



OREGON HEALTH & SCIENCE UNIVERSITY BOARD OF DIRECTORS MEETING

June 25, 2015
1:30 pm – 3:00 pm
CLSB, Room 3A001

1:30 p.m.	Call to Order/Chairman's Comments President's Comments Approval of Minutes (Action)	Jay Waldron Joe Robertson, M.D. Jay Waldron
1:45 p.m.	FY15 YTD Results and Proposed FY16 Budget with Academic Tuition and Fee Book (Action)	Lawrence Furnstahl Jenny Mladenovic, M.D.
2:05 p.m.	State Compact (Action)	David Robinson, Ph.D.
2:20 p.m.	Proposed Taxable Debt Issue (Action)	Lawrence Furnstahl
2:30 p.m.	Quality Report	Chick Kilo, M.D.
2:45 p.m.	Other business; adjournment	Jay Waldron



**RESOLUTION 2015-06-05
OREGON HEALTH & SCIENCE UNIVERSITY
BOARD OF DIRECTORS**

(Operating Budget, Capital Budget and Academic Year Fee Book)

WHEREAS, Management has developed and has provided to the Board for its review the Operating Budget for Oregon Health & Science University for fiscal year 2015-16, including the tuition and fees for the academic year 2015-16 ("FY 15-16 Operating Budget");

WHEREAS, Management has developed and has provided to the Board for its review the Capital Budget for Oregon Health & Science University for fiscal year 2015-16 ("FY 15-16 Capital Budget");

WHEREAS, the Board believes that the University's adoption of each of (i) the FY 15-16 Operating Budget, and (ii) the FY 15-16 Capital Budget is in the best interests of the University.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of Oregon Health & Science University as follows:

1. The FY 15-16 Operating Budget for Oregon Health & Science University for fiscal year 2015-16 included in the June 25, 2015 Board docket accompanying this Resolution, including the tuition and fees for the academic year 2015-16 as shown in the OHSU Academic Year Fee Book 2015-16, is hereby approved and adopted.
2. The FY 15-16 Capital Budget for Oregon Health & Science University for fiscal year 2015-16 included in the June 25, 2015 Board docket accompanying this Resolution is hereby approved and adopted.

This Resolution is adopted this 25th day of June, 2015.

Yeas _____

Nays _____

Signed by the Secretary of the Board on June 25, 2015.

Connie M. Seeley
Board Secretary



2015 Achievement Compacts

David W. Robinson, Ph.D.

Executive Vice Provost

Oregon Education Investment Board (OEIB)

- In 2011, Senate Bill 909 established the OEIB for the purpose of ensuring that all public school students in Oregon reach the education outcomes established for the state:
 - Oregon's goal is that by the year 2025, 100 percent of Oregonians will earn a high school diploma or its equivalent, 40 percent will earn a post-secondary credential, and 40 percent will obtain a bachelor's degree or higher.
- The OEIB is Chaired by the Governor and consists of an additional 12 members appointed by the Governor and confirmed by the Senate.
- The OEIB was charged with:
 - Developing an **education investment strategy** to improve defined learning outcomes from early childhood through public schools, colleges and universities.
 - Hiring a **Chief Education Officer** to oversee the unified public education system.
 - Establishing a **statewide student database**
 - Establishing an **Early Learning Council**

Achievement Compacts

- In 2012, Senate Bill 1581 empowered the OEIB to enter into achievement compacts with every K-12 school district, education service district, community college, the university system and OHSU
- Prior to the beginning of each fiscal year, the **governing body** of each education entity must enter into an achievement compact with the Oregon Education Investment Board for the fiscal year.
- The intent of establishing achievement compacts is that by setting targets for statewide goals, and reporting on the progress made in meeting those targets, valuable information will be provided to shape future discussions at the State Legislature about funding levels and funding formulas

