

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

July 19, 2023

5:15 P.M.

EXECUTIVE BOARD ROOM

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

NON-VOTING MEMBERS PRESENT: John Flannery, Michael Israel, Michael Rosenblut

NON-VOTING MEMBERS EXCUSED: Martin Rogowsky

**STAFF PRESENT: Julie Switzer, EVP and Chief Legal Officer
Patti Ariel, Interim Chief Compliance Officer
Gary Brudnicki, Senior Executive Vice President – via WebEx
Anthony Costello, EVP, COO
Mark Fersko, Revenue and Finance Advisor – via WebEx
Anthony Frank, EVP, CFO
Michael Gewitz, M.D., Executive Director, MFCH
Mary Leahy, M.D., CEO, Bon Secours Charity Health System
John Morgan, SVP, Finance
James Palovick, Chief Audit Officer
Josh Ratner, EVP, Chief Strategy Officer
Phyllis Yezzo, EVP, CNO
Inder Sandhu-Gay, SVP, Network Strategy and Development
Ann Marie Soares, Executive Secretary**

CALL TO ORDER

The July 19, 2023, meeting of the Westchester County Health Care Corporation ("WCHCC") Board of Directors was called to order at 5:15 p.m., by Mr. Shroff, Chair. A quorum was present.

VOTING MEMBERS PRESENT

William Frishman, M.D.	Tracey Mitchell
Renee Garrick, M.D.	Alfredo Quintero
Herman Geist	Zubeen Shroff
Susan Gevertz	Mark Tulis
John Heimerdinger	Judith Watson
Mitchell Hochberg	Richard Wishnie
Patrick McCoy	

NON-VOTING MEMBERS PRESENT

John Flannery
Michael Israel
Michael Rosenblut

NON-VOTING MEMBERS EXCUSED

Martin Rogowsky

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE JUNE 7, 2023, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. TULIS, AND SECONDED BY MS. WATSON, TO APPROVE THE JUNE 7, 2023, 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 July 18, 2023 and attached to these minutes), containing information on Credentialing Appointments, Reappointments, Additional Privileges, FPPEs, and updates to the Structure of the Medical Staff.

Motion to Approve Recommendations for Appointments, Reappointments, Additional Privileges, FPPEs, and updates to the Structure of the Medical Staff.

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, ADDITIONAL PRIVILEGES, FPPEs, AND UPDATES TO THE STRUCTURE OF THE MEDICAL STAFF. MR. MCCOY MOTIONED, SECONDED BY MS. MITCHELL. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE COMMITTEES

FINANCE COMMITTEE

Mr. Tulis, Chair, Finance Committee, stated that the Committee met this afternoon prior to the Board meeting, and reviewed the financial statements for the period ended May 31, 2023.

Mr. Tulis informed the Board that Mr. Morgan presented Resolution 3 to the Committee, authorizing the issuance or incurrence of taxable or tax-exempt indebtedness for the purpose of financing or reimbursing capital projects, approving the form of and authorizing the execution of a supplemental indenture, a mortgage, a purchase contract, a continuing disclosure agreement, and offering memorandum and loan documents. He stated that the Committee voted to recommend the Resolution to the Board for their approval.

MR. SHROFF ASKED FOR A MOTION TO APPROVE RESOLUTION 3, AUTHORIZING THE ISSUANCE OR INCURRENCE OF TAXABLE OR TAX-EXEMPT INDEBTEDNESS FOR THE PURPOSE OF FINANCING OR REIMBURSING CAPITAL PROJECTS, APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION OF A SUPPLEMENTAL INDENTURE, A MORTGAGE, A PURCHASE CONTRACT, A CONTINUING DISCLOSURE AGREEMENT, AND OFFERING MEMORANDUM AND LOAN DOCUMENTS. MR. TULIS MOTIONED, SECONDED BY MR. HOCHBERG THE MOTION CARRIED UNANIMOUSLY.

QUALITY COMMITTEE

Ms. Gevertz informed the Board that the Committee met on June 2, 2023.

Ms. Gevertz advised the Board that Dr. Garrick provided the report of the Quality & Safety Council meeting of April 13, 2023. She stated that presentations were provided by Surgery, Medicine, MFCH, and Neurology. In addition, QA/PI reports were submitted by Antimicrobial Stewardship, Cardiovascular, Risk Management, Social Work/Case Management, Home Health Agency and Human Resources.

Ms. Gevertz informed the Board that the Committee received a presentation on Neurology by Dr. Milligan. She provided a report highlighting the Stroke Program at WMC, and across the network, including related quality metrics for 2021-March 2023. Dr. Milligan then focused on general inpatient care, before outlining ongoing QI projects with specific note of an initiative to screen for social determinants of health.

Ms. Gevertz advised the Board that the Committee then received a presentation on Radiology, provided by Dr. Lefkovitz. Dr. Lefkovitz presented the Department's performance improvement program, noting that it is spearheaded by a multi-disciplinary Committee held jointly with the department representatives from MHRH. She stated that 2022 quality metrics for both sites were presented, as well as regulatory accomplishments. Dr. Lefkovitz closed the presentation with an outline of 2023 quality improvement opportunities.

NEW BUSINESS

There was no new business.

ADJOURNMENT

MR. SHROFF ASKED FOR A MOTION TO ADJOURN THE JULY 19, 2023, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MR. HOCHBERG MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,


AnnMarie Soares, WCHCC Assistant Secretary