

BOARD OF DIRECTORS MEETING
THURSDAY, JANUARY 29, 2026
A•G•E•N•D•A•

<p><u>CALL TO ORDER - 2:00 PM</u></p>	<p>Mr. Pagán</p>
<p>1. <u>Executive Session Facility Governing Body Report</u> Medical Staff Credentialing Initial Appointments, Reappointments and Changes of Privileges ➤ January 2026</p> <p>Facility Governing Body Report ➤ NYC Health + Hospitals Susan Smith McKinney Nursing and Rehabilitation Center ➤ NYC Health + Hospitals Henry J. Carter Hospital ➤ NYC Health + Hospitals Henry J. Carter Nursing Facility</p> <p>Semi-Annual Governing Body Report (Written Submission Only) ➤ NYC Health + Hospitals Queens</p>	<p>Mr. Pagán</p>
<p>2. <u>OPEN PUBLIC SESSION - 3:00 PM</u></p>	
<p>3. Adoption of the Board Meeting Minutes – December 18, 2025</p>	<p>Mr. Pagán</p>
<p>4. Chair’s Report</p>	<p>Mr. Pagán</p>
<p>5. President’s Report</p>	<p>Dr. Katz</p>
<p><u>ACTION ITEMS</u></p>	
<p>6. Authorizing the Executive Director of MetroPlus Health Plan, Inc. (“MetroPlus or “the Plan”) to increase the contract authority for Change Healthcare, Inc. (“Change”) for Risk Adjustment Services, in the amount of \$3,100,000, which includes 15% contingency, for a new total not to exceed authority amount of \$23,285,000, for the remaining contract term to end March 21, 2027. (Presented to the MetroPlus Board: 12/11/2025) Vendex: Approved / EEO: Approved</p>	<p>Ms. Hernandez-Piñero</p>
<p>7. AMENDED from the Finance Committee Approval to include potential spending on Maimonides projects specifically funded by the existing Maimonides debt financing - Authorizing New York City Health and Hospitals Corporation (the “Corporation”) to incur indebtedness in the maximum aggregate principal amount not to exceed \$200,000,000 for the retirement of certain outstanding bonds of Maimonides Medical Center in connection with the transfer of certain assets of Maimonides Health Resources, Inc. (“MHRI”), and its subsidiaries and affiliates to New York City Health and Hospitals Corporation. (Presented to the Finance Committee: 01/12/2026) Vendex: NA / EEO: NA</p>	<p>Ms. Wang</p>
<p>8. Authorizing the New York City Health and Hospitals Corporation (“NYC Health + Hospitals”) to execute a contract with Interstate Mechanical Services, Inc. (the “Contractor”), to undertake the Emergency Tie-in and Boiler Upgrade Project at NYC Health + Hospitals/Woodhull Hospital (“Woodhull Hospital”), for a contract amount of \$11,762,469, with a 10% project contingency of \$1,176,247, to bring the total cost not to exceed \$12,938,716 with a contract duration of 9 months. (Presented to the Board: 01/29/2026) Vendex: Approved / EEO: Pending</p>	<p>Mr. Pagán</p>

COMMITTEE REPORTS

- Community Relations Committee
- Finance Committee
- Equity Diversity & Inclusion Committee

>>Old Business<<

>>New Business<<

>>Adjournment<<

Ms. Rowe Adams
Ms. Wang
Dr. Marthone

Mr. Pagán



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 **18th day of December, 2025** at 1:30 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. Erin Kelly
Ms. Molly Wasow-Park
Dr. Vincent Calamia
Ms. Zahira McNatt - Joined at 3:11 p.m.
Dr. Toni Eyssallenne
Ms. Anita Kawatra
Dr. Patricia Marthone
Ms. Jackie Rowe-Adams
Dr. Michael Espiritu
Ms. Vanessa Rodriguez
Dr. H Jean Wright - Joined at 1:30 p.m.
Ms. Tricia Taitt - Left at 3:11 p.m.

José Pagán, Chair of the Board, called the meeting to order at 1:30 p.m. Mr. Pagán chaired the meeting and Colicia Hercules, Corporate Secretary, kept the minutes thereof.

Mr. Pagán noted for the record, Erin Kelly is representing Deputy Mayor Suzanne Miles-Gustave and Dr. Toni Eyssallenne is representing Dr. Michelle Morse - both 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 relating to a particular patient, matters relating to proposed or actual litigation, and the medical, financial or credit history of a particular person or corporation.

OPEN SESSION

The Board reconvened in public session at 3:11 p.m.

Mr. Pagán noted for the record, Erin Kelly is representing Deputy Mayor

Suzanne Miles-Gustave, and Zahira McNatt is representing Dr. Michelle Morse - both in a voting capacity.

ACTION ITEM 3 - ADOPTION OF THE MINUTES

The minutes of the Board of Directors meeting held on November 20, 2025 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 20, 2025** copies of which have been presented to the Board be, and hereby are, adopted.

ITEM 4 - CHAIR'S REPORT

GOVERNING BODY

Mr. Pagán advised that during the Executive Session, the Board received and approved NYC Health + Hospitals Medical Staff Credentialing Initial Appointments, Reappointments, and Changes of Privileges for the month of December 2025.

The Board received and approved the governing body oral and written reports from NYC Health + Hospitals| Bellevue and NYC Health + Hospitals| Elmhurst.

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

VENDEX APPROVALS

Mr. Pagán noted there were no items on the agenda requiring Vendex approval. There are 17 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

Electing Vallencia Lloyd to a second five-year term beginning January 28, 2026 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 to the Board of Directors: 12/18/2025)

Steven Cushman, Chief Counsel for MetroPlus Health Plan, provided a brief summary of Vallencia Lloyd's reappointment to the board. Mr. Cushman highlighted Ms. Lloyd's extensive experience, including her previous role as the Director of Managed Care at the New York State Department of Health and her work with Partners Health. He praised her as an outstanding board member, noting her involvement, attention to detail, excellent judgment, and insightful contributions.

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

ACTION ITEM 7:

Mr. Pagán read the resolution

Approving the New York City Health and Hospitals Corporation **Annual Board Committee Assignments Effective January 1, 2026**, 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 to the Board of Directors: 12/18/2025)

Copies of the draft committee assignments were displayed for all to view.

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

ACTION ITEM 8:

Mr. Pagán read the resolution

Authorizing the New York City Health and Hospitals Corporation (the "System") **to create a wholly-owned subsidiary public benefit corporation to be named "H+H Maimonides," or such similar name as is acceptable to the New York State Secretary of State and the New York State Department of Health, which will own the assets of and serve as the co-established operator with the System of a hospital licensed under Article 28 of the New York Public Health Law; and**

Further authorizing the System to create a wholly-owned subsidiary public benefit corporation to be named "H+H Midwood," or such similar name as is acceptable to the New York State Secretary of State and the New York State Department of Health, which will own the assets of and serve as the co-

established operator with the System of a hospital licensed under Article 28 of the New York Public Health Law.

(Presented to the Board of Directors: 12/18/2025)

Andrea Cohen, General Counsel and Joanna Weiner, Deputy Counsel, discussed the legal framework surrounding the proposed affiliation and asset transfer agreement between NYC Health + Hospitals and Maimonides. They highlighted that the Board had previously voted to approve the agreement, which is anticipated to close by March 31, 2026. The primary focus today was to authorize the creation of subsidiaries for two hospitals involved in the transaction to ensure necessary City, State, and other regulatory approvals. Ms. Cohen outlined the structure of the subsidiaries, including the role of the System as the parent company, and explained that the Board would continue to govern these subsidiaries. Ms. Cohen also explained that according to the Enabling Act, subsidiaries cannot issue debt, hold debt or create their own subsidiaries. Subsidiaries established for the purpose of operating a health care facility or delivering direct patient care require the approval of the Mayor.

Ms. Weiner provided a detailed breakdown of the proposed structure and subsidiary governance, including the employment arrangements for Maimonides' personnel and the creation of a professional corporation to provide the services of its physicians.

Ms. Kawatra asked Ms. Cohen about the by-laws for the new subsidiaries, specifically whether they would be entirely new or modifications of existing ones. Ms. Cohen explained that the by-laws would largely mirror those of NYC Health + Hospitals, with some adjustments to reflect the subsidiaries' different powers and limitations. Ms. Kawatra requested that the Board be informed of any changes. Ms. Cohen confirmed that this would be done and the HHC Board of Directors will be required to approved to those By-laws.

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

ITEM 5 - PRESIDENT'S REPORT

NYC HEALTH + HOSPITALS EMPLOYEE AND FACILITY RECOGNITIONS

FIVE HEALTH SYSTEM HOSPITALS NAMED TO U.S. NEWS & WORLD REPORT 2026 BEST HOSPITALS FOR MATERNITY CARE

Five NYC Health + Hospitals facilities were recognized by U.S. News & World Report as 2026 Best Hospitals for Maternity Care: NYC Health + Hospitals| Elmhurst, Kings County, Lincoln, South Brooklyn Health, and Woodhull. U.S. News evaluated 817 hospitals from across the United States, and only half of all hospitals evaluated for its 2026 ratings edition have been recognized as Best Hospitals for Maternity Care.

NYC HEALTH + HOSPITALS LAUNCHES \$32.2 MILLION INITIATIVE TO SUPPORT PATIENTS WITH COMPLEX BEHAVIORAL HEALTH NEEDS AFTER THEY LEAVE THE HOSPITAL

The health care System announced the launch of new teams to support patients after they leave the hospital. New Critical Time Intervention teams will serve

adults who have had multiple psychiatric hospital or emergency visits within the last year and provide follow-up care for up to nine months.

NYC HEALTH + HOSPITALS/SOUTH BROOKLYN HEALTH APPOINTS SELWENA R. BREWSTER, MD, MBA AS CHIEF MEDICAL OFFICER

NYC Health + Hospitals| South Brooklyn Health announced the appointment of Selwena R. Brewster, MD, MBA as Chief Medical Officer where she will oversee clinical operations to ensure high-quality patient care and the continued strategic success of the institution.

NYC HEALTH + HOSPITALS/NORTH CENTRAL BRONX CELEBRATES 10 YEARS OF SIMULATION TRAINING

NYC Health + Hospitals| North Central Bronx celebrated 10 years of In-Situ Simulation Education at its Annual Women and Children Simulation Fair. The event showcased the hospital's commitment to preparing health care teams for critical, life-threatening situations through hands-on training. Simulation exercises include complex cases and responses.

RESPONDING TO THE HUMANITARIAN CRISIS - SERVICES FOR ASYLUM SEEKERS

NYC Health + Hospitals' first and last remaining humanitarian center at the Row Hotel will close its doors at the end of December. Dr. Katz expressed appreciation for Ms. Wasow-Park's leadership in overseeing operations, following the closure of the Row Hotel. He acknowledged the heroic efforts of various departments, including emergency management, in ensuring that the children housed at the Row Hotel were well taken care of, and confirmed that they were on track to meet the end-of-year goal. The Row Hotel has played a critical role in the response to the asylum seeker emergency, providing housing and dedicated care to over 7,500 families with children.

REAL ESTATE TRANSACTIONS

Dr. Katz provided the **Quarterly Central Office Real Estate Report from August 1 to October 31, 2025.**

- Effective September 1, 2025, NYC Health + Hospitals executed a multi-site license with Eyes and Optics, NY Inc. to provide retail optical services at 8 facilities for a term of 5 years, escalated by 2.5% annually, and a total contract value for all five years of \$986,297. Each facility has a distinct fair market value rate based on neighborhood comparables. The five-year total for each facility is as follows: Bellevue \$240,214, Harlem \$38,897, Lincoln \$148,228, Metropolitan \$342,187, Queens \$48,358, Kings \$31,643, Woodhull \$105,232 and Gouverneur \$31,538.
- NYC Health + Hospitals added two additional spaces to the existing license for Tasty Picks 6 Corp for a total of 3 spaces at NYC Health + Hospitals| Kings, commencing on August 1 2025. The existing space is located in the D Building which had been a gift shop, will provide garb and go service until the other food service locations are operational when it will revert to being a gift shop. The new spaces are located in the D Building which is currently used as a restaurant space and in the E Building where the space is now a large cafeteria.

- Effective August 15, 2025, NYC Health + Hospitals executed a new license with Healthy Choice Café Inc. at NYC Health + Hospitals| Carter, to provide food services for a term of 5- years, escalated by 3% annually, and a total contract value for all five years of \$127,419. The café is on the 1st floor lobby of the LTACH.

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 3:32 p.m.

A handwritten signature in blue ink, appearing to read 'Colicia Hercules', is written over a horizontal line.

Colicia Hercules
Corporate Secretary

COMMITTEE REPORTS

December 08, 2025

AUDIT COMMITTEE MEETING TALKING POINTS

As Reported by: José Pagán

Committee Members: *Mitchell Katz, Ms. Freda Wang, Anita Kawatra and Ms.*

The meeting was called to order by Mr. José Pagán, Committee Chair at 10:05am.

Mr. José Pagán requested a motion to adopt the minutes of the Audit Committee meeting held on October 14, 2025. A motion was made and duly seconded with all in favor to adopt the minutes.

Mr. José Pagán proposed a motion to convene an executive session to discuss confidential and privileged matters. A motion was made and seconded with all in favor.

The Committee reconvened in open session at 10:19am.

Mr. José Pagán noted that the Committee is now in open session and next on the agenda is a presentation of the Fiscal Year 2025 Management Letter by Ms. Maria Tiso from KPMG.

