

Minutes of the New Jersey Health Care Facilities Financing Authority regular Meeting held on June 23, 2022 on the fourth floor of Building #4, Station Plaza, 22 South Clinton Avenue, Trenton, NJ.

The following *Authority Members* were in attendance:

Via telephone: Robin Ford, Designee of the Department of Health; Manny Paulino, Designee of the Commissioner of Banking and Insurance; Greg Lovell, Designee of the Commissioner of Human Services; David Brown II (chairing); Tom Sullivan; and Dr. Munr Kazmir, Public Members

The following *Authority staff members* were in attendance:

Mark Hopkins, Cara Lahr, Cindy Kline, Frank Troy, Alpa Patel, Ron Marmelstein and Taryn Rommell; and via telephone, Tracey Cameron, Jessica Waite, Edwin Fuentes and Michael Solidum

The following *representatives from the State and/or the public* were in attendance:

Susan Wilkerson and Stephanie Gibson, Attorney General's Office; Dorian Smith, Governor's Authorities Unit

CALL TO ORDER

Mr. Brown called the meeting to order at 10:02 a.m. and announced that this was a regular meeting of the Authority, held in accordance with the schedule adopted at the May 26, 2022 Authority meeting. Complying with the Open Public Meetings Act and the Authority's By-Laws, notice of this meeting was mailed to The Star-Ledger, the Courier Post, and provided to numerous other newspapers and media outlets serving New Jersey, early enough to publish an announcement at least 48 hours in advance of this meeting.

1. APPROVAL OF MINUTES May 26, 2022 Authority Meeting

Minutes for the Authority's May 26, 2022 Meeting were distributed for review and approval prior to the meeting. Mr. Brown asked for a motion to approve the minutes. Dr. Kazmir made the motion. Mr. Lovell seconded. Mr. Brown asked if there were any questions or comments on the motion. There were no questions or comments. Mr. Brown called for a vote. All Members voted in the affirmative, and the minutes were approved.

2. APPROVAL OF ENGAGEMENT OF BOND COUNSEL FOR BOND DOCUMENT AMENDMENTS TO ADDRESS TRANSITION FROM LIBOR TO ANOTHER INDEX RATE

Mr. Brown called on Mark Hopkins to present to the Members the details of the request for approval of engagement of bond counsel for bond document amendments to address the transition from LIBOR to another index rate.

Mr. Hopkins opened by explaining that the USD London Interbank Offered Rate, known as LIBOR, is scheduled to be phased out by June 30, 2023. Several of the New Jersey Health Care Facilities Financing Authority's (Authority) outstanding bonds utilize the LIBOR rate as an index rate. The Authority staff has determined it would be helpful to provide its borrowers with LIBOR bonds assistance in amending their bond documents to enable the transition from LIBOR to another index rate.

Mr. Hopkins noted that staff has reached out to each Borrower with outstanding Authority bonds affected by the LIBOR transition to determine their interest in participating in this undertaking. Four different borrowers covering five series of bonds have acknowledged they would like the Authority to engage bond counsel to assist in the transition from LIBOR to a new index rate.

Mr. Hopkins went on to say that on behalf of the Authority, the Attorney General's office issued a Request for Proposals ("RFP") to engage a bond counsel firm to amend any necessary bond documents of any borrower with Authority-issued variable rate bonds utilizing LIBOR as an index rate.

Proposals were received from two firms on the list of nine bond counsel firms approved to serve the Authority. The firm of Wilentz provided the lowest fee cap quote, totaling \$35,000 for all five transactions plus expenses. Prior to this meeting Authority Members were provided with the RFP and the proposal from Wilentz. With staff's consent, the Attorney General appointed Wilentz as bond counsel for these transactions.

According to Mr. Hopkins, Wilentz will provide advice on converting to an alternative index rate (e.g. the Secured Overnight Financing Rate) in compliance with Internal Revenue Service regulations for "covered modifications" that will not be considered a reissuance of the bonds. It will also draft amending bond documents and provide any necessary opinions related to the conversion.

Mr. Hopkins said that as a service to Authority borrowers, the Authority staff is proposing that the Authority pay the costs of Wilentz's services as bond counsel. This will be considered a Special Project by the Authority. The Authority Members approved carrying over \$100,000 for Special Projects from the 2021 budget to the 2022 budget.

