

These are the Minutes of the New Jersey Health Care Facilities Financing Authority’s regular meeting held on May 28, 2026, on the fourth floor of Building #4, Station Plaza, 22 South Clinton Avenue, Trenton, NJ.

The following ***Authority Members*** were in attendance:

On Site: Greg Lovell, Designee for the Commissioner of the Department of Human Services; ***Via Microsoft Teams:*** Noah Glyn, Designee for the Commissioner of the Department of Health (Chairing); Public Members Bridget Devane, Tom Sullivan, and Arthur Kapoor.

The following ***Authority staff members*** were in attendance:

On-Site: Frank Troy, Ron Marmelstein, Cindy Kline, Jeff Solimando, Edwin Fuentes, Alpa Patel, Taryn Rommell and Mike Solidum. ***Via telephone:*** Tracey Cameron.

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

On-site: Stephanie Gibson, Attorney General’s Office; Sam Kovach-Orr, Governor’s Authority Unit. ***Via Microsoft Teams:*** Bernard Davis, Attorney General’s Office; John Kelly, Wilentz, Goldman and Spitzer, P.A; William Pelino, Senior Vice President and Chief Financial Officer and Ryan Waddington, Vice President of Finance, Inspira Medical Centers, Inc.; David Handler, Bond Counsel, Hawkins Delafield & Wood, LLC; Kevin Connell Managing Director, Echo Financial Products; Alex Kokinchak, J.P. Morgan; Emily Appledorf and Carrie Camp, NJ Department of Health; and Samuel Allen.

CALL TO ORDER

In compliance with the Open Public Meetings Act (OPMA) and the Authority's by-laws, Noah Glyn, Designee of the Commissioner of Health, called the May 28, 2026, Authority’s Annual Meeting to order at 10:00 a.m.

The Authority’s Communications Specialist, Jeff Solimando, called the roll and established a quorum.

1. APPROVAL OF MINUTES

- *April 23, 2026*

The Authority’s April 23, 2026, meeting Minutes were distributed to Members for their review and approval prior to today’s meeting. Mr. Glyn moved to approve the Minutes of the Authority’s April 23, 2026, meeting. Mr. Kapoor made the motion, and Ms. Devane seconded.

After confirming who made the motion and who seconded it, Mr. Glyn asked whether there were any questions or comments. There were none. Mr. Glyn called for a vote. All Members voted in the affirmative, and the motion was approved.

Before moving forward with the meeting, Mr. Glyn reminded Members that the recusal of Public Member Bridget Devane from the Inspira Health Series 2026 and 2027 bond issue transaction, which became effective last month, shall remain in effect until rescinded.

2. AMENDMENT TO NEGOTIATED SALE RESOLUTION

- Inspira Medical Centers, Inc.

Mr. Glyn called on Edwin Fuentes to present an amended Negotiated Sale Resolution on behalf of Inspira Medical Centers, Inc.

Mr. Fuentes began his presentation by introducing Inspira Medical Center representatives Bill Pelino, Senior Vice President and Chief Financial Officer and Ryan Waddington, Vice President of Finance, attending virtually.

Mr. Fuentes reminded the Members that they approved a resolution authorizing the use of a negotiated sale in the form of a public offering, and a bond resolution authorizing the contingent sale of the tax-exempt Series 2026A Bonds and the Series 2027A Bonds on behalf of Inspira Medical Centers, Inc. (“Inspira”) at last month’s meeting, and restated what purpose(s) the bonds would be used for.

Mr. Fuentes informed the Members of Inspira’s continued monitoring of market conditions and financing structures for the potential refunding of its Series 2016A Bonds through the issuance of the Series 2026A Bonds. He stated that one of the financing structures under consideration is a privately placed Securities Lending Agreement (“SLA”) structure with JPMorgan Chase Bank, N.A. (“JPM”). The SLA structure would be coupled with a fixed-payor swap, under which Inspira would loan the Series 2026A Bonds to JPM in exchange for cash collateral equal to the purchase price of the Series 2026A Bonds. The SLA structure would provide a committed synthetic fixed-rate cost of capital for 7 years.

