

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

May 1, 2024

6:00 P.M.

EXECUTIVE BOARD ROOM

VOTING MEMBERS PRESENT: William Frishman, M.D., Renee Garrick, M.D., Herman Geist, John Heimerdinger, Mitchell Hochberg, Alfredo Quintero, Michael Rosenblut, Zubeen Shroff, Sharla St. Rose, Mark Tulis, Judith Watson, Richard Wishnie

VOTING MEMBERS EXCUSED: Susan Gevertz, Patrick McCoy, Tracey Mitchell

NON-VOTING MEMBERS PRESENT: Michael Israel, Martin Rogowsky

**STAFF PRESENT: Julie Switzer, EVP, Chief Legal Officer
Anthony Costello, EVP, COO
Josh Ratner, EVP, Chief Strategy Officer
Ann Marie Soares, Executive Corporate Secretary**

CALL TO ORDER

The May 1, 2024, meeting of the Westchester County Health Care Corporation ("WCHCC") Board of Directors was called to order at 6:00 p.m., by Mr. Shroff, Chair. A quorum was present.

VOTING MEMBERS PRESENT

William Frishman, M.D.	Michael Rosenblut
Renee Garrick, M.D.	Zubeen Shroff
Herman Geist	Sharla St. Rose
John Heimerdinger	Mark Tulis
Mitchell Hochberg	Judith Watson
Alfredo Quintero	Richard Wishnie

VOTING MEMBERS EXCUSED

Susan Gevertz
Patrick McCoy
Tracey Mitchell

NON-VOTING MEMBERS PRESENT

Michael Israel
Martin Rogowsky

REPORT OF THE PRESIDENT OF THE MEDICAL STAFF

Dr. Altman provided the report of the President of the Medical Staff. She presented a credentialing packet (dated May 1, 2024 and attached to these minutes), containing information on Credentialing Appointments, Reappointments, Additional Privileges, Category of Staff Changes, FPPEs, updates to the Hematology/Oncology Adult and Pediatric Privileges, and updates to the Bariatric Surgery Advanced Privileges.

Motion to Approve Recommendations for Credentialing Appointments, Reappointments, Additional Privileges, Category of Staff Changes, FPPEs and Updates to the Hematology/Oncology Adult and Pediatric Privileges, and Updates to the Bariatric Surgery Advanced Privileges.

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR CREDENTIALING APPOINTMENTS, REAPPOINTMENTS, ADDITIONAL PRIVILEGES, CATEGORY OF STAFF CHANGES, FPPEs AND UPDATES TO THE HEMATOLOGY/ONCOLOGY ADULT AND PEDIATRIC PRIVILEGES, AND UPDATES TO THE BARIATRIC SURGERY ADVANCED PRIVILEGES. MR. TULIS MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

EXECUTIVE SESSION

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

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

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE APRIL 3, 2024, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. HEIMERDINGER, SECONDED BY MR. HOCHBERG, TO APPROVE THE APRIL 3, 2024, WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS MEETING MINUTES. THE MOTION WAS APPROVED UNANIMOUSLY.

REPORT OF THE COMMITTEES

FINANCE COMMITTEE

Mr. Tulis, Chair, Finance Committee, reported that the Committee met prior to the Board meeting.

Mr. Tulis informed the Board that the Committee recommended Resolution 5 to the Board to enter into an agreement with Kroll Associates, Inc. for a term of thirty-six (36) months with an approximate cost of \$2 million.

MR. SHROFF ASKED FOR A MOTION TO APPROVE RESOLUTION 5, TO ENTER INTO AN AGREEMENT WITH KROLL ASSOCIATES, INC. FOR A TERM OF THIRTY-SIX (36) MONTHS WITH AN APPROXIMATE COST OF \$2 MILLION. MR. ROSENBLUT MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

Mr. Tulis advised the Board that the Committee recommended the following two capital leases for the Board's approval:

- i) HUNTINGTON FINANCING GROUP – \$1,330,824.25 @ 7.5% interest for 36 months – Hardware and software for Pure Storage Infrastructure; ePlus as Reseller; and Pure X7OR4-256TB; and
- ii) Med One Capital Funding, LLC – \$5,121,394.80 @ 5.99% interest for 60 months – BD Carefusion Alaris Infusion pumps and accessories

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE HUNTINGTON FINANCING GROUP, LLC AND THE MED ONE CAPITAL FUNDING, LLC CAPITAL LEASES. MR. QUINTERO MOTIONED, SECONDED BY MR. HOCHBERG. THE MOTION CARRIED UNANIMOUSLY.

Mr. Tulis informed the Board that cash and investments were \$203 million at March 31, 2024. He stated that net patient service revenue was \$18 million (4%) higher than the comparable period last year due to higher volume and rate increases. Mr. Tulis advised that salaries and benefits increased by \$30 million as a result of continued investment in physician services, salary increases, and certain fringe benefit costs, particularly health benefits. He stated that supplies and other expenses increased by \$13 million over the comparable period last year. The most significant area of increase was in med/lab supplies. A significant portion can be attributed to increased volume.

Mr. Tulis advised the Board that the operating loss at March 31, 2024, was \$16.2 million, and the bottom line, after taking into account non-operating activities and unrealized gains and losses on investments, was a loss of \$34.3 million.

Mr. Tulis reported that inpatient volume and emergency department visits at both the Valhalla and Mid-Hudson campuses was greater this year than the comparable period last year.

GOVERNANCE AND NOMINATING COMMITTEE

Ms. Watson, Chair, Governance and Nominating Committee, reported that the Committee met on April 1, 2024, and again on April 25, 2024.

