

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

May 3, 2017

6:30 P.M.

EXECUTIVE BOARD ROOM

EXECUTIVE OFFICES

VOTING MEMBERS PRESENT: Orlando Adamson, M.D., William Frishman, M.D., Renee Garrick, M.D., Susan Gevertz, John Heimerdinger – via phone, Mitchell Hochberg, Dennis Mehiel – via phone, Alfredo Quintero, Michael Staib, Mark Tulis

NON-VOTING MEMBERS PRESENT: Nan Hayworth, M.D. – via phone, Michael Israel, James Vodola
Richard Wishnie

VOTING MEMBERS EXCUSED: Claudia Edwards, PhD, Herman Geist, Patrick McCoy, Zubeen Shroff

STAFF PRESENT: Julie Switzer, EVP, Chief Legal Officer and General Counsel
Gary Brudnicki, COO, CFO, WMCHHealth Network
Patricia Ariel, SVP, Internal Audit and Chief Compliance Officer
Kara Bennorth, EVP, Corporate Communications and Fund Development
Kevin Carraccio, SVP, Fund Development
Marsha Casey, EVP, Network Strategy and Integration
Anthony Costello, SVP, Professional & Support Services
Beth Davis, SVP, Deputy General Counsel
Mark Fersko, EVP, Financial Planning and Managed Care
David Ingber, SVP, Network Financial Operations
June Keenan, SVP, Delivery System Transformation
Mary Leahy, M.D., President & CEO Charity
Anthony Mahler, SVP, Strategic Planning and Government Relations
John Morgan, SVP, Financial Planning
James Palovick, Vice President Internal Audit
Jordy Rabinowitz, SVP, Human Resources Operations
Josh Ratner, SVP, Network Strategy
Patricia Wrobbel, SVP and Chief Nurse Executive

PHYSICIANS PRESENT: Dr. Gewitz, Dr. Lebovics, Dr. Savino

PUBLIC: Alan Aronow, CSEA President

CALL TO ORDER

The May 3, 2017, meeting of the Westchester County Health Care Corporation Board of Directors was called to order at 6:30 p.m. A quorum was present consisting of the following Board members:

VOTING MEMBERS PRESENT

Orlando Adamson, M.D.	Mitchell Hochberg
William Frishman, M.D.	Dennis Mehiel – via phone
Renee Garrick, M.D.	Alfredo Quintero
Susan Gevertz	Michael Staib
John Heimerdinger – via phone	Mark Tulis

VOTING MEMBERS EXCUSED

Claudia Edwards, PhD
Herman Geist
Patrick McCoy
Zubeen Shroff

NON-VOTING MEMBERS PRESENT

Nan Hayworth, M.D. – via phone
Michael Israel
James Vodola – via phone
Richard Wishnie

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE APRIL 12, 2017, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. TULIS, SECONDED BY MR. QUINTERO, TO APPROVE THE APRIL 12, 2017, WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS MEETING MINUTES. THE MOTION WAS APPROVED UNANIMOUSLY.

REPORT OF THE PRESIDENT OF THE MEDICAL STAFF

Dr. Lebovics provided the report of the President of the Medical Staff. He presented a credentialing packet (dated May 2, 2017, and attached to these minutes) containing information on Credentialing Appointments, Reappointments, Category of Staff Changes, FPPE's and Additional Privileges to the Board for its approval.

Motion to Approve Recommendations for Appointments, Reappointments, Category of Staff Changes, FPPE's, and Additional Privileges.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, CATEGORY OF STAFF CHANGES, FPPE's, AND ADDITIONAL PRIVILEGES. MR. TULIS MOTIONED, SECONDED BY MR. STAIB. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE PRESIDENT

Ms. Bennorth informed the Board that a new ad campaign was launched for MidHudson Regional Hospital ("MHRH") highlighting their Level II Trauma certification.

Ms. Bennorth informed the Committee that a commercial highlighting the successful twin separation will air during the Tony Awards.

Ms. Bennorth advised the Board that iheart Radio Q92 in Ulster County held its first Radiothon on Monday; proceeds will go to the Maria Fareri Children's Hospital ("MFCH").

Ms. Bennorth informed the Board that the Westchester Warriors, a youth hockey team, raised \$77,000 for the MFCH.

Ms. Bennorth informed the Board that Monday is WMC's 2nd Annual Faith Based Partnership meeting.

Ms. Bennorth advised the Board that May 17, 2017, will be the ceremonial signing of the New York Medical College Affiliation Agreement.