KPMG Update

Ms. Tiso the lead partner on the account introduced herself and her team which comprises of Ms. Camille Fremont, Engagement Partner and Ms. Yimiao Chen Engagement Senior Manager. She noted that she will present the Fiscal Year 2025 Management Letter for NYC Health + Hospitals. She reminded the Committee that in October she presented the final audit results and noted there was one management letter comment related to the accuracy of claims paid expense for MetroPlus. She also noted that at that time, KPMG was still working through the finding, which is now completed. She explained that they were initially unsure whether the finding would rise to the level of a significant deficiency or a material weakness. The final determination is that the issue represents a significant deficiency, which must be reported to the Audit Committee.

Ms. Maria Tiso also noted the management letter includes one prior year comment related to actuarial determined liabilities. That item was previously considered a material weakness. Management restated the opening balances in the prior year and the comment has now been fully remediated and cleared. She then turned the presentation over to Ms. Camille Fremont and Ms. Yimiao Chen to provide a high-level summary of the significant deficiency as it relates to MetroPlus Claims Testing.

Ms. Camille Fremont stated that for the FY 2025 audit, KPMG tested the accuracy of MetroPlus claims by sampling 129 claims paid between January 1, 2025 and June 30, 2025. This period aligns with MetroPlus calendar year audit, allowing KPMG to leverage work completed as part of the December 31, 2024 audit. The

remaining 2025 period will be tested for the December 31, 2025 standalone audit.

Ms. Camille Fremont reported three instances of inaccurate claim payments were identified. While individually small, the sampling tool indicated that extrapolated errors could be higher. After evaluating MetroPlus high level monitoring controls such as weekly check-runs and high dollar claim reviews, KPMG determined the issue does not rise to material weakness, but falls between a control deficiency and a significant deficiency. Considering the manual nature of certain claim processes and the large claim volume, the finding was concluded to be a significant deficiency. Management is already implementing additional controls; the control design was appropriate but operational execution caused the errors.

Ms. Freda Wang asked, for the work done from January 1 through June 30, 2025 was a similar process done for the second half of last year?

Ms. Camille Fremont responded, that the work is similar to what we performed for the December 31, 2024 audit and will be part of our testing for the second half of 2025. We did not see the same issues in prior samples, these were specific claim types.

Ms. Freda Wang asked, is a manual process always necessary somewhere in the workflow?

Ms. Camille Fremont responded, yes, contract terms are loaded into the system and reviewed manually, especially when contract changes occur.

Ms. Freda Wang asked, so, this represents a small percentage of the total claims?

Ms. Camille Fremont responded, yes, these were limited unique claim types tied to a particular period.

Ms. Freda Wang asked, is this unusual compared to industry experience?

Ms. Camille Fremont responded, no, this is not unusual and not unique to MetroPlus.

Ms. Freda Wang asked, is it good to check control processes systemwide.

Ms. Camille Fremont responded, the design is effective as the issue was in control the operation.

Ms. Tricia Taitt noted that you cannot always monitor the operation of a control so errors will happen.

Ms. Camille Fremont responded, correct, the focus now is strengthening awareness and adding additional checks. Management has already planned remediation and additional reviews.

Ms. Tricia Taitt asked, what was the financial impact?

Ms. Camille Fremont responded by saying we do not recommend booking to our extrapolated estimate. Management reprocessed the claims which resulted in a positive impact of \$1 million.

Ms. Yimiao Chen responded, another population showed \$330,000 in overpayments.

Ms. Maria Tiso responded saying, ultimately, the known errors were smaller if the amounts were larger it may have risen to a material weakness.

Ms. Freda Wang asked, did you confirm that last year's material weakness was resolved?

Ms. Maria Tiso responded, yes, it was addressed in her opening comments. The prior year issue in the HHC management letter was fully remediated and management is working with the City Actuary to incorporate future changes.

Mr. José Pagán asked if there are any other questions?

Mr. José Pagán then called on Mr. Joseph O'Keefe for the Internal Audit update.

Internal Audit

Mr. O'Keefe started with the External Audit Update. The first audit is the City Controllers Audit of the Department of Corrections Efforts to Ensure Access to Mental Health Services for Inmates. They have issued a draft report, which we are currently reviewing and will respond before the final report is issued.

The second audit is Language Access Services. The final report was received in November 2025. This audit is completed and a final response is due within 180 days

The next item was the number of audits for the current fiscal year. Out of the five scheduled audits two are completed and three remain in progress.

Lastly, an update on the Auxiliary Audits that is done by the Bonadio Group. The only outstanding auxiliary audit is the Friends of Harlem Hospital. Internal Audit is working with the Bonadio Group to obtain the necessary documentation. If information is not provided Internal Audit will determine next steps. Once completed there will be no further Auxiliary Audits under Internal Audit.

Mr. José Pagán asked if any anyone have any questions before turning the meeting over to Ms. Catherine Patsos.

Corporate Compliance

Ms. Patsos started her presentation providing an update on the activities of the department:

The 2025 Compliance Survey, administered through Gartner, was launched to increase response rates however engagement did not improve. The survey closed on December 5, 2025.

The department is finalizing 2025 General Compliance & HIPAA Training, due December 31, 2025. Ms. Patsos has been emailing facility CEO's and departments with lists of individuals who have not completed training and they have been diligent in sending reminders. The 2026 training rollout is nearly complete for January 2026 enrollment.

Ms Patsos also noted strong participation in Compliance & Ethics Week. Themed "Be Bold Followed the Golden Rules of Compliance," which included educational tables, staff engagement activities, and three well attended webinars (each exceeding 4,000 attendees) on Fraud, Waste & Abuse, HIPAA, and Conflicts of Interest.

Ms, Patsos also noted that Compliance is partnering with Internal Audit to develop the 2027 Risk Assessment, beginning with a systemwide survey.

Ms. Patsos then presented the Q3 trends for privacy and non-privacy cases:

- Non-privacy reports increased slightly, a positive indicator of reporting culture.
- Privacy cases increased modestly which is less favorable.
- Average days to close cases for non-privacy issues are declining showing improvement.
- Privacy case closure times are also improving compared to prior years.

Ms. Patsos then presented the comparative analyses by facility, issue type, and intake method.

Ms. Tricia Taitt asked what is the difference between privacy and non-privacy cases, and why are they measured separately?

Ms. Catherine Patsos responded, privacy cases should decrease and non-privacy cases should increase reporting is encouraged. Hence separate tracking.

Ms. Tricia Taitt asked are privacy cases defined strictly as HIPAA-related?

Ms. Catherine Patsos responded, yes.

Ms. Tricia Taitt asked, so privacy cases represent HIPAA noncompliance?

Ms. Catherine Patsos responded yes, they represent reports of potential noncompliance and not all are substantiated.

Ms. Tricia Taitt asked are these reports made by employees or patients?

Ms. Catherine Patsos responded, patient is reporting, we are required by the Office of Medicaid Inspector General to post our hotline publicly so that Medicaid recipients are aware of our hotline and are able to use it to report potential fraud waste and abuse, but not what they are reporting.

Ms. Tricia Taitt asked if most of the reports are coming through the hotline?

Ms. Catherine Patsos responded that the intake methods are mixed hotline, email, referrals, direct calls, etc.

Mr. Mitchell Katz noted that most privacy complaints about receiving someone else's information?

Ms. Catherine Patsos responded, yes, along with unauthorized access flagged by our monitoring tool.

Ms. Tricia Taitt noted that Bellevue and Kings County have the highest report numbers, does that reflect stronger reporting?

Ms. Catherine Patsos responded, noting that larger facilities naturally generate large report.

Mr. Michell Katz noted that Bellevue's census is 680 vs NCB's 100 volume difference make sense.

Ms. Freda Wang asked what is H&H on the chart?

Ms. Catherine Patsos responded, Central Office HR related complaints like misconduct and retaliation mostly unsubstantiated.

Ms. Tricia Taitt asked, so these reports not substantiated?

Ms. Catherine Patsos reported, correct.

Ms. Catherine Patsos presented a final slide showing an increase in anonymous reports which limits follow up. Staff are encouraged to identify themselves to support full investigations.

Ms. Patsos noted, that is the end of my presentation,

Mr. José Pagán asked is there any old or new business?

No, new or old business

Meeting adjourned at 11:42am

Strategic Planning Committee Meeting – December 08, 2025

As Reported by: Dr. José Pagán

Committee members present: Dr. José Pagán, Dr. Theodore Long representing Dr. Mitchell Katz, Freda Wang, Tricia Taitt, Dr. Patricia Marthone, Anita Kawatra, Dr. Toni Eyssallenne representing Dr. Michelle Morse

Dr. José Pagán, called the December 8th, 2025 meeting of the Strategic Planning Committee (SPC) to order at 11:07 am.

Dr. Pagán noted for the record that Dr. Theodore Long will be representing Dr. Mitchell Katz in a voting capacity, and Dr. Toni Eyssallenne will be representing Dr. Michelle Morse in a voting capacity.

Dr. Pagán called for a motion to approve the June 16, 2025 minutes of the Strategic Planning Committee meeting.

Upon motion made and duly seconded the minutes of the June 16, 2025 Strategic Planning Committee meeting was unanimously approved.

INFORMATION ITEMS

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

Federal Update

Ms. Brown reported that we are actively engaged in significant advocacy efforts related to components of H.R.1, particularly around delaying certain provisions involving the MCO tax and the potential impact on the Essential Plan. She also noted that we remain focused on administrative actions emerging from the current administration that are occurring outside the legislative process.

State Update

Ms. Brown reported that the previous legislative session is winding down, with several health-system-related bills still awaiting delivery to the Governor before year-end. At the same time, preparations for the upcoming legislative and budget session have already begun, with advocacy efforts and partnership-building well underway. This year is expected to be unique due to strong interdependence between Federal and State decisions, particularly as the State considers how to address potential budget gaps created by Federal H.R.1. Overall, the State has been a strong and collaborative partner throughout this process.

City Update

Ms. Brown reported that we are once again in a transition period, and we are very excited about the incoming administration. We have high hopes and expectations, as his values closely align with ours. We are also pleased to see familiar colleagues returning from prior administrations. While there are always some ups and downs as we adjust to new systems, our outlook remains extremely positive, and we are ready to move forward.

Ms. Brown reported on FY-26 Q1 (Period Comparison: Apr-Jun 2025 compared to Jul-Sept 2025) Performance:

Positive Trends:

Quality and Outcomes

3. Hgb Alc control <8: Increased to **69.8%** from 67.8% (target: 69%)

Access to Care

14. Unique Primary Care Patients: **462,239** from 459,441 (target: 450,000)

Care Experience

7. MyChart Activations: **87.6%** from 87.1% (target: 84%)

6. Ambulatory care experience - Recommended provider office: **88.1%** from 88% (target: 88.39%)

Financial Sustainability

- 9. % of Uninsured patients enrolled in health insurance coverage or financial assistance: remained the same both periods at **86%** (target: 90%)
- 11. Total A/R days per month: **27.9 days** from 31.6 days (revised target: 30 days)
- 12. PAC Total AR Days (12 months): **48.68 days** from 52.85 days (target: 50 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 25% completion** (achieved target)

Culture of Safety

- 19. % of Total Staff across NYC H+H Completing ICARE with Kindness Pledge: **57.04%** from 45.70% (Target: 90%)
- 20. % of Total Staff across NYC H+H Completing ICARE with Kindness Training: **48.52%** from 37.25% (Target: 90%)

Negative Trends: (better than or close to target)

Quality and Outcomes

- 1. Post-Acute Care (PAC): All Cause Hospitalization rate: **2.1 per 1,000 care days** from 1.9 per 1,000 care days (target: 1.6 per 1,000 care days)
- 4. % Left without being seen in emergency departments (ED): Slightly increased to **3.5%** from 3.4% (target 4.0%)

Care Experience

- 5. Inpatient care - overall rating: **65.8%** from 65.9% (target: 66.3%)

Financial Sustainability

- 8. Patient Care Revenue/Expenses: **76.9%** from 78.4% (remains better than target of 75%)

Negative Trends:

Quality and Outcomes

- 2. Follow-up appointment kept within 30 days after behavioral health discharge: Reduced to **62.8%** from 67.1% (target: 65%)

Financial Sustainability

- 10. % MetroPlus medical spend at NYC Health + Hospitals: **38.21%** from 38.44% (target: 45%)

Access to Care

- 15. # of e-consults: **78,740** from 95,203 (target: 95,100)
- 16. NYC Care: **130,854** from 134,981 (target: 150,000)-Although a decrease, this is a positive trend due to conversion of patients from NYC Care to Medicaid in 65+ population

Equity Measures:

Racial & Social Equity Measures

- 22. # of Equity Lenses Applied to Performance Improvement (PI) Projects with Data (target: 100)

- FY25 Q4 (April-June 2025): **111**
- FY26 Q1 (July-September 2025): **34** (Note: this contains **partial data** and will be updated in the next reporting quarter)

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

Category	April- June 2025	July- September 2025
Women	48.37%	46.05%
Non-Binary	0%	0%
Asian	23.98%	18.88%
Black or African American	6.50%	5.22%
Hispanic or Latino	4.07%	4.42%
American Indian or Alaska Native	0%	0%
Native Hawaiian or Other Pacific Islander	0%	.13%
Unknown Ethnicity	38.21%	48.46%

Access to Care

17. Total % Occupancy: Remained about the same at **74.3%** from 74.9%

- **% Occupancy specifically for Med Surg and ICU Units across NYC H+H: Dropped to 81.2%** from 83.2%

FOLLOW-UP ITEMS:

- Investigate benchmarks from other public health systems regarding care experience metrics if available.
- Review options for separate MetroPlus discussion on issues including spend at H+H facilities, appointment scheduling, and consider future Board educational session.
- Monitor and evaluate the changes in e-consult models to ensure efficiency and quality responses from specialists.
- Provide current status of available metrics of demographics of existing work force and residency pipeline data.
- How are racial and equity measures evaluated and used to impact care experience.
- What are the current pipelines for new hires of physicians?
- Explore ways to measure access to specialists differently as e-consult continues to evolve and we continue to partner with AAMC.
- Further discuss any impact on nurses of Federal government changes to professional definitions.