Ms. Watson stated that the Committee discussed Board member prospects with an emphasis on desired skill sets that would enhance the Board. She reported that Sharla St. Rose was appointed to the Board as a voting member, and Michael Rosenblut was moved from a non-voting seat to a voting seat on the Board.

Ms. Watson advised that there is one voting seat, and two non-voting seats open on the Board.

Ms. Watson reported that new Board orientation will be held on May 29, 2024, for Dr. St. Rose and 2 Foundation Board members.

PATIENT EXPERIENCE AND TECHNOLOGY COMMITTEE

Mr. Rosenblut, Chair, Patient Experience and Technology Committee, stated that the Committee met on April 9, 2024.

Mr. Rosenblut advised the Board that the Committee reviewed and discussed the Committee Charter.

Ms. Byrnes presented the 2023 Outcomes and 2024 Goals with respect to patient experience.

Patient Experience and Technology Across the Care Spectrum was presented by Dr. Porrovecchio, Dr. Khan, Dr. Tedjarati and Ms. Tone. They discussed unit based improvement initiatives for med/surg; enhancing the post-visit; enhancing the pre-visit; and patient satisfaction survey initial outcomes.

QUALITY COMMITTEE

Dr. Garrick, Acting Chair, Quality Committee, reported that the Committee met on April 5, 2024.

Ms. Cuddy summarized the following departmental presentations from the February 8, 2024, meeting of the Quality and Safety Council:

- Food and Nutrition: A WMC Valhalla and MHRH Midas Overview was provided; 65% of MIDAS events occurred during construction and new program implementation and 76 events occurred in Behavioral Health units, of which 43% were service delays. Key Performance Indicators for both Valhalla and MHRH were presented. Successes and a Regulatory update were provided.
- Anesthesia: Key Performance Indicators were shared, as well as areas of focus for improvement for MHRH. Action plans for focus areas were reviewed, and successes were shared with the Committee.
- Respiratory Services: Areas of Focus for Improvement/Successes were discussed. The Valhalla Respiratory Dashboard for 2023 was presented, as well as the Ventilator Patient Management for 2023. A regulatory update was provided.
- Otolaryngology: Dashboards were presented; analysis and action plan for DVT/PE Complication, and additional areas of focus. Successes and a Regulatory report were provided.

A QA/PI report was submitted by ISO Education, Critical Care Committee, Dialysis, Environment of Care Council, and Glycemic Council.

Dr. Garrick informed the Board that the Committee received a presentation on Infection Prevention and Control by Dr. Chen. He outlined the process for Public Reporting of Hospital - Associated Infections ("HAI").

- CMS HAI Measures:
 - Central Line Associated Bloodstream Infection (CLABSI);
 - Catheter Associated Urinary Tract Infection (CAUTI);
 - Colon Surgical Site Infection (SSI);
 - Hysterectomy SSI;

- C. difficile Infection (CDI); and
- MRSA Bloodstream Infection (MRSA BSI)
- NYSDOH HAI Measures:
 - CLABSI;
 - Colon SSI;
 - CABG SSI;
 - Hip Arthroplasty SSI;
 - Hysterectomy SSI;
 - Spinal Fusion SSI;
 - C. difficile infection; and
 - Carbapenem-resistant Enterobacteriaceae (CRE)

National Benchmarking of HAI Measures was reviewed. Key metric: Standardized Infection Ratio (SIR).

Prior Analysis: CAUTI and CLABSI by Race (2022 WMC Data) – outcome: there was no significant differences in infection rates by race.

The 2024 IPC Annual Plan and Risk Assessment was reviewed.

Dr. Garrick informed the Board that the Committee received a presentation on Obstetrics and Gynecology by Dr. Tedjarati and Dr. Silber. They presented the following data and highlights:

Areas of Focus – Quality and Safety Reports

- Nulliparous Term Singleton Vertex (NTSV) Rate – Cesarean Section Rate;
- Hemorrhage Program, Code NOELLE (Placenta Disorders Spectrum);
- RELIAS and Simulation Update;
- Patient Reported Experience Measures Scores;
- Trial of Labor After Cesarean Section (TOLAC) Update; and
- Hysterectomy Surgical Sites Infections (SSI) Rates

WMC Department of Obstetrics and Gynecology – Valhalla NTSV Cesarean Births

- Q2 2023 through Q1 2024, WMC's NTSV rates are better than NYS average.

WMC Valhalla Patient Reported Experience Measure was discussed.

Future Directions:

- Enhance PAS program and monitoring (Plan to apply for Placental Accreta Center of Excellence);
- Implement evidence-based protocols for improved hemorrhage control;
- Expand collaboration with nursing on simulation and promotion of culture of safety; and
- Maintain excellent c-section rates

Dr. Garrick informed the Board that Ms. McFarlane provided a regulatory report for the Committee.

NEW BUSINESS

There was no new business.

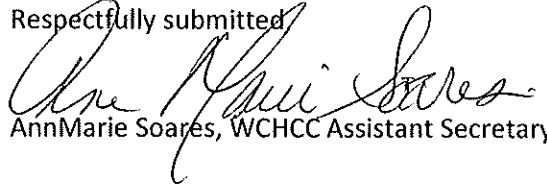
OLD BUSINESS

There was no old business.

ADJOURNMENT

MR. SHROFF ASKED FOR A MOTION TO ADJOURN THE MAY 1, 2024, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MR. ROSENBLUT MOTIONED, SECONDED BY DR. ST. ROSE. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "AnnMarie Soares".

AnnMarie Soares, WCHCC Assistant Secretary