

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

April 4, 2018

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, Mitchell Hochberg, Patrick McCoy, Alfredo Quintero, Zubeen Shroff, Mark Tulis

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

VOTING MEMBERS EXCUSED: Herman Geist, Michael Staib

**STAFF PRESENT: Julie Switzer, EVP, Chief Legal Officer and General Counsel
Gary Brudnicki, COO, CFO, WMCHHealth Network
Mark Fersko, EVP, Financial Planning and Managed Care
Mary Leahy, M.D., CEO, Bon Secours Charity Health System**

PHYSICIANS PRESENT: Dr. Asprinio, Dr. Gewitz

**PUBLIC: Alan Aranow - CSEA
Susan Fontana - CSEA**

CALL TO ORDER

The April 4, 2018, meeting of the Westchester County Health Care Corporation (“WCHCC”) Board of Directors was called to order at 6:30 p.m. A quorum was present.

VOTING MEMBERS PRESENT

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

VOTING MEMBERS EXCUSED

Herman Geist
Michael Staib

NON-VOTING MEMBERS PRESENT

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

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

Mr. Hochberg presented a Proclamation honoring Claudia Edwards as a founding member of and faithfully served on the Board of Directors of the Westchester County Health Care Corporation from 1998 through 2017. He asked the Board members to sign the Proclamation at the end of the Board meeting.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE JANUARY 3, 2018, AND THE FEBRUARY 6, 2018, MEETINGS OF THE BOARD. A MOTION WAS MADE BY MR. QUINTERO, SECONDED BY MR. HEIMERDINGER, TO APPROVE THE JANUARY 3, 2018, AND THE FEBRUARY 6, 2018, WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS MEETING MINUTES. THE MOTION WAS APPROVED UNANIMOUSLY.

REPORT OF THE PRESIDENT OF THE MEDICAL STAFF

Dr. Frishman provided the report of the President of the Medical Staff. He presented a credentialing packet (dated April 4, 2018, and attached to these minutes) containing information on Credentialing Appointments, Reappointments, FPPE’s, Category of Staff Change and Additional Privileges to the Board for its approval.

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

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

REPORT OF THE PRESIDENT

Mr. Israel asked Mr. Brudnicki to present a construction update slideshow to the Board.

Mr. Brudnicki showed slides of the completed Cooke Tower 6th floor at MidHudson Regional Hospital. He stated the project took about 18 months to complete and cost approximately \$7 million, of which \$3 million went towards infrastructure. Mr. Brudnicki explained that off of the nurse's station there are three wings which house thirty-four patient rooms. He stated that there was a ribbon cutting ceremony last week which received good press coverage.

Mr. Brudnicki informed the Board that the Linac is still being installed and calibrated, and anticipates it being operational by May. He stated that the cost of the project, including the medical equipment and renovations, was about \$6 million.

Mr. Brudnicki informed the Board that the Maternity Unit renovations have been completed. He stated that prior to the renovations there were fifteen active beds comprised of eleven semi-private rooms and two private rooms. Mr. Brudnicki advised that the unit now consists of eleven private rooms and two semi-private rooms. He stated that there are fifteen maternity beds and WMC is licensed for twenty-five.

Dr. Leahy informed the Board that the Joint Commission will be holding its corporate opening orientation meeting for Charity next week.

Dr. Leahy informed the Board that Good Samaritan Hospital ("GSH") had its Breast Accreditation Survey today. She stated the survey went very well and the surveyors were extremely complimentary about the program.

Dr. Leahy informed the Board that Charity received its approval from the New York State Comptroller's Office to go ahead with the \$24.5 million in renovations for the Medical Village project at Port Jervis. She stated there will be a ground breaking ceremony on April 26, 2018.

Dr. Leahy advised the Board of an App called Twiage being rolled out across the Network. She stated that this relatively new technology allows the paramedics to communicate directly with the Emergency Room and send vital information such as EKG readings ahead of the patient's arrival.

Dr. Leahy informed the Board that GSH's Spring Ball will be on April 13, 2018.

Dr. Leahy informed the Board that on St. Patrick's Day she attended breakfast mass at St. Patrick's Cathedral and the St. Patrick's Day Parade with the Cardinal.

Dr. Leahy informed the Board that she attended the Shiva for the Grand Rabbi of Monsey on invitation from his grandson. She stated that his grandson thanked her for all of the wonderful care that his grandfather received at GSH and for all that GSH does for the community.

Dr. Leahy informed the Board that this weekend she will be accepting an award on behalf of GSH by the Martin Luther King Center for community outreach.

