

**UNIVERSITY OF WISCONSIN HOSPITALS AND CLINICS AUTHORITY**  
**Minutes of Board of Directors Meeting**

December 4, 2013

- PRESENT: David Walsh (Chair), Dean Robert Golden, Andrew Hitt, Dean Katharyn May, Janice Mueller, Lisa Reardon, Pablo Sanchez, Dr. Humberto Vidaillet, Michael Weiden (Vice-Chair)
- EXCUSED: Tom Basting, Chancellor Rebecca Blank, Rick Fetherston, Dr. Thomas Grist, Rep. Howard Marklein, Regina Millner, Senator Luther Olsen
- LIAISON: Donna Katen-Bahensky, Dr. Nathan Rudin
- STAFF: Kristi Amelong, Mike Buhl, Jan Bultema, Jim Dechene, Dr. Susan Goelzer, Dr. Chris Green, Beth Houlahan, Gary Johnson, Bob O'Keefe, Jay Robaidek, John Sheehan, Ron Sliwinski, Dan Weissburg, Kelly Wilson
- GUESTS: Andy Majka and Conor McCaw, from KaufmanHall

1. Call to Order

Chair David Walsh called the meeting to order at 1:30 p.m. A quorum was present.

1a. Resolution of Gratitude for Service of Michael Weiden

Chair Walsh thanked Mike Weiden for his service on the Board of the University of Wisconsin Hospitals and Clinics Authority and read a Resolution to express UWHCA's gratitude for his service. Dean Golden moved approval of the Resolution, which was seconded by Ms. Reardon, and the motion passed unanimously .

2. Approval of Minutes of November 6, 2013 Authority Board Meeting

Mr. Weiden moved approval of the minutes of the November 6, 2013 meeting (Attachment A). Dean Golden seconded the motion, and it passed unanimously.

3. Review and Approval of Medical Staff Membership and Clinical Privileges

Dr. Nathan Rudin, President of the Medical Staff, presented the Medical Board recommendations concerning medical staff memberships and clinical privileges (Attachment B). Mr. Hitt moved that the recommendations be approved. Mr. Sanchez seconded the motion, and it passed unanimously.

4. GME Report

Dr. Susan Goelzer presented the 2012-13 Graduate Medical Education Annual Report (Attachment C). Dr. Green thanked Dr. Goelzer for all her work with the GME program.

5. "5000 Strong" Presentation (Not on Agenda)

Approximately 25 individuals entered the open session of the Authority Board meeting and asked to make comments, which was allowed. Two representatives of a group calling themselves "5000 Strong" and purporting to represent UWHCA employees under collective bargaining agreements set to expire in June 2014 and January 2015 urged the Board to continue to work with the unions despite Act 10.

6. Approval of Investment Policy

Mike Buhl, SVP & CFO, presented the Investment Policy Statement (Attachment D) of the University of Wisconsin Hospitals and Clinics Authority. Ms. Reardon moved approval of the Investment Policy Statement — Operation Funds; Dean Golden seconded the motion, and the motion passed unanimously.

7. Finance Committee and CFO Report

Mr. Buhl provided the Finance Committee and CFO report (Attachment E). Highlights included that as of October 2013 year-to-date, both adult and pediatric admissions are above budget; operating revenue is slightly above budget; and non-operating income is significantly above budget (\$1.3M vs. \$5.8M), leading to Net Income of \$14.7M, above a \$9.5M budget.

8. CEO Report

Ms. Katen-Bahensky presented the CEO Report (Attachment F). She informed the Board of a recent successful Joint Commission lab site visit, resulting in full accreditation. She advised of an ACGME site visit that was taking place at the time of the Board meeting. Finally, Ms. Katen-Bahensky highlighted the upcoming Nursing Magnet Re-designation site visit scheduled for December 10-13, 2013.

9. Other Matters

There were no Other Matters to present to the Board.

10. Closed Session

There being no other matters for the open session, Dean Golden proposed to take the meeting into closed session as previously noticed. The purpose for the closed session was for the discussion of financial and other matters, including budgetary matters which for competitive reasons require a closed session, as provided in section 19.85(1)(e), Wis. Stat.; and to consider employment and performance evaluation data of public employees, as provided in section 19.85(1)(c), Wis. Stat.; and for review of the services of health care providers, pursuant to section 146.38, Wis. Stat.

Dean May moved to go into closed session; Dean Golden seconded, and there was a unanimous roll call vote approving entering into closed session. The following members voted for the motion: David Walsh (Chair), Michael Weiden (Vice Chair), Dean Robert Golden, Andrew Hitt, Dean Katharyn May, Janice Mueller, Lisa Reardon, Pablo Sanchez, and Dr. Humberto Vidaillet.

The Board took no action in the closed session.

The meeting adjourned.

Respectfully Submitted,

James C. Dechene, Secretary

**RESOLUTION OF BOARD OF DIRECTORS OF  
THE UNIVERSITY OF WISCONSIN HOSPITALS AND CLINICS AUTHORITY  
IN RECOGNITION OF THE SERVICE OF MICHAEL S. WEIDEN**

December 4, 2013

**WHEREAS**, Michael S. Weiden has served with distinction, extraordinary dedication and unwavering loyalty for over five years as a member of the Board of Directors of the University of Wisconsin Hospitals and Clinics Authority (UWHCA);

**WHEREAS**, through his service as Vice Chair from July 2009 until today, and as a member of the Executive, Audit, Finance, and Executive Compensation Committees, Michael S. Weiden has been an effective steward in shaping a broad set of UWHCA policies and strategic endeavors;

**WHEREAS**, Michael S. Weiden provided invaluable guidance, support, and leadership during an important time in UW Hospital and Clinics' history, a time during which US News & World Report recognized UWHC every year as one of its top 50 hospitals; recognized American Family Children's Hospital as a top 50 hospital since 2011; and named UWHC the #1 hospital in Wisconsin for the last two years;

**WHEREAS**, Michael S. Weiden has helped to shape successful UWHCA leadership through his service in advising many executive search committees;

**WHEREAS**, Michael S. Weiden helped to guide UWHCA through successful accreditation surveys of UWHC with multiple regulatory organizations;

**WHEREAS**, Michael S. Weiden is an honored and trusted friend of UWHCA and has served UWHCA in true fulfillment of its mission, vision, and values:

**NOW THEREFORE BE IT RESOLVED** that the Board of Directors and the management of the University of Wisconsin Hospitals and Clinics Authority extend their heartfelt gratitude to Michael S. Weiden for his leadership, exemplary work and loyal support of the UWHCA.