Dr. Pagán thanked the presenters.

There being no old business, nor new business, the meeting was adjourned at 11:49 a.m.

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 (Room 1702) at 50 Water Street, New York, New York, on the 20th day of November 2025 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.
Sewit Teckie, M.D.
Karen St. Hilaire representing Molly Wasow Park
Jozef Dubroja representing John Ulberg, Jr.

José Pagán - Chair of the NYC Health + Hospitals Board of Directors was also present, along with Board Members Freda Wang - join at 1:15, Jackie Rowe-Adams, Patricia Marthone, Sally Hernandez-Piñero, Michael Espiritu, Tricia M. Taitt - join at 1:06, Vanessa Rodriguez, Anita Kawatra, Erin Kelly representing Suzanne Miles-Gustave.

Also, present were Executive Director David Cheung and Claims Director Christina Alcee, and Nancy Gray of Aon Insurance Managers (Aon).

Dr. Calamia chaired the meeting which was called to order at 1:02 p.m. Dr. Calamia then presented the following resolution to the Board:

Approval of the minutes of the November 21, 2024 annual meeting.

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

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

Electing of the following Officers for the HHC Insurance Company, Inc.:

➤	Vincent Calamia, M.D.	President
➤	Sewit Teckie, M.D.	Vice-President
➤	Andrea Cohen, Esq.	Secretary
➤	John Ulberg, Jr.	Treasurer
➤	David Cheung	Executive Director
➤	Christina Alcee	Director of Claims

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

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

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, 2026 through December 31, 2026.

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

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

The re-appointment of Jo Ellen Cockley of Aon Risk Consultants as the Actuary of the Company.

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

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

The appointment of Eric Crossett of KPMG LLP as the company auditor of the financial statements for the year ending December 31, 2025.

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

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

Approval of the loan back of premium in an amount up to \$1.3 million to the parent corporation, the NYC Health + Hospitals (the System).

Nancy Gray provided a description of the loan back program. The motion to adopt the resolution was duly seconded and unanimously approved by the Board.

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

Approval of the Audited Financial Statements as of December 31, 2024.

Nancy Gray provided a brief description of the audited financial statements and the audit opinion of KPMG, the corporations auditors. The motion to adopt the resolution was duly seconded and unanimously approved by the Board.

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

Approval of the Business Continuity Plan.

Nancy Gray provided a brief description of the Business Continuity Plan. The motion to adopt the resolution was duly seconded and unanimously approved by the Board.

Hearing no further questions, Dr. Calamia then presented the following resolution to the Board:

Approval of the disaster response plan.

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

Nancy Gray presented the following five information items:

1. New applications for coverage have been received from 19 Obstetrician/Gynecologists and Neurosurgeons. As of 6/30/2025, there are 265 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 200 Health + Hospitals physicians, beginning July 1, 2020. All of the 200 excess applications filed for doctors have been deemed eligible to receive excess coverage through the pool (1 has not been approved by the hospital). It was determined that during the application process that 44 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, 2025 cession statement from the Pool indicates that the Company has a net equity in the Pool of \$1,369,812. Pages 39 - 41 of the board book further detail the Company's participation. No questions were asked.
3. June 30, 2025 interim financial statements were reviewed. As of June 30, 2025, the Company has total assets of just above \$100 million. Of that balance, the intercompany receivable of \$97.2 million is the largest component. There is an MMIP receivable of \$2.4 million. The total liabilities as of June 30, 2025 are \$5.1 million. There were direct reserves of \$2.1 million. The total net assets as of June 30, 2025 are \$95.9 million. Change in Restricted Net Assets of \$594 thousand. Of that balance, \$139 thousand was related to the profit from participation in the MMIP pool. The rest, which is \$455 thousand was from direct coverage by the company. Gross premium written \$1.3 million, gross premium earned for six months \$662 thousand and total income of \$702 thousand. Loss and Loss Adjustment Expenses \$87 thousand as a recoverable or negative expense. General and administrative expenses are \$189 thousand. On the net basis total expense was \$109 thousand. There were no questions.
4. Gallagher Bassett has reported 71 open files and 565 closed files for the underwriting years 2005-2025. Of the closed files, 41 were closed with payment and 524 files were closed without payment.
5. The Company's business plan has been approved by the New York Department of Financial Services (NYDFS) and 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 three submissions to NYDFS awaiting approval. These requests are consistent with the prior year, requesting permitted practice to file the audited financial statements on a statutory basis and a request to waive the actuarial certification of the MMIP reserves.

7. Regulatory compliance checklist showing various requirements as a New York captive from reports filings to corporate documentation.
8. The Company is under a regulatory examination as of 12-31-2024 by the NYDFS.

ADJOURNMENT:

There being no further business before the Board, the meeting was adjourned at 1:18 p.m.

MINUTES OF THE ANNUAL MEETING OF THE HHC PHYSICIANS PURCHASING GROUP, INC. As Reported by: Dr. Vincent Calamia

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 (Room 1702) at 50 Water Street, New York, New York on the 20th day of November 2025, 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
Sewit Teckie, M.D.
Karen St. Hilaire representing Molly Wasow Park
Jozef Dubroja representing John Ulberg, Jr.

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, Sally Hernandez-Piñero, Michael Espiritu, Tricia M. Taitt, Vanessa Rodriguez, Anita Kawatra, Erin Kelly representing Suzanne Miles-Gustave,

Also present were Executive Director David Cheung and Claims Director Christina Alcee, and Nancy Gray of Aon Insurance Managers (Aon).

The meeting was called to order at 1:19 p.m. by Dr. Calamia. Dr. Calamia then presented the following resolution to the Board:

Approval of the minutes of the November 21, 2024 annual meeting.

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

Upon hearing there were no further questions, Dr. Calamia presented the following resolution to the Board:

Resolving that the following shall serve as officers of the HHC Physicians Purchasing Group, Inc. for a term to run until the next annual meeting of the company:

- **Vincent Calamia, M.D.** **President**
- **Sewit Teckie, M.D.** **Vice-President**
- **Andrea Cohen, Esq.** **Secretary**
- **John Ulberg, Jr.** **Treasurer**
- **David Cheung** **Executive Director**
- **Christina Alcee** **Director of Claims**

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

INFORMATION ITEMS: Nancy Gray then 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 2025. 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 1:21 p.m.

SUMMARY OF MEETING

HHC ACO INC. BOARD OF DIRECTORS (VIRTUAL)

As Reported by: Matthew Siegler

Members Present: Dr. Mitchell Katz, John Ulberg, Dr. Daniel Napolitano, Dr. Joan Curcio, Andrea Cohen, Esq., 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 4, 2025 at 11:31 a.m. Mathew Siegler, Chief Executive Officer of the ACO, called the meeting to accept the FY 2025 Audited Financial Statements, go over the PY 2024 Performance Results and Payment Distribution, review the PY 2025 Shared Savings Forecast, discuss Network Development, and review the ACO's PY 2024 Quality Performance and clinical plan on Reducing Avoidable Admissions.

Upon motion made and duly seconded the minutes of the April 7, 2025 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, 2025.

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

The Board considered the following resolution:

Recommending that the New York City Health and Hospitals Corporation (the "Member"), the ACO's Sole Member, elect Dr. Ted Long to serve as a Director of the ACO, until his resignation or removal in accordance with the By-Laws of HHC ACO Inc. (the "Bylaws").

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 2024 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 2026.

ADJOURNMENT

There being no old business, nor new business, the meeting was adjourned at 12:31 pm.

METROPLUS HEALTH PLAN MEETING UPDATE

MetroPlus Health Plan, Inc.

Board of Directors Meeting Update - Thursday, December 11th, 2025

As Reported By: Sally Hernandez Piñero

Draft subject to adoption at the next MetroPlusHealth Board of Directors meeting on Thursday, March 26th, 2026.

Sally Hernandez Piñero, Chair of the Board called the meeting to order at 10:42 A.M.

The meeting began at 10:42AM for New Business presentations but no official business until 11:20 AM when Mark Power physically reached the office. At that time the Board met the quorum requirements for official business and proceeded to address and vote on meeting minutes and resolutions.

NEW BUSINESS

STRATEGIC PILLARS

Sally Hernandez-Piñero asked that we begin with the Strategic Pillars. Dr. Talya Schwartz, President & CEO began by sharing a brief overview of the Enhanced Strategic Pillars for 2026. Dr. Schwartz then went on to discuss each slide which included Enhanced 2026 Pillars, 2025 Pillars, 2026 Pillar 1: Transform Plan Operations for Scalable Efficiency, 2026 Pillar 2: Grow and Retain Our Membership, 2026 Pillar 3: Expand and Optimize Our Footprint for Future Growth and 2026 Pillar 4: People Culture and MetroPlusHealth Behaviors.

Sally Hernandez-Piñero, Board Chair shared kind words regarding our Strategic Pillars outline and 2025 accomplishments.

HR 2025 REVIEW

Sally Hernandez-Piñero asked that we move on to the HR 2025 Review. Michael Kushner, Chief People Officer began by discussing the Defined and Embedded Core Set of Expected Behaviors, Developed a System of Accountability & Ownership and Employee Development.

MEMBERSHIP AND TRENDS

Sally Hernandez-Piñero asked that we move on to Membership & Trends. Roger Milliner, Chief Growth Officer, presented the 2025 Membership Growth and Marketshare.

PROJECT EDGE

Sally Hernandez-Piñero asked that we move on to Project Edge Wave 1 Go-Live. Tomasz Kawka, Vice President of Business Transformation presented, A Milestone in Our Transformation Journey, What It Took to Get There and Looking Ahead.

ADOPTION OF THE MINUTES

The minutes from the Board of Directors meeting held on Friday, September 26th at 11:00AM were presented to the Board. On a motion by Sally Hernandez-Piñero and duly seconded, the Board adopted the minutes.

ACTION ITEM

Sally Hernandez-Piñero advised that since we have quorum, we can move on to covering the Action Items. The **first** resolution was presented by Steven Stein Cushman, Chief Counsel, to approve the appointment of Board Member Karla Silverman to the Audit & Compliance Committee.

Approving the appointment of members of the Board of Directors to committees by the chair of the Board of Directors and designating the chair of each committee.

There being no questions or comments, on a motion 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 submission of a resolution to the Board of Directors of the New York City Health and Hospitals ("NYC Health + Hospitals"), to **authorize the Executive Director of MetroPlus Health Plan, Inc. ("MetroPlus" or "the Plan") to increase the contract authority for Change***

Healthcare Inc. ("Change") in the amount of \$3,100,000, which includes a 15% contingency, for a total not-to-exceed authority amount of \$23,285,000 for the remaining contract term.

Lauren Leverich Castaldo, Chief Financial Officer, presented an overview of the Background, Authority Increase Justification, Procurement and Contract Details and Board Approval.

There being no further questions or comments, on a motion 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 execute a one-year best interest contract extension and increase the spending authority, with Availity LLC ("Availity") for an amount not to exceed, \$1,500,000 for a total not to exceed contract authority amount of \$2,500,000.

Ganesh Ramratan, Chief Information Officer, presented an overview of the Background, Increase Authority Justification and Board Approval Request. There being no further questions or comments, on a motion by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

A **fourth** resolution was presented by Steven Stein Cushman, Chief Counsel, for Board approval.

Authorizing an increase of the threshold for obtaining authorization from the MetroPlus Health Plan, Inc. Board of Directors ("Board) for MetroPlus Health Plan Inc. ("MetroPlus") to execute certain contracts and leases/licenses of real property from the current threshold of in excess of \$250,000 annually, to a new threshold of in excess of \$600,000 annually.

Steven Stein Cushman presented the Requested Action, Justification for Increased Threshold and Board Approval Request.

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

A **fifth** resolution was presented by Robert Micillo, Chief Information Security Officer for Board Approval.

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

Robert Micillo presented an overview of the Cybersecurity Annual Report which included The Program, What We Protect, New NYS/DFS Cybersecurity Regulations & Timeline, Risks and Reportable Security Events, Annual Security & Privacy Risk Assessment, Disaster Recovery & Business Continuity, Program Measures - Training & Awareness, Program Measurements - Indoor Email Defense, Program

Measurements - Delegated Vendor Security Tracking and Program Measurements - Security Posture for Local Competition.

Sally Hernandez-Piñero asked a question regarding the separation of networks; Robert Micillo responded; Ganesh Ramratan further explained. There being no further questions or comments, on a motion by Sally Hernandez-Piñero and duly seconded, the resolution was unanimously adopted by the Board.

A **sixth** resolution was presented by Lauren Leverich Castaldo, Chief Financial Officer for Board Approval.

*Adopting the Annual Operating Budget and Expense Authority
of the MetroPlus Health Plan, Inc. (the "Plan"), for Calendar Year 2026.*

Lauren Leverich Castaldo presented an overview of the 2026 MetroPlusHealth Budget which included FY2026 Budget Overview, FY2026 vs. FY2025 Personnel Services Budget Bridge, FY2026 Capital Expense Proposal, 2026 Membership Projection, FY2025 vs. FY2026 Budgeted Income Statement Comparisons and Year-Over-Year Forecast Comparison.