Dr. Garrick advised the Board that the Match selection is underway for the resident slots. She stated that some of the programs, such as Neurology, matched one hundred percent American trained residents for the first time. Dr. Garrick advised that it was a good Match overall.

Dr. Garrick stated that in the past the concept of physician engagement and optimization and alignment of care has been discussed, including the differences when the physicians help lead this process, versus others leading and the physicians being brought along. She advised that this process is being tested in Pediatrics where an Antibiotic Stewardship Group is following the care of children with community-acquired pneumonia. Dr. Garrick stated that the outcome has led to a sixty percent reduction in the use one particular drug, and a forty percent reduction in another; with a reduced length of stay.

Dr. Garrick informed the Board that Dr. Wrobbel is working on tracking ICD-10 codes that are entered into a patient's electronic medical record and thereby triggering an adverse ranking in the CMS Star Rating, Value Based Purchasing or QHIP. She stated the goal is to catch these triggers real time, as well as gather useful data analytics.

Dr. Garrick advised the Board that the consultants working on Quality, Risk Mitigation, and Credentialing have completed their work. She stated that the Delineation of Privileges group has done a great deal of work and the goal is to rapidly credential Network physicians with a standard credentials form.

Dr. Gewitz informed the Board that the Edmond Nissim Foundation has pledged two gifts to the Westchester Medical Center. He stated that one gift is for \$150,000 for a Pediatric Nursing Education Scholarship and the other is a gift of \$375,000 for Oncology programs.

Dr. Gewitz informed the Board that he and Mr. Israel met with George Latimer, the new County Executive, last week. He stated that Mr. Latimer was pleased with the Maria Fareri Children's Hospital ("MFCH") facilities and WMC's commitment to healthcare for the people of his constituency.

Dr. Gewitz informed the Board that the MFCH received a Citation of Excellence from the Cystic Fibrosis Foundation during its semi-annual review. He stated the Citation pertains to both the children's program and the transition program from children to adults.

Dr. Gewitz showed a video on the previously conjoined twins. The video showed how much the twins have grown over the past year, and the bigger twin walking holding her father's hand. He stated the twins are doing well.

Dr. Gewitz showed a Patient Safety video that was developed in conjunction with a grant from the Torch Foundation. He stated all parents/guardians of patients view the video upon admission.

REPORT OF COMMITTEES

EXECUTIVE COMMITTEE

Mr. Hochberg, Chair of the Executive Committee, stated that the Committee met on March 8, 2018, as the March Board meeting was canceled due to inclement weather.

Mr. Hochberg advised the Board that the Committee approved the following:

- Credential packet dated March 6, 2018

- Seven Environment of Care Management Plans
- The PI and Safety Plan 2018-2019
- The 2017 Quality Annual Summary
- The Quality Board Reporting Calendar
- A Resolution to loan HealthAlliance \$1 million
- A contract with Grant Thornton (Consulting side) for Human Resources
- A Insight Investment Capital Lease (Mako Total Knee Replacement)

In addition, Mr. Hochberg advised the Board that the Committee approved WCHCC entering into a continued relationship with Vizient, Inc., as successor to MedAssets Performance Management Solutions, Inc., for GPO services. He advised that as a member of the Vizient GPO, WCHCC is eligible to join the Upper Midwest Consolidated Services Center, LLC (“Captis”), a network of sixty-two Vizient GPO members that works collectively to increase efficiencies and reduce expenses by aggregating annual supply expenditures in excess of \$8 billion and redesigning supply chain processes. Mr. Hochberg stated that the Committee approved the two Resolutions for the Vizient, Inc. - GPO Contract and the Captis, LLC participation. Although not required under the Bylaws, he presented the two Resolutions to the full Board for ratification.

MR. TULIS MOTIONED TO RATIFY THE VIZIENT, INC. – GPO CONTRACT RESOLUTION AND THE CAPTIS, LLC. PARTICIPATION RESOLUTION, MR. HEIMERDINGER SECONDED. THE MOTION CARRIED UNANIMOUSLY.

FINANCE AND AUDIT COMMITTEE

Mr. Heimerdinger, Chair of the Audit Committee, stated that the Committee met in a combined meeting with the Finance Committee just prior to the Board meeting.

Mr. Heimerdinger advised the Board that Grant Thornton presented the 2017 WCHCC Audit results to the Committees. He stated that the Committees approved recommending acceptance of the 2017 WCHCC Audit results to the Board, contingent on the HealthAlliance Board accepting its 2017 Audit results at tomorrow’s meeting.