Ms. Bennorth informed the Board that Sunday is the Go the Distance Walk. She stated that so far there are sixty-six teams registered for the walk; doubled from last year. Ms. Bennorth informed the Board that the blanket at their seats is the giveaway for this year's participants.

Ms. Bennorth informed the Board that next Friday, May 12, 2017, is MHRH's Dinner at the Falls; she noted it is sold out.

Ms. Bennorth reminded the Board that the WMC Gala will be held on June 3, 2017, at the New York Botanical Gardens. She stated that a wonderful installation exhibit by Chihuly will be on display for guests to enjoy, noting it will be closed to the general public that evening. Ms. Bennorth added that the VIP tour will include the installation exhibit, as well as a special feature in the reflection pool during the cocktail hour. She stated that there will be no honorees this year, as we will be celebrating the 100th Anniversary of the Medical Center.

Mr. Israel informed the Board that there is a tentative date of September 27, 2017, for the combined Board meeting, and stated a calendar hold will go out shortly.

Ms. Wrobbel informed the Board that the theme for this year's Nurse's Week is Life Balance and Well Being. She stated that there are activities scheduled for both campuses such as healthy cooking demonstrations for the staff.

Ms. Wrobbel informed the Board that the Nursing Department has teamed up with Mecca Santana and has reached out to the faith based community partners as part of the nursing giving back programing. She advised that in an effort to build relationships with the parish nurses, WMC will be hosting sixty parish nurses throughout the Hudson Valley.

Ms. Wrobbel informed the Board that during nurse's week WMCHHealth will be holding internal nurse's excellence awards. She also stated that two of WMC's nurses were named by Hudson Valley as top ten nurses in the Hudson Valley.

Mr. Brudnicki informed the Board that the Ambulatory Care Pavilion project is on budget and on schedule. He stated that the steel will start going up the first week of June.

Mr. Brudnicki informed the Board that the Dental Clinic has been renovated and the exam rooms have been increased from eight to ten.

Mr. Brudnicki informed the Board that the renovation of the Cooke Tower at MHRH is on track and stated that one of the newly renovated floors will be available for occupancy by the fourth quarter of 2017.

Dr. Garrick informed the Board that the twins video was shown to the nine surveyors at the closing of the DNV Survey. She stated that the survey went well and the final report is expected in a few days.

Dr. Garrick advised the Board that WMC is continuing its work of embedding Pharm D's with the house staff and working on medication reconciliation; she stated that they are already in place in the ED.

Dr. Garrick informed the Board that leadership training continues and noted that the new Chief Residents will have their training on Friday, which will include diversity and inclusion education.

Dr. Garrick advised the Board that the Professional Development course is going very well and the fourth lecture in the series will be held this week. She reminded the Board that it is a research series and will result in a certification program for research.

Dr. Garrick informed the Board that WMC continues to look for ways to integrate higher technology into its ongoing value based purchasing programs, as well as interfacing telehealth and artificial intelligence analogs in an effort to make better decisions.

Dr. Gewitz reiterated that the Go the Distance Walk is this Sunday and noted that one of the ambassadors from Rockland County has already raised over \$30,000 as a team. He stated that another one of the ambassadors had the same heart surgery that has been highlighted in recent news by Jimmy Kimmel.

Dr. Gewitz informed the Board that one of the nurses Ms. Wrobbel highlighted was also instrumental in working with a sponsored foundation to bring the MFCH into the Beads of Courage Program. He stated that over two hundred children's hospitals around the world are participating in this program. Dr. Gewitz explained that this program helps to support the psycho-social and emotional care of children who are coping with serious illnesses.

REPORT OF COMMITTEES

FINANCE COMMITTEE

Mr. Hochberg, acting Chair, stated that the Committee met just prior to the Board meeting. He stated that the Committee reviewed the March, 2017, financial statements.

Mr. Hochberg stated that the cash balance at the end of March, 2017, was \$103.3 million, and Accounts Receivable were \$162.5 million.

