

John Driscoll, Chairman, called the meeting to order at 10:23 a.m.

Voting Members Present: J. Driscoll, A. Bessette, B-M. Cole-Johnson, C. Casamento, C. Chase, A. Barton Reeves, F. Archambault, J. Matous, J. Freedman, M. Juthani, M. Boxer, M. Baldock, P. Baker, R. Maric, R. Barry, R. Carbray, T. Shannon

1 PUBLIC COMMENT

The Board received public comment from Shivani Patel, Vice President of the Medical and Dental Student Government and a first-year medical student at UConn Health. Ms. Patel spoke on behalf of the medical student body regarding the proposed School of Medicine tuition increases. She expressed concerns about the potential financial impact on current and prospective medical students, particularly in light of anticipated changes to federal student loan programs. Ms. Patel noted that the current tuition and fee structure places the UConn School of Medicine among the higher-cost public medical schools nationally and stated that additional tuition increases could create further financial barriers for students, particularly those from lower-income, rural, or first-generation backgrounds. She emphasized the importance of maintaining accessible pathways into medical education in order to support the future physician workforce and ensure continued access to care for underserved communities.

Additional comments were provided by Fabio Saccomanno, a second-year medical student and the Graduate Student Representative on the UConn Board of Trustees. Mr. Saccomanno discussed upcoming federal student loan policy changes, including potential limits on borrowing for professional degree programs and the possible elimination of the Grad PLUS loan program. He noted that many medical students rely on these federal programs to finance their education and expressed concern that increasing tuition costs could further limit students' ability to pursue medical training. Mr. Saccomanno encouraged the Board to consider alternative funding strategies and continued collaboration with state and university leadership to address the financial challenges associated with medical education.

Members of the Board thanked the students for their comments and acknowledged the importance of the issues raised. Board leadership noted that the concerns expressed would be taken into consideration as part of the ongoing discussion regarding medical school tuition and financial planning.

2 CHAIR'S REMARKS

2.1 Welcome

Chairman John Driscoll welcomed members of the Board of Directors, leadership, and guests to the meeting and opened his remarks by recognizing the significant efforts of the UConn Health team over the past several months leading up to the successful completion of the Waterbury Hospital transaction. He acknowledged the extensive coordination and collaboration across the institution required to reach this milestone and expressed appreciation for the dedication and teamwork demonstrated by UConn Health leadership and staff throughout the process.

Chairman Driscoll also recognized Deborah Weymouth, Chief Executive Officer of Waterbury Hospital, and thanked her and the Waterbury team for their leadership and perseverance during the transition period. He noted that the partnership represents an important step forward for UConn Health and emphasized that the work ahead will focus on building upon this foundation to support continued growth, operational performance, and expanded access to care for the communities served by the system.

2.1.1 New Board of Directors Member's – Bios

Chairman Driscoll welcomed Michael Baldock and Andrea Barton Reeves as new members of the Board of Directors, noting that both bring valuable experience and leadership that will strengthen the Board's work. Michael Baldock was recognized for his extensive background in healthcare and financial leadership, including executive roles as Chief Executive Officer, Chief Financial Officer, and private sector banker supporting healthcare organizations. Chairman Driscoll also welcomed Andrea Barton Reeves, who currently serves as Commissioner of the Connecticut Department of Social Services and brings a distinguished record of public service and policy leadership in areas impacting healthcare access and social services across the state. The Chairman expressed appreciation for their willingness to serve and contribute their expertise to the Board and the continued advancement of UConn Health's mission.

2.2 Approval of December 1, 2025 Meeting Minutes

2.3 Approval of February 23, 2026 Special Meeting Minutes

The Board of Directors unanimously approved the two sets of minutes of the UConn Health Board of Directors meetings from December 1, 2025, and February 23, 2026.

