A total of 30 resiliency projects were initiated across the four primary affected facilities. The public health system secured approximately \$1.8 billion from the Federal Emergency Management Agency (FEMA) for these resiliency projects.

HEALTH CARE SYSTEM'S INSTITUTE OF SIMULATION AND ADVANCED LEARNING GROWS

The Institute of Simulation and Advanced Learning has doubled its utilization this year by supporting new nursing fellowship and residency programs, focusing on orienting new nurses to the workforce post-pandemic. It has also collaborated with the Office of Behavioral Health to improve the bedside behavior of Emergency physicians treating patients suffering from opiate use disorder.

QUALITY AND SAFETY TEAM PRESENT AT INSTITUTE FOR HEALTHCARE IMPROVEMENT ANNUAL FORUM

Last week members of the NYC Health + Hospitals' Quality and Safety team presented at the 2024 Institute for Healthcare Improvement (IHI) Annual Forum. IHI is a health care improvement organization that has been applying quality improvement methods to meet current and future health care challenges with a goal of making care better. Three presentations were accepted by IHI, one that looked at kindness as the foundation of quality improvement, another that examined clinical support examples for radiology and medications, and the final spoke to the efforts the health system has gone to incorporate a climate change lens into quality activities.

METROPLUS HEALTH UPDATES

METROPLUSHEALTH INCREASES BREAST CANCER SCREENING RATES AMONG NEW YORKERS

In 2024, MetroPlusHealth achieved a significant milestone in its efforts to improve breast cancer screening (BCS) rates across New York City, reporting an average year-over-year increase of 5% in documented claims through August. MetroPlusHealth prioritized elevating BCS rates among its members, understanding that breast cancer is the most diagnosed cancer and the second leading cause of cancer deaths for females in New York State, with approximately 16,688 new cases and 2,486 deaths each year from 2016 to 2020.

The success of this initiative is largely attributed to the strong partnership between MetroPlusHealth and NYC Health + Hospitals, where performance outpaced community providers by 6-7%. Together with Central Office, MetroPlusHealth identified and addressed systemic and site-specific barriers to screening. For instance, targeted outreach efforts in Harlem and East New York facilitated scheduling for mammograms, resulting in an

impressive 11.67% increase in screenings in Harlem and a 5.82% rise in East New York year over year.

Our effective collaboration not only improved access to screenings but also provided essential health care resources, including data exchange, outreach calls to non-compliant members, and MyChart messaging to promote scheduling and pre-visit planning. Ensuring equitable access to BCS is vital for reducing mortality rates among underserved populations in New York.

Moving forward, MetroPlusHealth, in partnership with NYC Health + Hospitals, remains committed to encouraging adherence to current USPSTF guidelines, which recommend that women ages 50-74 undergo mammograms every two years, while those ages 40-49 engage in regular discussions about potential risks with their health care providers.

EXTERNAL AFFAIRS UPDATE

City: The City's Preliminary Budget is slated to be released on January 16, 2025.

As there are fewer asylum seekers coming to New York City, our work as part of the City's efforts to support them continues to evolve. The HERRC dorm on East 97th Street closed on November 25th.

Additionally, Floyd Bennett Field will be closing in mid-January and Randall's Island and the Upper West Side dorms will be closing in February.

State: Of the 805 bills that passed both houses of the New York State (NYS) Legislature, 695 bills have been enacted by the Governor. There are currently 104 bills on the Governor's desk, and 5 bills remaining that will need to be delivered before the end of the year.

The 2025 NYS Legislative Session Calendar was released with the start of the new two-year session beginning on January 8, 2025. The Governor will deliver her State of the State address on January 14th, and the following week on January 21st she will release her Executive budget. NYC Health + Hospitals has already been advocating for our interests in necessary support with both the legislature and the executive branch, and we will continue this work through the budget and legislative process.

Federal: There is a federal Continuing Resolution to fund the government through December 20th. Congress must act on the Continuing Resolution this week and address a few expiring provisions, including those that allow expanded use of telehealth and continue the delay of the Medicaid DSH cuts before the end of the year. NYC Health + Hospitals has been advocating for our needs in Washington, DC, and we are grateful for the support for these provisions from our entire delegation, led by Senator Schumer and Representative Jeffries.

