

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

April 6, 2022

6:30 P.M.

EXECUTIVE BOARD ROOM

VOTING MEMBERS PRESENT: Orlando Adamson, M.D. – via WebEx, William Frishman, M.D., Renee Garrick, M.D., Herman Geist, Susan Gevertz, John Heimerdinger – via WebEx, Mitchell Hochberg, Patrick McCoy, Tracey Mitchell, Alfredo Quintero, Zubeen Shroff, Mark Tulis, Richard Wishnie

NON-VOTING MEMBERS PRESENT: John Flannery, Michael Israel, Martin Rogowsky

NON-VOTING MEMBERS EXCUSED: Michael Rosenblut

**STAFF PRESENT: Julie Switzer, EVP, Chief Legal Officer
Gary Brudnicki, Senior Executive Vice President
Kara Bennorth, EVP
Marc Chasin, M.D., CHIO, WMCHHealth
Anthony Costello, EVP, Chief Operating Officer
Michael Doyle, M.D., Executive Director and CMO, HealthAlliance
Mark Fersko, Revenue and Finance Advisor
Michael Gewitz, M.D., Executive Director, MFCH
Mary Leahy, M.D., CEO, Bon Secours Charity Health System
Josh Ratner, EVP, Chief Strategy Officer
Matilde Roman, SVP, Chief Equity, Diversity and Inclusion Officer
Phyllis Yezzo – SVP, CNO WMCHHealth**

CALL TO ORDER

The April 6, 2022, meeting of the Westchester County Health Care Corporation (“WCHCC”) Board of Directors was called to order at 6:30 p.m., by Mr. Shroff, Chair. A quorum was present.

VOTING MEMBERS PRESENT

Orlando Adamson, M.D. – via WebEx	Mitchell Hochberg
William Frishman, M.D.	Patrick McCoy
Renee Garrick, M.D.	Tracey Mitchell
Herman Geist	Alfredo Quintero
Susan Gevertz	Zubeen shroff
John Heimerdinger – via WebEx	Mark Tulis
	Richard Wishnie

NON-VOTING MEMBERS PRESENT

Michael Israel
John Flannery
Martin Rogowsky

NON-VOTING MEMBERS EXCUSED

Michael Rosenblut

EXECUTIVE SESSION

The Board moved into Executive Session for the purpose of discussing strategic planning and personnel matters.

MR. SHROFF ASKED FOR A MOTION TO MOVE OUT OF EXECUTIVE SESSION. MR. TULIS MOTIONED, SECONDED BY MR. HOCHBERG. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE MARCH 2, 2022, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. MCCOY, SECONDED BY MS. MITCHELL, TO APPROVE THE MARCH 2, 2022, WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS MEETING MINUTES. THE MOTION WAS APPROVED UNANIMOUSLY.

REPORT OF THE PRESIDENT OF THE MEDICAL STAFF

Dr. Garrick provided the report of the President of the Medical Staff. She presented a credentialing packet (dated April 6, 2022 and attached to these minutes) containing information on Credentialing Appointments, Reappointments, FPPEs, Requests for Additional Privileges, and Updates to Neurology and Neurosurgery DOPs.

Motion to Approve Recommendations for Appointments, Reappointments, FPPEs, Requests for Additional Privileges and Updates to Neurology and Neurosurgery DOPs.

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, FPPEs, REQUESTS FOR ADDITIONAL PRIVILEGES AND UPDATES TO NEUROLOGY AND NEUROSURGERY DOPs. MS. GEVERTZ MOTIONED, SECONDED BY MR. TULIS. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE PRESIDENT

Mr. Ratner informed the Board that there is a New Board Member Healthcare Resources Book on Diligent.

Mr. Ratner advised the Board that Governor Hochul's NYS FY 2023 Executive Budget has been delayed. He highlighted the following Healthcare and Strengthening Healthcare Workforce-related funding expected to be included in the final budget:

- 1% increase in Medicaid reimbursement rate;
- Elimination of 1.5% proposed Medicaid cut;
- Changes to Medicaid Global Cap;
- Increase in Mental Health and Substance Abuse rates; and
- Frontline Workers' Bonus Program.