3 CONSENT ITEMS

3.1 Contracts > \$1,000,000

- 3.1.1 Capital Area Health Consortium
- 3.1.2 Capital Area Health Consortium
- 3.1.3 Cochlear Americas
- 3.1.4 Vizient Inc
- 3.1.5 Agiliti Health Inc
- 3.1.6 Cardinal Health 110LLC and Cardinal Health 112 LLC
- 3.1.7 First Databank Inc
- 3.1.8 Flex Financial division of Stryker Sales and K2M, Inc d/b/a VB Spine LLC
- 3.1.9 Howmedica Osteonics Corp
- 3.1.10 Howmedica Osteonics Corp
- 3.1.11 Johnson & Johnson Healthcare Systems Inc
- 3.1.12 MAKO Surgical Corp.
- 3.1.13 McKesson Corporation
- 3.1.14 Medical Doctor Associates, LLC d/b/a Cross Country Locums
- 3.1.15 Wellpartner LLC
- 3.1.16 Mayo Clinic
- 3.1.17 University of Michigan
- 3.1.18 RLDatix North America Inc
- 3.1.19 Ultimate Kronos Group, Inc (UKG, Inc.)
- 3.1.20 CliftonLarsonAllen LLP

- 3.1.21 Ernst and Young LLP
- 3.1.22 FTI Consulting Inc
- 3.1.23 Shipman & Goodwin LLC
- 3.1.24 Connecticut Children's Medical Center

3.2 Leases

- 3.2.1 Day Kimball Medical Group Inc

3.3 Project Budgets

- 3.3.1 Project Budget for the UConn Health Main Lobby Entrance Renovation (Design: \$2,100,000)
- 3.3.2 Project Budget for the UConn Health Lab Medicine Multiple Lab Renovation (Design: \$4,000,000)
- 3.3.3 Project Budget for the UConn Health Surgery Center Operating Room #6 Renovations (Design: Final \$2,500,000)
- 3.3.4 Project Budget for the UConn Health Energy Improvements: Steam Pipe and Trap Insulation (Final \$925,000)
- 3.3.5 Project Budget for the UConn Health TM416 MRI Upgrade and Mobile Unit (Revised Final: \$2,360,000)
- 3.3.6 Project Budget for the UConn Health Torrington Clinical Practice relocation (Revised Final: \$4,920,000)
- 3.3.7 Project Budget for the UConn Health Central Sterile Washer & Sterilizer Replacement (Revised Final: \$8,425,000)

The Board of Directors unanimously approved all the Contracts, Leases and Project Budgets listed under sections 3.1, 3.2 and 3.3 of the agenda.

3.4 Other Approvals

- 3.4.1 Resolution – Revisions to the JDH Medical Staff Bylaws
- 3.4.2 Resolution – Revisions to the UConn School of Medicine Bylaws
- 3.4.3 Resolution – Revisions to the UConn School of Medicine Tuition & Fees

The Board of Directors unanimously approved the Items 3.4.1 and 3.4.2 of the agenda.

The Board approved Item 3.4.3, with Directors Barton Reeves and Baker abstaining from the vote.

4 CEO/EVP REPORT

4.1 Chief Executive Officer's Report

Dr. Andrew Agwunobi provided an update on recent organizational developments and operational performance across UConn Health. He opened his remarks by recognizing the significant milestone achieved with the successful completion of the Waterbury Hospital transaction, noting that the effort represented the culmination of extensive collaboration across UConn Health, the University, state leadership, and the Waterbury Hospital team. Dr. Agwunobi expressed appreciation for the leadership and partnership of Deborah Weymouth and the Waterbury Hospital staff throughout the transition and emphasized that the

integration represents the beginning of a new phase of growth and collaboration within the UConn Health system.

Dr. Agwunobi noted that the organization is now focused on developing short- and long-term strategic plans to support the successful integration of Waterbury Hospital and to identify opportunities for future growth. Early efforts include engaging physicians and clinical leadership from both organizations in specialty-specific discussions to identify opportunities for collaboration, service expansion, and operational alignment.