Sally Hernandez-Piñero asked a question regarding Essential Plan (EP) lives; Lauren Leverich Castaldo responded.

Vallencia Lloyd, Board Member, asked a follow-up question; Lauren Leverich Castaldo responded.

Karla Silverman, Board Member asked a question regarding Essential Plan 5; Lauren responded, Raven then responded with a complete explanation on what is happening with the State of NY as it pertains to EP5; Dr. Schwartz weighed in on EP 5 and the state.

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

NEW BUSINESS

SS&C CONTRACT

Sally Hernandez-Piñero asked that we then discuss the last new business item, SS&C Contract. Ganesh Ramratan, Chief Financial Officer presented on the PowerSTEPP Source Code Software. This was a discussion only; no authorizing resolution was sought.

Following the last presentation, Dr. Talya Schwartz highlighted for the Board key accomplishments from the "25 Accomplishments for 2025" which will be circulated in our December 2025 Digest.

There being no further business, Sally Hernandez Piñero adjourned the meeting at 12:21 P.M.

At 12:31, Sally Hernandez-Piñero called to order the Annual Public Meeting, the quorum of Board members still present and in attendance. The public is referred to the recording of the day's public meeting for a full report on MetroPlus, and the Annual Meeting concluded at 12:33. No members of the public were present either in person or online.



Mitchell H. Katz, MD

NYC HEALTH + HOSPITALS - PRESIDENT AND CHIEF EXECUTIVE OFFICER

REPORT TO THE BOARD OF DIRECTORS

December 18, 2025

NYC HEALTH + HOSPITALS EMPLOYEE AND FACILITY RECOGNITIONS

FIVE HEALTH SYSTEM HOSPITALS NAMED TO U.S. NEWS & WORLD REPORT 2026 BEST HOSPITALS FOR MATERNITY CARE

Five NYC Health + Hospitals facilities were recognized by U.S. News & World Report as 2026 Best Hospitals for Maternity Care: NYC Health + Hospitals/Elmhurst, Kings County, Lincoln, South Brooklyn Health, and Woodhull. U.S. News evaluated 817 hospitals from across the United States, and only half of all hospitals evaluated for its 2026 ratings edition have been 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, vaginal birth after cesarean and reporting on racial/ethnic disparities, among other measures.

All five hospitals were recognized for avoiding unnecessary C-sections and achieving above-average rates of Vaginal Birth After Cesarean.

NYC HEALTH + HOSPITALS CELEBRATES 35 NURSES AND SIX HOSPITALS AT ANNUAL NURSING EXCELLENCE AWARDS

35 nurse professionals from across the health care System were honored as part of its annual Nursing Excellence Awards. The honorees were selected from 524 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. Twenty-five nurses were recognized for Excellence in Clinical Nursing, and five nurses were recognized systemwide for their efforts in leadership, volunteering, education and mentorship, home or ambulatory care, and technology and innovation. Another five 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, psychosocially, or economically. The sixth annual Structural Empowerment Award was presented to the nursing leadership and staff at NYC Health + Hospitals/Metropolitan for their commitment to achieving higher

performance levels, including increases in certification rates and other notable metrics. The sixth annual Josephine Bolus Nursing Champion Award – NYC Health + Hospitals’ most prestigious designation bestowed upon supporters of nurses and the nursing profession – was presented to Ena Williams, PhD, MBA, RN, CNEP, FAAN, FADLN, Senior Vice President and Chief Nursing Executive at Yale New Haven Health.

CITY & STATE NEW YORK ‘2025 STATEN ISLAND TRAILBLAZERS’ RECOGNIZES MATTHEW LEVY, CEO OF NYC HEALTH + HOSPITALS/SEA VIEW

City & State New York recognized Matthew Levy, CEO of NYC Health + Hospitals/Sea View, for his outstanding leadership, forward-thinking approach, and significant contributions to improving health care and strengthening community wellbeing throughout Staten Island. The inaugural “2025 Staten Island Trailblazers” list, by City & State New York and covering the borough of Staten Island (Richmond County), recognizes local leaders whose work is driving meaningful change across the borough’s civic, business, nonprofit, and health care sectors. The 2025 edition spotlights those who combine professional achievement with a commitment to community impact.

NYC CARE EXECUTIVE DIRECTOR JONATHAN JIMÉNEZ, MD, MPH, NAMED ‘EMERGING TRAILBLAZER HONOREE’ BY ALMA MATER COLUMBIA UNIVERSITY

Dr. Jonathan Jiménez, Executive Director of the NYC Care program and family physician at NYC Health + Hospitals/Gotham Health, Cumberland, was named ‘Emerging Trailblazer Honoree’ for 2025 by the Latino Alumni Association of Columbia University (LAACU). Dr. Jiménez, a graduate of the Columbia University Mailman School of Public Health in 2015, is recognized for his leadership and excellence in public health and for the contributions he has made to both the Columbia and greater Latinx communities. Dr. Jiménez has implemented strategies to grow NYC Care membership beyond NYC Health + Hospitals’ initial goal of 100,000 members to over 130,000, introduced new benefits for members such as durable medical equipment, and spearheaded partnerships with community-based organizations. In both his role as executive director and physician, Dr. Jiménez has championed the needs of immigrants, particularly those in the Hispanic/Latinx community who make up approximately 66% of NYC Care members.

NYC HEALTH + HOSPITALS/BELLEVUE ANESTHESIOLOGIST DR. KENNETH M. SUTIN NAMED TO CRAIN’S 2025 NOTABLE LEADERS IN SUSTAINABILITY

NYC Health + Hospitals/Bellevue announced that Dr. Kenneth M. Sutin, Associate Chief of Service in the Department of Anesthesiology, Perioperative Care & Pain Medicine and Director of the Post-Anesthesia Care Unit at Bellevue Hospital, was named one of Crain’s New York Business 2025 Notable Leaders in Sustainability, which honors professionals advancing sustainability across sectors for driving meaningful progress toward a cleaner, more equitable future. Dr. Sutin

launched the Fresh Gas Flow Project in 2022, to monitor the environmental, health, and financial impacts of gas leaks in the Bellevue Hospital's central nitrous oxide systems. The Project has reduced the use of nitrous oxide at the hospital by 97%, and has led to a 52% annual reduction in anesthesia-related carbon dioxide equivalent (CO₂e) emission in anesthesia practices systemwide. Nitrous oxide, a greenhouse gas 300 times more potent than carbon dioxide, can persist in the atmosphere for over 100 years.

HEALTH CARE SYSTEM AND FACILITY ANNOUNCEMENTS

NYC HEALTH + HOSPITALS LAUNCHES \$32.2 MILLION INITIATIVE TO SUPPORT PATIENTS WITH COMPLEX BEHAVIORAL HEALTH NEEDS AFTER THEY LEAVE THE HOSPITAL

The health care System announced the launch of new teams to support patients after they leave the hospital. New Critical Time Intervention teams will serve adults who have had multiple psychiatric hospital or emergency visits within the last year and provide follow-up care for up to nine months.

Funded by the New York State Office of Mental Health, the \$32.2 million teams include nurses, social workers, care managers, mental health professionals, and peer specialists and are funded for five years. Services include accompanying patients' home on discharge day, helping them access follow-up care in the community, supporting personal goal-setting, and assisting them with securing public benefits and entitlements to address their basic needs. Critical Time Intervention teams will be available at NYC Health + Hospitals/Bellevue, Jacobi, Kings County, Metropolitan, and Queens and are projected to serve up to 650 patients a year.

These teams will complement NYC Health + Hospitals' Peer Bridger program, which pairs patients discharged from a Comprehensive Psychiatric Emergency Program (CPEP) with certified Peer Counselors to provide support for up to several months after they leave the hospital. Peer Counselors, who have lived experience with mental health or substance use challenges, will help patients connect with outpatient services, psychosocial clubhouses, transportation resources, and community-based supports such as libraries, food pantries, and crisis respite programs. Peers are uniquely positioned to serve patients with complex and co-morbid mental health and substance use disorder needs, and they can connect to traditionally hard-to-reach patients by sharing their lived experience to support recovery. The Peer Bridger program is available at NYC Health + Hospitals/Bellevue, Elmhurst, Harlem, Jacobi, Kings County, North Central Bronx, Queens, and Woodhull.

NYC HEALTH + HOSPITALS/SOUTH BROOKLYN HEALTH RECOGNIZED FOR HIGHEST QUALITY STROKE CARE BY THE JOINT COMMISSION

NYC Health + Hospitals/South Brooklyn Health announced its designation as a Thrombectomy Capable Stroke Center by the Joint Commission. This recognition confirms the hospital meets rigorous standards for performing endovascular thrombectomy, the procedure to remove a blood clot from an artery in order to restore blood flow to vital organs. When completed within 24 hours of a stroke, a thrombectomy can save a patient from permanent organ damage or death.

Today's designation follows 18 months of milestones that highlight both clinical innovation and operational excellence in the hospital's stroke care. South Brooklyn Health treated its first thrombectomy case in May 2024, and in December 2024, the hospital conducted its first endovascular aneurysm repair.

In January 2024, the hospital opened a Neuro-critical Care Unit to enhance its ability to care for patients with complex neurological challenges. In March, the hospital launched 24/7 thrombectomy operations, ensuring life-saving stroke care around the clock. In October, the hospital launched its first Stroke Support Group, providing survivors and their families with vital education, connection, and healing.

FOR WORLD AIDS DAY, NYC HEALTH + HOSPITALS REMINDS NEW YORKERS OF RESOURCES AVAILABLE FOR HIV TESTING AND TREATMENT

In recognition of World AIDS Day on December 1, NYC Health + Hospitals reminded New Yorkers that affordable, patient-centered, nonjudgmental, culturally appropriate, gender-affirming care is available for patients seeking testing, prevention, or treatment for HIV. Each of the System's 11 acute care hospitals and six Gotham Health community clinics are NYS-recognized centers for HIV care, providing state-of-the-art, high-quality HIV prevention and treatment services, including the use of new long-acting prevention or treatment options that eliminate the need for daily pills.

NYC Health + Hospitals has successfully engaged and treated thousands of patients living with HIV. Of the over 13,000 patients with HIV who engaged in primary care at NYC Health + Hospitals over the past 12 months, 98% were on antiretroviral therapy and 89% had suppressed viral loads. The health system tested over 230,000 people for HIV in 2024. NYC Health + Hospitals has one third of the New York State's Designated AIDS Centers, which provide patient-centered care, antiretroviral therapy (ART), virtual care appointments, and special clinic-based outreach programs.

As a part of the day, NYC Health + Hospitals/Bellevue hosted "Looking Back, Looking Forward: 40 Years of HIV Care at Bellevue," a panel discussion with Dr. Robert Holzman, Dr. Ofole Mgbako, and long-term survivors. Dr. Holzman, Professor Emeritus of Medicine and Environmental Medicine at NYU Grossman School of Medicine, was recognized as "Bellevue's first epidemiologist." His address recounted his experience

providing direct care to some of the first New Yorkers with HIV/AIDS and his historical perspective on the early AIDS response at Bellevue.

Additionally, NYC Health + Hospitals/Jacobi hosted a patient art exhibit and a parade for change where attendees wore red to show support for those who have been affected by HIV and honor lives lost. Jacobi Hospital staff marched alongside community members to provide HIV education, prevention resources, and testing PrEP screenings.

NYC HEALTH + HOSPITALS/SOUTH BROOKLYN HEALTH APPOINTS SELWENA R. BREWSTER, MD, MBA AS CHIEF MEDICAL OFFICER

NYC Health + Hospitals/South Brooklyn Health announced the appointment of Selwena R. Brewster, MD, MBA as Chief Medical Officer where she will oversee clinical operations to ensure high-quality patient care and the continued strategic success of the institution. In this role, she will lead the medical staff, develop and implement clinical policies, manage medical budgets, and ensure full compliance with state, federal, and regulatory requirements. Her appointment was effective November 7.

Dr. Brewster brings a distinguished clinical background in both Internal Medicine and Emergency Medicine, a dual foundation that allows her to bridge frontline medical practice with strategic operational leadership. Throughout her career with South Brooklyn Health and NYC Health + Hospitals, she has led transformative initiatives that strengthened clinical quality, enhanced patient outcomes, and elevated standards of care across multiple service lines. Her previous role as Associate Chief Medical Officer at NYC Health + Hospitals/Kings County further underscored her ability to effect system-wide improvements and foster collaboration across large, multidisciplinary teams.

NYC HEALTH + HOSPITALS/METROPOLITAN ACHIEVES CENTRAL LINE-ASSOCIATED BLOODSTREAM INFECTION RATE OF ZERO

NYC Health + Hospitals/Metropolitan announced that it has earned national recognition for achieving a central line-associated bloodstream infection (CLABSI) rate of zero – one of 338 hospitals nationwide to reach this significant distinction. The achievement is based on data from the Centers for Medicare & Medicaid Services (CMS) Healthcare-Associated Infections (HAI) metrics, which benchmark hospital safety and infection prevention nationwide and reflects performance reported through the Centers for Disease Control and Prevention's National Healthcare Safety Network, the nation's most comprehensive infection surveillance system.

Achieving a CLABSI rate of zero requires hospitals to have a strong, facility-wide focus on evidence-based clinical practices, precise central line insertion and maintenance techniques, and strict adherence to infection-prevention standards. This involves collaboration across the institution – spanning infection prevention, nursing, critical care,

and quality – to regularly assess device necessity, conduct maintenance audits, improve documentation, and reinforce sterile procedures.