Mr. Hopkins concluded by noting that the Authority staff recommends approving the engagement of Wilentz as bond counsel and paying its fee not to exceed \$35,000 plus expenses on behalf of the Authority's borrowers with bonds utilizing LIBOR as an index rate. Mr. Hopkins asked if there were any questions, which there were none.

Mr. Brown then asked for a motion to approve the engagement of bond counsel to address the transition from LIBOR. Dr. Kazmir made the motion. Mr. Sullivan seconded. Mr. Brown asked if

the Members had any questions on the motion. There were no questions. All Members voted in the affirmative and the resolution was approved.

AB RESOLUTION NO. 2022-06-A

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby approves the engagement of Wilentz as bond counsel payment for bond document amendments and other services to address transition from LIBOR to another index rate.

BE IT FURTHER RESOLVED, that the Authority will pay the bond counsel fee of not to exceed \$35,000 plus expenses.

3. APPROVAL TO ISSUE A REQUEST FOR PROPOSALS FOR FINANCIAL ADVISOR FOR THE AUTHORITY

Mr. Brown called on Mr. Hopkins to present a request to issue a request for proposals for a Financial Advisor for the Authority.

Mr. Hopkins opened his presentation by saying that the staff of the New Jersey Health Care Facilities Financing Authority (Authority) believes that New Jersey not-for-profit health care organizations have achieved present value savings issuing bonds through this Authority compared to other avenues of debt issuance available to its Borrowers. The staff has determined it would be in the Authority's best interest to engage the services of a Financial Advisor to serve as an "Independent Registered Municipal Advisor" pursuant to the "IRMA" exemption provided by Rule 15Ba1-1 (the "Rule") adopted by the U.S. Securities and Exchange Commission (the "SEC") from the registration requirements of Section 975 of the Dodd-Frank Wall Street Reform and Investor Protection Act ("Dodd-Frank"). The Financial Advisor will serve on both a transactional and a non-transactional basis.

Mr. Hopkins explained that the Financial Advisor will be tasked with preparing a report and a presentation compiling the Authority's publicly issued municipal securities transactions over the last ten years, including an estimate of any savings achieved (or additional costs incurred) by Authority Borrowers compared to pricing of other contemporaneously-issued, similarly-rated health care municipal securities transactions. The Financial Advisor will also provide the Authority with a weekly package of interest rates related to non-profit health care financings, monitor the market for transactions and report to the Authority the available terms of any transaction done by a New Jersey nonprofit health care organization, provide the Authority with available information on potential new municipal securities financing products, and provide any published issuer rankings of the Authority and rankings of institutional holders of municipal bonds.

Mr. Hopkins continued by explaining that on a transactional basis and when appropriate, the Financial Advisor will be tasked with: (i) reviewing the structure proposed by the Underwriter and/or the Borrower's Financial Advisor and provide the Authority staff with feedback and advice as to same; (ii) gathering and presenting to the Authority's staff pricing of comparable recent similarly-rated health care municipal securities transactions; (iii) participating in pre-pricing calls with the Authority, the Borrower and underwriting syndicate, advising the Authority as to the appropriateness of the proposed initial pricing, adjustments and final pricing; (iv) preparing an independent post-pricing report with an estimate of any savings achieved (or additional costs incurred) by the Borrower compared to if the municipal securities had been issued as taxable; and (v) preparing an independent post-pricing report with an estimate of any savings achieved (or additional costs incurred) by the Borrower compared to the pricing of other recent similarly-rated health care municipal securities transactions. Although the Authority rarely issues bonds by competitive bid, the Financial Advisor may also be tasked with verifying all bids, coordinating with the electronic bidding platform utilized by the Authority, identifying the winning bidder and preparing final debt service schedules for any bonds issued via a competitive bidding process.

