

**BOARD OF GOVERNORS (Zoom)**  
Rutgers, The State University of New Jersey

**February 28, 2023**

12:00 p.m. - open session / 12:05 p.m. - closed session / 1:00 p.m. - open session

Tentative Agenda

1. CALL TO ORDER
2. STATEMENT OF COMPLIANCE WITH THE OPEN PUBLIC MEETINGS ACT
3. ROLL CALL
4. RESOLUTION TO CONDUCT CLOSED SESSION – February 28, 2023
5. CLOSED SESSION
6. RESUMPTION OF OPEN SESSION
7. MATTERS PRESENTED BY THE CHAIR
  - a. Resolution Recognizing Keith T. Banks, Member of the Board of Governors
8. MATTERS PRESENTED BY THE PRESIDENT
9. REPORT OF THE RUTGERS UNIVERSITY–NEWARK CHANCELLOR
10. COMMITTEE ON ACADEMIC AND STUDENT AFFAIRS – January 26, 2023
11. COMMITTEE ON FINANCE AND FACILITIES – February 16, 2023
  - a. Proposed Resolution Authorizing Rutgers University’s Participation in “The HELIX” Redevelopment Project and the Negotiation, Execution and Performance of the Necessary Project Agreements
12. COMMITTEE ON AUDIT – January 31, 2023
13. COMMITTEE ON HEALTH AFFAIRS – January 19, 2023
14. COMMITTEE ON INTERCOLLEGIATE ATHLETICS – January 25, 2023
15. CONSENT AGENDA
  - a. Approval of Minutes of the Board of Governors – December 6, 2022, January 7, 2023, and February 2, 2023
  - b. Committee on Academic and Student Affairs – January 26, 2023
    - (1) Academic Appointments with Tenure Recommendations
    - (2) Academic Promotion with Tenure Recommendation
    - (3) Administrative Appointment with Tenure Recommendation
    - (4) Proposed Resolution on the Appointment of Howard Marchitello as a University Professor
    - (5) Proposed Resolution on the Appointment of Benjamin Piccoli as a University Professor
    - (6) Proposed Resolution on the Appointment to the Benjamin F. Rush Chair in Surgery
    - (7) Proposed Resolution Establishing the Doctor of Health Administration Degree Program at the Edward J. Bloustein School of Planning and Public Policy
  - c. Committee on Finance and Facilities – February 16, 2023
    - (1) Proposed Resolution Authorizing the Negotiation and Execution of an Easement Agreement with Public Service Electric and Gas Company
    - (2) Proposed Resolution Authorizing Contracts with Salesforce, Inc. in Connection with the Cornerstone Project, Ongoing Customer Relationship Management System Operations and Associated Programs
    - (3) Proposed Resolution Authorizing Sole Source Specialized Services Contract with Kindred Hospitals East, LLC, for Inmate Hospital “Step Down” Treatment Services for University Correctional Health Care

**BOARD OF GOVERNORS (Zoom)**  
Rutgers, The State University of New Jersey

**February 28, 2023**

12:00 p.m. - open session / 12:05 p.m. - closed session / 1:00 p.m. - open session

Tentative Agenda

- d. Committee on Health Affairs – January 19, 2023
  - (1) Minutes of the University Behavioral Health Care Leadership Committee Meetings of July 19, 2022 and September 20, 2022
  - (2) University Behavioral Health Care Staff Appointments, Reappointments and Clinical Privileges of September 20, 2022 and November 15, 2022
  - (3) University Behavioral Health Care’s Quality Improvement Reports for the Second and Third Quarters of 2022
- e. Committee on Audit – January 31, 2023
  - (1) Proposed Resolution Appointing KPMG LLP as the University’s External Auditors and Engaging KPMG to Perform Audit Services for the Fiscal Year Ending June 30, 2023
- 16. REPORT ON THE CAMDEN BOARD OF DIRECTORS
- 17. REPORT OF THE UNIVERSITY SENATE
- 18. OLD BUSINESS
- 19. NEW BUSINESS
- 20. ADJOURNMENT