OHSU 2015 Achievement Compacts

Outcome Measures	2013-14 Actual	2014-15 Projected	2015-16 Target
Completion			
<u>School of Medicine:</u> Number and percentage of students admitted to the M.D. program who are Oregonians	104 (75%)	103 (73%)	100 (70%)
<u>School of Dentistry:</u> Number and percentage of students admitted to the D.M.D program who are Oregonians	51 (68%)	52 (68%)	38 (50%)
<u>School of Nursing</u> Number and percentage of graduates from the Bachelors of Nursing programs who are Oregonians	331 (89%)	295 (85%)	307 (85%)
<u>School of Nursing:</u> Total number of graduate degrees and certificates awarded	118	128	129
Total number of healthcare professional degrees and certificates awarded*	748	740	743

Note: Note: Graduation rates in the M.D. and D.M.D. programs are almost equivalent to admission rates and not reflective of yearly decisions resulting from changes in State appropriations. Admission rates more accurately reflect the impact of State funding on these programs. * Only includes degrees from programs for which the State provides a portion of the funding: DMD, MD, B.S. Nursing, Nursing Graduate Certificate in Public Health, Nursing Post Master Certificate programs, Nursing MPH, MN, DNP, BS Radiation Therapy, Graduate Certificate in Dietetic Internship, Master of Physician Assistant Studies, Master of Clinical Dietetics and Master of Science in Clinical Nutrition.

**RESOLUTION NO. 2015-06-06
OREGON HEALTH & SCIENCE UNIVERSITY
BOARD OF DIRECTORS**

(Achievement Compact with Oregon Education Investment Board)

WHEREAS, Oregon Health & Science University (“OHSU”) works to continuously improve its educational programs in order to provide the highest quality healthcare, science and engineering workforce for the State of Oregon.

WHEREAS, as a part of this effort and as required by Oregon law, OHSU has developed an Achievement Compact (“Achievement Compact”) with the Oregon Education Investment Board for Fiscal Year 2015-16 in the form as attached hereto as Exhibit A.

WHEREAS, the Achievement Compact sets out outcomes that OHSU will strive to achieve during the course of the Fiscal Year, in furtherance of OHSU’s education mission.

WHEREAS, the Board believes that entry into the Achievement Compact substantially in the form as attached hereto is in the best interests of the University.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of Oregon Health & Science University as follows:

1. The Board of Directors approves the entry into the Achievement Compact substantially in the form as attached hereto, with the Oregon Education Investment Board.
2. The President of OHSU or his designee is authorized on behalf of OHSU to take such steps as are appropriate and consistent with the terms of this Resolution.

This Resolution is adopted this 25th day of June, 2015.

Yeas _____

Nays _____

Signed by the Secretary of the Board on June 25, 2015.

Connie M. Seeley
Board Secretary

Achievement Compact between Oregon Education Investment Board and Oregon Health and Science University

Assumptions and Outcomes: OHSU shares in the responsibility of 40-40-20 as the major educator of health care professionals and biomedical scientists and engineers in the state. It strives to continuously improve its programs in order to provide the highest level of healthcare, science and engineering workforce for the State of Oregon. As a partner with undergraduate institutions throughout the state, it will continue to advance pipeline programs for OHSU's graduate programs in allied health, public health, dentistry, medicine, nursing, science and engineering. As our compact with the state, we will strive for the following outcomes.

Outcome Measures	2013-14 Actual	2014-15 Projected	2015-16 Target
Completion			
<u>School of Medicine:</u> Number and percentage of students admitted to the M.D. program who are Oregonians	104 (75%)	103 (73%)	100 (70%)
<u>School of Dentistry:</u> Number and percentage of students admitted to the D.M.D program who are Oregonians	51 (68%)	52 (68%)	38 (50%)
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Total number of healthcare professional degrees and certificates awarded*	748	740	743

Note: Graduation rates in the M.D. and D.M.D. programs are almost equivalent to admission rates (>94%) and not reflective of yearly decisions resulting from changes in State appropriations. Admission rates more accurately reflect the impact of State funding on these programs. * Only includes degrees from programs for which the State provides a portion of the funding: DMD, MD, B.S. Nursing, Nursing Graduate Certificate in Public Health, Nursing Post Master Certificate programs, Nursing MPH, MN, DNP, BS Radiation Therapy, Graduate Certificate in Dietetic Internship, Master of Physician Assistant Studies, Master of Clinical Dietetics and Master of Science in Clinical Nutrition.