Mr. Hopkins said that on an as-requested basis, the Financial Advisor may be asked to: (i) prepare a comparison of tax-exempt or taxable financings completed by health care organizations in New Jersey, comparing the cost of borrowing to what the cost of borrowing would have been if done through the Authority on either a taxable or tax-exempt basis, (ii) attend Authority Board meetings, conferences, seminars and/or symposia to participate in panel discussions, (iii) prepare other reports/analysis/presentations requested by the Authority staff, (iv) provide timely advice with respect to "municipal financial products," (v) provide analyses concerning Authority policies, potential new products and market intelligence, (vi) review and evaluate proposals, analyses and various products and advise on potential use by the Authority (including refunding opportunities, investment products, derivative products, innovative structures, credit enhancement, etc.), and (vii) provide articles or other materials for the Authority's periodic newsletter, its Annual Report or other publications, or for meetings, conferences, seminars or symposia on financial products, trends or emerging topics.

The responding bidders will provide a separate fee/rate for each section under the RFP's Scope of Services, and the decision will be with the Authority as to which, if any, services to engage the Financial Advisor for.

Mr. Hopkins explained that meeting attendees should have received a proposed Request for Proposal (RFP) prepared by Staff for the engagement of the Financial Advisor. He also noted an amended version of the RFP was distributed to the Authority Members yesterday. The RFP has been reviewed by the Attorney General's office and it has no objection to the Authority Members consideration of issuing this RFP. Staff recommends approving the issuance of the Request for Proposals for Financial Advisor in substantially the form attached with any changes recommended by the Attorney General's office.

Mr. Hopkins indicated that he was available to answer any questions, to which there were none.

Mr. Brown asked for a motion to approve the issuance of an RFP for a Financial Advisor for the Authority. Dr. Kazmir made the motion. Mr. Lovell seconded. Mr. Brown asked if the Members had any questions on the motion. There were no questions. All Members voted in the affirmative and the resolution was approved.

AB RESOLUTION NO. 2022-06-B

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby approves the issuing of a Request for Proposals for Financial Advisor for the Authority.

4. APPROVAL OF A SUPERSEDING MEMORANDUM OF UNDERSTANDING WITH THE NEW JERSEY OFFICE OF EMERGENCY MANAGEMENT (“MOU”) IN ORDER TO APPLY FOR THE FEDERAL GRANT FOR REIMBURSEMENT FOR COVID TESTING

Mr. Brown called on Mr. Hopkins to explain the request to approve a superseding memorandum of understanding with the New Jersey Office of Emergency Management in order to apply for the federal grant for reimbursement for COVID testing.

Mr. Hopkins explained that on January 5, 2022, he executed a Memorandum of Understanding (“Original MOU”) on behalf of the Authority with the with New Jersey Office of Emergency Management (“NJOEM”) relating to the Authority’s application to be reimbursed for COVID testing expenses as a sub-grantee from the Federal Emergency Management Agency’s (“FEMA”) Public Assistance and/or Hazard Mitigation programs from presidentially declared major disasters. He apologizes for failing to timely submit this Original MOU for approval by the Authority Members. He mistakenly thought that it being a short MOU with another State entity it was not required.

Mr. Hopkins further explained that the subsequent review of the Original MOU by the Deputy Attorney General George Loeser found that it contained language under “Limitation of Liability” that impermissibly indemnifies and holds harmless NJOEM, on behalf of the State of New Jersey, as grantee. To remedy this, the Attorney General’s office has prepared a superseding Memorandum of Understanding (“Superseding MOU”) which was provided to the Authority Members prior to this meeting. Mr. Hopkins is asking the Authority Members to consider approving the Superseding MOU substantially in the form provided and to authorize my execution of the Superseding MOU.

Mr. Hopkins noted that Authority has received \$3,885 in reimbursement for the cost of COVID tests to date. Mr. Hopkins indicated he would be happy to answer any questions, to which there were none.

Deputy Attorney General Wilkerson noted that the amendments were still being reviewed by the Office of Emergency Management, but expects them to be approved. If revisions need to be made, the Members will be presented with a new MOU at the next board meeting.

Mr. Brown asked for a motion to approve superseding memorandum of understanding with the New Jersey Office of Emergency Management. Dr. Kazmir made the motion. Mr. Sullivan seconded. Mr. Brown asked if the Members had any questions on the motion. There were no questions. All Members voted in the affirmative and the resolution was approved.

