

**ROSWELL PARK CANCER INSTITUTE CORPORATION  
FINANCE COMMITTEE  
OF THE  
BOARD OF DIRECTORS**

A meeting of the Finance Committee of the Board of Directors of Roswell Park Cancer Institute Corporation was held on Wednesday, June 21, 2017 at 8:30 am in the Scott Bieler Clinical Science Center, 9<sup>th</sup> Floor, Patrick P. Lee Board Room.

**Present:** R. Buford Sears, Committee Chairperson  
Anne Gioia  
Donna Gioia  
Candace Johnson, Ph.D.  
Michael Joseph, Chairman of the Board  
Kenneth Manning, Esq. (telephonically)  
Judge Salvatore Martoche (telephonically)  
Elyse NeMoyer  
Dennis Szefel  
Steven J. Weiss, Esq.

**Excused:** Linda Dobmeier

**Present by  
Invitation:** Betsy Doty-Lampson, Administrator for Board of Directors  
Victor Filadora, Chief of Clinical Services  
Ryan Grady, Vice President of Fiscal Administration  
Shirley Johnson, Chief Nursing Officer  
Kerry Kerlin, Vice President, Information Technology  
Gregory A. McDonald, Chief Financial Officer  
Thomas Schwaab, MD, Chief of Strategy of Business Development  
& Outreach  
Michael B. Sexton, Esq., Chief Institute Operations Officer,  
General Counsel and Corporate Secretary  
David Taber, Assistant Vice President, Fiscal Administration

**Invited guest:** Terri Wareham, President of Kaufman Hall

**I. OPENING/MINUTES**

Mr. Sears brought the meeting to order and asked for review of the Minutes from the quarterly Finance meeting held March 22, 2017. After review, and *on motion made by Mr. Weiss, seconded by Judge Martoche, those Minutes were unanimously approved.*

**II. Contracts/Capital Expenditure Projects**

**IR Equipment and Suite Renovations.** Dr. Filadora indicated management received Finance Committee and Board approval of a \$2.8M project for the relocation/construction of a

state-of-the-art Interventional Radiology Suite, including purchase of replacement Interventional Radiology (IR) equipment at the March 22<sup>nd</sup> meeting. Management is requesting approval for the procurement component of Phase 3 of the IR Suite relocation/construction, including purchase of replacement IR equipment in the amount of \$2,191,000. There was discussion.

*Upon motion made by Ms. NeMoyer, seconded by Ms. Anne Gioia, the Phase 3 procurement component in the total amount of \$2,191,000 was unanimously approved.*

#### HP Service Contract

Mr. Kerlin spoke next on the HP Service Contract and indicated that IT leadership is requesting approval of a 3-year contract for the Hewlett Packard Enterprise hardware support services in the total amount of \$1,810,987. There was discussion.

*Upon motion made by Ms. NeMoyer, seconded by Mr. Manning, the 3-year contract with Hewlett Packard Enterprise hardware support services in the amount of \$1,810,987 was unanimously approved.*

#### Cerner Invision

Mr. Kerlin indicated that IT Leadership is requesting approval of a single-source request to extend the current Cerner Invision contract for a period of 26 months through 12/31/2020. This will allow the implementation of an alternative system in a reasonable period of time and avoid a cost increase for use of the current system beyond the existing term. The approximate cost for the full 26 month term is \$1,430,000. There was discussion.

*Upon motion made by Ms. NeMoyer, seconded by Mr. Szefel, the 26 month extension with Cerner Invision in the amount of \$1,430,000, was unanimously approved.*

#### Substation Equipment/Building

Mr. Sexton indicated that this is Phase II of the project previously approved by the Board to replace the substation equipment and repair and expand the substation building. The total cost of the project is expected to be approximately \$8M to \$9M. This Phase II cost is estimated to be \$3.4M. This phase is the submission of equipment purchases for long lead equipment purchases. There was discussion.

*Upon motion made by Ms. Donna Gioia, seconded by Mr. Szefel, the Phase II cost of the substation equipment acquisition for the substation building replacement in the estimated amount of \$3.4M, was unanimously approved.*

#### Kaufman Hall Extension

Dr. Schwaab indicated that an additional scope of work was needed and was expected to occur over a three month period of time to assist in an initiative to develop a new strategic plan that will guide the Institute over the coming years. The expense of the additional scope of work will be an estimated cost of \$565,000. Mr. Sears indicated that he and the other board members that are on the committee feel that this next step with Kaufman will be transformational. There was discussion.