Due to ongoing conversations around these negotiations, this information may be updated before the Board convenes, and we will provide developments as they take place.

Community Affairs: The Council of CABs had a holiday party during their Council of CABs meeting on December 3rd. The Council of Auxiliaries held an in-person meeting/holiday get-together on December 17th. We thank our community volunteers for all that they do for our facilities and our system.

The Community Health Needs Assessment (CHNA) team is already hard at work gathering community input, including visits to our facilities, borough-wide community forums, and a youth focus group, among other steps. We have also begun distribution of our CHNA survey in various languages.

NEWS FROM AROUND THE SYSTEM

- **WABC:** [NYC Health + Hospitals Organizes Thanksgiving dinner for Asylum Seekers](#)
- **Queens Chronicle:** [\\$8.2M in upgrades made at NYC H+H/Queens](#)
- **Our Town:** [Ronald McDonald House & MSG Charity Funds Family Rooms at NYC Health + Hospitals](#)
- **Becker's:** [5 NYC Health + Hospitals are hypertension control 'champions'](#)

- **WNBC:** [NYC Health + Hospitals Marks Completion of Metropolitan Flood Wall](#)
- **Harlem World:** [NYC Health + Hospitals' NYC Care And State Health Partner To Expand Coverage For DACA Recipients](#)
- **Bronx Times:** [NYC Health + Hospitals/Jacobi | North Central Bronx Hospital observe National Injury Prevention Day](#)
- **Becker's:** [NYC Health + Hospitals/Woodhull Chosen for Alzheimer's Fellowship](#)
- **Brooklyn Daily Eagle:** [Woodhull Hospital Among Four Recognized as 'High Performing' in Maternity Care](#)
- **Artnet:** [A New York Installation Honors 1960s Activists Through a Celebrated Photographer's Lens](#)
- **Inside Philanthropy:** [How the Laurie M. Tisch Illumination Fund Is Connecting the Arts and Health](#)

RESOLUTION - 06

Authorizing New York City Health and Hospitals Corporation (the “System”) to execute a 10-year lease with CFS 800 LLC (“Landlord”) for approximately 3,750 rentable square feet on the fifth floor at 291 Ellery Street, Brooklyn, NY (the “Premises”) to house a Woman Infants and Children (“WIC”) program operated by NYC Health + Hospitals/ Woodhull (“Woodhull”) with the System holding an option to terminate the proposed lease at the end of the 5th year and also two options to extend the lease for an additional five years each at an initial annual rent of \$153,000 based on \$40.08/rentable square feet to increase annually at 2.25% for a total rent over the potential 20-year term of \$3,811,463; provided, however, no rent shall be payable for the initial three months.

WHEREAS, the WIC program provides nutrition services to pregnant, breastfeeding and postpartum women, infants, and children less than five years of age, who are determined to be at nutritional risk and are of low income; and

WHEREAS, the New York State Department of Health (“DOH”) awarded a WIC program grant to Woodhull for service within the zip code 11205,11206,11211. DOH has approved of the Premises to serve zip code 11206 following a site inspection; and

WHEREAS, DOH will fund the WIC program, including the rent payable under the proposed lease, for a five-year period; and

WHEREAS, the System’s right of termination of the proposed lease after five years is designed to protect the System against the possibility that the WIC grant will not be renewed after its initial five-year term; and

WHEREAS, Landlord will, at its sole cost, prepare the space for the System’s intended use and the lease term shall not commence until such work is substantially completed; and

WHEREAS, responsibility for administering the proposed lease will be with the Chief Executive Officer of Woodhull.

NOW, THEREFORE, be it

RESOLVED, that New York City Health and Hospitals Corporation (the “System”) be and hereby is authorized to execute a 10-year lease with CFS 800 LLC (“Landlord”) for approximately 3,750 rentable square feet on the fifth floor at 291 Ellery Street, Brooklyn, NY (the “Premises”) to house a Woman’s Infants and Children (“WIC”) program operated by NYC Health + Hospitals/ Woodhull (“Woodhull”) with the System holding an option to terminate the proposed lease at the end of the 5th year and also two options to extend the lease for an additional five years each at an initial annual rent of \$153,000 based on \$40.08/rentable square feet to increase annually at 2.25% for a total rent over the potential term of 20 years of \$3,811,463; provided, however, no rent shall be payable for the initial three months.

