

# UNIVERSITY MEDICAL CENTER, INC.

## Minutes of Meeting

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Name of Group: Ad Hoc Operations Review Committee of the Board of Directors

Date, Time, Place: February 21, 2012; 3:30 p.m.; University of Louisville Hospital (ULH)

Present: **Committee members:** chair Rounsavall; directors Anderson, Coleman, Dunn, and Johnson; advisory director Boden; Hayes and Hesen  
**Others:** Jerry Miller for committee member King; CEO Taylor; counsel Elliott; staff Keadle, McArthur, and Racine  
**Guests** (only for their part of the agenda): Craig Anderson and Jim Yanci of Dixon Hughes Goodman  
**Public:** Peter Hasselbacher, Pat Howington, Gary Mans

Absent: Committee member King

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- I. **Welcome and Introduction of Members** - Mr. Rounsavall thanked members for their willingness to serve on the committee, and those at the table introduced themselves. The committee agreed with Mr. Rounsavall's recommendation that any potential personnel, competitive, or contractual topics be discussed in executive session. After discussion, the committee agreed that Mr. Rounsavall should communicate with the leaders of the Kentucky Senate and House to inform them of the committee and offer an invitation to any member to attend committee meetings.
- II. **UMC Mission and Committee Charge** - Mr. Rounsavall reviewed UMC's mission and the committee's charge (distributed with meeting agenda and attached to file copy of minutes). Committee members identified their expectations of the process and the desired results from the consultant retained and confirmed that they wish the process to be concluded by the end of April.
- III. **UofL/UMC Request for Proposal (RFP)** - Dr. Dunn outlined the RFP the UMC and UofL boards have approved jointly issuing in the near future to solicit joint operating or joint venture opportunities. Proposals would be due by 3/23/12, and a decision by UofL and UMC would be expected the week of 4/16/12.
- IV. **KaufmanHall Work** - Mr. Taylor reported that KaufmanHall is currently revisiting their 2008 report of UMC's financial future and ability to access capital. Their updated report is due in March and will be made available to the committee.
- V. **Responses to UMC RFP**
  - A. **Introduction** - Mr. Rounsavall reported that three firms had been invited 2/1/12 to respond to a request for proposal. One firm declined due to their heavy workload. A second firm, which had submitted a proposal, notified Mr. Rounsavall 2/19/12 that due to an unexpected heavy workload, they would not be able to begin UMC's project until May, which does not fit UMC's timetable.

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