Mr. Fuentes advised that, given market volatility, Inspira is unable to determine at this time whether a public offering or the SLA structure would be more economically beneficial at the time of pricing. In order to maintain flexibility, Inspira is seeking approval from the Authority to retain the authorization to potentially sell the Series 2026A Bonds in a public offering, but also authorize the sale of the Series 2026A Bonds on a direct purchase private placement basis via the SLA structure as a potential alternative.

Mr. Fuentes stated that under the Authority’s policies, a borrower requesting a private placement form of a negotiated sale must justify the use of a private placement by showing it is either less expensive on a present value basis to complete a private placement or that there are other circumstances that would limit the effectiveness or usefulness of a negotiated sale using a public offering. Based on current market conditions, Inspira believes the SLA structure may provide the

opportunity to refund an additional \$21.7 million of the outstanding \$118.8 million of the Series 2016A Bonds, which would not be feasible to refund through a traditional publicly offered fixed rate bond issuance. Inspira has stated that current indicative net present value savings from the SLA refunding of \$102 million of the Series 2016A Bonds is \$6.1 million through the seven year commitment period. This compares favorably to a public fixed rate refunding of \$80 million of the Series 2016A Bonds, which would generate under \$3 million for the same corresponding 7 year period.

Mr. Fuentes then said that in order to authorize the SLA structure, staff recommends approval of two resolutions presented in the meeting materials. First, approval of the amending Resolution No. 2026-5-A, “Resolution Of Intent To Issue Revenue Bonds By Negotiated Transaction In The Form Of Either A Public Offering Or A Private Placement Pursuant To Executive Order No. 26 (Whitman 1994)”, which retains the previous authorization of a negotiated sale in the form of a public offering, as well as authorizes the use of a negotiated sale in the form of a private placement for the aforementioned financing.

Mr. Fuentes stated that approval of the attached “A Bond Resolution Amending And Restating A Bond Resolution Adopted On April 23, 2026 Authorizing The Issuance Of New Jersey Health Care Facilities Financing Authority Revenue And Refunding Bonds, Inspira Health Obligated Group Issue, Series 2026A And Refunding Bonds, Inspira Health Obligated Group Issue, Series 2027A” authorizes the contingent sale of the Series 2026A Bonds in either the form of a public offering or a privately placed SLA structure, as well as restating the previous authorization for the contingent sale of the Series 2027A Bonds. Further, it provides for an Authorized Officer of the Authority to take such action necessary to complete the financings. Substantially final versions of affected documents, including a revised Trust Agreement, revised Loan Agreement, and a Direct Bond Purchase Contract for the SLA structure only, had been forwarded to the Members for their review.

Mr. Fuentes went on to say that Inspira will continue to monitor the savings opportunity over the next few weeks and evaluate both publicly offered fixed rate bonds and an SLA structure before making a determination on final structure.

Mr. Fuentes concluded his presentation by advising Members that he, John Kelly of Wilentz Goldman and Spitzer, Bond Counsel for the financings, and Mr. Pelino or Mr. Waddington from Inspira would address any questions.

Mr. Glyn asked if the Members had any questions on the information presented.

Mr. Lovell asked why the amendment to the negotiated sale is being brought up at this month’s meeting after the sale was authorized last month.

Mr. Pelino from Inspira responded that the amendment offers another option to refund the 2016 debt, allowing double the interest savings as compared to the public offering as it stands today. Amending the resolution provides additional flexibility as we get closer to the refunding date.

Mr. Fuentes added that in April the focus was on the documents for public offering and there was not enough time to prepare the documents for the SLA structure.

Mr. Lovell was satisfied with the response(s).

Mr. Glyn asked if there were any other questions. There were none. Mr. Glyn then asked for a motion to accept the resolution approving the use of a negotiated sale in both the form of a public offering and a private placement on behalf of Inspira Medical Centers, Inc. Mr. Kapoor made the motion. Mr. Sullivan seconded.

Mr. Glyn confirmed who made the motion and who seconded it, and then asked if there were any questions or comments on the motion.