*Mr. Joseph made a motion to approve the Kaufman Hall extension in the amount of \$565,000, which was seconded by Ms. NeMoyer and unanimously approved.*

### **Informational Only**

BioMed Contract (Sole Source) which will be approved at the Board.  
Radiation Medicine Eclipse software and Truebeam LINAC Maintenance contract

### **Consent Agenda Items**

Parking Garage  
Replace PET/CT Scanner  
Replace Chem & Immunoassay Analyzers

*Mr. Szefel made a motion to move into Executive Session for discussion of the Pediatric Oncology Collaboration, managed care updates and clinical results which was seconded by Ms. Donna Gioia and unanimously approved.*

Dr. Schwaab introduced Terrie Wareham to the meeting who is the President of Kaufman Hall.

### **Pediatric Oncology Collaboration Update**

Dr. Filadora gave an update on the Pediatric Oncology collaboration. He discussed concerns with the committee.

### **Managed Care Update**

Mr. McDonald wanted to thank Dave Taber for his years of service and explained that Mr. Taber will be retiring in October. He then introduced Ryan Grady, who is now in the role of Vice President of Fiscal Administration. Mr. Grady then gave the managed care update.

### **Government Relations Update**

Material was informational only; no verbal report was given.

### **Business Development Update**

Dr. Schwaab gave an update on the Global Biotechnology and Cancer Therapeutics (GBCT). He stated that the Cuban Center for Immunology (CIM) project was one of several potential initiatives.



*A motion to make a recommendation to the Board in the amount of \$8.5M with the additional monies coming out of the CEO budget was made by Mr. Szefel and seconded by Ms. NeMoyer and unanimously approved.*

### III. Clinical Results

Mr. McDonald gave an update on the FY18 Budget.

*Ms. Donna Gioia made a motion to return to Open Session which was seconded by Ms. NeMoyer and unanimously approved.*

### IV. 4<sup>th</sup> Quarter Combined Financials

Mr. McDonald presented, and asked if there were any questions to the 4<sup>th</sup> Quarter Financials. Mr. Joseph *made a motion to approve the 4<sup>th</sup> Quarter Financials which was seconded by Mr. Weiss and unanimously approved.*

### V. FY2017 Independent Audit Report

It was noted that the meeting materials included the FY2017 Independent Audit Report.

#### 4<sup>th</sup> Quarter Investment Activity

Mr. Taber gave the 4<sup>th</sup> Quarter Investment Activity report. Ms. Donna Gioia recused herself from the update.

*Upon motion made by Mr. Weiss and seconded by Ms. NeMoyer the 4<sup>th</sup> Quarter Investment Report was unanimously approved with Ms. Donna Gioia, Mr. Sears and Mr. Manning abstaining from voting.*

Mr. Taber then reviewed the Investment Policy which is reviewed on an annual basis there being no changes at this time.

*Upon motion made by Mr. Joseph and seconded by Ms. NeMoyer a motion to approve the Investment Policy was made and unanimously approved.*

### VI. Ambulatory Project Update

Ms. Shirley Johnson gave the Ambulatory Project Update. She spoke on how the clinic flow times have improved, the nursing care delivery and performance have grown.

### VII. Periodic Reviews


Mr. McDonald reviewed the NYS Annual Report which is a report that needs to be filed each year with New York State.

*Upon a motion made by Mr. Weiss and seconded by Mr. Joseph a motion to approve the annual NYS Report was made and unanimously approved.*

Mr. Sexton spoke next on the Finance Charter and indicated that this needs to be approved each year and there were no changes made.

*Upon a motion made by Mr. Szefel and seconded by Ms. Donna Gioia the Finance Charter was made and unanimously approved.*

*There being no further business a motion was made by Ms. Anne Gioia and seconded by Mr. Manning to adjourn the meeting, which was unanimously approved.*

  
\_\_\_\_\_  
Michael B. Sexton, Secretary