He also reported on the recent resolution of contract negotiations with Aetna, noting that UConn Health had been out of network for several months as part of efforts to secure more equitable reimbursement rates. Following negotiations, the parties reached an agreement that addresses both reimbursement levels and contractual terms, and UConn Health has resumed in-network status with Aetna. Leadership emphasized that ensuring fair reimbursement from managed care organizations remains an important component of the institution's broader financial sustainability strategy.

Dr. Agwunobi provided several operational updates, including trends in emergency department visits, inpatient census, surgical volumes, and physician productivity. While emergency department visits were slightly below budget, volumes remain higher than the prior year and leadership continues to monitor trends and potential contributing factors. Inpatient census and surgical activity remain generally aligned with budget expectations and reflect continued demand for services across the health system.

He also highlighted several operational initiatives that have been part of the Strategic Plan and "Project Thrive," the organization's performance improvement initiative aimed at strengthening financial performance. Recent accomplishments include expansion of infusion capacity, the opening of a second hybrid operating room, and implementation of an advanced triage unit in the emergency department to improve patient flow and access to care. Additional initiatives include the introduction of specialized treatment programs and service enhancements designed to improve patient access while supporting revenue growth.

Dr. Agwunobi concluded his report by noting that the organization remains on track to meet its fiscal year 2026 goal of achieving a balanced operating position, while continuing to advance strategic initiatives that support long-term operational sustainability, clinical excellence, and continued growth across the UConn Health system.

4.2 Financial Update

Chief Financial Officer Jeffrey Geoghegan, provided a financial update for UConn Health through January 2026, reporting that the organization remains on track to meet its fiscal year financial targets. He noted that the institution's financial performance continues to reflect the impact of Project Thrive, the systemwide performance improvement initiative designed to align operating revenues and expenses. Through the first seven months of the fiscal year, UConn Health reported operating results that were favorable to budget, reflecting progress across clinical, research, and academic units in meeting the organization's financial improvement goals.

Mr. Geoghegan reported that approximately \$43 million of the \$46 million financial improvement target associated with Project Thrive has been achieved to date, leaving approximately \$3 million remaining to reach the full fiscal year goal. Leadership expressed confidence that the remaining savings and revenue initiatives will be realized during the final

months of the fiscal year, positioning the organization to achieve its objective of balancing operating revenues and expenses for fiscal year 2026.

Mr. Geoghegan also reviewed the status of the state appropriation to UConn Health. The Governor's proposed budget for FY27 maintains funding at approximately \$131 million, with additional funding allocated to support salary adjustments. He explained that anticipated collective bargaining agreement salary increases negotiated centrally by the state (SEBAC) are expected to have a significant financial impact, with projected personnel cost increases exceeding the amount currently reflected in the proposed state budget. UConn Health leadership will continue to work with state officials and the legislature to address the funding gap associated with these increases.

Mr. Geoghegan concluded his report by noting that financial planning efforts for fiscal year 2027 are already underway. While the organization expects to achieve its fiscal year 2026 financial objectives, leadership is actively evaluating both revenue opportunities and cost management strategies to address projected financial pressures in future fiscal years.

5 MAIN BUSINESS

5.1 President Update

President Radenka Maric provided an update on key University initiatives and recent developments impacting UConn Health and the broader University community. She began by recognizing the successful acquisition of Waterbury Hospital and the launch of the UConn Health Community Network, describing the transaction as a significant milestone for both UConn Health and healthcare delivery in Connecticut. President Maric expressed appreciation to Governor Lamont, the Connecticut General Assembly, the UConn Board of Trustees, and the UConn Health Board of Directors for their leadership and support throughout the process. She also acknowledged the dedication of physicians, nurses, and staff at both UConn Health and Waterbury Hospital who played critical roles in advancing the partnership and supporting the transition.