Mr. Hochberg reviewed the Statement of Operations for the Board as follows:

Total Operating Revenue - \$334.9 million
Total Operating Expenses - \$326.1 million
Operating Income - \$8.8 million
Income Before Excess Fringe Benefits - \$5.4 million
NYS Actuarial Pension Adjustment - \$3.8 million
Net Interest Expense was - \$6.5 million
YTD Bottom Line Loss - \$8.1 million

Mr. Hochberg reviewed the following statistics:

Valhalla Campus

Total Acute Discharges and Outpatient Cases – 5,876
Acute Patient Days – 40,648
Average Length of Stay – 8.49
E.R. Visits – 11,939

MidHudson Campus

Total Acute Discharges and Outpatient Cases – 1,037
Acute Patient Days – 4,811
BHC Days – 5,843
E.R. Visits – 7,037

Mr. Hochberg presented a Resolution to the Board. He stated that the County received an offer from Fareri Associates, LP to lease the North 60 portion of the Grasslands Reservation. Mr. Hochberg stated that WMC has a Right of First Refusal on the North 60 property under its lease with the County of Westchester. He stated that the Committee recommends approval to the Board of WMC waiving its Right of First Refusal.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE WMC WAIVING ITS RIGHT OF FIRST REFUSAL ON THE NORTH 60 PROPERTY. MR. TULIS MOTIONED, SECONDED BY MS. GEVERTZ. THE MOTION CARRIED UNANIMOUSLY.

Mr. Morgan informed the Board that the Foundation Bylaws require the WMC Board to approve the appointment of its investment advisor. He stated that a Request for Proposal process was completed, in conjunction with a Selection Committee, and Wilmington Trust was selected as the investment advisor.

Mr. Hochberg advised the Board that the Finance Committee recommends approval of Wilmington Trust as the Foundation's investment advisor.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE WILMINGTON TRUST AS THE FOUNDATION'S INVESTMENT ADVISOR. MR. QUINTERO MOTIONED, SECONDED BY DR. GARRICK. THE MOTION CARRIED UNANIMOUSLY.

AUDIT & CORPORATE COMPLIANCE COMMITTEE

Mr. Wishnie informed the Board that the Committee met on April 21, 2017. He stated that Ms. Ariel reported on eight compliance audits in progress. Mr. Wishnie reported that Ms. Ariel informed the Committee that an updated Internal Audit Work Plan for 2017 was available on Diligent.

Mr. Wishnie informed the Board that Mr. Palovick reported to the Committee on the internal audits in progress.

QUALITY COMMITTEE

Ms. Gevertz, Chair, WCHCC Quality Committee, stated that the Committee met on April 25, 2017.

Ms. Gevertz thanked everyone who contributed to the recent successful DNV Survey.

Ms. Gevertz stated that the Committee received a report on the Quality and Safety Council meeting of March 9, 2017, by Dr. Garrick. She stated that Dr. Garrick reported on the following departments: Environment of Care; Dental; GME; Infection Control; Nursing Quality Council; and the Laboratory. Ms. Gevertz stated that Dr. Garrick also reported on QA/PI for BHC; the Critical Care Committee; Occupational Health; the Organ Donor Council; the Outpatient Clinics and Pharmacy.

Ms. Gevertz stated that the Committee received a presentation from Dr. Ferrando on the Behavioral Health Quality Council as follows: Scope of Services, Accomplishments; Inpatient Mental Health Services; Inpatient Chemical Dependency; Assertive Community Treatment; Outpatient Mental Health Services; Outpatient Chemical Dependency Services; and Psychiatric Emergency Services.

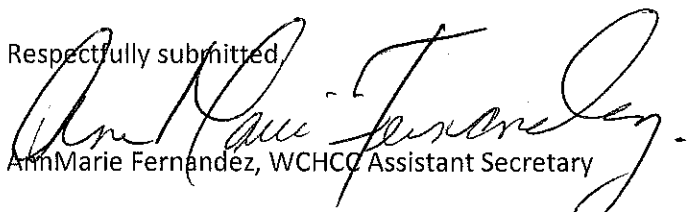
Ms. Gevertz informed the Board that the Committee received a presentation by Dr. Garrick on sepsis.

Ms. Gevertz informed the Board that the Committee received a presentation by Ms. McFarlane on the Contract Evaluation Summary process. She stated that Ms. McFarlane reviewed the different tier levels of contracted services and the evaluation criteria applied to each tier. Ms. Gevertz noted for the Board that the DNV surveyors were quite pleased with WMC's Contract Evaluation Summary process.

ADJOURNMENT

MR. HOCHBERG ASKED FOR A MOTION TO ADJOURN THE MAY 3, 2017, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MS. GEVERTZ MOTIONED, SECONDED BY MR. STAIB. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,


AnnMarie Fernandez, WCHCC Assistant Secretary