

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

January 6, 2021

6:30 P.M.

VIA WEBEX

VOTING MEMBERS PRESENT: Orlando Adamson, M.D., 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, Richard Wishnie

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

STAFF PRESENT: Julie Switzer, EVP, General Counsel
Gary Brudnicki, Senior Executive Vice President
Kara Bennorth, EVP, Chief Administrative Officer
Marc Chasin, M.D., CHIO
Don Chen, M.D., Director of Infection Control
Anthony Costello, SVP, Professional Support Services
Michael Doyle, M.D., Executive Director and CMO, HealthAlliance
Mark Fersko, EVP, Financial Planning
Paula Fessler, Chief Nursing Executive
Michael Gewitz, M.D., Executive Director, MFCH
Mary Leahy, M.D., CEO, Bon Secours Charity Health System
Jordy Rabinowitz, SVP, Human Resources
Josh Ratner, SVP, Strategic Planning
Daniel Zelazny, M.D., President of the Medical Executive Committee

CALL TO ORDER

The January 6, 2021, meeting of the Westchester County Health Care Corporation (“WCHCC”) Board of Directors was called to order at 5:45 p.m., via Webex, by Mr. Hochberg, Chair. A quorum was present.

VOTING MEMBERS PRESENT

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

NON-VOTING MEMBERS PRESENT

John Flannery
Michael Israel
Martin Rogowsky
Michael Rosenblut

EXECUTIVE SESSION

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

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

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE DECEMBER 2, 2020, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. SHROFF, SECONDED BY MR. WISHNIE, TO APPROVE THE DECEMBER 2, 2020, WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS MEETING MINUTES. THE MOTION WAS APPROVED UNANIMOUSLY.

REPORT OF THE PRESIDENT OF THE MEDICAL STAFF

Dr. Zelazny provided the report of the President of the Medical Staff. He presented a credentialing packet (dated January 6, 2021, and attached to these minutes) containing information on Credentialing Appointments, Reappointments, and Category of Staff Changes.

A discussion ensued.

Motion to Approve Recommendations for Appointments, Reappointments, and Category of Staff Changes

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, AND CATEGORY OF STAFF CHANGES. MS. GEVERTZ MOTIONED, SECONDED BY MR. TULIS. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE PRESIDENT

Ms. Bennorth informed the Board that WMC continues its Care and Connect support calls that originated due to visitation restrictions brought on by the COVID pandemic. She stated that to date, over 14,000 outreach calls were placed.

Ms. Bennorth advised the Board that this week, visitation has gone back to one support person per patient for a two hour timeframe, with exceptions for Pediatrics and Labor and Delivery.

Ms. Bennorth informed the Board that WMC's Toy Drive/Registry resulted in over 2,500 items for the children's hospital. She stated that for 2021, the program will expand to the Family Resource Center, SAAVE, the Caregiver Center and Behavioral Health.

Ms. Bennorth informed the Board that on December 21, 2020, over 60 police, fire and EMS vehicles were on the WMC campus participating in the annual Good Night Lights.

Ms. Bennorth complimented Ms. Mitchell for her work on the REACH councils and their ability to mobilize and support the COVID vaccine efforts of WMC.

Ms. Bennorth advised that WMC continues its patient/community communications and awareness outreach program, and will now include the COVID-19 HUB microsite www.wmchealth.org/vaccine-info

Ms. Bennorth showed a news clip on WMC's Post-COVID-19 Recovery Program.

Mr. Costello showed images of the Ambulatory Care Pavilion's ("ACP") 7th floor patient room expansion into the main tower project. He stated that the 7th floor expansion should be completed by the end of the month, creating an additional 48 private patient rooms for the entire expansion project.

Mr. Costello informed the Board that Walgreen's opened on Monday in the lobby of the ACP.

Mr. Costello showed images of the 4th floor of the ACP, which will be home to WMC's Neuro/Ortho Spine Center. He stated that the finishes are going in and he anticipates the Center opening late February.

Mr. Costello showed images of the Mary's Avenue construction project at HealthAlliance ("HA"). He stated that the weather has been cooperating and pipes and electrical utilities are being installed. Mr. Costello advised that the project is anticipated to be completed by the end of the 1st quarter of 2022.

Mr. Costello informed the Board of the following updates at MHRH:

- COVID vaccinations initiated for staff, EMS, frontline responders and community healthcare providers;
- Environmental enhancements continue on Physical Rehab, Chemical Dependency Rehab and 4 Spellman Behavioral Health Unit; and
- Imaging equipment upgrades in process – Cardiac Cath, MRI, CT, and IR.

Mr. Costello stated that planning and operationalization of the NYSDOH vaccine hub activity is ongoing, and the DNV Primary Stroke Center Application was accepted and the survey is pending.

