

"Newco" Board Meeting Minutes

April 2, 2008

Present: James T. Evans, M.D., Robert Gioia, James Kaskie, Brenda McDuffie, Judge James McLeod, Irene Snow, M.D., Edward F. Walsh, Jr. (via teleconference), Robert M. Zak (via teleconference), David Zebro, Robert Wild, Betsy Baumler.

Absent: Kevin Cichocki, D.C., David Dunn, M.D., Evan Evans, M.D., Mary Gresham, Ph.D., Sharon L. Hanson, Jody Lomeo, Sundra Ryce, John Simpson, Ph.D., Michael Young

Guests: Gerald Bielak, David Chin, M. D., Ann Filiault, and Matt Lusnar from PricewaterhouseCoopers; James Gillan, Paragon Advertising; Janet Stanek, Stand Advertising

The meeting was called to order at 8:35 AM by Chair, Robert Gioia.

Minutes

The minutes of the March 19, 2008 Board of Directors' meeting were presented for approval. Upon motion duly made and seconded, the minutes of the March 19, 2008 Board of Directors' meeting were unanimously approved.

PricewaterhouseCoopers Update

Mr. Bielak from PricewaterhouseCoopers (PwC) updated the Board on the Heart Vascular project and the steering committee meeting held on Monday, March 24, 2008. Mr. Bielak discussed the departure of Dr. Jon Cohen, originally part of the PwC team conducting the interviews, and his recent appointment as Senior Advisor to Governor Paterson. He followed by introducing Dr. David Chin who will be replacing Dr. Cohen on their team.

Ms. Filiault and Mr. Lusnar outlined the interviews conducted to date with physicians from Kaleida Health and the community. Dr. Evans stated he had not been contacted regarding an interview. Mr. Lusnar reviewed the conversation he had with ECMCC administration and that he was instructed that all physician interviews with ECMC physicians were being cancelled until such a time that an MOU is signed. Mr. Lusnar also explained that PwC had made several attempts to contact key physicians at ECMC through the University but many of the physicians had not responded. Dr. Evans stated that ECMC administration does not speak for the medical staff and he felt it was important that the physicians be given the opportunity to be interviewed. The Board requested that Dr. Evans assist PwC in soliciting further interviews with the ECMC physicians listed and any additional physicians he felt would be key to the project. He agreed. Ms. McDuffie stressed the need to confirm appointments with all community physicians listed.

Ms. Filiault highlighted the presentation distributed to the Board at the meeting. The Board suggested several minor changes. Dr. Evans stressed the importance of digital linkage and infrastructure outlined on page 14. Ms. Filiault stated all final interviews would be conducted at the beginning of next week with a draft proposal submitted to the Board for their approval by the end of the week in order to finalize the proposal in time for the HEAL application deadline of April 17th. Mr. Gioia stated a teleconference of the Board would be scheduled for Wednesday or Thursday of next week.

Additional HEAL Applications

Mr. Kaskie outlined additional HEAL applications to be advanced by Western New York Health System, Inc. In addition to the heart vascular project, he indicated the following applications may need the Board's approval at the Board teleconference next week:

- Deaconess replacement
- Community Health Center
- Grace Manor
- Relocation of Behavioral Health and Substance Abuse Services

Public Relations (PR)

Mr. Gillan outlined proposed communication strategies. The Board discussed the options presented and at the recommendation of Mr. Gillan, the Board agreed to a recommended strategy. Mr. Gillan reviewed the campaign outline, target constituencies.

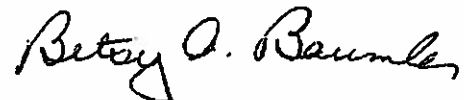
Ms. Stanek discussed the branding of the organization and solicited input from the Directors on what they would like represented by a proposed new name for Western New York Health System, Inc. Ms. Stanek will return to the Board at their next regularly scheduled meeting to present suggestions for a new branding strategy.

Status of MOU

Mr. Wild indicated that there was no further status report on the MOU. Discussion followed.

The meeting was adjourned at 11:10 AM.

Respectfully submitted,



Betsy A. Baumler