**PROPOSED RESOLUTION  
AUTHORIZING RUTGERS UNIVERSITY'S PARTICIPATION IN  
"THE HELIX" REDEVELOPMENT PROJECT  
AND THE NEGOTIATION, EXECUTION AND PERFORMANCE  
OF THE NECESSARY PROJECT AGREEMENTS**

**WHEREAS**, for nearly 10 years the City of New Brunswick ("City") has been planning a redevelopment project on the approximately 3.5 acre parcel adjacent to the New Brunswick Train Station bound by French Street, Spring Street, Paterson Street and Kirkpatrick Street ("Project Site"); and

**WHEREAS**, New Jersey Governor Phil Murphy pledged to elevate New Jersey's innovation economy and envisioned the project idea known as The Health + Life Sciences Exchange ("HELIX") at the Project Site; and

**WHEREAS**, as Rutgers examined its role in the project, and with the need for translational research underscored by the COVID-19 pandemic, it became evident that a combination of innovation and incubator space, medical education space, and translational research facilities would create a unique facility housing functions that would create broad impact on the region's and state's economy; and

**WHEREAS**, the project is supportive of and informed by the Rutgers Biomedical and Health Sciences ("RBHS") Strategic Plan and executes on the next major phase of the Board-approved RBHS Physical Master Plan; and

**WHEREAS**, the City adopted a redevelopment plan for the Project Site and designated NJ Innovation Associates Urban Renewal LLC ("NJIA"), which is owned and controlled by New Brunswick Development Corporation ("Devco"), as the redeveloper for the Project Site; and

**WHEREAS**, the overall HELIX project will include three separate buildings, the first of which (currently known as "H-1" and which is the subject matter of this Resolution) will be a 12-story, approximately 573,000 square foot building with four major components: (i) a new medical education facility that will be the new location of the Robert Wood Johnson Medical School as well as an office suite for the RBHS Chancellor (collectively, the "Medical School"); (ii) a Rutgers' translational research facility (comprising wet and dry research labs and a vivarium) (the "Translational Research Facility" and together with the Medical School, and portions of the shared first floor, the "Rutgers Portion"); (iii) the New Jersey Innovation Hub, which will be programmed, flexible space for innovation and entrepreneurs and companies in the start-up phase, as well as office space for certain "Core Partners" listed below (such third element, collectively, the "HUB"); and (iv) a pedestrian/public oriented food court, entrance lobbies and other shared space on the first floor; and

**WHEREAS**, Rutgers, RWJ Barnabas Health, Hackensack Meridian Health, the New Jersey Economic Development Authority ("NJEDA"), and Middlesex County (collectively, the "Core Partners") will each lease a portion of office space within the HUB; and

**WHEREAS**, the total current estimated cost for H-1 is \$732 million with the Rutgers Portion of H-1 estimated to cost \$567 million of that total amount; and

**WHEREAS**, H-1 qualifies as a "Transformative Project" under the NJEDA's Aspire Tax Credit program and consequently NJIA, Devco, and Rutgers expect H-1 to be awarded \$270 million in tax

credits which will offset a portion of the capital cost through a sale of the tax credits at a discounted rate based on the market; and

**WHEREAS**, the State has appropriated \$260 million in American Rescue Plan funds (provided to the State from the federal government through the American Rescue Plan Act of 2021, hereinafter “ARP Funds”) to Rutgers; and

**WHEREAS**, Rutgers has designated \$200 million of that appropriation toward the capital costs of the Rutgers Portion, and the State has instructed Rutgers to transfer \$60 million of that appropriation to Devco for the capital costs of the HUB; and

**WHEREAS**, the \$567 million in project cost associated with the Rutgers Portion will be paid through the use of (i) \$200 million of the ARP Funds; (ii) approximately \$190 million through the issuance of taxable or tax-exempt bonds issued by the Middlesex County Improvement Authority (“MCIA”), the debt service of which will be covered by a portion of the Aspire Tax Credit revenues; and (iii) approximately \$180 million of financing by the University through any combination of the following financing options: Rutgers tax-exempt and taxable commercial paper, Rutgers tax-exempt and taxable bonds, or tax-exempt and taxable bonds issued by the MCIA as a conduit issuer on behalf of Rutgers; and