Mr. Costello advised the Board of the following physician recruitments at MHRH:

- APS Hospitalist recruitment continues;
- APS Hospitalist – Dr. Muhammad Khan;
- APS Hospitalist – Dr. Shehzad Ali, MBBS

- Hudson Valley Heart Center – Dr. David Steckman

Dr. Doyle, Executive Director of HealthAlliance, informed the Board of the following:

Clinical updates:

- The Cath Lab has contingent CON approval;
- Cath Lab RN and Tech training at WMC and Charity continues;
- Mountainside Residential Care Center remains COVID free; and
- Volume recovery:
 - OR at pre-COVID levels;
 - ED and inpatient at 75% - 80% of pre-COVID volume.

Behavioral Health:

- 56% of Psychiatry treat and release. 96% of admissions at WMCHHealth Network;
- 74% Substance Use treat and release. 50% of admissions at Broadway;

Kingston COVID-19 Testing Site:

- Daily tests average 130+; and
- 7 days a week, 9 a.m. to 1:00 p.m.

COVID Vaccination POD:

- Set up former Foxhall Ambulatory Surgery Site;
- Scheduling priority groups in accordance with NY state guidelines

Surveys and Certifications:

- Continues DNV Survey readiness.

Dr. Doyle informed the Board of the following community engagement activities:

- Catholic Charities – discussions regarding housing warming center on Broadway Campus;
- County Executive Patrick Ryan – monthly call;
- Ulster County MHA Executive Director, Juliann Curabba; and
- Kingston Community Radio on WGHQ with Fred Costello and Greg Chorvas.

Dr. Leahy, CEO of Bon Secours Charity Health System, informed the Board that Good Samaritan Hospital (“GSH”) currently has 59 COVID-19 positive inpatients, and several patients at both St. Anthony’s Community Hospital (“SACH”) and Bon Secours Community Hospital (“BSCH”). She stated that the patient acuity does not seem to be as high as it was back in April, 2020.

Dr. Leahy advised that Charity has adequate staff, PPE, and patient rooms, in case of a resurgence. She stated that Charity has installed Plexiglas barriers to protect its employees throughout the hospitals. Dr. Leahy advised that town hall meetings continue with the physicians and staff to ensure consistent communication.

Dr. Leahy advised that, in collaboration with the state, COVID testing continues. She stated that Charity received the Pfizer vaccine three weeks ago, and several hours later frontline staff began receiving their vaccines. Dr. Leahy advised that all vaccines received were distributed within one week, quickly and efficiently. She stated

that today Charity begins administering the second dose of Pfizer, in addition to administering Moderna vaccines. Dr. Leahy stated that 90% percent of the staff who requested a vaccine have received one, and the remaining 10%, who may have been on vacation, are scheduled for a vaccine. She reminded the Board that the vaccine is not mandated for healthcare workers. Dr. Leahy advised that all of Charity's long term care residents who want to be have been vaccinated, in collaboration with CVS.

Dr. Leahy informed the Board that projects scheduled for 2021 are ongoing and on budget. She stated that these projects include:

GSH: Elevator renovations; the Labor and Delivery Room project will be completed by the end of next month; and the Cath Lab project is well underway with completion expected in April 2020;

SACH: Elevator renovations were completed; and the OR project will begin at the end of the month; and

BSCH: The Medical Village project continues to move forward.

Dr. Leahy advised that GSH had 275 births in the month of December, and there were 35 at SACH.

Dr. Gewitz informed the Board that the Maria Fareri Children's Hospital ("MFCH") Child's Life Program received a \$50,000 grant from the Spencer Gift Company.

Dr. Gewitz advised the Board that the MFCH was cited as one of the 10 best children's hospital response programs to COVID-19 by the Children's Hospital Association.

Dr. Gewitz stated that the MFCH will participate in the American Academy of Pediatrics "VIP" program.

Dr. Gewitz informed the Board of the ongoing success of the new Maria Fareri Children's Services at MHRH. He stated that the number of patients treated continues to increase month over month.

Dr. Garrick informed the Board that WMC continues to work on research harmonization, and now has a common application process in place with the New York Medical College. She stated that despite COVID, WMC had 48 approved clinical trials and 122 approved quality trials for 2020. Dr. Garrick noted that there are 21 approved trials underway so far for 2021.

Dr. Garrick advised that WMC's GME recruitment, which was held virtually, was a full match. She stated that the recent IPRO review had no findings.

Dr. Garrick informed the Board that WMCHHealth's Maternal/Fetal network-wide work group has completed the DNV and Joint Commission portions that were in place to ensure network wide compliance with all of the new requirements.

Dr. Garrick advised that the search for a Chair/Director of Pathology was completed. She stated that the search for Directors of Neurology and Radiation Medicine are winding down.

REPORT OF THE COMMITTEES

DIVERSITY AND INCLUSION COMMITTEE

Mr. Wishnie, Chair, Diversity and Inclusion Committee, stated that the Committee meet on December 18, 2020.

Mr. Wishnie stated that this year-end meeting focused on revisiting workforce diversity demographics for the Network. He reminded the Board that the issue of health equity is inextricably interwoven with issues of

workforce and leadership diversity and related diversity considerations (cultural intelligence of staff, data collection and analysis of patient demographic data for disparities, community partnerships, etc.).