President Maric also highlighted continued progress in strengthening Connecticut's healthcare workforce through the expansion of the UConn School of Nursing. She reported that philanthropic support has enabled the development of a four-year nursing education pathway at the UConn Waterbury campus, which will allow students to complete the first two years of the program in Waterbury before continuing their clinical training. She noted that these investments are expected to support increased enrollment in the School of Nursing and help address workforce needs across the state.

In addition, President Maric highlighted the University's growing innovation ecosystem and the role of UConn and UConn Health in supporting emerging biotechnology and pharmaceutical companies. She noted the success of VeraDermics, a company with strong ties to UConn researchers and entrepreneurship programs, which recently completed an initial public offering. President Maric emphasized that the company's success demonstrates the impact of UConn's research, innovation, and commercialization programs in supporting economic growth and advancing new medical technologies.

5.2 Dean, School of Medicine Update

Dr. Bruce Liang, Dean of the UConn School of Medicine, provided updates on leadership appointments, research activity, and educational outcomes within the School of Medicine.

Dr. Liang announced the appointment of Dr. Rachel Stanley as Chair of the Department of Pediatrics, effective July 1, in a joint leadership role with Connecticut Children's as Physician-in-Chief. He also announced the appointment of Dr. Alise Frallicciardi as Chair of the Department of Emergency Medicine, following her service as Interim Chair since July 2025.

Dr. Liang reported that School of Medicine faculty have submitted a record number of research proposals, primarily to the National Institutes of Health, during the current fiscal year. He also highlighted the Tao Rising Star Scholars Program, which provides \$500,000 in philanthropic support to recruit postdoctoral fellows, with the inaugural award presented to Dr. J.D. Beaudoin.

Dr. Liang noted positive outcomes from graduating student surveys related to family medicine training and preparation to care for patients from diverse backgrounds, with results exceeding national benchmarks.

5.3 **Dean, School of Dental Medicine Update**

Dr. Steven Lepowsky, Dean of the School of Dental Medicine, provided updates on admissions, education, and research activity within the school.

Dr. Lepowsky reported that the school received a record number of applications for the DMD program and admitted 52 students for the Class of 2030. The School achieved a yield rate of greater than 82%, compared to a national average of approximately 40%.

He also reported that 47 of the 52 graduating students matched into residency programs, with 19 remaining in Connecticut for their training. Nationally, approximately 36% of dental school graduates pursue residency training, while UConn consistently achieves 90% or greater.

Dr. Lepowsky further noted that faculty research productivity remains strong, with \$9.9 million in new extramural funding in the first half of FY26, exceeding the \$7.8 million awarded during FY25.

5.3.1 **2026 UConn Health Board of Directors Faculty Recognition Award**

Dr. Steven Lepowsky announced that Dr. David Shafer has been selected as the recipient of the 2026 UConn Health Board of Directors Faculty Recognition Award, recognizing excellence in academic research, clinical care, education, and administrative service.

Dr. Shafer has served as Chair of the Department of Oral and Maxillofacial Surgery since 1999 and as Program Director of the Oral and Maxillofacial Surgery Residency Program from 1997 to 2025. He is a nationally and internationally recognized scholar in oral and maxillofacial surgery and implant therapy and has participated in more than 20 funded research projects, including four NIH grants.

Dr. Shafer has also held numerous leadership roles at UConn Health and John Dempsey Hospital, including Associate Chief of Staff and Chief of Dental Service since 1997, and currently serves as a voting member of the Clinical Affairs Subcommittee of the Board of Directors. The award will be presented at UConn Health Commencement in May 2026.

5.4 **Research Update**

Dr. Lindsey DeStefano, Interim Vice President for Research, Innovation and Entrepreneurship, provided an update on research activity at UConn Health. She reported that research proposal submissions remain strong across the School of Medicine and School of Dental Medicine despite national uncertainty in federal research funding.