All Members voted in the affirmative, and the resolution was approved.

AB RESOLUTION NO. 2026-5-A

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby adopts the resolution entitled “**RESOLUTION OF INTENT TO ISSUE REVENUE BONDS BY NEGOTIATED TRANSACTION IN THE FORM OF EITHER A PUBLIC OFFERING OR A PRIVATE PLACEMENT PURSUANT TO EXECUTIVE ORDER NO. 26 (WHITMAN).**”

(Attached)

3. AMENDMENT TO BOND RESOLUTION

- Inspira Medical Centers, Inc.

Mr. Glyn then asked if the Members had any questions on the information presented regarding the Inspira Medical Centers Inc. amended and restated bond resolution. There were no questions.

Mr. Glyn asked for a motion to approve the amended and restated Bond Resolution, authorizing the potential use of a Securities Lending Agreement structure, on behalf of Inspira Medical Centers, Inc. Mr. Kapoor made the motion. Mr. Lovell seconded.

Mr. Glyn confirmed who made the motion and who seconded it. Then he asked if there were any questions or comments on the motion.

Mr. Sullivan asked if prevailing wage applied to this financing. Mr. Kelly responded that it does not apply to a reimbursement of funds already spent. Mr. Pelino responded further noting the transaction is largely a refunding of a debt from 2016.

Mr. Glyn asked if they were any other questions. There were none. All Members voted in the affirmative, and the resolution was approved.

AB RESOLUTION NO. 2026-5-B

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby adopts the resolution entitled “**A BOND RESOLUTION AMENDING AND RESTATING A BOND RESOLUTION ADOPTED ON APRIL 23, 2026, AUTHORIZING THE ISSUANCE OF NEW JERSEY HEALTH CARE FACILITIES FINANCING AUTHORITY REVENUE AND REFUNDING BONDS, INSPIRA HEALTH OBLIGATED GROUP ISSUE, SERIES 2026A AND REFUNDING BONDS, INSPIRA HEALTH OBLIGATED GROUP ISSUE, SERIES 2027A.**”

(Attached)

4. NEGOTIATED SALE REQUEST

- Equipment Revenue Note Program

Mr. Glyn called on Michael Solidum to present to the Members a request for a negotiated sale in the form of a private placement for the Equipment Revenue Note Program.

Mr. Solidum began his presentation by both redefining the parameters of the Authority’s Equipment Revenue Note Program and reminding Members that they historically pre-approved the use of a negotiated private placement for financings completed under this program.

Mr. Solidum also stated that predetermination of this sales method is permitted under Executive Order #26 (Whitman 1994) and was requested by the Authority’s Advisory Panel to complete these transactions in a more efficient and timely manner.

Mr. Solidum then presented a Resolution that extends the ability to use negotiated private placements for the Equipment Revenue Note Program through May 31, 2027.

The Members had no comments or questions.

Mr. Glyn asked for a motion to approve the request for a negotiated sale in the form of a private placement for the Authority’s Equipment Revenue Note Program. Mr. Lovell made the motion. Mr. Kapoor seconded.

Mr. Glyn confirmed who made the motion and who seconded it, and then asked if there were any questions or comments on the motion. There were no questions. All Members voted in the affirmative, and the resolution was approved.

AB RESOLUTION NO. 2026-5-C

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby adopts the resolution entitled **“A RESOLUTION OF INTENT TO ISSUE REVENUE BONDS BY NEGOTIATED TRANSACTION PURSUANT TO EXECUTIVE ORDER NO. 26 GOVERNOR CHRISTINE TODD WHITMAN”**

(Attached)

4. ANNUAL MEETING ITEMS

- *Election of Officers*
- *2026/2027 Meeting Calendar*

- *Election of Officers*

Mr. Glyn made the following nominations:

Officers of the Authority

Vice Chair	Arthur Kapoor
Secretary	Bridget Devane
Assistant Secretaries	Ron Marmelstein Cindy Kline
Treasurer	Sam Maddali
Assistant Treasurer	Bridget Devane

Authority Finance/Evaluation Committees

Chair	Sam Maddali
Members	Arthur Kapoor Thomas Sullivan
Alternate Member	Bridget Devane

Authority Audit Committee

Chair	Greg Lovell
Members	Michael Fahnceke Ryan Feeney

According to the Authority’s enabling legislation, Dr. Raynard E. Washington, Commissioner of the New Jersey Department of Health, will remain as Chair.