**WHEREAS**, the Aspire Tax Credit program and the City’s designation of NJIA as the redeveloper for the Project Site require that Rutgers initially lease the Rutgers Portion (which will be separate legal estates from other portions of H-1) through a Master Lease Agreement with NJIA; and

**WHEREAS**, the Master Lease Agreement provides that Rutgers will obtain fee simple title to the Rutgers Portion for \$1.00 after certain prerequisite events have occurred, including expiration of the Aspire Tax Credit compliance period and full satisfaction of any long term debt issued by the MCIA either by payment in full at the end of such debt’s 30 year term, or, by an earlier refunding of such debt; and

**WHEREAS**, Rutgers expects to enter certain other key documents related to the H-1 project such as a Core Partner Lease Agreement, a Project Guaranty Agreement, and various financial instruments needed in connection with the debt issued to finance the Rutgers Portion as described above; and

**WHEREAS**, additional details about the University’s participation in the H-1 project, the legal structure of the same, as briefly described above, and the optional long term finance plans are all more particularly set forth in the “Project Summary and Parameters” document, attached hereto, which was presented to the Committee on Finance and Facilities on February 16, 2023; and

**WHEREAS**, the University’s participation in this signature project at the Project Site, adjacent to a major transportation center and major health science and clinical facilities in downtown New Brunswick, which will be substantially aided by the ARP funds and Aspire Tax Credits, will provide critical enhancements to Rutgers’ medical education and translational research efforts and aligns with the University’s long term strategic plans; and

**WHEREAS**, on February 16, 2023, the Committee on Finance and Facilities recommended for approval to the Board of Governors of Rutgers, The State University of New Jersey, that Rutgers be authorized to proceed with the H-1 project as described in the clauses above and further set forth in the Project Summary and Parameters document, subject to the conditions and parameters set forth below, including the consent of the Board of Trustees to the issuance of debt for the H-1 project.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Governors of Rutgers, The State University of New Jersey, as follows:

**Section 1:** The forgoing recitals are hereby incorporated by reference into this Section 1 as if fully restated herein and are hereby ratified and confirmed.

**Section 2:** Rutgers participation in the H-1 project with spending authority for the Rutgers Portion capped at \$567 million and with the issuance of debt issued either by the MCIA, Rutgers, or a combination, in one or more series and with a total amount not to exceed \$370 million, is hereby approved, contingent upon (i) the H-1 project's receipt of \$260 million in ARP Funds (with \$200 million to be allocated to the Rutgers Portion and \$60 million to be allocated to the HUB); (ii) the H-1 project's receipt of a \$270 million Aspire Tax Credit award (with approximately \$210 million of such award to be allocated to the Rutgers Portion and with a maximum discounted sale price of up to ten percent); (iii) the consent of the Board of Trustees to the issuance of the debt described above; and (iv) the Executive Vice President-Chief Financial Officer and University Treasurer's ("CFO") satisfaction that financing for the HUB and other portions of H-1 not financed by Rutgers will be in place so as to achieve complete construction and start-up of H-1.

**Section 3:** The Board of Governors reasonably expects to reimburse the expenditure of H-1 projects costs paid prior to the issuance of the debt described above, with proceeds of such debt, and this Resolution is intended to be, and hereby is, a declaration of the official intent to reimburse the expenditure of such project costs paid prior to the issuance of the debt, with proceeds of such debt, in accordance with Treasury Regulations Section 1.150-2.

**Section 4:** All development agreements, leasing agreements, guarantee agreements or other applicable contracts, forms, documents or instruments that are necessary for the successful execution of the H-1 project, including without limitation, a Master Lease Agreement with NJIA, a Core Partner Lease Agreement with Devco or controlled affiliate, a Project Support and Guarantee Agreement with Devco or controlled affiliate (or other appropriate parties, as applicable) and financial instruments necessary to enter into the long term financing described above, with borrowing authority of up to \$370 million, (all such documents, collectively the "H-1 Project Documents") subject to the satisfaction of the CFO and the Senior Vice President and General Counsel or designee ("GC"), are hereby approved.

