

**ROSWELL PARK CANCER INSTITUTE CORPORATION
BOARD OF DIRECTORS**

A meeting of the Board of Directors of Roswell Park Cancer Institute Corporation was held on Thursday, June 29, 2023, at 12:00 pm in the Zebro Conference Room and MS Teams.

Present: Leecia Eve, Chair
Linda A. Dobmeier - virtual
Anne D. Gioia
Candace S. Johnson, PhD, President & CEO
Kenneth A. Manning, Esq
Gail Mitchell, Esq.
Joanne Morne - virtual
Elyse NeMoyer
R. Buford Sears
Dennis Szefel

Excused: Gregory Daniel, MD
Donna Gioia

Present by Invitation: Ron Andro, Chief Clinical Operations Officer
Elizabeth Bouchard, PhD, SVP, Community Outreach & Engagement
Holly Bowser, VP Quality & Patient Safety
Renier Brentjens, MD, PhD, Deputy Director & Chair, DOM
Christopher Choi, PhD, MBA, SVP
Laurel DiBrog, Chief Marketing and Communication Officer
David Donovan, VP, Enterprise Strategic Planning
Betsy Doty-Lampson, Board Administrator
Errol Douglas, PhD., Chief HR Officer
Amy Dunn Kirkpatrick, Asst Vice President & Deputy General Counsel
Ross Eckert, Chair, Roswell Park Alliance Foundation
Cindy Eller, Chief Development Officer
Thomas R. Furlani, PhD, SVP, Chief Information Officer
Ann Marie Gibney, Administrative Chief of Staff
Kathryn Glaser, PhD, Co-Leader Cancer Screening & Survivorship Outreach
Ryan Grady, Chief Financial Officer
Michael E. Johnson, Director, Government & Community Relations
James C. Kennedy, Vice President, Government & Community Relations
Boris Kuvshinoff, II, MD, Chief Medical Officer
Mary Ann Long, SVP, CNO
Crystal Rodriguez-Dabney, SVP, Chief Diversity Officer
Thomas Schwaab, MD, PhD, Chief of Strategy, Bus Dev & Outreach
Michael B. Sexton, Esq., Senior Vice President, and Chief Legal Officer,
and Corporate Secretary
Jeff Walker, EVP – Operations & Transformation

Guests: Jon Harris – Buffalo News
Steve Watson – Buffalo News

I. CHAIRMAN’S OPENING REMARKS

Ms. Eve provided welcome remarks and thanked everyone for attending. Ms. Eve stated it was an extraordinary honor to serve in the role of chairperson and to work with the leadership of this great institution. She then acknowledged the retirement of Ms. Long, SVP/CNO. Dr. Johnson provided a few remarks on Ms. Long’s performance and thanked her for her leadership. Mr. Walker added that Ms. Long has been a stellar leader, dedicated to Roswell Park and the patients and their families. Ms. Long stated it has been a pleasure to work at Roswell Park and she acknowledged her colleagues in the leadership team.

II. DRAFT MINUTES OF BOARD MEETINGS

Ms. Eve called for approval of the minutes from the March 29, 2023 Board meeting, and the May 30, 2023 and June 20, 2023 Special board meetings.

A motion was made by Mr. Manning to approve the March 29, 2023 Board meeting minutes, May 30, 2023 and June 20, 2023 Special Board meeting minutes, seconded by Ms. Mitchell, and unanimously carried.

III. CONTRACTS/CAPITAL EXPENDITURE PROJECTS

Ms. Eve noted that the contracts presented at the meeting had been thoroughly vetted at the Finance Committee meeting held on June 14, 2023, and were recommended for approval by the Finance Committee.

NextGen Sequencer – Sole Source
Roche Scanner
\$50M Line of Credit

A motion was made by Ms. NeMoyer to approve the NextGen Sequencer and Roche Scanner agreements, and to authorize Management to proceed with the \$50 Million Revenue Cycle Line of Credit with M&T Bank, which motion was seconded by Ms. Dobmeier, and unanimously carried.

IV. Science Infrastructure Update

Dr. Brentjens introduced Dr. Christopher Choi. Dr. Choi presented the goal of becoming a global destination for cell and immuno-therapies. Roswell Park will be a one-stop solution for cell therapy innovation, development and clinical trials. Roswell will be expanding from 6 cGMP clean rooms to 20 by the fourth quarter of 2024. Dr. Choi then presented on business strategy for this initiative. He then provided the process and operating model of Roswell Park’s cell therapy corporate capability map. He reviewed the components of the model and assessment. Dr. Choi provided the framework for governance, by which business issues requiring formal decision making can be managed. He then discussed the marketing strategy for the project, and acknowledged the assistance being provided by Ms. DiBrog and her team on creating the cGMP marketing strategy.

Ms. Eve indicated that she and the Board would be very interested in hearing more about this initiative and the clinical trials that will be involved, at a later date. Dr. Choi remarked that Dr. Davila would be able to better answer the question.