Mr. Glyn asked if there were any other nominations. There were none. Mr. Glyn confirmed that he had made the motion and then asked for a second. Mr. Lovell seconded.

Mr. Glyn confirmed who seconded and then asked if there were any questions or comments on the motion. There were no questions or comments. Mr. Glyn then called for a vote. All Members voted in the affirmative, and the motion was approved.

Mr. Glyn noted that the terms of the Authority’s elected officers begin immediately following the Governor’s ten-day veto period, barring any veto notification from the governor’s office.

AB RESOLUTION NO. 2026-5-D

NOW, THEREFORE, BE IT RESOLVED, that the following individuals are hereby elected to serve in the official positions noted until May 27, 2027, or until the next election of officers:

Vice Chair – Arthur Kapoor

Secretary – Bridget Devane

Treasurer – Sam Maddali

Assistant Treasurer – Bridget Devane

Assistant Secretaries – Ron Marmelstein and Cindy Kline

BE IT FURTHER RESOLVED, that the Authority’s Finance/Evaluation Committee(s) will be chaired by Sam Maddali with Arthur Kapoor and Thomas Sullivan serving as Committee members, and Bridget Devane serving as an alternate member.

BE IT FURTHER RESOLVED that the Authority’s Audit Committee consists of the ex officio Members from the Department of Banking and Insurance, Department of the Treasury and the Department of Human Services or their designees. Greg Lovell, Department of Human Services, as chair, Michael Fahncke, Department of Banking and Insurance, and Ryan Feeney, Department of Treasury, as Members.

- 2026/2027 Meeting Calendar

Mr. Glyn referenced a proposed list of dates for meetings of the Authority and its Finance Committee for the coming year, and asked if anyone had any proposed changes to the schedule. There were none. Mr. Glyn then asked for a motion to approve the schedule. Mr. Kapoor offered a motion to adopt the schedule and Mr. Sullivan seconded.

Mr. Glyn confirmed who made the motion and who seconded it and then asked if there were any questions or comments on the motion. There were no questions or comments. Mr. Glyn then called for a vote. All Members voted in the affirmative, and the motion was approved.

<p>AUTHORITY MEETING Board Room 10:00 a.m.</p> <p>Unless otherwise provided, meetings will be held in person at 22 South Clinton Avenue Station Plaza Bldg. #4, 4th Floor Trenton, New Jersey</p> <p>Board Room and virtually at: https://www.nj.gov/njhcfpa/meeting/virtual.html 10:00 a.m.</p>
<p><u>2026:</u></p> <p>Thursday, June 25 Thursday, July 23 Thursday, August 27 Thursday, September 24 Thursday, October 22 Thursday, November 19 Thursday, December 17</p>

2027:

Thursday, **January 28**
Thursday, **February 25**
Thursday, **March 25**
Thursday, **April 22**
Thursday, **May 27**

Mr. Glyn noted for the record that, unless advertised to the contrary, all meetings are open to the public and shall be held in the Authority's office on the fourth floor of Building #4, Station Plaza, 22 South Clinton Avenue, Trenton, New Jersey. He added that the Authority's staff will perform the required public announcement and notification of the meeting dates once the Governor's ten-day veto period has passed.

6. AUTHORITY EXPENDITURES

Mr. Glyn referenced a summary of Authority expenses and invoices provided to the Members and asked if there were any questions or comments on the material distributed. There were none. Mr. Glyn requested a motion to approve the bills and authorize payment. Mr. Sullivan made the motion to approve the expenses, and Mr. Kapoor seconded.

After confirming who made the motion and who seconded, Mr. Glyn asked if there were any questions or comments on the motion. There were no questions or comments. Mr. Glyn then called for a vote. All Members voted in the affirmative, and the motion to accept all submitted expenses and authorize payment was approved.