**Section 5:** The University Administration, acting through the CFO, on behalf of Rutgers, with advice from the GC, is hereby authorized and directed to negotiate, approve, execute, and perform or cause to be performed, the H-1 Project Documents on behalf of Rutgers.

**Section 6:** The CFO, the Executive Vice President and Chief Operating Officer, the GC, the Secretary of the University, the Associate Secretary of the University, and all other officers of Rutgers are each hereby authorized and directed to take any and all other actions necessary or desirable in order to carry out the purpose and intent of this Resolution and to effectuate the transactions contemplated hereby, and the actions heretofore taken by the aforementioned officers in furtherance of the H-1 project or the intent of this Resolution are hereby ratified and confirmed.

**Section 7:** This Resolution shall take effect immediately upon the consent of the Board of Trustees, of Rutgers, The State University of New Jersey.

Attachments: Project Summary and Parameters Document

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023



**PROPOSED RESOLUTION  
ON THE APPOINTMENT OF HOWARD MARCHITELLO  
AS A UNIVERSITY PROFESSOR**

**WHEREAS**, University President Jonathan Holloway recommends Professor Howard Marchitello for a University Professorship; and

**WHEREAS**, Professor Marchitello has served on the faculty of Rutgers University as Professor of English, and as Dean of the Faculty of Arts and Sciences at Rutgers University–Camden since 2019; and

**WHEREAS**, Howard Marchitello has worked tirelessly and collaboratively in numerous leadership roles at Rutgers University–Camden, including serving as Chair of the Department of English (2009-2012), Associate Dean for Research and The Graduate School (2012-2016), Senior Associate Dean for Research and The Graduate School (2017-2018), and most recently as Dean of the Faculty of Arts and Sciences, where under his tenure the unit embarked upon strategic hiring initiatives that provided an influx of promising young scholars from diverse backgrounds, conceived new degree-granting programs, increased graduate enrollment, and promoted the pursuit and procurement of highly competitive grants and other significant research activity; and

**WHEREAS**, Dr. Marchitello is widely respected for his scholarly work on the relationship between the cultures of literature and science in the 16th and 17th centuries; in addition to serving as editor or co-editor of numerous influential volumes and as a manuscript reviewer and evaluator for Cambridge University Press, Oxford University Press, and Yale University Press, among others; and has advanced public humanities through his service on the board of the New Jersey Council for the Humanities, and won approval to relocate the home of this statewide entity on the Rutgers University–Camden campus; and

**WHEREAS**, on January 26, 2023, the Board of Governors' Committee on Academic and Student Affairs endorsed the naming of Howard Marchitello as University Professor and recommended approval by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Governors of Rutgers, The State University of New Jersey, that Howard Marchitello is hereby appointed as University Professor with all the rights and responsibilities implied and understood by that title, effective November 15, 2022.

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023



**PROPOSED RESOLUTION  
ON THE APPOINTMENT OF BENEDETTO PICCOLI  
AS A UNIVERSITY PROFESSOR**

**WHEREAS**, Rutgers University President Jonathan Holloway recommends Dr. Benedetto Piccoli for a University Professorship; and

**WHEREAS**, Dr. Piccoli has served on the faculty of Rutgers University–Camden since 2009, and was named the inaugural Joseph and Loretta Lopez Chair in Mathematics, the first endowed chair at Rutgers University–Camden; and has held numerous administrative roles since 2014, including director of the Center for Computational and Integrative Biology, Associate Provost for Research, and served as Vice Chancellor for Research from January 2020 until his return to the faculty in January 2023; and