Mr. Ratner stated that the following two items related to Transforming the State's Healthcare Delivery System are anticipated to be in the final budget:

- \$1.6 - \$2 billion in capital funding; and
- \$1 billion for financially distressed hospitals.

Mr. Ratner provided an update on Community Relations. He stated that February was Black History and Women's Heart Health Month. Mr. Ratner advised that the 2022 HeLa Diversity, Equity, and Inclusion Conference was held on February 16, 2022.

Mr. Ratner informed the Board of the following new Community Relations Partnerships:

- WMCHHealth is partnering with the American Heart Association ("AHA") for the "Live Fierce, Stand for All" campaign, which focuses on issues of health equity in Westchester;
- AHA is sponsoring the Heart Walk on the Pathway Over the Hudson on April 30th, with a focus on heart health issues in Ulster and Dutchess counties; and
- WMC Health is the "Official Hospital Network of NY Renegades," a minor league team for the NY Yankees.

Mr. Ratner advised the Board of a Cardiovascular Health Promotion and Disease Prevention Campaign launch.

Mr. Ratner showed the Board a new HealthAlliance logo.

Mr. Brudnicki reviewed the March, 2022, volumes for Valhalla compared to the March, 2021, volumes. He stated that all areas for March, 2022, were higher than March, 2021.

Clinical Operations Updates:

- Initiated 5 South Unit renovation project in the main hospital;
- Initiated ACP 6th and 7th floor outpatient practice design;
- Blood Bank renovation completed;
- Opened new Ultrasound Simulation Lab;
- Renovation of Pediatric patient rooms in the Emergency Department completed; and
- Successful completion of ACGME accreditation for Radiology Residency program.

Physician Recruitment:

- Drs. Justin McCool and Maria Schmidt have joined the Department of Radiology in APS; and
- Dr. Stephanie Cristofaro Casella has joined the Division of Mental Health in APS.

Mr. Brudnicki reviewed the MHRH March, 2022, volumes compared to the March, 2021, volumes. He stated that all areas for March, 2022, were higher than March, 2021.

Clinical Operations Updates:

- 3 Spellman construction underway;
- Lobby design completed and approved; and
- Relocated Communications Disorder Center from an offsite location to the main campus.

Physician Recruitment:

- Dr. Robert M. Chuda has joined the Division of Anesthesiology in APS.

Dr. Gewitz provided clinical operations and Maria Fareri Children's Hospital ("MFCH") updates.

Dr. Gewitz reviewed the Q1 Transfer data for the past five years for the Board. He stated that, year over year, the volume has continued to increase, with a large number of transfers from the Northern region.

Dr. Gewitz advised the Board that WMC has recruited the following new pediatric physicians:

- Dr. Delamora;
- Dr. Grant;
- Dr. Edo;
- Dr. Martin; and
- Dr. Cooper

Dr. Gewitz updated the Board on the expansion of the NICU and the Milk Bank.

Dr. Gewitz proudly reported to the Board that the MFCH Pediatric ICU earned recognition for being CLABSI free for one year, and is an SPS participant.

Dr. Garrick provided the following Medical Leadership and Quality Updates:

Dr. Garrick updated the Board on the Resident Match. She stated that all Programs are completely filled, and twenty-four New York Medical College students chose WMC.

Dr. Garrick advised the Board of a new Simulation Center that provides Point of Care Ultrasound Testing ("POCUS"), stating that it is the stethoscope of 2022. She highlighted the following:

- Multidisciplinary, multimodal ultrasound simulation systems are now available (Heartworks and Bodyworks);
- Simulation training to practice the use of POCUS for real time bedside applications to ensure that attendings, fellows, residents, and students are well trained and competent;
- Dedicated Ultrasound Simulation Suite now open in Macy
 - Sponsored by GME program, Dr. Bierman;
 - Steward: Department of Anesthesia, Alex Mittnacht; and
- Plan for recruitment of Expert Physician to lead Critical Care/Clinical use of POCUS, and guide ongoing advancements and applications.