**EXECUTIVE SUMMARY
WIC LEASE TO BE ADMINISTERED BY WOODHULL
WITH CFS 800 LLC FOR
3,750 RSF AT 291 ELLERY STREET, BROOKLYN, NY**

OVERVIEW: The President seeks authorization from the System’s Board of Directors to execute a 10-year lease with CFS 800 LLC (the “**Landlord**”) for space on the 5th floor at 291 Ellery Street, Brooklyn to house a WIC program to be operated by NYC Health + Hospitals/Woodhull (“**Woodhull**”).

PROGRAM: WIC programs provide nutrition services to pregnant, breastfeeding and postpartum women, infants, and children less than five years of age, who are determined to be at nutritional risk and are of low income. The Woodhull WIC program currently housed within Woodhull has a case load of 4,200 clients. Woodhull wishes to relocate its WIC program to the Premises so that it can use the space currently occupied by its WIC program for other hospital-based services.

FUNDING: The New York State Department of Health (“**DOH**”) awarded a WIC program grant to Woodhull for service within the zip code 11205, 11206 and 11211 and has approved of the Premises to serve zip code 11206 following a site inspection. DOH will fund the WIC program, including the rent payable under the proposed lease, for a five-year period. The System’s WIC grants have generally been renewed for successive five-year grant terms but this does not always happen and cannot be assumed.

TERMS: The proposed lease will have an initial term of ten years but the System will hold an option to terminate the lease after five years to protect against the chance that DOH will not renew the WIC grant. The System will also hold two options to extend the lease for five years each. A termination fee of three months’ rent plus the cost of the tenant fit out remaining unamortized on the termination date shall be payable if the System elects to terminate the lease at the end of five years.

The System will occupy approximately 3,750 rentable square feet on the fifth floor at 291 Ellery Street, Brooklyn, NY. The building is new and nobody has previously occupied the space. Landlord will prepare the Premises for the System’s intended use and the lease term shall not commence until such work is substantially completed.

The initial annual rent will be \$153,000 at \$40.08/rentable square feet to increase annually at 2.25%. Rent will not be payable during the first three months of the term. In addition to the base rent, the System will also be responsible for its share of any increases of the building’s real estate taxes over the taxes due in the first year of the term.

The Landlord will be responsible for structural repairs and maintenance and the repair and maintenance of all common areas including sidewalks, curbs and parking lots. The Tenant will be responsible for interior non-structural repairs and maintenance. The Tenant will be responsible for payment of separately metered utilities.

HELMSLEY SPEAR

Established 1866

October 25, 2024

Ms. Deborah H. Morris
Senior Director, Land Use Planning and Real Estate
NYC Health + Hospitals
50 Water Street, 17th Floor
New York, NY 10004

Re: Fair Market Value Report
Women's Health Service Center (WIC)
291 Ellery Street, Brooklyn, NY 11206

Dear Deborah:

Pursuant to your request, I have evaluated the referenced property for the purpose of establishing the fair market rental of the 5th floor as medical office space. My evaluation is subject to the assumption that:

- This unit is zoned, or will be zoned, and legal for use as a medical office.
- The unit is accessed through a common lobby and elevator.
- The unit will be built to current code and with handicapped access.
- The unit is approximately 3,750 RSF.
- The term will be ten (10) years from rent commencement.
- The space will be used for a WIC program.

The tenant, NYC Health + Hospitals, will occupy the entire space on the 5th floor of this commercial building. The building is new construction having been completed approximately five years ago, and is located at 291 Ellery Street in Brooklyn. Public access to the building will be code compliant and ADA accessible. The unit will be accessed via a common corridor on the ground floor and elevator to the 5th floor.