**WHEREAS**, Professor Piccoli has had an exceptional and indelible impact on Rutgers University–Camden throughout his administrative career; providing strategic leadership by refining the structure and operations of a centralized campus Research Office, effectuating meaningful collaborations Universitywide, and promoting research partnerships that transcend boundaries across Rutgers as well as institutional boundaries with other organizations and universities; and his tireless work and crucial contributions toward the recognition of Rutgers University–Camden as a Carnegie R2 Doctoral University, a high research activity institution, that positions Rutgers–Camden as a national center for innovation; and

**WHEREAS**, Professor Piccoli, a Distinguished Professor of Mathematics, is internationally recognized for his work in the application of systems biology toward optimal control for biomedical and biomechanical systems; having authored scholarly articles in top-level journals such as the *Journal of Differential Equations*, *IEEE Transactions on Intelligent Transportation Systems*, and the *Archive for Rational Mechanics and Analysis*, and co-authored or edited several books; has received numerous honors in recognition of his research, from his induction into the inaugural class of American Mathematical Society Fellows to his election as an IEEE Senior Member; and has served on editorial boards of several journals and is the founding editor of *Networks and Heterogeneous Media*; and

**WHEREAS**, Professor Piccoli has attained the academic stature that permits him the flexibility to teach and conduct research and educational activities across the disciplines, schools, and campuses of the University; and

**WHEREAS**, on January 26, 2023, the Board of Governors' Committee on Academic and Student Affairs endorsed the naming of Benedetto Piccoli as University Professor and recommended approval by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Governors of Rutgers, The State University of New Jersey, that Benedetto Piccoli is hereby appointed as University Professor with all the rights and responsibilities implied and understood by that title, effective January 1, 2023.

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023



**PROPOSED RESOLUTION  
ESTABLISHING THE DOCTOR OF HEALTH ADMINISTRATION  
DEGREE PROGRAM AT THE EDWARD J. BLOUSTEIN SCHOOL  
OF PLANNING AND PUBLIC POLICY**

**WHEREAS**, the Edward J. Bloustein School of Planning and Public Policy at Rutgers, The State University of New Jersey, seeks to establish a Doctor of Health Administration degree program; and

**WHEREAS**, the Doctor of Health Administration degree program will provide mid-level and senior executives with master's-level training with the skills to advance as influential leaders in healthcare administration; and

**WHEREAS**, the proposed degree program has been reviewed by an external consultant who has recommended its approval, and resources to launch the program are in place; and

**WHEREAS**, the proposed program has been approved by the Faculty and the Interim Dean of the Edward J. Bloustein School of Planning and Public Policy Stuart Shapiro, Chancellor-Provost of Rutgers University–New Brunswick Francine Conway, Executive Vice President for Academic Affairs Prabhas V. Moghe, and University President Jonathan Holloway; and

**WHEREAS**, on January 26, 2023, the Committee on Academic and Student Affairs reviewed the proposal establishing the Doctor of Health Administration degree program and recommended its approval by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** that, upon the recommendation of the Committee on Academic and Student Affairs, the Board of Governors of Rutgers, The State University of New Jersey, approves the establishment of the Doctor of Health Administration degree program, to be offered by the Edward J. Bloustein School of Planning and Public Policy; and

**BE IT FURTHER RESOLVED** that the Board of Governors affirms that the aforementioned degree program, under the standards of the Higher Education Restructuring Act of 1994, does not exceed or change Rutgers' mission, does not require significant new resources, and does not raise significant issues of duplication with existing New Jersey programs; and

**BE IT FURTHER RESOLVED** that, upon approval by the Board of Governors of the Doctor of Health Administration degree program, notification will be forwarded to the New Jersey Office of the Secretary of Higher Education.