Investment:

	FY 2014	FY 2015	FY 2016
State Funding for Education Programs*	\$27,218,200	\$27,218,200	\$28,116,401

*This figure does not include funding for the Area Health Education Centers, the Office of Rural Health or the Scholars for a Healthy Oregon Initiative

Conditions: This is a public agreement and can be amended by mutual consent.

OREGON HEALTH & SCIENCE UNIVERSITY

June 16, 2015

To: Members, OHSU Board of Directors

From: Lawrence J. Furnstahl
Executive Vice President & Chief Financial Officer

Re: Proposed \$100 Million Taxable Debt Issue

I request approval of the enclosed resolution authorizing OHSU to issue \$100 million of taxable debt. This is the next component of the University's plan of finance that is designed to solidify and extend credit and bank support, provide maximum flexibility for strategic opportunities, and fund capital projects while preserving balance sheet strength. Plan components include:

- Replacing existing credit facilities with long-dated letter of credit and bank loans to significantly increase length of commitment, which the Board approved in April and we completed in May;
- Pending Board approval of this resolution, issuing \$100 million in 30-year taxable fixed rate bonds to enhance liquidity and fund corporate partnerships in population health and science;
- Potentially restructuring existing interest rate swaps (under study for decision later in 2015); and
- Issuing an anticipated \$240 million in tax-exempt new money for the CHH-South "ambulatory hospital" project in 2016, with possible refinancing of existing tax-exempt debt if economic.

As OHSU advances its Vision 2020 partnership strategy, especially with corporate partners in population and in science, we have the opportunity to co-invest with companies, as well as co-locate staff working on joint initiatives. Such uses are not always appropriate for tax-exempt debt, which is typically for capital projects used by public or not-for-profit entities. While we could deploy our own cash balances for these partnerships, this would lower days cash on hand.

Over the past 5 years, OHSU has refinanced most of its debt while significantly improving its financial performance. As a result, debt as a percentage of net worth has fallen from 43% to 30%, and interest expense is down \$10 million per year, falling from 2% to 1% of total revenues. Liquidity measured by days cash on hand has also improved; this metric is more relevant for hospitals than universities. Currently, Fitch and Standard & Poor's rate OHSU A+ with a Positive Outlook, suggesting potential for an upgrade. Moody's, which considers OHSU their only "hybrid" higher education and health care credit, rates OHSU A1 (equivalent to A+) with a Stable Outlook.

Until just a few years ago, universities and health systems issued almost exclusively tax-exempt debt tied to specific projects, usually buildings. Recent extraordinary conditions: historically low interest rates, a growing market for high-quality, long-maturity taxable debt, and compression between tax-exempt and taxable interest yields, along with the much greater flexibility of use, have resulted in 25% or more of higher education and health care new bond issuance being taxable.

In general, the taxable bond market seeks larger issue sizes (\$100 million being small, and \$250 million or more is typical), long bullet maturities (30 years is usual) and, unlike tax-exempt debt, avoids 10-year calls at par. Instead, taxable debt is usually issued with "make-whole" calls based on Treasury rates, protecting the bond holders from economic loss were interest rates to fall and the bonds to be refinanced.

Also unlike tax-exempt bonds, taxable debt is not legally tied to a specific project or purpose. Thus taxable debt should be thought of as a long-term or nearly-permanent part of the University's capital structure.

OHSU's taxable debt would be priced off long Treasury yields, which have already begun to rise off historic lows, and most forecasts anticipate higher rates later this year as the economy strengthens and the Federal Reserve tightens credit. Currently 30 year Treasury rates are lower than 87% of the time since 2000.