AB RESOLUTION NO. 2026-5-E

WHEREAS, the Members of the Authority have reviewed the memoranda dated May 20, 2026, summarizing expenses incurred by the Authority in connection with Trustee/Escrow Agent/Paying Agent fees and the memorandum dated May 20, 2026, summarizing general operating expenses, in the amounts of \$0.00 and \$63,853.53, 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. Glyn asked Executive Director Frank Troy to present his April Executive Director's report.

Mr. Troy reported the following:

1. Thank you to our Public Members, Designees, and staff who completed their Financial Disclosure Statement pursuant to Executive Order No. 2 (Murphy 2018) on a timely basis.
2. New Jersey Hospital News
 - a) The Leapfrog Group released the spring 2026 hospital safety grades. New Jersey ranked sixth in the nation, slipping from third in the fall of 2025 grades. 29 hospitals received an A and 26 earned a B. No hospital in the State earned an F. Connecticut ranked as the #1 state.
 - b) AtlantiCare and Temple University will partner to establish a new regional medical school campus in Atlantic City. The school is expected to enroll 40 students per class and open in August 2029.
 - c) Hackensack Meridian Health ("Hackensack") opened the nation's first comprehensive health and wellness center at a mass transit hub. Located next to New Jersey Transit's Metropark Station, the facility offers urgent care, primary care, a retail pharmacy, imaging and other services.
 - d) Hackensack CEO, Robert Garrett, recently spoke on health care affordability at *Becker's Hospital Review's* ("Becker's") annual meeting. He outlined three broad concepts to bend the cost curve: 1) Convene all major stakeholders in one room to identify solutions together, including providers, payers, regulators, and legislators, 2) Modernize regulations, including tort reform, and 3) Shift care out of the hospital and build access points.
 - e) Inspira Health was on *Forbes Magazine's* 2026 list of "America's Best Employers for Company Culture". Inspira was #93 on a list of 600.
 - f) New Jersey has the 7th-longest emergency department wait times in the country, according to *Compare the Market*. The average wait time in New Jersey was 2 hours, 53 minutes — longer than the national average of 2 hours, 42 minutes. 48 N.J. hospitals have emergency room wait times above the national average. University Hospital has the longest in the State at over five hours. The shortest wait time was at Bergen New Bridge Medical Center in Paramus, at 2 hours, 22 minutes.

- g) According to the New Jersey Hospital Association, the State's hospitals are staring at a "fiscal abyss" due to the "One Big Beautiful Bill Act" and its reductions in Medicaid spending over time.

3. Ratings Agency Actions and Publication

- a) Moody's Ratings recently issued ten predictions for hospital margins, none of which are particularly good. Hospitals can expect lower volumes, fewer commercially insured patients, higher uncompensated care and sicker patients who have delayed care due to the cost.

4. New Jersey Health Care News

- a) A recent *Jersey's Best* article highlighted the world-class cancer care available in the State. According to the article, 60,000 New Jerseyans receive a cancer diagnosis each year, the 6th highest in the country.
- b) A bipartisan Assembly bill would raise the current \$50 per month nursing home resident personal needs allowance ("PNA") to \$140. Thirty-two states and the District of Columbia have higher PNAs than New Jersey.
- c) The Department of Banking and Insurance announced that nearly 69,000 New Jerseyans dropped health insurance plans on the State marketplace due to the expiration of federal subsidies. A number have also downgraded their coverage.

5. National Health Care News

- a) According to The Governance Institute, not-for-profit health system operations are, by and large, advancing faster than their governance, i.e., their boards. Due to the proliferation of mergers, a shrinking number of boards oversee large, highly complex organizations. Public companies recruit board members from a national, sometimes global, talent pool. Not-for-profit boards are still predominantly volunteer-based, and the average hospital spends 0.01% of patient revenue on board development.
- b) A study published in the *Journal of the American Medical Association* ("JAMA") suggests money spent on management consulting services does not result in better performance. The study showed "no evidence of changes" on average, in finances, operations, and quality of care for hospitals after the engagement. The researchers found that the average consulting contract lasted 1.4 years at a cost of \$6.2 million.
- c) Another study published in *JAMA* found that providing hospital-level care in patients' homes was linked to better clinical outcomes, suggesting hospital-at-home programs could serve as a safe and efficient alternative to traditional inpatient care. Hospital-at-home was associated with decreased emergency department use within 30 days of discharge and lower in-hospital mortality, according to the research. Patients in hospital-at-home programs saw no significant difference in 30-day readmissions.