NYC HEALTH + HOSPITALS/ELMHURST, QUEENS AWARDED DESIGNATION AS CENTER OF EXCELLENCE IN LUNG CANCER SCREENING

NYC Health + Hospitals/Elmhurst and Queens have been named a Center of Excellence for Lung Cancer Screening by GO2 for Lung Cancer (GO2) for its ongoing commitment to providing the Queens community with patient-centered, evidence-based lung cancer screening. An estimated 237,000 Americans are diagnosed with lung cancer annually, with most cases found at an advanced stage of the disease.

NYC HEALTH + HOSPITALS/BELLEVUE CELEBRATES NEW STATE-OF-THE-ART GROSSING ROOM

NYC Health + Hospitals/Bellevue opened its newly renovated grossing room, a major investment in the hospital's Pathology Department that will significantly enhance diagnostic capacity, safety, and workflow efficiency. A grossing station is a specialized workspace where pathologists and laboratory technologists/technicians examine and prepare tissue samples for diagnostic analysis. The \$400,000 renovation replaces outdated equipment and expands the number of functional grossing stations from two to five, supporting the hospital's growing patient volume and its role as a teaching site for pathology residents.

Grossing refers to the initial, macroscopic examination and dissection of surgical specimens, where tissue is measured, described, and sectioned to identify potential areas of concern. This critical first step, combined with subsequent microscopic evaluation, is used to detect tumors, diagnose infections, identify inflammatory conditions, and uncover genetic disorders.

NYC HEALTH + HOSPITALS/NORTH CENTRAL BRONX CELEBRATES 10 YEARS OF SIMULATION TRAINING

NYC Health + Hospitals/North Central Bronx celebrated 10 years of In-Situ Simulation Education at its Annual Women and Children Simulation Fair. The event showcased the hospital's commitment to preparing health care teams for critical, life-threatening situations through hands-on training. The fair featured 21 stations offering specialized training in rare but crucial emergency scenarios. Simulation exercises included intraosseous IV-line placement in infants, video-assisted intubation with GlideScope technology, cardiac strip interpretation, and IV insertion techniques. The hospital's OBGYN, Pediatrics, and Neonatal Intensive Care Unit departments organized the event, which drew 107 registered participants from across multiple disciplines.

NYC HEALTH + HOSPITALS/BELLEVUE COLLABORATES WITH TAIWAN CENTERS FOR DISEASE CONTROL TO ADVANCE SPECIAL PATHOGENS PREPAREDNESS

NYC Health + Hospitals/Bellevue hosted a visiting registered nurse from Taiwan as part of an international collaboration with the Taiwan Centers for Disease Control (Taiwan CDC) to strengthen special pathogens preparedness. Registered Nurse Shan Lin, from the Airborne Isolation Intensive Care Unit at the National Taiwan University Hospital (NTUH), spent the week at Bellevue Hospital to learn about the hospital's Special Pathogens Program – from operational readiness and unit design to training models and multidisciplinary coordination. Her visit is part of a Taiwan CDC-commissioned initiative to develop advanced facilities, staffing structures, and clinical systems capable of safely managing patients with high-consequence infectious diseases. The exchange supports Taiwan's national effort to strengthen special pathogen preparedness through the creation of three Special Pathogen Technology Care Demonstration Centers, modeled after the United States' ten Regional Emerging Special Pathogens Treatment Centers. Bellevue Hospital is the Regional Emerging Special Pathogens Treatment Center for New York, New Jersey, Puerto Rico, and the U.S. Virgin Islands.

**NYC HEALTH + HOSPITALS/WOODHULL HONORS BREAST CANCER SURVIVORS IN
CELEBRATION OF STRENGTH, HOPE, AND HEALING**

NYC Health + Hospitals/Woodhull hosted a special celebration to honor Breast Cancer Survivors, bringing patients, staff, and community members together in a tribute to survivors' courage, hope, and healing. Woodhull Hospital's Chief Executive Officer Sandra Sneed joined staff and guests to recognize the remarkable resilience of survivors and the compassionate teams who support them each day. The celebration featured a keynote address by Simone I. Smith – entrepreneur, philanthropist, designer, and 21-year cancer survivor – who shared her personal journey and words of encouragement with the attendees.

**NYC HEALTH + HOSPITALS/BELLEVUE SCHOOL OF RADIOLOGIC TECHNOLOGY
CELEBRATES 51ST GRADUATING CLASS**

NYC Health + Hospitals/Bellevue School of Radiologic Technology celebrated the commencement of its 51st graduating class, awarding diplomas to 20 students who have completed the rigorous, 24-month Radiologic Technology program. Since its founding in 1972 and the graduation of its first cohort in 1974, the school has trained more than 700 imaging professionals. Today, 40 students are enrolled across the first- and second-year classes. All academic, laboratory, and clinical instruction is conducted on-site at Bellevue Hospital, offering students unparalleled exposure to high-acuity, real-world learning in one of the nation's oldest and most storied public hospitals. Graduates are eligible to apply for American Registry of Radiologic Technologists (ARRT) certification and New York State licensure. Graduates will enter the health care field as highly sought-after, licensed professionals in roles including Radiologic Technologist, Mammography Technologist, MRI Technologist, and CT Technologist. Their expertise will strengthen

diagnostic and clinical services, meeting a growing demand for advanced imaging and specialized patient care across New York City and beyond.

NYC HEALTH + HOSPITALS/ELMHURST RECEIVES \$1M IN ADVANCED SURGICAL MICROSCOPE EQUIPMENT FUNDED BY THE QUEENS BOROUGH PRESIDENT

NYC Health + Hospitals/Elmhurst held a ribbon-cutting ceremony to celebrate the acquisition of three new state-of-the-art Leica surgical microscopes, made possible through \$1 million in funding from Queens Borough President Donovan Richards. This latest investment adds to the more than \$12 million in capital funding that the hospital has received from Borough President Richards to enhance services at Queens' largest public hospital. The new microscopes will significantly enhance surgical care across multiple specialties, including ENT, Neurosurgery, and General Surgery, and will give surgical teams the ability to see high resolution images of arteries and other parts of the body in fine, sharp anatomical detail. The advanced imagery provided by the microscopes will also help surgeons operate with greater accuracy, leading to improved overall health outcomes.

NYC HEALTH + HOSPITALS/QUEENS DISTRIBUTES 48 "GOBBLE BAGS" TO SUPPORT FAMILIES FOR THE THANKSGIVING HOLIDAY

NYC Health + Hospitals/Queens distributed 48 Thanksgiving "Gobble Bags" to patients and families across the borough. Each bag weighed approximately 40 pounds, totaling roughly 1,920 pounds of food distributed to community members in need. The hospital collected nearly \$1,300 in cash donations and accepted in-kind donations of nonperishable items from staff. Those funds were used by the Patient Experience team to purchase groceries and gift cards for the bags. Altogether, 48 families received Gobble Bags. Ten of the bags were provided directly to families identified by the hospital's Social Work team; those 10 bags also included a turkey donated by Tony Hiralall of Vision Protech Solutions, and a \$25 gift card. The remaining 38 bags were split evenly between two partner churches: United Apostle Church (St. Albans) and New Jerusalem Church of God in Christ (Springfield Gardens).

NYC HEALTH + HOSPITALS/BELLEVUE DISTRIBUTES TURKEYS AND SHARES HOLIDAY MEALS WITH PATIENTS TO CELEBRATE THANKSGIVING

Bellevue Hospital celebrated Thanksgiving this year with a series of events that reflect the institution's longstanding commitment to caring for patients, families, and the broader community. In partnership with New York State Assembly Member Harvey Epstein, New York State Senator Kristen Gonzalez, and the National Supermarket Association, Bellevue Hospital distributed 82 Thanksgiving turkeys to patients and families. This annual effort underscores the importance of giving, especially at a time when food insecurity continues to affect many New Yorkers. The donation represents the strength of Bellevue's community partnerships and the shared belief that everyone deserves a meaningful holiday meal.

NYC HEALTH + HOSPITALS/MCKINNEY HOSTS ITS ANNUAL ADOPT-A-RESIDENT PRE-THANKSGIVING CELEBRATION

The post-acute site hosted its annual 'Adopt-A-Resident for the Holidays' Pre-Thanksgiving celebration dedicated to bringing holiday spirit into the lives of its nursing home residents. McKinney staff accompanied more than 50 residents all dressed in their best holiday attire to share a memorable Thanksgiving experience, including a full dinner spread of turkey with all the fixings, live music, and a celebratory toast with sparkling cider.

For nearly 20 years, McKinney has hosted this holiday gathering to spread joy and provide companionship to residents, while listening to shared stories about their childhood and most memorable moments with family and friends. At a time when family visits are less frequent and feelings of loneliness and seasonal depression can become more prevalent during the winter months, McKinney staff offer a listening ear, a smile, or a laugh to keep residents' spirits up.

NYC HEALTH + HOSPITALS/BELLEVUE CELEBRATES MILESTONE OF 300TH GRADUATE FROM HEART HEALTH CARDIAC REHABILITATION AND WELLNESS PROGRAM

The 300th patient graduated from NYC Health + Hospital/Bellevue's Cardiac Rehabilitation and Wellness program. The program, launched in 2020, supports patients who have recently undergone a cardiac procedure, such as an angioplasty and stent placement or valve surgery, or cardiac event, such as a heart attack, or are at risk because of symptoms such as high blood pressure, heart failure or diabetes. The program provides a holistic approach to cardiac recovery, including supervised medical care, exercise training, nutrition guidance, behavioral health, and addressing social determinants of health. Almost half of graduates have achieved optimal blood pressure control, one third of graduates have improved their ability to exercise longer, and most found improvement in depression scores. Treatment and coaching are offered via in-person, virtual, and hybrid options.

Demand for the program remains exceptionally high. While most referrals come from within the NYC Health + Hospitals network, a notable portion of patients are referred from outside Bellevue Hospital, underscoring the program's regional reputation for excellence. The Bellevue Hospital cardiac rehabilitation team includes members from diverse specializations, including cardiologists, physiatrists, nurse practitioners, registered dietitians, exercise physiologists, registered nurses, occupational therapists, and patient care associates. Expansion of the team and equipment has served to increase access and allow for more tailored and effective treatment for the growing needs of the NYC Health + Hospitals patient population.

NYC HEALTH + HOSPITALS/METROPOLITAN ADVANCES COMMUNITY HEALTH THROUGH COMPASSIONATE, NEED-DRIVEN INITIATIVES

NYC Health + Hospitals/Metropolitan announced initiatives designed to meet the most urgent health and social needs of the East Harlem community as part of the hospital's ongoing commitment to ensure its neighbors' wellbeing. In September, October, and November, Metropolitan Hospital hosted a community thrift shop, coat and canned food drives, a baby shower for 60 high-risk, expectant mothers, and a fundraising campaign that collected more than \$20,000 for breast cancer awareness. Collectively, these efforts reflect Metropolitan Hospital's focus on advancing the health and everyday well-being of its patients and the community.

The hospital's thrift shop, launched in October, provided patients, families, and neighbors with access to affordable, high-quality clothing, shoes, jackets, and accessories. The event offered not only tangible support, but dignity and inclusion for community members navigating economic and other hardships. Building on this effort, Metropolitan Hospital launched a winter coat drive in November providing free warm coats to help ensure the comfort and safety of those without adequate protection against the cold. Complementing these initiatives, the hospital also coordinated a canned food drive in November to help address food insecurity, an issue that affects the health of many of its patients and their children.

As part of its ongoing maternal health initiatives, the hospital hosted a community baby shower in September for 60 expectant mothers, including patients with its High-Risk Clinic, Maternal Home Program, and Prenatal Clinic. The event – cosponsored by MetroPlusHealth and Ronald McDonald House New York – prioritized support of patients identified by social workers as facing socioeconomic challenges, housing insecurity, or high-risk pregnancies. Each mother, many joined by their families, received essential products including diapers, baby wipes, high chairs, and play pens, as well as educational materials to help ensure a safe and healthy start for their babies.

In a show of solidarity and purpose, throughout the month of October the hospital's Breast Cancer Awareness Month campaign united staff to collect more than \$20,000 in support of breast cancer education. In East Harlem – where cancer mortality rates are nearly double the Manhattan borough average – this awareness effort is especially critical. By expanding access to information and early detection resources, Metropolitan Hospital continues to address disparities in cancer outcomes and strengthen the health of its communities.

LOCAL BROOKLYN ARTIST EDDIE QUAN PHOTO EXHIBITION DEBUTS AT NYC HEALTH + HOSPITALS/SOUTH BROOKLYN HEALTH

NYC Health + Hospitals/South Brooklyn Health is hosting a photo exhibition of local Brooklyn artist, photographer, and printmaker Eddie Quan, featuring a select collection of 20 black and white photos from the artist's 50-year career. The exhibition currently greets patients,

visitors and staff in the 2nd floor visitor walkway and stretches the entire length of the space running along the front window façade of the building, bathing the collection in natural light. The collection of landscapes and cityscapes spans the artist's work from the early 1960's through the 2010's. The exhibition will be on display through January 2026, at which time the photos will be installed in their permanent location in two medical inpatient units on the 7th floor of the Ruth Bader Ginsburg Hospital to bring health and healing to those patients and their families.

RESPONDING TO THE HUMANITARIAN CRISIS – SERVICES FOR ASYLUM SEEKERS

After over three years of round the clock operations providing housing and services to asylum seekers, NYC Health + Hospitals' first and last remaining humanitarian center at the Row Hotel will close its doors at the end of December. The Row Hotel has played a critical role in our response to the asylum seeker emergency, providing housing and dedicated care to over 7,500 families with children pursuing a better life in our country.