Dr. Garrick advised the Board of an Initiation of Neuro/Neurosurgery Leading Edge Deep Brain Simulation Program. She highlighted the following:

- Treatment of Refractory Movement Disorders: Parkinson’s Disease and Essential Tremor;
- Deep Brain Stimulation (“DBS”) involves placing one or two small wires into specific brain targets to reduce and potentially cure movement-based symptoms;
- Our program uses the most advanced technology available and uses both frameless/platform-based and robotic DBS surgery, with awake and asleep procedures;
- Program is network wide:
 - Dr. Sukul – functional neurosurgeon at WMC;
 - Dr. Fekete (WMC);
 - Drs. Daniel and Amodeo (MHRH); and
- First case at WMC was recently completed with complete resolution of Parkinsonian symptoms.

Dr. Garrick advised the Board that on April 7, 2022, Drs. Milligan and Ghandi will hold a first session on Neurosciences Across the Network.

Dr. Garrick provided a Transfer Center update, as well as a Network Quality and Safety update to the Board.

Ms. Bennorth reviewed the 2021 year-end performance Development Dashboard. She stated that \$5,413,000 was received in 2021, compared to \$4,347,000 in 2020.

Ms. Bennorth reviewed the 2022 Development Action Plan for the Board, which focuses on the following areas:

- Transformation/Growth;
- Quality/Outcomes;
- Community/People; and
- Access.

Ms. Bennorth updated the Board on the Critical Care Tower Campaign. She stated that WMC is nearing the completion of its 5-month Campaign Feasibility Study, which will drive the development of the campaign cultivation and solicitation strategy. Ms. Bennorth advised that the study will include the following elements:

- Building the Framework for the overarching campaign strategy;
- Examination of all legacy donors;
- Evaluating the local and regional economic and competitive landscape; and
- Providing detailed recommendations for short, and long-term campaign success.

Ms. Bennorth provided the following Productivity Report for Q1 2022:

- Quality/Outcomes;
- Transformation/Growth;
- Community/People - Point of Sale Established Partners:
 - Subaru/Share the Love 2021 - \$85,000;
 - Spirit of Halloween 2021 - \$70,505;
 - ShopRite – Fall 2021 - \$82,240
 - New Partners – Lily Pulitzer and Jersey Mike’s
 - Upcoming Campaigns: DeCicco and Sons, and ShopRite
 - Third Party Campaigns:
 - Recently closed – Winter Wonderland 2021 - \$70,000
 - Upcoming Campaigns – Westchester Warriors 2022 – YTD \$59,253, and the TCS NYC Marathon;
- Access; and
- Events:
 - Girls Night Out on March 3, 2022, had record attendance - \$66,351;
 - GSH Spring Ball;

- o Wines of the World/40th Anniversary of the NICU;
- o HA Dinner at Diamond Mills; and
- o WMC Gala.

REPORT OF THE COMMITTEES

AUDIT AND CORPORATE COMPLIANCE COMMITTEE

Mr. McCoy, Chair, Audit and Corporate Compliance Committee, informed the Board that the Committee met earlier this afternoon.

Mr. McCoy advised the Board that Ms. Campbell updated the Committee on three audits in progress for WMC and APS. She also discussed the following three completed audits: DRG 203 – Bronchitis and Asthma w/o CC/MCC – Valhalla, DRG 895/897 – Alcohol/Drug Abuse or Dependence w/without Rehabilitation Therapy w/o MCC – MHRH, and Modifier 24 – Post-Operative Unrelated E&M Services.

Mr. McCoy informed the Board that Mr. Palovick advised the Committee of the following internal audits in progress: Physician Contracts – MHRH, 2021 Senior Management Expenses, and Outpatient Radiology Revenue Cycle. He also discussed the following three completed internal audits: Outpatient Lab Revenue Cycle, System User Provisioning/De-Provisioning, and Payroll Differentials.

COMBINED AUDIT AND FINANCE COMMITTEE

Mr. McCoy, Chair, Audit and Corporate Compliance Committee, informed the Board that Grant Thornton (“GT”) presented the 2021 draft Audit Financial Statements to the Committee. He advised that GT stated that it was a smooth audit, and they are prepared to issue an unmodified opinion. Mr. McCoy informed the Board that the Committee voted to accept the 2021 audit results.

Mr. Tulis, Chair, Finance Committee, informed the Board that the Finance Committee met prior to the Board meeting and reviewed the financial statements for the month ended February 28, 2022.