AB RESOLUTION NO. 2022-06-C

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby approves “A SUPERSEDING MEMORANDUM OF UNDERSTANDING WITH THE NEW JERSEY OFFICE OF EMERGENCY MANAGEMENT (“MOU”) IN ORDER TO APPLY FOR THE FEDERAL GRANT FOR REIMBURSEMENT FOR COVID TESTING.”

5. AMENDMENT TO THE 2022 CASH BUDGET TO INCREASE BUDGET FOR TEMPORARY HELP

Mr. Brown called on Alpa Patel to present a request to amend the 2022 cash budget to increase the budget for temporary help.

Ms. Patel explained that the Authority’s Accountant has been on a medical leave of absence since March 14, 2022, and as a result the Authority has had to retain a temporary employee. The Authority had budgeted \$9,800 for a temporary employee in the 2022 Cash Budget, which was approved by the Board Members at the Board Meeting on December 16, 2021. The Accountant’s leave of absence has been extended until January 3, 2023, therefore staff is asking the Members of the Authority their consideration in amending the Authority’s 2022 Cash Budget to approve an additional \$20,000 for the Temporary Help line item, bringing the total budgeted amount to \$29,800. As a note, the increase in Temporary Help line item will be offset by a decrease in the Salary line item because the Authority is not paying the Accountant while on medical leave.

Ms. Patel indicated that she was available to answer any questions, to which there were none.

Mr. Brown asked for a motion to approve the amendment to the 2022 cash budget to increase the budget for temporary help. Dr. Kazmir made the motion. Mr. Sullivan seconded. Mr. Brown asked if the Members had any questions on the motion. There were no questions. All Members voted in the affirmative and the resolution was approved.

Mr. Brown indicated that he extends best wishes to the Accountant.

AB RESOLUTION NO. 2022-06-D

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby approves “AMENDMENT TO THE 2022 CASH BUDGET TO INCREASE BUDGET FOR TEMPORARY HELP FROM \$9,800 TO \$29,800.”

6. AUTHORITY EXPENSES

Mr. Brown referenced a summary of Authority expenses and invoices provided to the Members in advance. Dr. Kazmir made the motion to approve the expenses. Mr. Lovell seconded. Mr. Brown asked if there were any questions or comments on the motion. There were no questions or comments. Mr. Brown then called for a vote. All Members voted in the affirmative. The resolution was approved to approve the bills and to authorize their payment.

AB RESOLUTION NO. 2022-06-E

WHEREAS, the Members of the Authority have reviewed the memoranda dated June 15, 2022 summarizing expenses incurred by the Authority in connection with Trustee/Escrow Agent/Paying Agent fees and general operating expenses in the amount of \$33,114.80 and \$54,080.46, respectively, and have found such expenses to be appropriate;

NOW, THEREFORE, BE IT RESOLVED, that the Members of the Authority hereby approve all expenses as submitted, and authorize the execution of checks representing the payment thereof.

7. STAFF REPORTS

Mr. Brown stated staff reports were distributed to the Members for review before the meeting, and asked if there were any questions, to which there were none.

Mr. Brown then asked Executive Director Hopkins to present his Executive Director's report.

Mr. Hopkins' reported as follows:

1. The Authority has reserved Forsgate Country Club for its meeting on Thursday, September 22, 2022 which will be followed, COVID conditions permitting, by a symposium honoring the 50th anniversary of the Authority. The Authority meeting will begin as usual at 10:00 a.m. that day with a continental breakfast for Authority Members and staff. At 11:00 a.m. hospital and health care executives and other stakeholder guests will be invited to join for an educational presentation from Authority staff, followed by a plated luncheon (perhaps with a keynote speaker). After lunch there will be another Authority educational presentation followed by one or two panel discussions from a combination of several of the following stakeholders/experts: hospital executives, bondholder representatives, underwriters, bond counsel, financial advisors and rating agencies. Sixty to 100 attendees are expected. The 2022 budget included \$10,000 in the Meetings/Seminars & Educational Courses line item for this event. The price quoted by the venue will be within the budgeted amount.