Since the Row Hotel humanitarian center opened in October 2022, it has provided a temporary home to more than 24,000 people, nearly half of whom are children under the age of 18. Row Hotel guests represented over 80 countries and spoke 40 different languages, reflecting the tremendous cultural and linguistic diversity of our asylum seeker population and the efforts that our staff made to provide culturally-relevant, language-appropriate care. The Row Hotel was also home to more than half of the over 1,600 pregnant people who gave birth while staying with us, with staff ensuring guests were connected to and able to make appointments for pre-natal and post-partum care at our hospitals.

The close of the Row Hotel also officially marks the close of our participation in the City's housing operations launched in response to the asylum seeker humanitarian emergency. Over the course of HERRC operations, our staff provided shelter and essential care to more than 140,000 individuals and provided comprehensive intake, medical, social, and reconnection services to over 155,000 people at the city's Arrival Center.

Thanks to their heroic work, we have helped ensure no families have spent a night in New York City without shelter. Instead, the compassionate, 24/7 care we provided at the Row Hotel and our other humanitarian centers ensured thousands of people in need could find the promise of a brighter future.

NYC CARE UPDATE

NYC CARE PARTNERS WITH CONSULATE GENERAL OF GUATEMALA

NYC Health + Hospitals' NYC Care program today announced a partnership with the Consulate General of Guatemala in New York to provide NYC Care tabling services and no-cost blood-pressure screenings through NYC Health + Hospitals/Elmhurst's Clinical and Community Affairs teams at the consulate. While clients were waiting for their consulate appointments, NYC Care outreach staff from United Sikhs spoke with clients in the waiting area, and got them to visit the Elmhurst screening table to get their blood pressure taken. Staff from NYC Care and Elmhurst informed community members about NYC Care and the importance of regular check-ups with ones' primary care team, handing out brochures, flyers, and promotional items. The event resulted in over 3,000 people reached, and continues the work undertaken at other consulates to connect recent immigrants to health care.

ARTS IN MEDICINE UPDATE

MUSIC FOR THE SOUL HOLIDAY CONCERTS

This holiday season, Arts in Medicine will be providing a total of 14 concerts to NYC Health + Hospitals sites across the lobbies and unit to unit in all five boroughs this month. Sites include, but are not limited to: NYC Health + Hospitals/Sea View, Carter, McKinney, Jacobi, Harlem, Coler and Queens.

DECEMBER HHART OF MEDICINE WORKSHOPS

The Whitney Museum of American Art and Brooklyn Museum continue to facilitate workshops each month including for the following facilities and teams:

- NYC Health + Hospitals/Jacobi Social Workers
- NYC Health + Hospitals/South Brooklyn Health H3 Wellness
- NYC Health + Hospitals/Gotham Health, Sydenham Nursing
- NYC Health + Hospitals/Woodhull Pediatric and Internal Medicine Residents

METROPLUSHEALTH UPDATE

METROPLUSHEALTH ACHIEVES MAJOR MILESTONE WITH PROJECT EDGE WAVE 1 LAUNCH

MetroPlusHealth announced the successful launch of Project Edge Wave 1 on December 15, 2025, marking a major step forward in our enterprise-wide transformation. Project Edge is a bold modernization initiative designed to replace aging, fragmented systems with scalable, integrated technologies that support growth and elevate the service experience. This milestone introduces two new and modern platforms – HealthRules Payer (HRP) and GuidingCare (GC)– that will strengthen MetroPlusHealth's

operational foundation, increase agility, and fuel innovation across the organization.

HealthRules Payer (HRP) replaces the Plan's core claims processing system, while GuidingCare (GC) replaces DCMS, CareConnect, and the Appeals Database for medical management. These new platforms streamline claims and medical management processes, improve compliance, reduce manual workarounds, and expand automation—ultimately enabling faster, more accurate service and a better experience for our members and providers.

Wave 1 focused on deploying the two systems for the HIV-SNP program, supporting more than 4,900 members and their providers. Achieving this milestone required organization-wide effort including: 200,000+ hours of implementation work, 1,920 business requirements, 8,000+ test cases, and training 340 employees.

In 2026, we will concentrate on platform stabilization and moving additional lines of business onto the new platforms.

This effort reinforces MetroPlusHealth's commitment to building a future-ready ecosystem that advances health equity and delivers accessible, affordable, high-quality care for all New Yorkers. This milestone is a testament to the dedication of our teams and our shared vision for a stronger, even better performing health plan.

EXTERNAL AFFAIRS UPDATE

City

On January 1, 2026, Zohran Mamdani will be sworn in as Mayor of New York City. NYC Health + Hospitals is preparing for the transition and briefings. We are excited to work with Mayor-elect Mamdani and his Administration to continue driving forward Health + Hospitals projects, programs, and strategic goals.

State

The NYS Department of Health reaffirmed that the long-standing Hepatitis B vaccination recommendations for infants and children remain unchanged in New York State. Health + Hospitals continues to support and promote immunization schedules for infants and children.

On the legislative front, of the 854 bills that passed both houses of the NYS Legislature, 731 bills have been acted upon by the Governor and 92 bills have been vetoed thus far. Currently, 122 bills are in the Governor's office for consideration. The Governor has until the end of the calendar year to consider the remaining 2 bills.

The NYS Legislature announced the start of the 2026 session will commence on January 7, 2026. The Governor will deliver her State of the

State address on January 1, 2026, followed by the release of the executive budget on January 20, 2026.

Federal

Congress extended funding for the federal government through January 30. This includes an extension of telehealth waivers and a continued delay of the Medicaid DSH cuts. Congress extended SNAP funding through the end of the 2026 Fiscal Year.

What remains unsolved is the extension of certain Premium Tax Credits, which are slated to expire December 31. Republicans and Democrats in Congress have yet to agree on a plan, and negotiations continue.

NYC Health + Hospitals advocacy continues to our Congressional delegation about delaying the elimination of the MCO tax and changes to eligibility for the Essential Plan and Premium Tax Credits until 2029.

Community Affairs

The Council of CABs had a holiday party during their Council of CABs meeting on December 2. The CAB Chairs were also gifted with Council of CABs jackets from the Office of External and Regulatory Affairs team.

The Central Council of Auxiliaries hosted its final meeting of the year on December 3. Auxiliary Chairs shared their fundraising updates and discussed end-of-year housekeeping, including tax filings and federal determination letters.

As NYC Health + Hospitals reflects on another successful year, it is important to recognize that it could not be accomplished without our dedicated volunteer base.

In partnership with the NYC Office of Citywide Health Insurance Access, the NYC Department of Health and Mental Hygiene, and the NYC Human Resources Administration, the Office of External Affairs hosted an Understanding H.R. 1--The One Big Beautiful Bill Webinar on December 10. The webinar was attended by over 100 participants and covered topics including immigrants and children, Medicaid and SNAP work requirements, and Essential Plan and Qualified Health Plan premium assistance.

REAL ESTATE TRANSACTIONS

Below includes the Quarterly Central Office Real Estate Report from August 1 to October 31, 2025.

Effective September 1, 2025, NYC Health + Hospitals executed a multi-site license with Eye and Optics, NY Inc. to provide retail optical services at 8 facilities for a term of 5 years, escalated 2.5% annually, and a total contract value for all five years of \$986,297. Each facility has a distinct fair market value rate based on neighborhood comparables.

Below are the sizes, per square foot and total annual rates for the affected facilities:

Licensee				
Facility	Area (SF)	Annual Rate	\$/SF	5-year total
Bellevue	457	\$45,700	\$100	\$240,214
Harlem	100	\$7,400	\$74	\$38,897
Lincoln	600	\$28,200	\$47	\$148,228
Metropolitan	700	\$65,100	\$93	\$342,187
Queens	140	\$9,200	\$65	\$48,358
Kings	140	\$6,020	\$43	\$31,643
Woodhull	308	\$20,020	\$65	\$105,232
Gouverneur	100	\$6,000	\$60	\$31,538
TOTAL		\$187,640		\$986,297

NYC Health + Hospitals added three additional spaces to the existing license for Tasty Picks 6 Corp at NYC Health + Hospitals/Kings, to include 3 new spaces, commencing on August 1 2025.

Facility	NYC Health+Hospitals/Kings
License Commencement Date	August 1, 2025 (D, E, and T building spaces); June 4, 2025 ("gift shop" space)
Licensee	Tasty Picks 6 Corp
Location	4 total spaces: D Building: gift shop
	D Building: restaurant space
	E Building: a grab and go space
	T Building: a restaurant space
Nature of Use	food service
Square Footage	4 total spaces: D Building: 370 SF gift shop
	D Building: 1,300 SF restaurant space
	E Building: 48 SF grab and go space
	T Building: 2,000 SF restaurant space
Annual Fee	\$743,600 (based on \$40/SF) to escalate at 3% each year
Term	5 years
Total Fee	\$3,718,000.00
Qualifying Policy Criteria	Based on third party fair market value assessment of neighborhood and food service market

Effective August 15, 2025, NYC Health + Hospitals executed a new license with Healthy Choice Café Inc. at NYC Health + Hospitals/Carter. to provide food services for a term of 5 years, escalated 3% annually, and a total contract value for all five years of \$127,419.

Facility	NYC Health + Hospitals/ Carter
License Commencement Date	8/15/2025
Licensee	Healthy Choice Café Inc.
Location	1st floor lobby of LTACH, Room 1-211
Nature of Use	food Services
Square Footage	1005 SF
Annual Fee	\$24,000 (3% Annual escalation)
Term	5 years
Total Fee	\$127,419
Qualifying Policy Criteria	Based on third party fair market value assessment of neighborhood and food service market

NEWS FROM AROUND THE SYSTEM

- **Sing Tao Daily:** [A Taiwanese nurse visited Bellevue to strengthen Taiwan's preparedness for special pathogen prevention](#)
- **USA Today:** [Many people have seizures. Here's why it doesn't always mean epilepsy](#)
- **Queen's Ledger:** [Queens Muralist Brings Hope to Public Spaces](#)
- **Harlem World Magazine:** [Sponsored Love: Breaking The Itch, Atopic Dermatitis' Disproportionate Toll On Harlem's African American Community](#)
- **Becker's Hospital Review:** [8 recent CMO, CNO moves](#)
- **World News:** [NYC Health + Hospitals/Elmhurst Awarded Designation as Center of Excellence in Lung Cancer Screening \(New York City Health and Hospitals Corporation\)](#)
- **City & State New York:** [The 2025 Top Mental Health Care Providers](#)
- **News9:** [Queens Borough President Donovan Richards Secures \\$1 Million for Cutting-Edge Surgical Microscope Equipment at NYC Health + Hospitals/Elmhurst - newz9.com](#)
- **PIX 11:** [NYC Health + Hospitals Delivers Baby Boxes To Help New Parents From Day One](#)
- **Queens Latino:** [Dr. Jiménez recognized for his excellence in public health](#)
- **North Brooklyn News:** [Vigil Against Domestic Violence](#)
- **AMNY:** [Op-Ed | 50 CUNY alums lifting NYC](#)

- **Queens Gazette:** [Thanksgiving Turkeys And Meals](#)
- **Becker's Hospital Review:** [NYC Health + Hospitals debuts \\$32M behavioral health support teams](#)
- **NBC News:** [More parents refusing vitamin K shots for newborns, study finds](#)
- **BK Reader:** [South Brooklyn Health Appoints New Chief Medical Officer](#)
- **Norwood News:** [World AIDS Day Celebrated at NYC Health + Hospitals/Jacobi & North Central Bronx](#)
- **El Diario:** [Latino Voices: Helping the Community in Jackson Heights, Queens](#)
- **World News:** [NYC Health + Hospitals/Bellevue Anesthesiologist Dr. Kenneth M. Sutin Named to Crain's 2025 Notable Leaders in Sustainability \(New York City Health and Hospitals Corporation\)](#)
- **Caribbean Times:** ["Hope on Lenox Avenue"](#)
- **McKnight's Long-Term Care News:** [Food, friendship, festivities: NYC nursing home provides all the holiday trimmings for lonely residents](#)
- **Becker's Healthcare Podcast:** [Isaac Sachmechi, MD, Endocrinology, Diabetes, and Metabolism, Internal Medicine at NYC Health + Hospitals/Queens joins the podcast to discuss why NYC Health + Hospitals/Queens is recognized for excellence in diabetes care](#)
- **City & State NY:** [The 2025 Staten Island Trailblazers](#)
- **AARP:** [15 Ways Family Caregivers Can Better Communicate With a Loved One With Dementia](#)
- **Medscape:** [What Can Pediatrics Learn From Adult Medicine's Model?](#)
- **Popular Science:** [How to shovel snow without landing in the emergency room](#)
- **Bronx Times:** [2025 Power Women of the Bronx: a night of women leaders honored, glass ceilings shattered](#)
- **BK Reader:** [Woodhull Hospital Unveils Modern Hemodialysis Suite](#)

RESOLUTION - 06

Authorizing the Executive Director of **MetroPlus Health Plan, Inc. (“MetroPlus or “the Plan”)** to increase the contract authority for **Change Healthcare, Inc. (“Change”)** for Risk Adjustment Services, in the amount of \$3,100,000, which includes 15% contingency, for a new total not to exceed authority amount of \$23,285,000, for the remaining contract term to end March 21, 2027.