Half of the proposed \$100 million would be returned to OHSU-held investments to restore balanced mutual funds deployed in December for the Moda surplus note. The remaining half would be held for future corporate partnerships in population health, advanced imaging, very large scale computing, and similar science initiatives subject to Board approval, with the option to apply unused portions toward the bond issue for CHH-South planned for next year and possibly other general public corporation or other public purposes. This CHH-South option would serve to mitigate interest rate risk and increasing flexible use of space in the new facility for non-tax exempt purposes.

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**RESOLUTION NO. 2015-06-07
OF THE BOARD OF DIRECTORS OF
OREGON HEALTH AND SCIENCE UNIVERSITY**

WHEREAS, Oregon Health & Science University, a public corporation of the State of Oregon ("OHSU" or "University"), is authorized by Oregon Revised Statutes ("ORS") 353.340 to 353.370, and applicable provisions of ORS Chapter 287A (collectively, the "Act"), to issue revenue bonds, refunding revenue bonds, revenue notes and other obligations to finance or refinance capital assets acquired, constructed, equipped, improved or otherwise used for educational, health care, research, public health and related lawful public purposes, to finance or refinance other capital assets or expenses, to finance or refinance non-capital expenses, or to finance or refinance general public corporation or other public purposes.

WHEREAS, the University has entered into an Amended and Restated Master Trust Indenture dated as of May 1, 2012 between the University on behalf of itself and as a member of the Obligated Group, and as Obligated Group Representative, and The Bank of New York Mellon Trust Company, N.A., as Master Trustee, as currently amended and supplemented (collectively, the Master Trust Indenture"), under which the University has issued Master Indenture Obligations (as defined in the Master Trust Indenture) to provide security for various University obligations.

WHEREAS, based upon information obtained through the request for proposal process, under existing market conditions it may be advantageous for the University to issue, sell and deliver bonds and/or enter into one or more bond purchase transactions, the net proceeds of which are expected to be used to finance various capital expenses, non-capital expenses, and/or general public corporation or other public purposes (the "2015 Bond Financing").

WHEREAS, representatives of the University have conferred with Melio & Company (financial advisors), Orrick, Herrington & Sutcliffe LLP (bond counsel) and others to discuss options for the 2015 Bond Financing.

WHEREAS, after conducting a request for proposals process and reviewing proposals from various underwriters, management of the University recommends that the University pursue the 2015 Bond Financing, materially consistent with the terms described to the Board of Directors in the description by the Chief Financial Officer attached as Exhibit A to this Resolution (the "2015 Bond Summary").

WHEREAS, the Board of Directors finds it benefits and is in the best interests of the University to pursue the 2015 Bond Financing and to authorize and direct that certain actions be taken to implement the 2015 Bond Financing.

NOW THEREFORE, be it resolved by the Board of Directors of the Oregon Health and Science University as follows:

Section 1. Implementation of 2015 Bond Financing. The Board of Directors hereby authorizes and directs the President or the Chief Financial Officer (each an "Authorized Representative" and collectively, the "Authorized Representatives") to evaluate,

negotiate the terms of, enter into, execute, deliver and otherwise implement the 2015 Bond Financing, as may in the judgment of such Authorized Representative be in the best interests of the University, in a manner materially consistent with the 2015 Bond Summary and in furtherance of the purposes of this Resolution.