2. Coronavirus News

- a. Despite the continued high level of COVID cases recently, deaths have fallen significantly. Experts attribute this to the fact that more people have immune systems more prepared to deal with COVID as a result of being vaccinated or a previous COVID infection. They emphasize that those who have not been vaccinated are still at a significantly higher risk of dying from COVID.
- b. Several articles are included on the June 18th federal regulatory approval for children six months to five or six years to receive the modified vaccinations from Pfizer and Moderna, respectively. Children in this age group started receiving shots this past Tuesday. All people six months or over are now eligible to receive a vaccine. Earlier, another modified Moderna vaccine was approved for children six to 11. The modified Pfizer vaccine had already been approved for five- to 11-year-olds.
- c. A study published in Nature Medicine from the Department of Veterans Affairs found that COVID-19 vaccinations offered little protections from long COVID but did reduce the risk from lung and blood clot disorders. Another study published in the Journal of the American College of Cardiology found that Ivabradine, a drug normally used for heart failure, was effective at lowering the heart rate in COVID patients with postural orthostatic tachycardia syndrome.
- d. A new protein-based vaccine from Novavax has demonstrated, in a nearly 30,000 patient trial, that it can reduce mild to severe disease from COVID-19 but reported four cases of heart inflammation called myocarditis within

20 days of taking the shot. Similar results were found in the Pfizer and Moderna mRNA vaccines.

- e. The Metropolitan AntiViral Drug Accelerator, led by scientists from Hackensack Meridian Health's Center for Discovery and Innovation laboratory in Nutley and including scientists from Rutgers, Columbia, and Rockefeller Universities as well as pharmaceutical manufacturer Merck & Co. have received \$65 million in federal grants, which could increase to \$108 million, to create drugs to target all kinds of coronaviruses, but emphasizing COVID-19. The grants are coming from the National Institutes of Health and the National Institute of Allergy and Infectious Disease. The \$65 million is over the first three years which may be extended to five years and \$108 million.

3. New Jersey Hospital News

- a. The Federal Trade Commission ("FTC") filed a complaint for a preliminary injunction against the proposed merger of RWJBarnabas Health and Saint Peter's Healthcare System, arguing it would "harm competition for inpatient general acute care services." The federal court granted the preliminary injunction and scheduled a trial date in November. As a result, on June 14th RWJBarnabas and St. Peter's announced they would no longer seek to merge. Numerous articles have been provided. The FTC also recently nixed the merger of Hackensack Meridian Health with Englewood Health on anti-competitive grounds.
- b. Holy Name has successfully tested new technology capable of providing early detection of pathogens in hospitals. It analyzes localized wastewater to monitor and protect against the presence of viral contaminants such as COVID-19. If pathogens are detected, the hospital and practitioners can take steps to protect patients.
- c. Inspira Health is building a new outpatient endoscopy center.
- d. Cooper University Health Care notified patients that it had a data breach that may have compromised protected health information of some patients. An employee's email account had been accessed without authorization last November. Cooper did not identify how many patient records may have been compromised.
- e. Virtua Health has sold two of its skilled nursing facilities, in Berlin and Mount Holly, to Tryko Partners. Tryko is based in Brick and works with Marquis Health Consulting Services for the operations of its facilities.
- f. Lieutenant Governor Sheila Oliver helped lay the foundation for the construction of a \$42 million, 78-unit affordable apartment complex in Newark being built with the support of University Hospital, L+M Development Partners, Type A Projects and MSquared. It will be supportive housing with a health clinic on site. The project is being partially financed under the New Jersey Housing and Mortgage Finance Agency's Hospital Partnership Subsidy Program.