WHEREAS, MetroPlus Health Plan, Inc., a subsidiary corporation of NYC Health + Hospitals, is a Managed Care Organization and Prepaid Health Services Plan, certified under Article 44 of the Public Health Law of the State of New York; and

WHEREAS, the Plan required a vendor to enhance the ability to perform risk related activities to ensure a complete capture of chronic conditions, and

WHEREAS, an RFP for Risk Adjustment services was issued in July 2021, in compliance with MetroPlus’ contracting policies and procedures; and

WHEREAS, Change was the vendor selected to provide Risk Adjustment services; and

WHEREAS, on December 14, 2021, the Board of Directors of MetroPlus recommended adoption of the resolution for approval by the Board of Directors of the NYC Health + Hospitals, for the proposed contract between MetroPlus and Change; and

WHEREAS, on December 16, 2021, the Board of Directors of the NYC Health + Hospitals approved a contract resolution between MetroPlus and Change for a term of three years with two one-year options to renew for a not-to-exceed amount of \$20,185,000; and

WHEREAS, MetroPlus now seeks additional spending authority of \$3,100,000 for a new total-not to-exceed authority amount of \$23,285,000; and

WHEREAS, the MetroPlus Board of Directors approved these actions on December 11, 2025.

NOW THEREFORE, be it

RESOLVED, that the Executive Director of MetroPlus Health Plan, Inc. (“MetroPlus” or “the Plan”) is hereby authorized to increase the contract authority for Change Healthcare, Inc. (“Change”) for Risk Adjustment Services in the amount of \$3,100,000, which includes 15% contingency, for a new total not to exceed authority amount of \$23,285,000, for the remaining contract term to end March 21, 2027.

**AMENDMENT OF RESOLUTION AUTHORIZING
METROPLUS HEALTH PLAN, INC.
TO INCREASE THE CURRENT SPENDING AUTHORITY**

- BACKGROUND:** MetroPlusHealth, a subsidiary corporation of NYC Health + Hospitals, is a Managed Care Organization and Prepaid Health Services Plan, certified under Article 44 of the Public Health Law of the State of New York. The Certificate of Incorporation of MetroPlusHealth reserves to NYC Health + Hospitals the power to approve MetroPlusHealth contracts, other than with NYC Health + Hospitals or a health care service provider, with an annual value in excess of \$3,000,000.
- Change Healthcare, Inc. (“Change”) is MetroPlus’ Risk Adjustment vendor providing risk related activities to enhance its internal efforts to partner with providers and facilities on the importance of appropriate coding.
- NEED:** MetroPlus is seeking an increase in spending authorization to support continued risk adjustment services from Change. These services allow the Plan to ensure complete information is conveyed to members and providers ultimately allowing MetroPlus to receive adequate premium to support the Plan’s members medical needs.
- PROPOSAL:** MetroPlus is seeking an increased contract authority of \$3,100,000, which includes 15% contingency, for a total not to exceed amount of \$23,285,000.



To: Colicia Hercules
Chief of Staff, Office of the Chair

From: Steven Stein Cushman
Chief Counsel, Legal

DocuSigned by:
Steven Stein Cushman
73B666F913A04A0...

Re: Vendor responsibility, EEO and MWBE status or Board review of contract

Vendor: Change Healthcare, Inc.

Date: January 12, 2026

The below chart indicates the vendor's status as to vendor responsibility, EEO and MWBE:

Vendor Responsibility

Approved

EEO

Approved

MWBE

10% Utilization Plan
20% Waiver

The above status is consistent and appropriate with the applicable laws, regulations, and operating procedures to allow the Board of Directors to approve this contract.

MetroPlus Health - Application to Increase Contract Authority

**Risk Adjustment Services |
Change Healthcare Inc.**

Lauren Leverich Castaldo, Chief Financial Officer
MetroPlus Health Plan

**Board of Directors Meeting
January 29, 2026**

Authorizing the Executive Director of MetroPlus Health Plan, Inc. (“MetroPlus or “the Plan”) to increase the contract authority for Change Healthcare, Inc. (“Change”) for Risk Adjustment Services, in the amount of \$3,100,000, which includes 15% contingency, for a new total not to exceed authority amount of \$23,285,000, for the remaining contract term to end March 21, 2027.

Background

- MetroPlusHealth is required to submit encounter data to New York State (for Medicaid, HARP and EP products) as well as CMS (for Medicare and Exchange/Marketplace products).
- Encounter data is used to adjust plan premiums paid to MetroPlusHealth in a process known as Risk Adjustment.
- Risk Adjustment is an important source of revenue, particularly for our highest acuity members.
- MetroPlusHealth entered into a contract with Change Healthcare, Inc. in 2022 to assist with Risk Adjustment services. These services include analytics, risk score calculations, submission file preparation, and chart retrieval and coding services.
- The contract with Change Healthcare Inc. was procured through an RFP in 2021. In December 2021, both the Board of Directors of MetroPlusHealth and the Board of Directors of NYC Health + Hospitals approved contract for a not-to-exceed of \$20,185,000 for a total of 5 years.
- MetroPlus is requesting an increase of \$3,100,000, which includes a 15% contingency, to the previously approved spending authority of \$20,185,000, for a new total not-to-exceed authority amount of \$23,285,000 for the remaining contract term.
- The MetroPlus Board of Directors approved this resolution on Thursday, December 11, 2025.

AUTHORITY INCREASE FOR RESOURCE EXTENSION

- MetroPlus has successfully partnered with Change Healthcare Inc. to improve risk score reporting through risk adjustment analytics, chart retrieval and coding services.
- Through its partnership with Change Healthcare Inc., MetroPlus has been able to improve reporting, yielding more accurate risk-adjusted premiums.
- Against an average annual spend of \$4.6M, the return on investment on every dollar spent is at least 7 times.
- The initial budget projected a 25% decrease in membership, due to the Public Health Emergency unwind, that has not materialized. In addition, CHP is now risk adjusted. This has resulted in increasing costs in the outer years of this contract.

Spending Authority Request

Original Contract Authority	\$20,185,000
Increased Contract Authority Request	\$3,100,000 - Includes 15% contingency to cover any unexpected costs.
New Total Contract Authority	\$23,285,000

Vendor Performance

DESCRIPTION	ANSWER
Did the vendor meet its budgetary goals, exercising reasonable efforts to contain costs, including change order pricing?	Satisfactory
Has the vendor met any/all of the minority, women and emerging business enterprise participation goals and/or Local Business enterprise requirements, to the extent applicable?	Satisfactory
Did the vendor and any/all subcontractors comply with applicable Prevailing Wage requirements?	N/A
Did the vendor maintain adequate records and logs, and did it submit accurate, complete and timely payment requisitions, fiscal reports and invoices, change order proposals, timesheets and other required daily and periodic record submissions (as applicable)?	Satisfactory
Did the vendor submit its proposed subcontractors for approval in advance of all work by such subcontractors?	N/A
Did the vendor pay its suppliers and subcontractors, if any, promptly?	N/A
Did the vendor and its subcontractors perform the contract with the requisite technical skill and expertise?	Satisfactory
Did the vendor adequately supervise the contract and its personnel, and did its supervisors demonstrate the requisite technical skill and expertise to advance the work	Satisfactory
Did the vendor adequately staff the contract?	Satisfactory
Did the vendor fully comply with all applicable safety standards and maintain the site in an appropriate and safe condition?	N/A
Did the vendor fully cooperate with the agency, e.g., by participating in necessary meetings, responding to agency orders and assisting the agency in addressing complaints from the community during the construction as applicable?	N/A
Did the vendor adequately identify and promptly notify the agency of any issues or conditions that could affect the quality of work or result in delays, and did it adequately and promptly assist the agency in resolving problems?	Satisfactory
Performance and Overall Quality Rating Satisfactory	Satisfactory

Authorizing the Executive Director of MetroPlus Health Plan, Inc. (**“MetroPlus or “the Plan”**) to **increase the contract authority with Change Healthcare Inc. (“Change”) for Risk Adjustment Services**, in the amount of \$3,100,000 including a 15% contingency for a total not-to-exceed authority amount of \$23,285,000 for the remaining contract term to end March 21, 2027.

RESOLUTION - 07

AMENDED from the Finance Committee Approval to include potential spending on Maimonides projects specifically funded by the existing Maimonides debt financing - Authorizing New York City Health and Hospitals Corporation (the “**Corporation**”) to incur indebtedness in the maximum aggregate principal amount not to exceed \$200,000,000 for the retirement of certain outstanding bonds of Maimonides Medical Center in connection with the transfer of certain assets of Maimonides Health Resources, Inc. (“**MHRI**”), and its subsidiaries and affiliates to New York City Health and Hospitals Corporation.

WHEREAS, by Resolution adopted on November 20, 2025, the Board of Directors of New York City Health and Hospitals Corporation (the “**Corporation**”) has authorized the Corporation to enter into an Affiliation and Asset Transfer Agreement (the “**Asset Transfer Agreement**”) with Maimonides Health Resources, Inc. (“**MHRI**”), and its subsidiaries and affiliates (collectively with MHRI, the “**Maimonides Entities**”), including Maimonides Medical Center (“**MMC**”) and The New York Community Hospital of Brooklyn, Inc., d/b/a Maimonides Midwood Community Hospital (“**Midwood Hospital**”); and

WHEREAS, on December 18, 2025, the Corporation and the Maimonides Entities executed the Asset Transfer Agreement, which provides for the affiliation of the Maimonides Entities with the Corporation and the transfer of certain assets and liabilities of the Maimonides Entities, including the assets comprising the hospital facilities of MMC and Midwood Hospital, to the Corporation or its subsidiary (herein collectively referred to as the “**Transaction**”); and

WHEREAS, pursuant to the Asset Transfer Agreement, the Corporation has agreed, as a condition to the closing of the Transaction, to provide funds to redeem or defease, as applicable, in full, on or prior to the closing of the Transaction, the outstanding bonds issued by or for the benefit of MMC, consisting of (i) the Maimonides Medical Center GNMA Collateralized Taxable Revenue Bonds, Series 2013, and (ii) the Dormitory Authority of the State of New York, Maimonides Medical Center FHA-Insured Mortgage Hospital Revenue Bonds, Series 2020 (collectively, the “**MMC Bonds**”); and

WHEREAS, the Corporation’s Board of Directors desires to approve and authorize the Corporation to incur indebtedness in the maximum aggregate principal amount not to exceed \$200,000,000 to provide for interim financing to provide funds for the redemption or defeasance of the MMC Bonds, as required by the Asset Transfer Agreement, in connection with the closing of the Transaction and the transfer of the assets of the Maimonides Entities to the Corporation or its subsidiary.

NOW, THEREFORE, BE IT RESOLVED, AS FOLLOWS:

Section 101. Authority. This Resolution is adopted pursuant to the authority contained in the New York City Health and Hospitals Corporation Act.

Section 102. Debt of the Corporation; Principal Amount and Terms. The incurrence of indebtedness by the Corporation in an aggregate principal amount not to exceed \$200,000,000 (the “**Loan**”) for the purposes of providing interim financing to provide funds to be used by the Corporation for the redemption or defeasance of the MMC Bonds in connection with the Transaction and the transfer of assets of the Maimonides Entities to the Corporation as contemplated by the Asset Transfer Agreement, and to pay costs of issuance of the Loan, is hereby authorized. The Loan shall bear interest at taxable or tax-exempt interest rates, which interest rates may be fixed interest rates or variable interest rates, all as shall be determined by the Chair or Vice Chair of the Corporation’s Board, the President of the Corporation, or the Senior Vice President with supervision over the finances of the Corporation (each an “**Authorized Officer**”); provided, however, that the average fixed interest rates or initial variable interest rate of the Loan shall not exceed 6.00% per annum. The Loan shall mature on such date or dates as shall be determined by an Authorized Officer; provided, however, that the final maturity date of the Loan shall not be later than 5 years after the date of issuance of the Loan. The Loan may be secured by a pledge of the Released Health Care Reimbursement Revenues of the Corporation in accordance with the Corporation’s Subordinate Lockbox, Pledge and Security Agreement, dated as of July 9, 2015.

Notwithstanding anything herein to the contrary, to the extent the Corporation, Bond Counsel to the Corporation, or the Dormitory Authority of the State of New York determines that any remaining unexpended proceeds of the MMC Bonds intended to finance completion costs of ongoing capital projects for MMC are required to be used to pay a portion of the costs of defeasance of such MMC Bonds, proceeds of the Loan in a like amount may be allocated to the financing of such completion costs of such ongoing projects in substitution for the amount of such unexpended MMC Bond proceeds which are applied to pay costs of the defeasance of such MMC Bonds.

Section 103. Authorization of Related Documents. The Corporation is authorized to enter into the Loan with one or more lenders to be selected by the Corporation pursuant to a request for proposal process undertaken by the Corporation with assistance from its financial advisors and bond counsel. The Corporation is authorized to negotiate, execute and deliver one or more loan agreements, line of credit agreements, security agreements, promissory notes, bond or note purchase agreements, notes, bonds or other documents or instruments to evidence or secure the Loan, and any tax regulatory agreements, closing documents or closing certificates relating to the Loan (each a “**Loan Document**”). The final terms of the Loan, subject to the parameters set forth herein, and the form, terms and provisions of the Loan Documents, shall be approved by an Authorized Officer, as evidenced by his or her signature on each Loan Document. Any Authorized Officer is authorized and empowered for and on behalf of the Corporation to execute, acknowledge and deliver the Loan Documents, and the Secretary or any

other Authorized Officer of the Corporation is hereby authorized and empowered to affix the seal of the Corporation and to attest to the same for and on behalf of the Corporation.

Any Authorized Officer of the Corporation is hereby authorized to take any action, execute any document, or give any consent which may, from time to time, be required by the Corporation under this Resolution or any Loan Document. Any such action taken or document executed or consent given by such Authorized Officer in his or her capacity as an Authorized Officer shall be deemed to be an act by the Corporation. All actions taken by the Corporation prior to the date hereof in connection with the Loan are hereby ratified.