Section 2. Authorization of 2015 Bonds. The Board of Directors hereby authorizes and approves, if deemed in furtherance of the 2015 Bond Financing by the Authorized Representative, the University's issuance, sale and delivery of any bonds related to the 2015 Bond Financing (collectively, the "2015 Bonds"), and/or the University's execution and delivery of one or more bond indentures, bond purchase agreements and/or similar agreements related to the 2015 Bond Financing (collectively, the "2015 Bond Obligations"), provided that the 2015 Bonds not exceed \$100,000,000 in aggregate principal amount outstanding, and subject to the following:

- a. Any 2015 Bonds issued in the form of bonds shall be issued as fully registered bonds and dated as provided in the related bond indenture, and shall mature, bear interest, be subject to redemption, tender, bear the terms, and be issued and sold by the University as determined by one or more of the Authorized Representatives.
- b. The 2015 Bonds may be issued as taxable or tax-exempt obligations of the University, in one or more series.
- c. The 2015 Bonds may be sold at a private negotiated sale.
- d. The execution and delivery of one or more Bond Purchase Agreements or Forward Delivery Bond Purchase Agreements by an Authorized Representative of the University shall constitute the University's approval of the purchase prices for the applicable 2015 Bonds.
- e. The Board of Directors appoints Orrick, Herrington & Sutcliffe LLP as bond and disclosure counsel to the University in connection with any 2015 Bonds and as special counsel in connection with any other 2015 Bond Obligations.
- f. Any of the 2015 Bond Obligations (other than the 2015 Bonds) shall be entered into pursuant to bond purchase agreements or other agreements with such parties and setting forth such terms and provisions as shall in the judgment of the Authorized Representative further the 2015 Bond Financing and the purposes of this Resolution.

Section 3. Preparation, Execution and Delivery of Documents. The Board of Directors hereby authorizes and directs each of the Authorized Representatives to negotiate the terms of, prepare, execute and deliver, on behalf of the University, the 2015 Bond Financing and all contracts, agreements, amendments, supplements, terminations, instruments, certificates, security agreements, financing statements and any other documents related thereto, including but not limited to bond indentures, bond purchase agreements, standby bond purchase agreements, forward delivery bond purchase agreements, bond insurance, remarketing agreements, escrow agreements, reimbursement agreements, bondholder's agreements, continuing covenant agreements, loan agreements, master trust indentures, supplemental master trust indentures, amended and restated master trust indentures, master trust indenture

obligations, trust agreements, tax certificates and agreements, interest rate swap agreements, interest rate exchange agreements, amendments, supplements, bond indentures, trust agreements, continuing disclosure certificates, closing certificates, notices, disclosures, directions, termination documents, investment agreements, one or more Preliminary and Final Official Statements, amendments or supplements to prior Official Statements, other offering or disclosure documents, directions, confirmations, terminations, security agreements, interim lines of credit, other credit facilities or other credit enhancement agreements, and any necessary amendments, supplements to, restatements or terminations of the University's existing bond indentures, Master Trust Indenture, interest rate exchange agreements, enhancement agreements, or similar agreements, as may be necessary, desirable or appropriate in the opinion of either of the Authorized Representatives to pursue the 2015 Bond Financing and to complete the transactions contemplated by this Resolution.

Section 4. Distribution of Disclosure Documentation. The Board of Directors hereby approves the use and distribution to the public of Preliminary and Final Official Statements or other applicable disclosure documents, if any, to be prepared and approved by the members of the University's financing team in connection with the 2015 Bonds or the other 2015 Bond Obligations, and authorizes each of the Authorized Representatives to deem any such disclosure document final as of its date pursuant to SEC Rule 15c2-12, if applicable. The Board of Directors also authorizes the University and its agents to make all disclosures that are advisable or otherwise required by law.

Section 5. Appointment of New Master Trustee. The Board of Directors hereby authorizes and directs each of the Authorized Representatives to take any action related to the appointment of a new Master Trustee under the Master Trust Indenture if either of the Authorized Representatives determines that such action is necessary, desirable or appropriate in the opinion of such Authorized Representative to complete the transactions contemplated by this Resolution.

Section 6. Further Actions. The Board of Directors hereby authorizes and directs each of the Authorized Representatives to take or direct to be taken all such further actions as may be necessary, desirable or appropriate in the opinion of either of the Authorized Representatives in connection with pursuance of the 2015 Bond Financing and completion of the transactions contemplated by this Resolution, including, but not limited to, filing any notices with or obtaining any consents, approvals or authorizations from, the Oregon State Treasurer or any other party, and paying any costs, fees and expenses as in his or her judgment shall be necessary, desirable or appropriate to fully implement the 2015 Bond Financing and carry out the purposes of this Resolution.