Mr. Tulis advised the Board that Mr. Morgan presented a Declaration of Intent Resolution to the Committee. He stated that the Resolution would allow WMC to be reimbursed for costs incurred for the New Bed Tower project, prior to any financing taking place. Mr. Tulis stated that the Committee recommended approval of the Declaration of Intent Resolution to the Board.

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE DECLARATION OF INTENT RESOLUTION. MR. TULIS MOTIONED, SECONDED BY MR. WISHNIE. THE MOTION CARRIED UNANIMOUSLY.

QUALITY COMMITTEE

Ms. Gevertz, Chair, Quality Committee, stated that the Committee met on March 4, 2022.

Ms. Gevertz informed the Board that Dr. Garrick presented the report of the Quality and Safety Council meeting of January 13, 2022. Dr. Garrick advised that the following Departments presented: Anesthesia and Pharmacy. She stated that QA/PI reports were submitted by the Ally Care Center (AIDS Care Center), the Critical Care Committee, and the Department of Medicine.

Ms. Gevertz advised the Board that the Committee received a presentation on the Environment of Care Quality Council by Mr. Doering. Mr. Doering gave a report to the Committee highlighting the following:

- 2021 Management Plan Evaluations – Metrics and results were discussed. Ten of the twelve 2021 Performance Improvement (PI) objectives were met, and the two PI objectives that were below our desired goal, were very close.
- 2022 Management Plans – 2022 Performance Improvement Objectives are similar to 2021's Objectives.

Mr. Doering also discussed:

- Regulatory Update – No OSHA/PESH complaints at WMC since the last report. There were two OSHA complaints at MHRH since the last report. One ergonomic issue related to blood draws in the ED, and there was one sanitation issue. Both issues were responded to, and no additional follow-up from OSHA is expected.
- Corrective Action Plans – All identified deficiencies were corrected and monitoring is completed. The Joint Commission has made significant changes to their Emergency Management Standards.
- Code Red 2018–2021 was discussed for both the Valhalla and MHRH campuses. Fire alarm replacement is scheduled to start in BHC in March (pending material availability). Vendor, Fire Safety and BHC leadership have met to develop plans to ensure patient and employee safety during the process; reduce number of devices (Code Compliant) and will no longer be a proprietary system. Parking Garage Fire Alarm replacement was completed.

Ms. Gevertz informed the Board that the Committee recommended that the Board adopt the 2021 Evaluations of the Management Plans for the Environment of Care, and approve the 2022 Management Plans for the Environment of Care.

MR. SHROFF ASKED FOR A MOTION TO ADOPT THE 2021 EVALUATIONS OF THE MANAGEMENT PLANS FOR THE ENVIRONMENT OF CARE AND APPROVE THE 2022 MANAGEMENT PLANS FOR THE ENVIRONMENT OF CARE. MS. GEVERTZ MOTIONED, SECONDED BY MR. WISHNIE. THE MOTION CARRIED UNANIMOUSLY.

Ms. Gevertz informed the Board that Ms. Cuddy presented the 2021 Annual Summary to the Committee. Ms. Cuddy discussed the details of the 2021 Annual Summary including:

- Table of Organization - Explained in detail;
- Impact of the COVID 19 Public Health Emergency on reporting and data submissions;
- 2021 Quality Department Activities – The Department maintained and continued its usual quality improvement activities, as well as COVID 19 reporting responsibilities and participation in related activities, including policy revisions, staff training, rounding, and vaccinating;
- 2021 Organization Priorities and Outcomes;
- WMCHHealth COVID Experience 2020–2022 was discussed;
- 2021 Clinical Optimization and Efficiency activities – Including material, collaborative and other indicators and outcomes; and
- National Hospital Quality Measures – Sustained improvements, particular measures, outcomes and opportunities for improvement were discussed in detail

Dr. Garrick discussed the following:

2021 Star Rating Data:

- National Hospital Quality Measures – Unplanned readmissions, length of stay, PI, and HCAHPS;
- Focus on Organizational PI, and current PI projects were discussed;
- Patient Safety Indicators;

- The CMS Eastern Quality Improvement Collaborative (EQIC) hospital improvement metrics were discussed, including reduce 30 day admissions, reduce Hospital Acquired Conditions, reduce opioid misuse, and primarily post surgical indicators;
- Nursing Quality aligned with Organizational Quality; and
- 2021 Patient Experience