Section 104. Effective Date. This Resolution shall take effect immediately upon its adoption by the Board of Directors of the Corporation.

Adopted: January 29, 2026 Board of Directors of the Corporation

AMENDED - 2026 Interim Financing Related to the Maimonides Transaction

**January 29, 2026
Board of Directors Meeting**

Linda DeHart
Vice President, Finance

Thomas Tran
Senior Director, Debt Finance

For Board of Directors Consideration

- AMENDED from the Finance Committee Approval to include potential spending on Maimonides projects specifically funded by the existing Maimonides debt financing - Authorizing New York City Health and Hospitals Corporation (the “Corporation”) to incur indebtedness in the maximum aggregate principal amount not to exceed \$200,000,000 for the retirement of certain outstanding bonds of Maimonides Medical Center in connection with the transfer of certain assets of Maimonides Health Resources, Inc. (“MHRI”) and its subsidiaries and affiliates to New York City Health and Hospitals Corporation.

The Maimonides Transaction

- In November 2025, the Board unanimously voted to allow Health + Hospitals to enter into an Affiliation and Asset Transfer Agreement (ATA) with Maimonides and to take appropriate actions to advance the contemplated transaction
- The anticipated “Close” date for the transaction is March 31, 2026
- In December 2025, the board approved creation of two subsidiary public benefit corporations to hold the assets and liabilities of the Maimonides and Midwood Hospitals
- Existing bond debt issued by Maimonides must be defeased at or prior to the Close.
 - Subsidiaries of H+H cannot issue debt or hold debt
 - The Maimonides bond covenants conflict with H+H bond covenants

Amendment to Finance Committee Resolution

- The resolution approved in the Finance Committee authorizes the System to borrow funds to defease outstanding bond debt currently held by Maimonides, effectively replacing existing Maimonides borrowing with H+H borrowing.
- The resolution very specifically restricted the use of H+H loan proceeds to Maimonides debt defeasance.
- Because Maimonides has unspent proceeds from its borrowing that are still being used to complete ongoing capital projects, there may be a need to use those unspent proceeds as part of the defeasance funding.
- If this occurs, an equal amount of the H+H loan proceeds will need to shift from defeasance to replacement funding for completion of the existing Maimonides capital projects. There would be no change in the amount borrowed by H+H, or in the economic impact of the borrowing.
- The amendment allows for this shift in use of H+H loan proceeds if necessary. It also conforms the terminology referring to the transaction agreement with terminology used in other board resolutions.

Maimonides Bond Debt Background

- Estimated \$166 million required to defease outstanding bonds from two series
- Series 2013 Bonds
 - ~\$38 million outstanding with final maturity of March 2032
 - Government National Mortgage Association backed taxable revenue bonds issued by Maimonides Medical Center to refund older Federal Housing Administration (FHA) insured bonds issued by the Dormitory Authority of the State of New York (DASNY)
 - Bonds remain insured by a FHA mortgage, which imposes certain restrictions and requirements
 - Currently callable, i.e. may be repaid or refunded now
- Series 2020 Bonds
 - ~\$127 million outstanding with expected final maturity of August 2048
 - FHA insured mortgage hospital revenue bonds issued by DASNY
 - Not callable until August 2027, but can be defeased by funding an escrow account to pay the debt service through August 2027, and then payoff the outstanding amount

Defeasance Strategy Summary

- Short term H+H borrowing through interim loans to defease the Maimonides outstanding bond debt at, or prior to, the Maimonides transaction Close
 - Interim Loan Structure:
 - Revenue pledge is subordinate to the H+H bonds issued under the General Bond Resolution
 - 18 to 24 month loan term
 - **Contingent on completion of the Maimonides transaction**
- Permanent financing by issuance of H+H bonds to retire the interim loans sometime after the Close
 - Anticipate refunding of the interim loans in 2027 to coincide with next H+H new money financing
- Tax-exempt acquisition financing

Timeline Milestones	
<ul style="list-style-type: none"> ■ Mid November ■ Mid December ■ January ■ January ■ February ■ March 	<ul style="list-style-type: none"> ■ Release RFP ■ Bank Selection ■ Maimonides Asset Valuation ■ Finance Committee/Board Approval ■ Finalize Bank Documents ■ Draw/Deposit to Defeasance Account

Interim Loan Bank Selection

- H+H Debt Finance solicited proposals from banks for interim loans up to \$200 million under a number of scenarios, including varying maturities, fixed or variable rates, and tax-exempt and taxable structures.
- Received four responses and selected TD Bank based on best rates and terms.

TD Bank Credit Rating	Moody's	S&P	Fitch
Long Term Deposits	Aa3	A+	AA
Short Term Debt	P-1	A-1	F1+
Outlook	Stable	Stable	Negative

- TD Bank currently provides letter of credit for Series 2008BC and remarketing services for Series 2008CE variable rate bonds.
- Indicative interest rate examples for two year terms:

	Tax-Exempt	Taxable
Variable Rates* (fully funded)	3.51%	4.44%
Fixed Rates (callable anytime)	3.21%	4.06%

* Initial variable rate, based on percentage of (1M SOFR + Spread) for tax-exempt or 1M SOFR + spread for taxable

Interim Loan – Next Steps

- Debt Finance will continue to work with H+H financial advisor and bond counsel to finalize financing plan and negotiate terms for the loan
- Additional requirements related to the transaction:
 - Appraisal of Maimonides assets to be transferred required for tax exempt acquisition financing
 - Finalize loan sizing and structure
 - Defeasance process will require work with Maimonides, DASNY and FHA, as well as a defeasance counsel

Board of Directors Approval Request

- AMENDED from the Finance Committee Approval to include potential spending on Maimonides projects specifically funded by the existing Maimonides debt financing - Authorizing New York City Health and Hospitals Corporation (the “Corporation”) to incur indebtedness in the maximum aggregate principal amount not to exceed \$200,000,000 for the retirement of certain outstanding bonds of Maimonides Medical Center in connection with the transfer of certain assets of Maimonides Health Resources, Inc. (“MHRI”) and its subsidiaries and affiliates to New York City Health and Hospitals Corporation.

RESOLUTION - 08

Authorizing the New York City Health and Hospitals Corporation (“NYC Health + Hospitals”) **to execute a contract with Interstate Mechanical Services, Inc. (the “Contractor”), to undertake the Emergency Tie-in and Boiler Upgrade Project at NYC Health + Hospitals/Woodhull Hospital (“Woodhull Hospital”),** for a contract amount of \$11,762,469, with a 10% project contingency of \$1,176,247, to bring the total cost not to exceed \$12,938,716 with a contract duration of 9 months.

WHEREAS, Woodhull Hospital currently operates three boilers that provide steam for heating and sterilization, as well as heating hot water; and

WHEREAS, these boilers are original to the building's construction and are in need of repairs, resulting in equipment downtime and there is currently no provision for a tie-in for fuel, exhaust, steam distribution, and other critical connections for an emergency boiler; and

WHEREAS, the Emergency Tie-in and Boiler Upgrade Project is necessary to ensure continuous operation of the hospital’s heating and sterilization systems during the boiler refurbishment; and

WHEREAS, in accordance with Operating Procedure 100-5 a solicitation was issued, pursuant to which bids were received and publicly opened on January 7, 2025, and NYC Health + Hospitals determined that the Contractor submitted the lowest responsible bid; and; and

WHEREAS, the Contractor has met all, legal, business and technical requirements and is qualified to perform the services as required in the contract documents; and

WHEREAS, the overall responsibility for the administration of the proposed contract shall be with the Vice President, Facilities Development.

NOW, THEREFORE, BE IT RESOLVED, that the New York City Health and Hospitals Corporation be and hereby is authorized to execute a contract with Interstate Mechanical Services, Inc. (the “Contractor”), to undertake the Emergency Tie-in and Boiler Upgrade Project at NYC Health + Hospitals/Woodhull Hospital (“Woodhull Hospital”), for a contract amount of \$11,762,469, with a 10% project contingency of \$1,176,247, to bring the total cost not to exceed \$12,938,716 with a contract duration of 9 months.

EXECUTIVE SUMMARY
WOODHULL HOSPITAL
EMERGENCY TIE-IN AND BOILER UPGRADE PROJECT
INTERSTATE MECHANICAL SERVICES, INC.

CONTRACT SCOPE: Emergency Tie-in and Boiler Upgrade

NEED: NYC Health + Hospitals/Woodhull Hospital needs the Emergency Tie-in and Boiler Upgrade Project to ensure continuous operation of the hospital's heating and sterilization systems during the boiler refurbishment

CONTRACT DURATION: 9 months (Q1 2026 – Q3 2026)

PROCUREMENT: A solicitation was posted on the City on 12/10/2024; seventeen vendors attended the pre-bid site visits on 01/06/2025 and 01/07/2025, one bid was received and Interstate Mechanical Services, Inc. was selected as the lowest responsible and responsive bidder

PRIOR EXPERIENCE: Interstate Mechanical Services, Inc. has 15 prior projects with ratings of Excellent on 4, Good on 7, and Satisfactory on 4.

CONTRACT AMOUNT: \$11,762,469, with a 10% project contingency of \$1,176,247, to bring the total cost not to exceed \$12,938,716

PASSPORT APPROVAL: Approved

EEO APPROVAL: Pending

MWBE STATUS: Interstate Mechanical Services, Inc. has committed to a 36% MWBE goal.

To: Colicia Hercules
Chief of Staff, Office of the Chair

From: Franco Esposito *Franco Esposito*
Deputy Counsel
Office of Legal Affairs

Re: Vendor Responsibility, EEO and MWBE status for Board review of contract

Vendor: Interstate Mechanical Services, Inc.

Date: January 22, 2026

The below information indicates the vendor's status as to responsibility, EEO and MWBE as provided by the Office of Facilities Development and Supply Chain:

Vendor Responsibility

Approved

EEO

Pending

MWBE

36%

**Request to Award Contract to Interstate Mechanical
Services, Inc. for Emergency Tie-in and Boiler Upgrade
Woodhull Hospital**

**Board of Directors Meeting
January 29, 2026**

**Sandra Sneed, Chief Executive Officer, NYC H+H/Woodhull
Manuel Saez, PhD, Vice President, OFD
Menji Indar, Assistant Vice President, OFD**

- Authorizing the New York City Health and Hospitals Corporation (“NYC Health + Hospitals”) **to execute a contract with Interstate Mechanical Services, Inc. (the “Contractor”), to undertake the Emergency Tie-in and Boiler Upgrade Project at NYC Health + Hospitals/Woodhull Hospital (“Woodhull Hospital”),** for a contract amount of \$11,762,469, with a 10% project contingency of \$1,176,247, to bring the total cost not to exceed \$12,938,716 with a contract duration of 9 months.

Program Background / History

- Woodhull Hospital currently has 3 boilers that serve the facility with steam for heating, sterilization, and hot water.
- Boilers are original to the building construction and are past their useful life, and as such require frequent repairs resulting in downtime of equipment during these repairs.
- Woodhull Hospital currently has no provision for a tie-in for fuel, exhaust, steam distribution and other critical connections and distribution for an emergency boiler.

Construction Scope and Schedule

- Tie-in and Upgrade Scope of Work:
 - Tie-in connection at exterior with new piping, pumps and exhaust chimney
 - Temporary boiler tied-in, tested and ready for use
 - Temporary boiler will serve as redundancy when boiler refurbishment work occurs
 - Boiler refurbishment of three existing boilers, #1, #2 and #3, includes boiler tubes and casing.
 - Work will be phased to ensure minimal impacts to existing steam supply, and there will be no impact to patient care.
 - Existing burning system will remain
 - Expected to begin Q1 2026 with completion expected by Q3 2026

Overview of Procurement

- 12/10/2024: Posted to City Record
- 01/06/2025 & 01/07/2025 : Site tour conducted, 17 contractors attended
- 10/01/2025 : Bid Due Date, with 1 bid received
- 12/04/2025 : Determination of low bid finalized, and Interstate Mechanical SVCS was selected as the lowest responsive and responsible bidder.

Construction Contract

- Procurement is sourced via Public Bid
- Contract Amount is \$11,762,469
- Interstate Mechanical Services, Inc. is mechanical HVAC contractor.
 - Interstate has one completed project at Harlem with a very good rating, and an ongoing project at Bellevue.
 - The ratings listed in MOCs included 4 Excellent, 7 Good, and 4 Satisfactory.
- Construction is expected to begin Q1 2026 with completion expected by Q3 2026 (9 months)
- Interstate Mechanical Services Inc. has committed to the 36% MWBE Goal:

Subcontractor	Certification Type	Supplies/Services	Utilization Plan
Akcel Systems	MBE	Controls	1%
Multi-Phase Elect. Svcs., Inc	WBE	Electrical	2%
Control Systems Svcs., Inc.	WBE	Boiler Refurbishment	29%
International Asbestos Removal	WBE	Insulation	1%
Cardoza Plumbing	M&WBE	Plumbing	3%
Total			36%

Project Budget

Construction		\$11,762,469
Project Contingency (10%)		\$1,176,247
Total		\$12,938,716

- The CP has been approved by OMB

- Authorizing the New York City Health and Hospitals Corporation (“NYC Health + Hospitals”) **to execute a contract with Interstate Mechanical Services, Inc. (the “Contractor”), to undertake the Emergency Tie-in and Boiler Upgrade Project at NYC Health + Hospitals/Woodhull Hospital (“Woodhull Hospital”),** for a contract amount of \$11,762,469, with a 10% project contingency of \$1,176,247, to bring the total cost not to exceed \$12,938,716 with a contract duration of 9 months.