Section 7. Ratification of Actions. All actions previously taken or that will be taken by any director, officer, official, employee or agent of the University in connection with or related to the matters set forth in or reasonably contemplated by this Resolution are, and each of them hereby is, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the University.

Section 8. Liability for 2015 Bond Obligations. Neither the State of Oregon nor any agency thereof, or any political subdivision or body corporate and politic nor any municipality within the State of Oregon, other than the University, shall in any event be liable for the payment of the principal of, premium, if any, or interest on any 2015 Bond Obligations or for the performance of any pledge, mortgage, obligation or agreement of

any kind whatsoever undertaken by the University. No breach of any such pledge, mortgage, obligation or agreement shall impose any pecuniary liability upon the State of Oregon or any charge upon its general credit or against its taxing power. The issuance or entering into of any 2015 Bond Obligations shall not, directly or indirectly or contingently, obligate the State of Oregon, or any other political subdivision of the State of Oregon, nor empower the University, to levy or collect any form of taxes therefor or to create any indebtedness out of taxes. Neither the Board of Directors of the University nor any person executing any 2015 Bond Obligations shall be liable personally on any 2015 Bond Obligations or be subject to personal liability or accountability by reason of the issue thereof or by the execution or delivery of any document authorized by this Resolution.


Section 9. Invalidity or Unenforceability. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

This Resolution is adopted this 25th day of June, 2015, effective on June 25, 2015.

Yeas 9

Nays 0

Signed by the Secretary of the Board of Directors this ____ day of June, 2015.



Connie M. Seeley
Board Secretary



OHSU Board Meeting – June 2015

OHSU Healthcare Quality and Safety Report

Charles M. Kilo, MD, MPH – VP/Chief Medical Officer

How do we define our quality and safety goals?

- Univ HealthSystem Consortium (UHC) Quality & Accountability Scorecard



- CMS's Value Based Purchasing (VBP)



- The Joint Commission



- Magnet



- Oregon Health Authority



- Hospital Transformation Performance Program (HTPP)
 - Health Share



FY 15 Quality and Safety Priorities

Tier 1A Priorities

1. CAUTI – Adult and Pediatric ICU – **needs more work**
2. Surgical Site Infections – Adult Colon Surgery – **needs more work**
3. Surgical Site Infections – Abdominal Hysterectomy – **on track, but not yet at target**
4. Iatrogenic Pneumothorax – **on track, but not yet at target**
5. Post-Operative Respiratory Failure – **at or near target**
6. Post-Operative Hemorrhage/Hematoma – **needs more work**
7. ED Arrival-to-Departure (Inpatient and Outpatient) – **on track, but not yet at target**

Added mid-year:

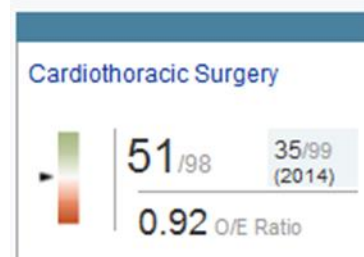
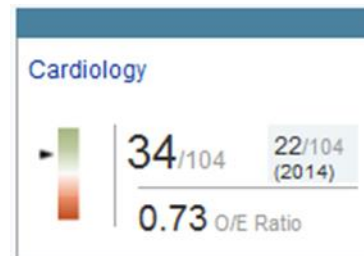
8. Mortality – **needs more work**
9. VTE - **on track, but not yet at target**