- d) A recent Hospitalogy column addressed the economic reality of artificial intelligence (“AI”) in health care. While it will free doctors from paperwork and lead to faster diagnoses, AI will also result in a massive dislocation of back-office personnel – billing clerks, coders, accounting clerks, schedulers, etc. Unlike the coal or steel industries, AI-related job losses will be nationwide and could be broadly destabilizing. The author also asks an important question - Will reductions in staffing costs and operational efficiencies gained from AI lead to lower prices? The implementation of AI may be slower than expected, however. Data centers have large power requirements. A Wharton School professor points out that grid capacity, or lack thereof, is an issue in many areas now and new energy infrastructure has a long lead time.
- e) Hospitals continue to face Congressional scrutiny. On April 28th the House Ways and Means Committee held a hearing on rising health care costs featuring health system executives and policy experts. Hospitals can expect calls for greater price transparency, measurable community benefit standards and scrutiny of consolidation to continue, if not intensify.
- f) The Healthcare Financial Management Association (“HFMA”) published Part 1 of its look at *The Hospital of the Future*. Part 1 starts with a recap of a survey of finance professionals conducted earlier this year. Technological innovation and the need to make care more affordable were the top two forces that will shape health care the fastest.
- g) According to unadjusted Bureau of Labor Statistics figures, hospitals added no jobs in April, the first time that happened since 2021. Expense pressures and declining operating margins are likely causes.

6. Bond and Tax Legislation and Regulatory News

- a) Rep. Terri Sewell of Alabama reintroduced the Local Infrastructure Financing Tools (LIFT) Act (H.R. 8864), which has been referred to the House Ways and Means Committee. As introduced, the bill includes several key municipal finance provisions directly relevant to the Authority and our borrowers, including the restoration of advance refunding of tax-exempt bonds. Prior to being officially eliminated for bonds issued after December 31, 2017, as part of the Tax Cuts and Jobs Act of 2017 (TCJA), advance refundings accounted for a majority of Authority bonds issued.

7. Other News

- a) The Producer Price Index surged by 6% on a year-over-year basis, the largest gain in four years. The increase suggests the Fed will likely hold interest rates steady for a longer period.

- b) Included in the articles distributed to the Members are the slides from a recent HFMA webinar on AI basics.

8. Authority News

- a) Thank you to the designees, public Members and staff who accepted officer and committee roles today. We could not fulfill our mission without you.
- b) You may recall the amount of attention health insurance received during the 2026 Authority budget process with employees seeing another year of double-digit premium increases. The State's actuary, Aon, is warning this is likely to happen again in 2027 as the State Health Benefits Plan for Local Governments remains financially unstable. We will monitor the situation and keep you informed.
- c) The next Authority meeting will be on Thursday, June 25, 2026, at 10:00 AM.

Thank you.

8. ADJOURN

As there was no further business, questions, or comments, Mr. Glyn asked for a motion to adjourn. Mr. Lovell made the motion, and Mr. Sullivan seconded the motion.

After confirming who made the motion and who seconded, Mr. Glyn asked if there were any questions or comments on the motion. There were none. Mr. Glyn then called for a vote. All Members voted in the affirmative, and the meeting was adjourned at 10:30 a.m.

I HEREBY CERTIFY THAT THE FOREGOING IS A TRUE COPY OF THE MINUTES OF THE NEW JERSEY HEALTH CARE FACILITIES FINANCING AUTHORITY REGULAR MEETING HELD ON MAY 28, 2026.

Cindy Kline, Assistant Secretary