- g. The Rutgers Cancer Institute of New Jersey's Department of Radiation Oncology at Robert Wood Johnson University Hospital at its campuses in Hamilton, New Brunswick and Somerset have received their first regional accreditation by the American College of Radiology. The accreditation lasts three years.
 - h. U.S. News & World Report has named the best children's hospitals in 35 states for 2022-2023. Hackensack Meridian Health's J.M. Sanzari Children's Hospital in Hackensack and K. Hovnanian Children's Hospital in Neptune were listed as New Jersey's best.
 - i. Atlantic Health System and Inspira Health System are included among 11 health systems with strong financials in a recent Becker's Hospital Review article.
4. New Jersey Health Care News
- a. Judith Persichilli, Commissioner of the New Jersey Department of Health, was given the Sol J. Barer Award for Vision, Innovation and Leadership by BioNJ at its 29th annual awards dinner earlier this month. Commissioner Persichilli discussed the importance of leadership, partnership and innovation during the COVID-19 pandemic. She credited the many hospitals, health care providers, educational institutions and companies that worked together to help with the pandemic.
 - b. The confirmation of Dr. Shereef Elnahal to become Under Secretary for Health at the U.S. Veterans Affairs Department has been slowed by Senator Rick Scott (R-Florida) who would not agree to a vote by unanimous consent in the Senate Veterans' Affairs Committee. Unanimous consent is used often for uncontroversial nominees. The nomination will now likely take a long time with lengthy debate on the Senate floor. Dr. Elnahal is the former president and CEO of University Hospital and former New Jersey Commissioner of Health.
 - c. According to federal labor data, health care workers are more vulnerable to threats of workplace violence than any other profession. The New Jersey Assembly has overwhelmingly passed a bill to help protect health care workers by enhancing penalties for anyone who threatens or commits violent acts against volunteer or professional health care workers. It also makes it a crime to make a threat to health care workers in the performance of his or her duties.
 - d. Several articles are included on the State's judge-approved takeover of the operations of the Woodlands Behavioral and Nursing Center at Andover. The facility failed several state and federal inspections and, despite interventions, was unable to improve its patient care performance. The court has appointed a receiver and the State has appointed an interim operator and will try to move the approximately 360 residents to other facilities and wind down the facility. The Centers for Medicare and Medicaid Services has provided notice that it will cut off Medicaid funds effective June 25th. An update article provided yesterday noted that over 100 residents had already been successfully transferred.

5. National Health Care News

- a. An article in Human Rights Watch raises the alarm about the draconian impact the expiration of federal health care subsidies created by the American Rescue Plan Act of 2021 to help millions of people afford private health insurance on the government-operated health care marketplace. The subsidies were enacted as a result of the COVID-19 pandemic and are set to expire at the end of this year. Urging Congress to extend the subsidies through reconciliation, the article notes that without the subsidies, premiums will increase by an average of 53% for the 10.3 million people who purchased insurance on the federally-operated health care marketplace created by the Affordable Care Act.
- b. Several articles on the hospitals failing to comply with CMS's price transparency rule have been provided. Hospitals have been required to provide prices starting January 1, 2021. One study found top-ranked hospitals were not consistently reporting prices, another found 51% of 5,239 hospital websites were not compliant with the rule. Two Georgia hospitals became the first to be fined for failing to publicly disclose prices. CMS fined Northside Hospital Atlanta and Northside Hospital Cherokee \$883,000 and \$214,000, respectively.
- c. The American Hospital Association is asking CMS to continue delaying enforcement of the No Surprises Act, which is a ban on surprise medical bills. The provision that is causing concern from providers who are "convening providers" who have to anticipate additional care a patient may require from other physicians and collect cost estimates from them. This allows providers to use multiple cost estimates to make a comprehensive good-faith estimate to patients in advance of a procedure. This is enormously difficult for practices. The AHA would like the additional delay to allow CMS to identify a technical solution for a standardized process to help providers make the cost estimate as currently there is no standard process available.
- d. Despite high inflation, rising labor costs and market volatility, health care payors are increasingly refusing rate hikes requested by hospitals and other health care providers. The increase in high-deductible health insurance plans is likely to cause patients to defer care, further reducing revenues for hospitals. Telehealth may help providers cut some costs but there is an increasing likelihood that providers are at risk of closure, particularly in rural areas.
- e. The Medicare Board of Trustees found that a stronger than expected economic recovery from the COVID-19 pandemic has moved back the actuarially calculated projected depletion date for Medicare from 2026 to 2028. The report was based on economic assumptions in February. The recent economic downturn may impose additional burdens on Medicare which may shorten the projected depletion date.
- f. On May 25, 2022, Health Affairs Forefront published an interesting article using Pittsburgh as an example of how the health care industry has largely