FY16 Quality and Safety Priorities

Green = Carry over from FY15

1. Palliative Care/"Caring Wisely"
2. Documentation and Coding Improvement
3. Mortality Reduction
4. Enhance a "Culture of Safety" -- Inpatient and Ambulatory
5. Improve the Patient Experience – Inpatient and Ambulatory
6. Reduce incidence of clostridium difficile infections
7. Improve Medication Safety/ Reduce Medication Errors
8. Decrease length of stay/Improve ED Throughput
9. Improve the safe use of opioids/pain management
10. Improve Patient Safety Indicators
 - Perioperative Hemorrhage and Hematoma
 - Post-Operative Sepsis
11. Decrease incidence of CAUTI – Adult and Pediatric – all locations
12. Decrease the cost of care
13. Reduce harm associated with Clinical Alarm Systems

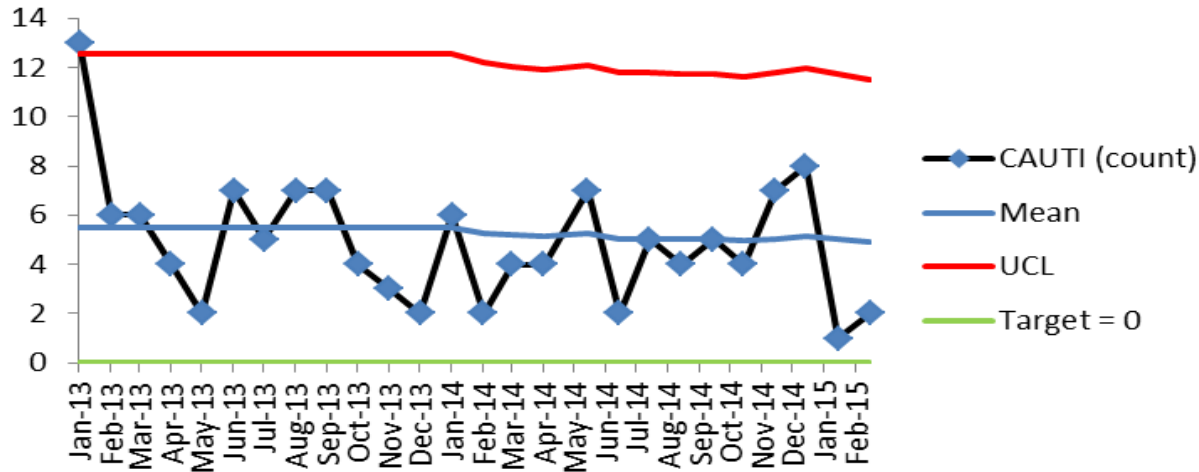
Mortality

[illegible]

Safety

CAUTI: Adult & Peds ICU

Source: Statit



Safety Successes

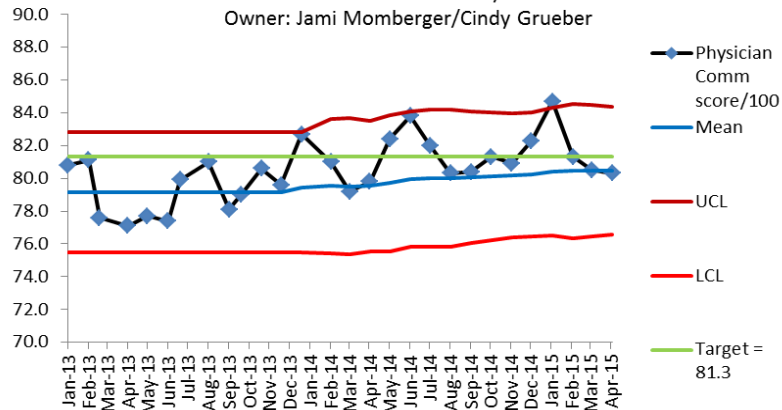
- Post-op Resp Failure
- VTE Composite
- Puncture/Laceration
- SCIP Composite
- CLABSI

