

"Newco" Board Meeting Minutes
Teleconference
April 10, 2008

Present: David Dunn, M.D., Evan Evans, M.D., James T. Evans, M.D., Robert Gioia, Mary Gresham, Ph.D., James Kaskie, Brenda McDuffie, Sundra Ryce, John Simpson, Ph.D., Irene Snow, M.D., Edward F. Walsh, Jr., David Zebro, Robert Wild, Betsy Baumler.

Absent: Kevin Cichocki, D.C., Sharon L. Hanson, Jody Lomeo, Judge James McLeod, Robert M. Zak, Michael Young

Guests: Gerald Bielak, Ann Filiault, and Matt Lusnar from PricewaterhouseCoopers

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

PricewaterhouseCoopers Update

Mr. Gioia started the meeting by thanking Dr. James Evans for his assistance in getting certain ECMC physicians to participate in the interviews with PricewaterhouseCoopers (PwC). PwC outlined feedback they had received from the ECMC physicians and discussed key concerns expressed. Ms. Filiault stated many physicians indicated they had not been kept informed by ECMC of any discussions to date. Mr. Gioia requested that Dr. James Evans convene a meeting of the physicians to address their concerns. Mr. Bielak highlighted the summary that was distributed to all meeting participants. Dr. James Evans stressed the need for physicians to be supported by advanced technology. The Board discussed next steps including the development of a business plan.

Upon motion made and duly seconded, the Board unanimously endorsed the advancement of the PricewaterhouseCoopers study and subsequent HEAL application filing with the State of New York. Given the Board meeting was not conducted in person, Mr. Gioia requested that Ms. Baumler poll the Directors individually for their vote (12 needed for quorum):

Evan Evans	Yes
James Kaskie	Yes
James Evans	Yes
John Simpson	Yes
David Dunn	Yes
Mary Gresham	Yes
Robert Gioia	Yes
Brenda McDuffie	Yes
Sundra Ryce	Yes
Irene Snow	Yes
Edward Walsh, Jr.	Yes
David Zebro	Yes

Community Health Center

Mr. Kaskie highlighted the summary that was distributed to all meeting participants regarding Kaleida Health's collaboration with the Community Health Center and the University at Buffalo School of Medicine and Biomedical Sciences to develop an ambulatory center in a new location. Mr. Kaskie indicated the Community Health Center has been asked to leave the Grider Street campus by ECMC. The proposed newly built outpatient health center will locate both Kaleida Health's outpatient clinics and the outpatient services of the Community Health Center of Buffalo to an easily accessible outpatient health center located in an underserved area in the City of Buffalo. Ms. McDuffie stressed the importance when choosing a location; transportation must be a key focus, near a bus route. Mr. Kaskie indicated research is currently being conducted to pinpoint the most ideal site.

Upon motion made and duly seconded, the Board unanimously endorsed the advancement of the HEAL application to the Department of Health for the collaboration with the Community Health Center as presented to the Board. Again, given the Board meeting was not conducted in person, Mr. Gioia requested that Ms. Baumler poll the Directors individually for their vote (12 needed for quorum):

Evan Evans	Yes
James Kaskie	Yes
James Evans	Yes
John Simpson	Yes
David Dunn	Yes
Mary Gresham	Yes
Robert Gioia	Yes
Brenda McDuffie	Yes
Sundra Ryce	Yes
Irene Snow	Yes
Edward Walsh, Jr.	Yes
David Zebro	Yes

Updates

Messrs. Gioia and Kaskie discussed with the Board an upcoming visit by Neil Benjamin and James Clyne from the Department of Health, a recent meeting with the Alphonso O'Neil-White, Michael Cropp and Mary Lee Campbell Wisley, and County Executive Chris Collins. Dr. Dunn also updated the Board on correspondence between UB and ECMCC regarding the Affiliation Agreement over the last few weeks.

Next Meeting

Mr. Gioia stated the next meeting of the Newco Board of Directors would be held on Wednesday, April 30, 2008 at WNED.

The meeting was adjourned at 9:20 a.m.

Respectfully submitted,


Betsy A. Baumler