replaced manufacturing for working-class workers in the United States. It noted that the federal government's wage freeze for U.S. workers in 1942 due to World War II resulted in employers offering health insurance to attract workers. This was arguably a cause for a significant increase in use of health care services. Subsequent federal actions providing funding for hospital construction and the creation of Medicare and Medicaid further increased health care usage and costs. Annual per capital health care costs increased from \$1,313 in 1960 to \$4,452 in 1985 (using 2022 dollars (in 2020 that number had increased to \$12,530)). Trade liberalization led to the loss of about 10 million manufacturing jobs to lower labor cost countries. This combined with increased need for health care workers further changed the employment market in favor of health care. Health care systems are now projected to be central to the prosperity of working-class families rather than manufacturing. However, many of the health care jobs for low-skill or low-educated workers are very low-paying, unlike manufacturing jobs. While usually safer than many manufacturing jobs, entry-level health care jobs such as home health and personal care aides are undesirable and demeaning jobs historically linked to domestic service. It is also hard for working-class workers to advance to better, higher-paying jobs, making them largely dead-ends. These factors combined with burnout cause workers to leave the health care sector, often for hospitality jobs. The article urges health care systems to invest in making entry-level health care jobs rewarding, high paying and open to advancement, saying that it essential to supporting working class communities in which the health care systems operate and upon which they depend for their workforce.

- g. Kaufman Hall's National Hospital Flash Report for May 2022 was provided to the Authority Members yesterday with the articles.

6. Bond and Tax Legislation and Regulatory News

- a. The Securities and Exchange Commission (the "SEC") has charged the City of Rochester, its former chief financial officer and the former finance director of the City's school district with misleading investors and providing outdated financial statements in connection with a \$119 million offering of bond and revenue anticipation notes in 2019. The complaint alleges that the offering documents for the school districts 2019 notes were materially misleading as they stated the school district's spending was within budget when really the school district was in significant financial distress and had overspent its budget.

7. Authority News

On July 30th Jessica Waite, the Authority's Senior Account Administrator, will celebrate her 15th anniversary with the Authority.

Mr. Hopkins asked if there were any questions. There were no questions.

Mr. Brown thanked Mr. Hopkins for his report.

8. EXECUTIVE SESSION

Mr. Brown stated that as permitted by the Open Public Meetings Act and the Authority's By-Laws, the Members will now meet in Executive Session to discuss Village Drive Healthcare Urban Renewal, LLC - Contractual Matters & Legal Advice.

Mr. Brown explained that the results of this Executive Session's discussions will be made public when the need for confidentiality no longer exists.

Mr. Brown asked for a motion to enter Executive Session. Dr. Kazmir made the motion. Mr. Lovell seconded. Mr. Brown asked if the Members had any questions on the motion. There were no questions. All Members voted in the affirmative and the resolution was approved.

Mr. Brown asked Mr. Hopkins if he would like to share further instructions.

Mr. Hopkins issued instructions for other Members on the phone to call in to a different line during the session, monitored by Ms. Kline.

The Members entered into Executive Session at 10:40 a.m.

AB RESOLUTION NO. 2022-06-F

NOW, THEREFORE, BE IT RESOLVED, that, as permitted by the Open Public Meetings Act and the Authority's By-laws, the Authority meet in Executive Session to discuss Contractual Matters and seek Legal Advice regarding Village Drive Urban Healthcare Renewal, LLC; and

BE IT FURTHER RESOLVED, that the results of discussions may be made known at such time as the need for confidentiality no longer exists.

The Members returned to Public Session at 10:56 a.m.

Mr. Hopkins requested a role call to make sure all Members were back on the teleconference. All Members were present.

9. ADJOURN

As there was no further business, Mr. Brown asked for a motion to adjourn. Dr. Kazmir made the motion. Mr. Lovell seconded. Mr. Brown asked if there were any questions on the motion. There were no questions. He then called for a vote. All Members voted in the affirmative.

The meeting was adjourned at 10:58 a.m.

I HEREBY CERTIFY THAT THE
FOREGOING IS A TRUE COPY OF
MINUTES OF THE NEW JERSEY
HEALTH CARE FACILITIES
FINANCING AUTHORITY MEETING
HELD ON JUNE 23, 2022.

Cindy Kline, Assistant Secretary