

**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
UNIVERSITY OF WISCONSIN HOSPITALS AND CLINICS AUTHORITY**

Ratification of Committee Rosters

July 8, 2015

The Board of Directors of the University of Wisconsin Hospitals and Clinics Authority hereby ratifies the membership of Board committees as detailed in the attached.

**Committee Membership of
The University of Wisconsin Hospitals and Clinics Authority
Board of Directors**

Relevant Excerpts from UWHCA Bylaws:

ARTICLE IV: COMMITTEES

Section 4.1 Committee Designation. The Board shall establish an Executive Committee, a Finance Committee, an Audit Committee, an Executive Compensation Committee, and a Performance Improvement, Risk Management, and Safety Committee. In addition, the Board may establish other standing and special committees.

Section 4.2 Composition. The Chairperson shall appoint the members of committees, unless another method of selection for a particular committee is specified in these Bylaws or by resolution of the Board. Non-board members may be appointed to serve on committees of the Board of the Directors, unless these Bylaws or a Board resolution specifies otherwise. At least two members of each committee shall be members of the Board. One or more members of the medical staff shall be included on all committees appointed to deliberate issues affecting the discharge of medical responsibilities, except for Board committees, if any, reviewing medical staff appointment, reappointment, clinical privileges, or corrective action.

Executive Committee

The Executive Committee shall consist of the Chairperson, the Vice Chairperson, the UW-Madison Chancellor or designee, the UW Medical School Dean, and such other members of the Board as shall be approved by the Board. The CEO shall be an ex-officio member of the Executive Committee without vote.

Membership

**Chair Dean Robert Golden,
Committee Chair**

Vice Chair David Ward
Chancellor Rebecca Blank
Dr. Thomas Grist
Senator Luther Olsen
Authority CEO (ex-officio, non-voting)
Patricia Brady (UWMF nominee, non-voting)
Dr. Richard Page (UWMF nominee, non-voting)
Dr. Jon Matsumura (UWMF nominee, non-voting)

Staff

Kelly Wilson, Secretary

Finance Committee

The Finance Committee shall consist of the Chairperson, the Vice Chairperson, and two or more additional persons appointed by the Chairperson. The CEO shall be an ex-officio member of the Finance Committee without vote.

Membership

Ken Mount, Committee Chair

Chair Dean Robert Golden

Vice Chair David Ward

Darrell Bazzell

Andrew Hitt

Dr. Craig Kent

Senator Luther Olsen

Dr. Rick Page

Lisa Reardon

Authority CEO (ex-officio, non-voting)

Staff

Kelly Wilson, Secretary

Bob O'Keefe

Audit Committee

The Audit Committee shall consist of the Chairperson, the Vice Chairperson, the CEO, and two (2) or more other persons appointed by the Chairperson.

Membership

Lisa Reardon, Committee Chair

Darrell Bazzell

Dr. Craig Kent

Ken Mount

Senator Luther Olsen

Authority CEO (ex officio)

Staff

Kelly Wilson, Secretary

Bob O'Keefe

Scott Houtakker

Dan Weissburg

Executive Compensation Committee

The Executive Compensation Committee shall consist of the Chairperson, the Vice Chairperson, and two (2) or more other independent members of the Board appointed by the Chairperson. "Independent" shall mean that the member (a) is not an officer or employee of an entity (except the State of Wisconsin or an agency of the State of Wisconsin) that has any contract with the Hospital Authority, unless the Board unanimously approves an exception after full disclosure, and (b) is not an employee of the University of Wisconsin Hospitals and Clinics Authority, the University of Wisconsin Hospitals and Clinics Board, the University of Wisconsin-Madison (except the Chancellor), or any organization representing such employees.

Membership

**Chair Dean Robert Golden,
Committee Chair**

Vice Chair David Ward

Chancellor Rebecca Blank

[VACANT]

Staff

Elizabeth Bolt, Assistant

Secretary

Carrie Richard

Performance Improvement, Risk Management, and Safety (PIRMS) Committee

The PIRMS Committee shall consist of at least three members of the Board of Directors appointed by the Chair of the Board, the Senior Vice President for Medical Affairs, Senior Vice President and Chief Nursing Officer, two members of the UWHC Medical Staff appointed by the Chair of the Board, and one community member appointed by the Chair of the Board. Other Vice Presidents and Senior Vice Presidents appointed by the CEO shall be ex-officio members without vote. In addition, each member of the Board of Directors is encouraged to attend at least one PIRMS Committee meeting each year and, when in attendance, shall be a member of the committee with vote.

Membership

Dean Katharyn May, Chair

Jeffrey Bartell

Dr. Chris Green

Beth Houlahan

Dr. Mark Juckett

John Litscher

Dr. Peter Newcomer

Dr. Deb Rusy

Pablo Sanchez

Dr. Humberto Vidaillet

Dawn Wavra

Peggy Zimdars

Staff

Brian White, Assistant

Secretary

Deb Ankowicz

Linda Buel

Betsy Clough

Sue Rees

Linda Sauer

Amy Topel