Ms. McFarlane discussed the 2021 Regulatory activities, highlighting the following:

- There were 155 surveyor days;
- 100% accreditation and certification was achieved;
- TAVR Certification at Valhalla was added;
- Where findings were made, corrective actions were implemented and achieved;
- NYPORTS – There were 13 events in 2021. Internal Incident Reviews found system level issues, and risk reduction strategies were developed and implemented;
- Safety Investigations:
 - Adult and Pediatric Services – there were seven safety investigations discussed for 2021;
 - Behavioral Health Services – there were 138 NYS reportable safety events in 2021 across Valhalla and MHRH; and
- Contracted Services – Evaluations were performed applying indicators and criteria which were discussed in detail.

Ms. Cuddy presented the 2022 Performance Improvement and Patient Safety Plan, highlighting the following:

- 2022 Performance Improvement and Safety Plan – Revisions to the Plan were outlined.
- 2022 Organizational Priorities – Goals include (i) facilitate implementation and usage of metrics and data sources that capture the social determinants of health, which may contribute to health disparities, as applicable to the service or delivery of care; (ii) continue to develop EQIC goals at Valhalla/MHRH to align with network hospitals; (iii) ensure optimization of Cerner; (iv) enhance patient satisfaction - increase HCAHPS response rate; and (v) increase Service Facilitations for Patient and Caregiver Services.

Ms. Gevertz advised the Board that the Committee recommended to the Board that it adopt and approve the 2021 Annual Summary, the 2022 Performance Improvement and Patient Safety Plan, and the 2022 Organizational Priorities.

MR. SHROFF ASKED FOR A MOTION TO ADOPT AND APPROVE THE 2021 ANNUAL SUMMARY, THE 2022 PERFORMANCE IMPROVEMENT AND PATIENT SAFETY PLAN, AND THE 2022 ORGANIZATIONAL PRIORITIES. MS. GEVERTZ MOTIONED, SECONDED BY DR. FRISHMAN. THE MOTION CARRIED UNANIMOUSLY.

Ms. Gevertz stated that Ms. McFarlane provided a regulatory report to the Committee, as well as an update on recent surveys.

NEW BUSINESS

Mr. Shroff presented the following items from the Westchester Medical Center Foundation Board to the Board:

- Vote to Appoint Elizabeth Bracken-Thompson to the Foundation Board for a term of 3 years;
- Vote to Remove Nancy Fazzinga from the Foundation Board; and
- Vote to Reappoint the following Foundation Board members to a 3 year term:
 - Zubeen Shroff;

- o John Flannery;
- o James Ritman;
- o David DeMilia;
- o Michael Zeldes; and
- o Allen Kass

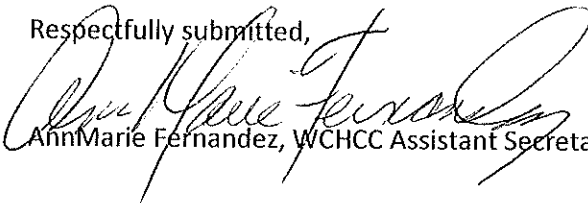
MR. SHROFF ASKED FOR A MOTION TO APPOINT ELIZABETH BRACKEN-THOMPSON TO THE FOUNDATION BOARD FOR A 3 YEAR TERM, REMOVE NANCY FAZZINGA FROM THAT BOARD, AND REAPPOINT ZUBEEN SHROFF, JOHN FLANNERY, JAMES RITMAN, DAVID DEMILIA, MICHAEL ZELDES AND ALLEN KASS TO THE FOUNDATION BOARD FOR A 3 YEAR TERM. MR. WISHNIE MOTIONED, SECONDED BY MR. TULIS. THE MOTION CARRIED UNANIMOUSLY.

Mr. Shroff advised the Board that Navy Djonovic was appointed the new Chair of the Westchester Medical Center Foundation Board.

ADJOURNMENT

MR. SHROFF ASKED FOR A MOTION TO ADJOURN THE APRIL 6, 2022, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MR. TULIS MOTIONED, SECONDED BY MR. QUINTERO. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,



AnnMarie Fernandez, WCHCC Assistant Secretary