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, December 13, 2017 at 12:00 Noon at the Westin Hotel, 250 Delaware Street, Buffalo, New York.

Present:

R. Buford Sears, Committee Chairperson

Linda Dobmeier (telephonically)

Anne Gioia Donna Gioia

Candace Johnson, Ph.D.

Michael Joseph, Chairman of the Board

Kenneth Manning, Esq.

Judge Salvatore Martoche (telephonically)

Elyse NeMoyer Dennis Szefel Steven J. Weiss, Esq.

Present by

Invitation:

Betsy Doty-Lampson, Administrator for Board of Directors

Marc Ernstoff, Sr. Vice President, Medicine Victor Filadora, Chief of Clinical Services Ryan Grady, Vice President of Finance Shirley Johnson, Chief Nursing Officer

Kerry Kerlin, Vice President, Information Technology

Boris Kuvshinoff, Chief Medical Officer Gregory A. McDonald, Chief Financial Officer

Thomas Schwaab, MD, Chief of Strategy, Business Development

& Outreach

Michael B. Sexton, Esq., Chief Institute Operations Officer,

General Counsel and Corporate Secretary

Invited

Guests:

Terri Wareham, President, Kaufman Hall

Jeff Kilpatrick, 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 August 30, 2017; the Special Finance Meeting of October 19, 2017 and the Special Finance Meeting of November 10, 2017. After review, and *on motion made by Dr. Candace Johnson, seconded by Mr. Michael Joseph, those Minutes were unanimously approved.*

II. Contracts/Capital Expenditure Projects

Mr. Sears turned to review and approval of proposed contracts.

Data Science Architecture

Dr. Odunsi spoke on the Data Science Architecture consulting agreement. This is a sole source contract for design services for a new research data management and storage architecture. The provider has performed two major NCI cancer center projects of the same nature, and it has been presented that this project will put Roswell Park on the cutting edge in science data employment, mining and storage. A lengthy presentation was made as to the justification for this expenditure, the importance of it to the current year CCSG core grant renewal, and why there is no source other than White River Consulting for the design services. After significant discussion and on motion by Mr. Szefel, seconded by Mr. Manning, the proposed White River consulting contract for design services in the amount of \$3,428,750 was approved contingent upon a Special IT Committee review and approval.

Next Generation Sequencing Upgrade

Dr. Odunsi requesting approval for the purchase and installation of an Illumina NovaSeq 6000 Next-Gen Sequencing (NGS) system in the amount of \$1,354,850. After discussion, a motion to approve the Next Generation Sequencing upgrade was made by Ms. Anne Gioia, seconded by Mr. Szefel and was unanimously approved.

Temporary Professional Staffing Services

Shirley Johnson spoke next on the temporary professional staffing services provided by Worldwide Travel Staffing and Supplemental Healthcare. She described the additional need for these services and requested approval for \$3,200,000 in total additional funds through August 2018 for these services. An RFP process was completed. A motion to approve the additional staffing services in the amount of \$3.2M was made by Mr. Joseph and seconded by Mr. Szefel and was unanimously approved.

Patient Transportation Services

Ms. Johnson transitioned next to the patient transportation services and asked for approval for the contract with Buffalo Transportation. This proposed contract is for a five-year term with a combined value not to exceed \$2,600,000. This is a "use at will" contract with no volume or spend requirements. A motion to approve the contract with Buffalo Transportation was made by Mr. Weiss and seconded by Ms. Donna Gioia and was unanimously approved with Mr. Manning abstaining.

Locum Tenens Services

Dr. Filadora indicated that in accordance with RPCI's procurement guidelines, management is requesting approval to award the Locum Tenens Services contract to Worldwide Travel staffing; CompHealth Medical staffing; Medical Doctor Associates and Locum Tenens.com. The proposed contracts are for a five-year term with the option to renew for an additional two-year term. These are "use at will" contracts with no minimum volume or spend requirements. The total value of the combined contracts with all the vendors over a seven-year period is not to exceed \$4.2 million. A motion to approve the Locum Tenens Services was made by Mr. Joseph and seconded by Mr. Szefel and unanimously approved.

CT Simulator

Dr. Filadora requested approval of the CT Simulator proposal for the replacement of a CT Simulator, originally installed in February of 2008, at a capital cost not to exceed \$700,000 (estimated equipment purchase of \$532,000 and facilities costs of \$168,000). Additionally, management recommends execution of a service agreement with a 5-year operating cost not to exceed \$396,000. Total project cost including capital and operating costs not to exceed \$1,096,000. Capital funding for this equipment replacement is included in the department capital budget in the current fiscal year and funding for annual maintenance on this equipment is included in the operating budget. A motion to approve the CT Simulator proposal was made by Mr. Manning and seconded by Ms. NeMoyer and unanimously approved.

III. Consent/Capital Project

The Alternative Data Center approval was upon consent, with the project described fully in the meeting materials and having already been evaluated and approved at the IT Committee. A motion to approve the Alternative Data Center in the amount of \$993,370 was made by Mr. Joseph and seconded by Ms. NeMoyer and unanimously approved.

IV. Informational Only

- a. Olympus Endoscope Service & Repairs (Sole Source)
- b. Post Implementation Review
 - o convert NMH-G-S to PT/OT
 - o convert NMH-G-S to Peds Clinic
 - o Environmental Services Contract
 - o Cisco Maintenance Contract

Mr. Manning made a motion to move to Executive Session for Business Development Initiatives, Managed Care and Payor Negotiation updates, which was seconded by Ms. NeMoyer and unanimously approved.

V. Business Development Update

Dr. Schwaab gave the Business Development update and indicated that in alignment with Roswell Park's strategic plan, a key goal to the statewide approach is to create a

VI. Managed Care Update: Payor Negotiations

Mr. Grady updated the Committee on the Payor Negotiations.

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

VII. Government Relations Update

Informational only; material in packet.

VIII. 2nd Quarter Combined Financial Statements

Mr. McDonald presented the 2nd quarter Combined Financial and asked for approval.

A motion to approve the 2^{nd} Quarter Combined Financials was made by Mr. Joseph and seconded by Mr. Weiss and unanimously approved.

VIII. FY19 Budget Submission to NYS ABO

Mr. McDonald presented the FY19 NYS Budget Submission report which is presented to NYS ABO. Mr. McDonald explained the regulatory requirement, and that results after the filing affect the ultimate new year budget submitted to the Board in the last quarter of the year. A motion was made to approve the FY19 NYS ABO Budget Submission by Mr. Manning and seconded by Mr. Weiss and unanimously approved.

IX. 2nd Quarter Investment Activity

Mr. Grady gave the 2nd Quarter Investment Activity report. A motion was made to approve the investment report by Ms. NeMoyer, seconded by Mr. Szefel, and approved, with Mr. Manning, Ms. Gioia and Mr. Sears abstaining.

There being no further business a motion was made by Mr. Weiss, seconded by Ms. NeMoyer to adjourn the meeting, which was unanimously approved.

Michael B. Sexton, Secretary