Mr. Wishnie advised that the Committee previously reviewed the data in 2017, and since then WMC has undertaken several initiatives designed to enhance diversity recruitment and retention activities (e.g. review of executive recruiter activities to ensure they are providing diverse candidate slates, ensuring diversity is reflected in Women's Leadership program, etc.).

Mr. Wishnie informed the Board that overall diversity of the workforce increased by 8% on the Valhalla campus and 2% at MHRH, from 2017 to 2020. He stated that the 2020 workforce diversity reflects the community in every category except Hispanics on both campuses.

Mr. Wishnie advised that the 2021 workforce diversity focus will be on strengthening and formalizing collaborations between the Office of Diversity, Inclusion and Community Engagement and Human Resources, with both offices designating a senior staff member to work on these efforts on an ongoing basis.

FINANCE COMMITTEE

Mr. Tulis, Chair, Finance Committee, stated that the Committee met this afternoon, prior to the Board meeting.

Mr. Tulis advised the Board that management has negotiated preliminary terms with TD Bank for a replacement of Charity's Rabobank Line of Credit ("LOC"), which WMC guarantees. He stated that the Committee reviewed the terms of the TD facility and determined TD to be more favorable than the current Rabobank LOC. However, the Rabobank LOC matures on January 15, 2021, which may not leave enough time to close the TD facility. Mr. Tulis advised that the Committee recommended that the Board approve a resolution to guarantee Charity's potential TD Bank LOC, in addition to approving a resolution to guarantee Charity's Amendment #3 with Rabobank.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RESOLUTION AUTHORIZING WMC TO GUARANTEE CHARITY'S AMENDMENT #3 WITH RABOBANK. MR. SHROFF MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RESOLUTION AUTHORIZING WMC TO GUARANTEE CHARITY'S POTENTIAL NEW LOC WITH TD BANK, IN AN AMOUNT NOT TO EXCEED \$40 MILLION. MR. QUINTERO MOTIONED, SECONDED BY MS. GEVERTZ. THE MOTION CARRIED UNANIMOUSLY.

QUALITY COMMITTEE

Ms. Gevertz, Chair, Quality Committee, stated that the Committee met on December 4, 2020.

Ms. Gevertz advised the Board that Dr. Garrick reviewed the report of the Quality and Safety Committee meeting of October 8, 2020. She highlighted the following reports: Antimicrobial Stewardship, Health Information Management, Medicine, OR Committee, and Pain Management. Dr. Garrick also reviewed the QA/PI reports submitted by the Certified Home Health Agency and the Transplant Quality Council.

Ms. Gevertz advised the Board that the Committee received a presentation on Intra-Abdominal Transplant by Dr. Diflo. He presented the quality improvement efforts of the Transplant program highlighting the following:

- Volume – the program shut down in April and May due to COVID-19, which impacted volume. To date in 2020, there have been 46 kidney transplants, same volume as 2019, and liver volume has doubled from last year due to a change in the way livers are allocated;
- Key Performance Indicators – data regarding blood transfusions, LOS, and complication rates;
- Scientific Registry of Transplant Recipients data (SRTR) – one and three year graft and patient survival rates for kidneys and livers in adult and pediatric patients were presented; and
- Performance Improvement measures for Increased Donor Pool with Hepatitis C Positive Donors, Outreach for Liver and Kidney Transplant, Factors Impacting on Kidney Transplant Graft and Patient Survival, Alcohol Risk Reduction efforts in Post Liver Transplant, COVID-19 in Solid Organ Transplant, and Regulatory Updates/Corrective Action were also discussed.

Ms. Gevertz informed the Board that the Committee received a presentation on the Trauma program from Dr. Prabhakaran. He discussed the following:

- A recertification site visit is expected in January 2022;
- New initiatives since July 2019;
- Admission data;
- 2020 Adult Trauma Registry Report/Data;
- Trauma volume 2016 through September 2020;
- Adult trauma transfers 2016 through September 2020; and
- Future goals.

Ms. Gevertz stated that Ms. McFarlane provided the regulatory report for the Committee.

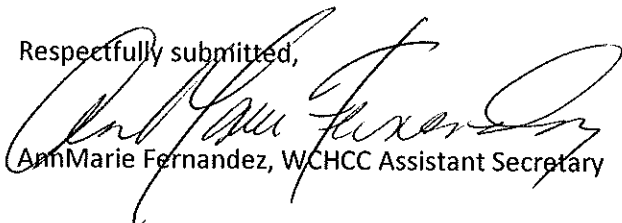
NEW BUSINESS

There was no new business.

ADJOURNMENT

MR. HOCHBERG ASKED FOR A MOTION TO ADJOURN THE JANUARY 6, 2021, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. DR. GARRICK MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,



Ann Marie Fernandez, WCHCC Assistant Secretary