The building, located in the Bedford-Stuyvesant section of Brooklyn between Broadway and Marcus Garvey Boulevard. Located one block away is the Flushing Avenue subway station, where the J and M subway stops. Adjacent surface transportation includes the B47, B15, B46, B57 and B43 bus lines.

The tenant will occupy approximately 3,750 rentable square feet (RSF). The initial term of this gross lease will be ten (10) years. The base rent will be \$41/RSF and escalated by 2.25% per annum beginning after the 12th month of rent payments, compounded in subsequent and all years after. Tenant will benefit from two (2) five-year extensions and rent during those periods will be at 100% of fair market value. This is typical of rent escalations. Tenant will further benefit from a three (3) month free rent period, the cash value of which can be used by tenant as free rent.

Landlord will be building on behalf of tenant and subject to tenant's plans and specifications. Landlord, as its base building obligation, will demise the premises according to tenant's plans and specifications and include, two (2) ADA compliant bathrooms, new HVAC units adequate to

HELMSLEY SPEAR

Established 1866

service the premises (inclusive of gas service) and provide water and sewer service to the building for tenant to tap into, which I understand are already provided.

The balance of construction will be provided by landlord's contractors in accordance with tenant's specifications. The cost of tenant's finishes will be at tenant's expense. All utilities will be on separate meters and billed and paid directly to tenant to the appropriate public utility. The cost of maintaining the meters will be borne solely at landlord's cost and expense. Real estate taxes will be tenant's proportionate share over a 2025/2026 fiscal base year.

The rent, escalation, landlord and tenant work distribution and cost is consistent with commercial lease and rent structures, and the rent of \$41/sf is consistent with newly built space within the given geographical area. We have provided comparable rents for medical office space at other Brooklyn based locations for comparison.

In the event that I can provide any additional information or be of any further assistance to you, please let me know.

Very truly yours,

Michael Dubin

A handwritten signature in black ink, appearing to read "Michael Dubin", written in a cursive style.

Executive Managing Director
Helmsley Spear

HELMSLEY SPEAR

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Schedule A – Comparables

Address	Cross Streets	Total SF	Price/SF	Sign Date
630 Flushing Avenue	Flushing & Tompkins Avenues	11,965	\$42.50	5/2024
630 Flushing Avenue	Flushing & Tompkins Avenues	208	\$49	11/2022
20 Cook Street	Cook Street & Broadway	1,665	\$50	5/2022
630 Flushing Avenue	Flushing & Tompkins Avenues	765	\$40	1/2022
33 Bartlett Street	Bartlett Street & Flushing Avenue	3,880	\$90	1/2022

**Request to Lease with CFS 800 LLC for New York
City Health + Hospitals / Woodhull
291 Ellery Street, Brooklyn 11206**

Board of Directors
January 30, 2025

Lisa Scott-McKenzie, COO, NYC H+H/Woodhull
Leora Jontef, AVP, Real Estate & Housing
Deborah Morris, AICP, Senior Director Real Estate & Housing

Request for Board Consideration

- Authorizing New York City Health and Hospitals Corporation (the “**System**”) to execute a **10-year lease with CFS 800 LLC (“Landlord”)** for approximately **3,750 rentable square feet on the fifth floor at 291 Ellery Street, Brooklyn, NY (the “Premises”)** to house a **Woman Infants and Children (“WIC”)** program operated by **NYC Health + Hospitals/ Woodhull (“Woodhull”)** with the System holding an option to terminate the proposed lease at the end of the 5th year and also two options to extend the lease for an additional five years each at an initial annual rent of \$153,000 based on \$40.08/rentable square feet to increase annually at 2.25% for a total rent over the potential 20-year term of \$3,811,463; provided, however, no rent shall be payable for the initial three months.