Dr. DeStefano noted that new research awards in FY26 are currently trending approximately 20–30% lower than the prior year, a trend being closely monitored across the University. She explained that while federal funding agencies, particularly the National Institutes of Health (NIH), have experienced slower funding cycles nationally, UConn Health continues to maintain a strong pipeline of pending proposals.

Dr. DeStefano also highlighted that Department of Defense research funding remains strong, particularly in areas such as dental medicine and biomedical engineering. She emphasized that UConn Health will continue to focus research efforts on priority areas including chronic disease, neurodegenerative disease, and rare disease research, which represent established strengths of UConn investigators.

6 FINANCE SUBCOMMITTEE REPORT

Director Freedman provided a brief update on the Committee’s activities. He reported that the Committee met earlier that morning and reviewed several financial and operational items, including contracts greater than \$1,000,000, lease agreements, and project budgets, which were subsequently presented to the Board for approval under the Consent Agenda.

Mr. Freedman noted that the Committee also reviewed the organization’s financial performance and operational updates provided by management and continues to monitor financial trends, capital investments, and strategic initiatives supporting UConn Health’s long-term financial stability

7 BUILDINGS AND GROUNDS SUBCOMMITTEE REPORT

Mr. Richard Carbray, Chair of the Buildings and Grounds Committee, provided a brief report on the Committee’s recent activities. He noted that the Committee continues to review capital planning initiatives, facilities infrastructure needs, and ongoing construction and renovation projects across the UConn Health campus. The Committee also received updates from leadership regarding facilities operations, infrastructure modernization efforts, and planning initiatives supporting long-term campus development.

8 ACADEMIC AFFAIRS SUBCOMMITTEE REPORT

Director Archambault provided a brief update on the Committee’s recent activities. He noted that the Committee continues to review matters related to academic programs, faculty affairs, and educational initiatives across UConn Health’s academic units, including the Schools of Medicine and Dental Medicine. The Committee also discussed updates related to curriculum development, faculty promotions, and initiatives supporting the continued advancement of UConn Health’s academic mission.

9 CLINICAL AFFAIRS SUBCOMMITTEE REPORT

Director Chase provided a brief update on the Committee’s recent activities. The Committee received an update from Dr. Agwunobi on UConn Health’s strategic, financial, and operational priorities, including progress under “Project Thrive” to address the projected \$46.7 million funding gap.

The Committee also received a quality report noting eight serious safety events in 2025, strong infection prevention performance, and improvements in medication reconciliation and heart failure readmission rates.

The Committee unanimously approved a resolution revising the John Dempsey Hospital Medical Staff Bylaws and received a School of Dental Medicine update from Dean Lepowsky, including Cigna DHMO reimbursement negotiations and preparation for the Oral and Maxillofacial Surgery program CODA site visit in December 2027.

10 JOINT AUDIT & COMPLIANCE COMMITTEE REPORT

Director Boxer reported that the Joint Audit & Compliance Committee received clean audit opinions on the FY25 financial statements from CLA and the State Auditors of Public Accounts.

The Committee reviewed and accepted three UConn Health internal audit reports, with management agreeing to the recommendations. As of 2025, there were 74 open management action items, with nine items added and nine items closed.

The Committee also received the University Compliance 2025 Annual Report and 20th Anniversary Report, a presentation on financial aid compliance, an updated healthcare compliance dashboard, and an information technology update.

11 INFORMATIONAL REPORTS

- 11.1 UConn Medical Group Operational Report
- 11.2 Holiday Coverage MOU/MOAs

Chairman Driscoll noted that Informational items may be found beginning on page 154 of the Board Books.

12 EXECUTIVE SESSION – At 11:59 a.m. the Board unanimously voted to enter Executive Session to discuss matters not subject to disclosure pursuant to Conn. Gen. Stat. §§1-200(6) and 1-210(b)(1) and (b)(5)

The Board returned to public session at 1:15 p.m.

With no further business, the meeting was adjourned at 1:17 p.m.

Respectfully submitted,

Andrea Keilty
Chief of Staff & Liaison to the Board