Accountability	UHC Q&A Scorecard, VBP, CMS
Performance Improvement Work	<p>A3:</p> <ul style="list-style-type: none"> • Implemented redesigned Foley catheter trays • Redesign prevention bundle • Create insertion, maintenance, and discontinuation algorithm <p>Included in HAI Kaizen event</p> <ul style="list-style-type: none"> • Standard work for bathing • Case reviews
Barriers/Gaps	<ul style="list-style-type: none"> • Education and implementation delays
Next Steps	<ul style="list-style-type: none"> • Education, implementation, and daily management of the A3 • Continue rolling out HAI Kaizen to inpatient units

Patient Experience

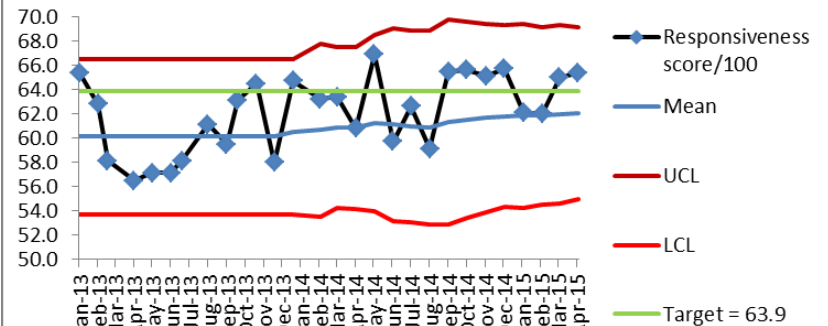
HCAHPS Physician Communication Score

Source: Press Ganey
Owner: Jami Momberger/Cindy Grueber



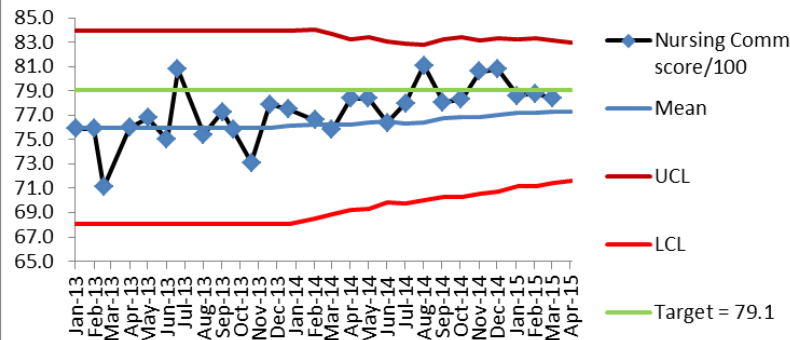
HCAHPS Responsiveness score

Source: Press Ganey
Owner: Jami Momberger/Cindy Grueber



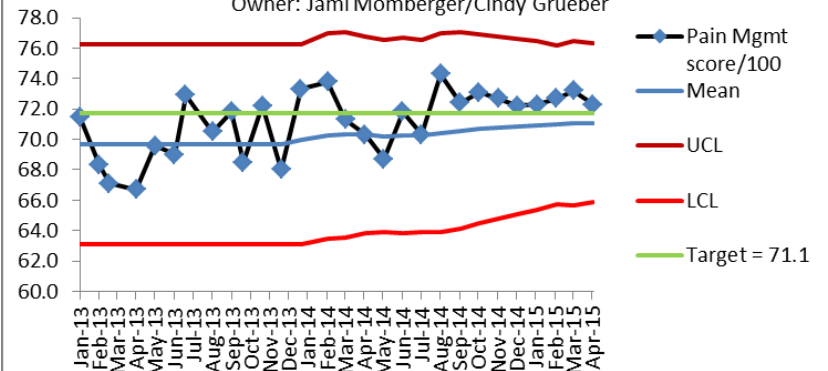
HCAHPS Nursing Communication score

Source: Press Ganey
Owner: Jami Momberger/Cindy Grueber



HCAHPS Pain Management score

Source: Press Ganey
Owner: Jami Momberger/Cindy Grueber



Key Performance Indicator Boards and Improvement Rounds

7A
Example