WIC programs at H+H

- The Women Infant Children (“WIC”) Program provides nutrition services to pregnant, breastfeeding and postpartum women, infants, and children less than five years of age, who are determined to be at nutritional risk and are of low income.
- WIC is a Federally funded, State-run program.
- H+H has WIC program offices at the following locations:

On Campus

- NYC Health + Hospitals/Bellevue
- NYC Health + Hospitals/Coney Island
- NYC Health + Hospitals/Elmhurst
- NYC Health + Hospitals/Harlem
- NYC Health + Hospitals/Lincoln
- NYC Health + Hospitals/Metropolitan
- NYC Health + Hospitals/Queens
- NYC Health + Hospitals/Woodhull
- Gotham Health/East New York
- Gotham Health/Cumberland
- Gotham Health/Morrisania
- Gotham/South East Queens
- Gotham/Hillcrest
- Gotham Health/Williamsburg

Off Campus

- 212 Canal Street, Manhattan
- 2101 Mermaid Avenue, Brooklyn
- 1902 Flatbush Avenue, Brooklyn
- 850 Longwood Avenue, Bronx
- 81-06 Baxter Avenue, Queens
- 49-02 Queens Blvd, Queens

Woodhull WIC

- The Women Infant Children Program provides nutrition services to pregnant, breastfeeding and postpartum women, infants, and children less than five years of age, who are determined to be at nutritional risk and are of low income.
- The New York State Department of Health awarded and funded a WIC Program grant to Woodhull for service within the zip codes 11205, 11206, 11211 in 2023. The WIC grant includes a rental allowance to cover the cost of space.
- These three communities served at three locations: Gotham/Cumberland, Gotham/Williamsburg, and NYC H+H/Woodhull.
- The NYC H+H/Woodhull location currently has a case load of 4,200 clients. The change in location will not change the level of service.
- Woodhull identified the proposed space, which is off-campus but within 500 feet, to better meet the programs' needs.



Lease Terms

- NYC Health and Hospitals/Woodhull will occupy 3,750 SF at 291 Ellery Street, Brooklyn, NY.
- A 10 year lease term will commence upon execution of the lease with one 5-year option.
- Base Rent: \$42/square foot to escalate 2.25% each year.
 - The first 3 months will be rent free.
 - The System will hold an option to terminate the lease at the end of the 5th year if the DOH WIC Program grant is not continued. To exercise such termination option, the System shall pay a termination fee equal to three months rent.
- At no additional cost, landlord will initiate minor improvements as required.
- The total annual occupancy fee for base rent over the potential 20-year term will be approximately \$3,811,463.

Years	Cost
1-10	\$1,694,583
11-15	\$999,623
16-20	\$1,117,256
Total	\$3,811,463

- Authorizing New York City Health and Hospitals Corporation (the “**System**”) to execute a **10-year lease with CFS 800 LLC (“Landlord”)** for approximately **3,750 rentable square feet on the fifth floor at 291 Ellery Street, Brooklyn, NY (the “Premises”)** to house a **Woman Infants and Children (“WIC”)** program operated by **NYC Health + Hospitals/ Woodhull (“Woodhull”)** with the System holding an option to terminate the proposed lease at the end of the 5th year and also two options to extend the lease for an additional five years each at an initial annual rent of \$153,000 based on \$40.08/rentable square feet to increase annually at 2.25% for a total rent over the potential 20-year term of \$3,811,463; provided, however, no rent shall be payable for the initial three months.

RESOLUTION - 07

Electing Hillary S. Jalon as a member of the Board of Directors of MetroPlus Health Plan, Inc., a public benefit corporation formed pursuant to Section 7385(20) of the Unconsolidated Laws of New York (“MetroPlus”), to serve in such capacity for a five-year term or until their successor has been duly elected and qualified, or as otherwise provided in the MetroPlus Bylaws.

WHEREAS, a resolution approved by the Board of Directors of New York City Health and Hospitals Corporation (“NYC Health + Hospitals”) on October 29, 1998, authorized the conversion of MetroPlus from an operating division to separately incorporated membership not-for-profit membership corporation with NYC Health + Hospitals as sole member making MetroPlus, in effect, a wholly owned subsidiary of NYC Health + Hospitals; and

WHEREAS, the Certificate of Incorporation of MetroPlus reserves to NYC Health + Hospitals the sole power with respect to appointing members of the Board of Directors of MetroPlus; and

WHEREAS, the Bylaws of MetroPlus authorize (i) the NYC Health + Hospitals Board Chairperson to select three directors of the MetroPlus Board, one of whom shall serve as Chairperson; (ii) the NYC Health + Hospitals President to select two directors; and (iii) the MetroPlus President to select two MetroPlus consumers as directors, all subject to election by the NYC Health + Hospitals’ Board of Directors; and

WHEREAS, as of March 21, 2024, one of the seats to be filled by a selection of the NYC Health + Hospitals’ Chairperson has become vacant; and

WHEREAS, the NYC Health + Hospitals’ Chairperson has nominated Hillary S. Jalon to fill such vacancy.