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023





**PROPOSED RESOLUTION  
AUTHORIZING THE NEGOTIATION AND EXECUTION OF  
AN EASEMENT AGREEMENT  
WITH PUBLIC SERVICE ELECTRIC AND GAS COMPANY**

**WHEREAS**, for the last several years Public Service Electric and Gas Company (“PSE&G”) has operated high voltage electric transmission infrastructure within the public right-of-way along Route 18 abutting Busch Campus of Rutgers University in the Township of Piscataway, immediately adjacent to land owned by the Board of Trustees; and

**WHEREAS**, PSE&G approached Rutgers in October 2022 with a request to grant a permanent easement area of 0.006 acres (270 square feet) in order to accommodate planned improvements to PSE&G’s high voltage transmission infrastructure; and

**WHEREAS**, the permanent easement will accommodate a set of stabilizing guy wires and associated anchors, and these guy wires and anchors are essential for structural stability of a utility pole within the right-of-way and therefore is needed to protect the health, safety, and welfare of the public; and

**WHEREAS**, the infrastructure improvements undertaken by PSE&G directly benefit Rutgers, as the upgraded power lines will provide a third high-voltage feeder to the Rutgers’ Busch electrical substation; and

**WHEREAS**, given the de minimis size of the permanent easement and considering that a third feeder will be connected to the Rutgers substation at no cost to Rutgers, Rutgers will not ask for fair market value determination for the easement; and

**WHEREAS**, PSE&G is willing to pay Rutgers the requested amount of one dollar (\$1.00) in exchange for the easement; and

**WHEREAS**, the proposed easement is shown in more detail on that certain map prepared by Shehzad C. Khan, NJ Professional Land Surveyor on December 27, 2022 and attached hereto, and the proposed location will not negatively impact Rutgers’ long term plans for the portion of Busch Campus affected by the proposed easement; and

**WHEREAS**, on February 16, 2023, the Committee on Finance and Facilities reviewed and discussed the proposed easement and agreed, subject to the consent of the Board of Trustees, to recommend approval by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Governors of Rutgers, The State University of New Jersey, upon the recommendation of the Committee on Finance and Facilities and conditioned upon the consent of the Board of Trustees, that the proposed easement requested by PSE&G as further described in this Resolution is hereby approved; and

**BE IT FURTHER RESOLVED** that the Executive Vice President–Chief Financial Officer and University Treasurer, with the advice of counsel, is authorized to negotiate and enter into an easement agreement with PSE&G in which Rutgers will grant PSE&G 0.006 acres of permanent easement area and obligate PSE&G to pay the consideration of \$1.00; and

**BE IT FURTHER RESOLVED** that this Resolution shall take effect upon consent by the Board of Trustees of Rutgers, The State University of New Jersey.

Attachment: Proposed Easement Map

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023

DRAFT



**PROPOSED RESOLUTION  
AUTHORIZING CONTRACTS WITH SALESFORCE INC.  
IN CONNECTION WITH THE CORNERSTONE PROJECT,  
ONGOING CUSTOMER RELATIONSHIP MANAGEMENT SYSTEM  
OPERATIONS AND ASSOCIATED PROGRAMS**

**WHEREAS**, after the integration of the University of Medicine and Dentistry of New Jersey into Rutgers, The State University of New Jersey ("Rutgers"), Rutgers desired to deploy multiple separate Customer Relationship Management ("CRM") platforms into enterprise-wide platforms and undertook an evaluation of its current operations and platforms to identify their functionalities, capacities and gaps; and

**WHEREAS**, the CRM initiative is part of a larger project to consolidate and upgrade Rutgers' overall administrative and student information systems and began by the Board of Governor's approval of Phase 1 of this initiative on April 3, 2015 (such project, the "Cornerstone Project"); and

**WHEREAS**, the result of the CRM evaluation identified Salesforce Inc ("Salesforce") as the software company that would best meet the University's needs for a CRM platform; and

**WHEREAS**, on February 12, 2019 Board of Governors approved the Cornerstone Project budget for Phase 3 which included the initial implementation of the CRM platform, with subsequent and additional effort and funding for the CRM platform also included in Phase 4 of the Cornerstone Project, which the Board of Governors approved on December 17, 2020, and Phase 5, which the Board of Governors approved on December 7, 2021; and

**WHEREAS**, the Master Agreement with Salesforce is due to expire on September 30, 2023 though several Salesforce modules and applications purchased separately will extend beyond such date; and