V. Community Screening Update

Dr. Johnson introduced both Elizabeth Bouchard, PhD, the SVP, Community Outreach & Engagement, and Kathryn Glaser, PhD, Co-Leader Cancer Screening & Survivorship Outreach. Dr. Bouchard began the presentation with slides discussing the reduction of the cancer burden in underserved communities. She highlighted the positive impact of the mobile lung screening van named EDDY (Early Detection Drive to You). She then described her multi-level strategies to increase cancer screening and the community outreach and engagement calendar, providing information on community based screening education and navigation. Dr. Bouchard described multi-level strategies being employed to increase cancer screening. She then turned it over to Dr. Glaser who presented on patient education and navigation. She provided some history in the outreach in FQHCs (Federally Qualified Health Centers) in WNY now all being served by navigators from Roswell Park. Currently outreach efforts include 6 partnerships with all FQHCs in WNY. Ms. Eve applauded the presentations and stated she would love to hear more about the program, and challenges of increasing health care availability for these underserved communities.

VI. Vision for the Future

Dr. Johnson introduced Crystal Rodriguez-Dabney, SVP, Chief Diversity Officer. Ms. Rodriguez-Dabney presented her vision as she assumes leadership of diversity and inclusion at Roswell Park. She informed the Board of her background, noting that she was the City of Buffalo's first Chief Diversity Officer, and served as Chief of Staff and Deputy Mayor in the Brown Administration for the City of Buffalo. Ms. Rodriguez-Dabney announced that she has hired a Deputy Diversity Officer who is both a physician and an attorney, and he will be starting soon. She then reviewed her plan for her first 100 days on the job. She will align the DE&I vision, identify gaps and allocate resources, develop a communication plan, build credibility and momentum and determine her assessment strategy for developing Roswell Park's overall DE&I strategy.

Ms. Eve stated how happy she was that Ms. Rodriguez-Dabney is now in her position, and she also thanked Ms. Mitchell for her services on the recruitment committee. Ms. Morne stated that Ms. Rodriguez-Dabney's presentation was excellent.

Ms. Eve asked Ms. Morne to introduce herself to the Board, as this is the first scheduled quarterly meeting she is attending. She is the Deputy Commissioner, Health Equity and Human Rights and has been with the NYS Department of Health for 15 years. Ms. NeMoyer asked for clarification on Ms. Rodriguez-Dabney's reporting line. Dr. Johnson confirmed that Ms. Rodriguez-Dabney reports directly to Dr. Johnson. Dr. Johnson noted that this position also has a dotted-line report to the Board, similar to that of the Internal Audit VP and the Compliance Officer.

Mr. Manning made a motion that the meeting proceed to Executive Session for the purposes of receiving the CEO update on business operations and strategy, a report on Clinical operations, a government relations update, reports on Clinical Operations from nursing and quality assurance, and a status report on litigation matters, which was seconded by Ms. Mitchell and unanimously approved.

VII. LEADERSHIP REPORT

Institute Update

Dr. Johnson began with a safety message. Starting meetings with a safety message is part of Roswell Park's HRO ("high reliability organization") journey. She then provided an update on the Ride for Roswell. The Ride had over 8,000 riders, 1,000 volunteers, and raised over \$5.7M. Dr. Johnson then played a short video from the NBC night news broadcast covering Roswell Park's multi-center SurVaxM clinical trial.

Dr. Johnson then made remarks about the coming US News & World Report rankings. She explained that many hospitals are opting out. The methodology changes regularly, making it difficult to draw conclusions about a hospital's quality and only Medicare information is used, which is problematic for Roswell Park due to its low concentration of non-managed care Medicare patients. Mr. Szeffel also stated that major universities are pulling out of US News.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Government Relations Update

Informational only. Materials in Director's Desk.

Nursing

Informational only. Materials in Director's Desk.

Quality Report

Informational only. Materials in Director's Desk.

Clinical Operations Report

Informational only. Materials in Director's Desk.

Litigation/Institute Operations Report

Mr. Manning made a motion to return to open session, Mr. Sears seconded, and it was unanimously carried.

The following agenda items were consent only items, having been thoroughly reviewed and vetted by the appropriate Board committees, and recommended for approval to the Board by those committees:

Annual Review of Finance Charter
Resident Work Hours and Supervision Report
4th Quarter Financials

On motion by Mr. Manning, seconded by Ms. NeMoyer the Annual Review of the Finance Charter, Resident Work Hours and Supervision Report and the 4th Quarter Financials were approved.

4th Quarter Investment Report

On motion by Mr. Sears seconded by Ms. NeMoyer the 4th quarter investment activity was approved. Mr. Manning abstained from the vote.

Periodic Reviews

NYS Annual Report
NYS Annual Report Part II

On motion by Mr. Manning, seconded by Ms. NeMoyer the NYS Annual Report was approved.

VIII. AUDIT COMMITTEE UPDATE

Mr. Szeffel provided a brief update, informing the Board on the successful completion of a clean outside audit report by the Freed Maxick audit firm. He thanked Mr. Grady and team.

On motion by Ms. Gioia, seconded by Ms. NeMoyer the Annual Fiscal Year 2023 Audited Financial were approved.

IX. INFORMATION TECHNOLOGY COMMITTEE REPORT [Information only]

X. MEDICAL STAFF CREDENTIALING COMMITTEE [Information only]

XII. ADJOURNMENT

There being no further business, a motion was made for adjournment by Ms. Gioia seconded by Ms. NeMoyer and was unanimously carried.

Michael B. Sexton, Secretary