NOW, THEREFORE, be it

RESOLVED, that the New York City Health and Hospitals Corporations’ Board of Directors hereby elects Hillary S. Jalon as member of the Board of Directors of MetroPlus Health Plan, Inc., a public benefit corporation formed pursuant to Section 7385(20) of the Unconsolidated Laws of New York, to serve in such capacity for five-year terms or until their successor has been duly elected and qualified, or as otherwise provided in the MetroPlus Health Plan, Inc. Bylaws.

EXECUTIVE SUMMARY

Election of Hillary S. Jalon as Director of MetroPlus Health Plan, Inc.

Pursuant to the Certificate of Incorporation of MetroPlus, NYC Health + Hospitals as sole member has the power to designate the members of the Board of Directors of MetroPlus.

The MetroPlus Bylaws assigns to the Chairperson of NYC Health + Hospitals the right to select three members of the MetroPlus Board, assigns to the NYC Health + Hospitals President the right to select two such members, and assigns to the MetroPlus President the right to select two consumer members. All members of the MetroPlus Board of Directors must be approved by vote of the NYC Health + Hospitals' Board of Directors. José Pagán, as NYC Health + Hospitals Chairperson, has nominated Hillary Jalon. The proposed resolution provides Hillary Jalon to fill a seat whose occupant has stepped down, effective March 21, 2024.

A vote approving the appointment of Hillary Jalon as Director to the MetroPlus Board of Directors is sought.

Hillary Jalon is currently Vice President and Chief Quality Officer at NYC Health + Hospitals, with responsibility for overseeing core quality functions, including quality assurance, performance improvement, accreditation, patient safety, risk management, and more recently, with oversight of care experience and wellness. In this role, she is responsible for developing a cohesive strategy for the roll out of quality improvement capacity building across the continuum of services in the System including a Quality Academy, with the goal of building quality leaders and sustaining a culture of improvement across NYC Health + Hospitals. Ms. Jalon is also responsible for overseeing aspects of the Quality Assurance/Performance Improvement Committee to the Board and the hospital core measures reporting program, as well as developing the performance improvement framework across the System, including to incorporate a health equity lens in improvement efforts, aligning to the five NYC Health + Hospitals' strategic pillars. Ms. Jalon has been in the Office of Quality & Safety at NYC Health + Hospitals since 2018 in progressive leadership positions, and prior to this, she was Associate Executive Director of Quality Improvement at the NYC Health + Hospitals' Community Care division, where she was responsible for developing and implementing the quality program for community-care services with interdisciplinary staff members.

Previously, Ms. Jalon was at the United Hospital Fund (UHF) for over ten years, most recently as Director of Quality Improvement, responsible for providing strategic direction of UHF's quality improvement initiatives. She worked in partnership with the Greater New York Hospital Association (GNYHA) in designing and managing hospital-based quality improvement initiatives across the Greater New York region, including efforts to reduce preventable readmissions and hospital-acquired infections. Prior to joining UHF, Ms. Jalon was employed at New York-Presbyterian Hospital, including as Manager of Service Improvement and Performance Improvement Specialist. There, she was responsible for managing accreditation activities, and designing, testing, and implementing quality improvement initiatives with leadership and frontline staff to improve clinical performance for asthma, diabetes, behavioral health outpatient treatment programs, and perioperative services.

Ms. Jalon serves on the Advisory Board and as faculty for the GNYHA/UHF Clinical Quality Fellowship Program. She is also a member of The Joint Commission's Health System's Corporate Liaisons. Ms. Jalon is an Associate Professor at New York University Wagner School in Health Policy and Management, where she has been for ten years as adjunct faculty, teaching the Continuous Quality Improvement course. In these roles, she mentors students and clinicians on approaches to become impactful leaders in improvement efforts. She also previously served as a volunteer at The Churchill School and Center for five years.