**WHEREAS**, to continue implementing the entirety of the Cornerstone Project transparently and without undue delay and to continue to operate the CRM platform once the Cornerstone Project is complete, the University administration wishes to obtain and memorialize the authority to renew needed licenses for existing modules, purchase new licenses/modules, and purchase the support services provided by Salesforce therefore, and ratify, if and as applicable, all prior acquisitions with Salesforce authorized by Phases 3, 4 and 5 of the Cornerstone Project and all future phases and funding requests to be put before the Board; and

**WHEREAS**, on February 16, 2023, the Board of Governors' Committee on Finance and Facilities reviewed (i) the documentation supporting the ratification of current contracts with Salesforce, as well as (ii) the delegation of procurement authority for all contracts with Salesforce necessary to fully implement the Cornerstone Project and to continue to operate the Salesforce platform thereafter, to the Executive Vice President–Chief Financial Officer and University Treasurer, and agreed to recommend approval of such actions by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** that, upon the recommendation of the Committee on Finance and Facilities, the Board of Governors of Rutgers, The State University of New Jersey, hereby ratifies all existing contracts between Rutgers and Salesforce related to the acquisition of licenses for Salesforce modules and products and of support services therefor in connection with the Board of Governors-approved Phases 3, 4 and 5 of the Cornerstone Project; and

**BE IT FURTHER RESOLVED**, that procurement authority to enter into any contract with Salesforce necessary to acquire new licenses for Salesforce modules and products and arrange for support services from Salesforce related thereto, as deemed necessary for the implementation of any Phase of the Cornerstone Project as may be approved by the Board of Governors, is hereby delegated to the Executive Vice President-Chief Financial Officer and University Treasurer with spending authority up to the amounts approved by the Board of Governors for any Phase of the Cornerstone Project; and

**BE IT FINALLY RESOLVED**, that procurement authority to enter into any contract with Salesforce necessary to renew licenses and acquire new licenses for Salesforce modules and products and arrange for continuing support services from Salesforce related thereto, as deemed necessary for the continued operation of the University's CRM platform after the Cornerstone Project is fully implemented, is hereby delegated to the Executive Vice President-Chief Financial Officer and University Treasurer with spending authority up to the amounts for CRM operations as set forth in budgets approved by the Board of Governors.

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023



**PROPOSED RESOLUTION  
AUTHORIZING SOLE SOURCE SPECIALIZED SERVICES CONTRACT  
WITH KINDRED HOSPITALS EAST, LLC, FOR INMATE  
HOSPITAL "STEP-DOWN" TREATMENT SERVICES  
FOR UNIVERSITY CORRECTIONAL HEALTH CARE**

**WHEREAS**, the University, on behalf of University Correctional Health Care ("UCHC"), seeks a specialized service bid waived contract with Kindred Hospitals East, LLC, ("Kindred") for inmate hospital "step-down" treatment services; and

**WHEREAS**, these specialized inmate "step-down" treatment services are provided in connection with the comprehensive agreement between UCHC and the New Jersey Department of Corrections ("NJDOC") which provides medical services to inmates and residents of the NJDOC and the cost for this medical treatment is paid by the NJDOC; and

**WHEREAS**, under the comprehensive agreement UCHC is required to provide continued medical care when the inmate's condition improves to the point that inpatient hospital care no longer qualifies for Medicaid funding for inpatient acute care hospital treatments, yet the inmate's condition is too critical for the prison infirmary; and

**WHEREAS**, the medical facility providing this specialty "step-down" care must also be able to accommodate the inmate being escorted on a 24-hour basis by two correctional officers, which limits the number of facilities that are equipped and willing to accept inmate patients; and

**WHEREAS**, Kindred is one of the few specialty care hospitals which provides this specialty step-down medical care and is able to accommodate the presence of correctional officer escorts; and

**WHEREAS**, on November 17, 2022, the Board of Governors' Committee on Finance and Facilities reviewed the documentation supporting the proposed contract with Kindred as described above and agreed to recommend approval of such contract by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** that, upon the recommendation of the Committee on Finance and Facilities, the Board of Governors of Rutgers, The State University of New Jersey, hereby approves the waiver of bid procurement with Kindred and authorizes Rutgers to enter a contract with Kindred through December 31, 2023, at a total contract cost not to exceed \$10,000,000.