MR. HOCHBERG ASKED FOR A MOTION TO ACCEPT THE 2017 WCHCC AUDIT RESULTS, CONTINGENT ON THE HEALTHALLIANCE BOARD ACCEPTING ITS 2017 AUDIT RESULTS AT TOMORROW’S MEETING. MR. SHROFF MOTIONED, SECONDED BY MR. MCCOY. THE MOTION CARRIED UNANIMOUSLY.

Mr. Shroff, Chair of the Finance Committee, stated that the Committee reviewed the February, 2018, financial statements.

Mr. Shroff stated that the cash balance at the end of February, 2018, was \$104.0 million. He stated this reflects the impact of the NYS pension payment of \$42.7 million on February 1, 2018.

Current Marketable Securities were \$131.3 million, and Accounts Receivable were \$170.0 million.

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

Total Operating Revenue - \$228.8 million
 Total Operating Expenses - \$222.7 million
 Operating Income - \$6.1 million
 Income Before Excess Fringe Benefits and Pension Adjustment - \$3.0 million

Excess Pension Costs - \$3.1 million
Post-Retirement Health Costs - \$3.0 million
NYS Actuarial Adjustment - \$2.5 million
Net loss was \$5.6 million

Mr. Shroff reviewed the following statistics:

Valhalla Campus

Total Acute Discharges and Outpatient Cases – 3,973
Acute Patient Days – 26,625
Average Length of Stay – 8.58
E.R. Visits – 8,602

MidHudson Campus

Total Acute Discharges and Outpatient Cases – 818
Acute Patient Days – 5,269
Average Length of Stay – 8.12
E.R. Visits – 4,889

QUALITY COMMITTEE

Ms. Gevertz, Chair of the Quality Committee, stated that the Committee met on March 23, 2018.

Ms. Gevertz advised the Board that Dr. Garrick gave a report to the Committee on the Quality and Safety Council meeting of February 8, 2018. She stated that Dr. Garrick highlighted reports from Behavioral Health, Dialysis, Food and Nutrition, Radiology and a QA/PI report regarding the Environment of Care.

Ms. Gevertz informed the Board that in honor of National Patient Safety Week, Ms. Cuddy discussed highlights including the participation in a National webinar, the Speaking up for Patients Program at the MFCH, unit based activities with the Nursing Department, and the sustained reduction in surgical site infections post gynecological-oncological abdominal hysterectomy. She stated that a lecture was held on the topic of Safe Patient Handling with the creation of twenty one posters illustrating patient safety initiatives. Ms. Gevertz stated that Dr. Garrick pointed out the poster regarding the underlying efforts to standardize tracheostomy care which has reduced length of stay by almost thirteen days over the course of two years.

Ms. Gevertz informed the Board that there was a presentation on Infection Control. She stated that data on reportable measures, which will be part of the Star Report was discussed, in addition to the CAUTI rate and C-Diff.

Ms. Gevertz informed the Board that Ms. Scuderi gave a presentation on the Nursing Department. She stated that she highlighted the Magnet Model Overview and its goals.

Ms. Gevertz informed the Board that Ms. Schull-Valiente gave a presentation on the Respiratory Department. Ms. Schull-Valiente highlighted the Department's accomplishments, challenges and current Action Plans, and their 2018 Quality Improvement Goal.

NEW BUSINESS

There was no new business.

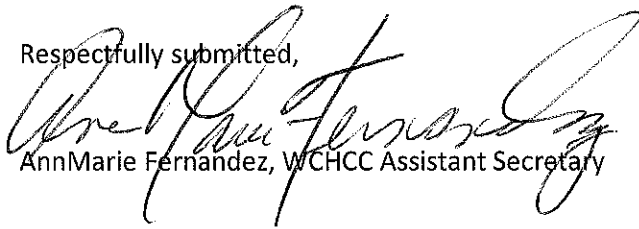
MR. HOCHBERG ASKED FOR A MOTION TO MOVE INTO EXECUTIVE SESSION FOR THE PURPOSE OF DISCUSSING STRATEGIC MATTERS. MR. MCCOY MOTIONED, SECONDED BY MR. QUINTERO. THE MOTION CARRIED UNANIMOUSLY.

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

ADJOURNMENT

MR. HOCHBERG ASKED FOR A MOTION TO ADJOURN THE APRIL 4, 2018, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MR. QUINTERO MOTIONED, SECONDED BY DR. ADAMSON. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,



AnnMarie Fernandez, WCHCC Assistant Secretary