RESOLUTION - 08

Electing Kathleen Shure as a member of the Board of Directors of MetroPlus Health Plan, Inc., a public benefit corporation formed pursuant to Section 7385(20) of the Unconsolidated Laws of New York (“MetroPlus”), to serve in such capacity for a five-year term or until their successor has been duly elected and qualified, or as otherwise provided in the MetroPlus Bylaws.

WHEREAS, a resolution approved by the Board of Directors of New York City Health and Hospitals Corporation (“NYC Health + Hospitals”) on October 29, 1998, authorized the conversion of MetroPlus from an operating division to separately incorporated membership not-for-profit membership corporation with NYC Health + Hospitals as sole member making MetroPlus, in effect, a wholly owned subsidiary of NYC Health + Hospitals; and

WHEREAS, the Certificate of Incorporation of MetroPlus reserves to NYC Health + Hospitals the sole power with respect to appointing members of the Board of Directors of MetroPlus; and

WHEREAS, the Bylaws of MetroPlus authorize (i) the NYC Health + Hospitals Board Chairperson to select three directors of the MetroPlus Board, one of whom shall serve as Chairperson; (ii) the NYC Health + Hospitals President to select two directors; and (iii) the MetroPlus President to select two MetroPlus consumers as directors, all subject to election by the NYC Health + Hospitals’ Board of Directors; and

WHEREAS, as of January 7, 2025, one of the seats to be filled by a selection of the NYC Health + Hospitals’ President has become vacant; and

WHEREAS, the NYC Health + Hospitals’ President has nominated Kathleen Shure to fill such vacancy.

NOW, THEREFORE, be it

RESOLVED, that the New York City Health and Hospitals Corporations’ Board of Directors hereby elects Kathleen Shure as member of the Board of Directors of MetroPlus Health Plan, Inc., a public benefit corporation formed pursuant to Section 7385(20) of the Unconsolidated Laws of New York, to serve in such capacity for five-year terms or until their successor has been duly elected and qualified, or as otherwise provided in the MetroPlus Health Plan, Inc. Bylaws.

EXECUTIVE SUMMARY

Election of Kathleen Shure as Director of MetroPlus Health Plan, Inc.

Pursuant to the Certificate of Incorporation of MetroPlus, NYC Health + Hospitals as sole member has the power to designate the members of the Board of Directors of MetroPlus.

The MetroPlus Bylaws assigns to the Chairperson of NYC Health + Hospitals the right to select three members of the MetroPlus Board, assigns to the NYC Health + Hospitals President the right to select two such members, and assigns to the MetroPlus President the right to select two consumer members. All members of the MetroPlus Board of Directors must be approved by vote of the NYC Health + Hospitals' Board of Directors. Dr. Mitchell Katz, as NYC Health + Hospitals' President, has nominated Kathleen Shure. The proposed resolution provides Kathleen Shure to fill a seat whose occupant has stepped down, effective January 7, 2025.

A vote approving the appointment of Kathleen Shure as Director to the MetroPlus Board of Directors is sought.

Kathleen Shure began her career with the Health Care Financing Administration working in Medicaid reimbursement. Ms. Shure served as Director of the Office of Managed Care in the New York State Department of Health where she was responsible for regulation of HMOs, implementation and oversight of the State's Medicaid managed care program, and negotiation of Federal waivers. Ms. Shure also held a variety of leadership positions over 11 years with HIP (Emblem) beginning as Medicaid Director and ending as Senior Vice President for Medical and Corporate Affairs with responsibility for managing all government programs as well as provider contract negotiations. Ms. Shure retired in 2023 from the Greater New York Hospital Association ("GNYHA") after serving 14 years as Senior Vice President for Health Finance and Managed Care. In that role, she worked with GNYHA member hospitals, legislators, regulators, and insurers on a broad array of health insurance issues including pandemic response, development and implementation of major health reforms around Medicaid managed care, surprise medical bills, insurance expansion, claims denials and value-based payment.