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023



**PROPOSED RESOLUTION  
APPOINTING KPMG LLP  
AS THE UNIVERSITY'S EXTERNAL AUDITORS  
AND ENGAGING KPMG TO PERFORM AUDIT SERVICES  
FOR THE FISCAL YEAR ENDING JUNE 30, 2023**

**WHEREAS**, the Administration of Rutgers, The State University of New Jersey, issued a request for proposal for audit services on May 11, 2022; and

**WHEREAS**, this request described the scope for external audit firms to perform the following audits of Rutgers University: (i) the examination of the University's financial statements for the fiscal year ending June 30, 2023, (ii) audits in accordance with the provisions of the single audit policies for recipients of federal grants, state grants and state aid, more particularly Title 2 U.S. Code of Federal Regulations Part 200 ("Federal Uniform Guidance") and New Jersey OMB Circular 15-08, and (iii) for the fiscal year ending June 30, 2023, agreed upon procedures to evaluate Rutgers' compliance with the National Collegiate Athletic Association (NCAA) Constitution 3.2.4.16 and the Division of Intercollegiate Athletics' internal control over financial reporting as well as Rutgers' compliance with the financial test of self-insurance under CFR Title 40, Part 280, Section 95(c)(5) of the United States Environmental Protection Agency in accordance with the applicable Environmental Protection Agency regulations; and

**WHEREAS**, two external audit firms submitted proposals including fees for these services, and the Administration reviewed these proposals and invited each firm to give an oral presentation to the Committee on Audit; and

**WHEREAS**, on September 27, 2022, the Committee on Audit interviewed each firm; and

**WHEREAS**, the Committee met on January 31, 2023 and selected KPMG, LLP as its preferred firm; and

**WHEREAS**, the Committee was provided with three letters of engagement dated January 31, 2023 (attached) describing the proposed scope and fee structure for KPMG's audit services consistent with those proposed by KPMG; and

**WHEREAS**, these engagement letters describe the proposed scope and fee structure for KPMG to perform the following non-audit services for Rutgers University: (i) assisting management in preparing the financial statements and related notes in accordance with United States generally accepted accounting principles, and (ii) testing the implementation of information technology systems and review of the information technology general controls; and

**WHEREAS**, on January 31, 2023, the Committee on Audit discussed the proposed engagement letters and audit fees of KPMG as described in the aforementioned engagement letters, agreed to select KPMG, LLP as its preferred firm and to accept the proposed scope and fee structure for their audit services as set forth in the letters; and

**WHEREAS**, the Committee recommended that the Board of Governors authorize Ms. Heather Taylor, in her capacity as Chair of the Committee on Audit, and Mr. J. Michael Gower, Executive Vice President – Chief Financial Officer and University Treasurer, to sign the letters of engagement appointing KPMG as the University’s external auditors and engaging KPMG to perform both audit and non-audit services for the fiscal year ending June 30, 2023 and recommended that the Board of Governors approve the engagement awards of KPMG as described above.

**NOW, THEREFORE, BE IT RESOLVED** that, upon the recommendation of the Committee on Audit, the Board of Governors of Rutgers, The State University of New Jersey, accepts the appointment of KPMG as the University’s external audit firm as described above to perform the examination of Rutgers University’s financial statements, audits in accordance with Federal Uniform Guidance and New Jersey OMB Circular 15-08, and the agreed upon procedures for Rutgers’ Intercollegiate Athletics Program and the United States Environmental Protection Agency’s Letter for the fiscal year ending June 30, 2023 among other audit and non-audit services; and

**BE IT FURTHER RESOLVED** that the Board of Governors authorizes Ms. Taylor and Mr. Gower to sign letters of engagement appointing KPMG as the University’s external auditors as described above and engaging KPMG to perform these audit services for the fiscal year ending June 30, 2023.

Attachment: Letters of Engagement

Board of Governors  
Rutgers, The State University  
of New Jersey  
February 28, 2023