WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

November 7, 2018

6:30 P.M.

EXECUTIVE BOARD ROOM

EXECUTIVE OFFICES

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

NON-VOTING MEMBERS PRESENT: Michael Israel

VOTING MEMBERS EXCUSED: Orlando Adamson, M.D.; Herman Geist

NON-VOTING MEMBERS EXCUSED: Nan Hayworth, M.D.; Michael Rosenblut; James Vodola

STAFF PRESENT: Julie Switzer, EVP, Chief Legal Officer and General Counsel

Kara Bennorth, EVP, Chief Administrative Officer Gary Brudnicki, COO, CFO, WMCHealth Network Marc Chasin, M.D., CMIO, WMCHealth Network

Anthony Costello, SVP, Professional & Support Services Mark Fersko, EVP, Financial Planning and Managed Care Mary Leahy, M.D., CEO, Bon Secours Charity Health System

Robert Ross, EVP, Northern Region

PHYSICIANS PRESENT: Dr. Gewitz

CALL TO ORDER

The November 7, 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

William Frishman, M.D.

Patrick McCoy Alfredo Quintero

Renee Garrick, M.D. Susan Gevertz

Zubeen Shroff

John Heimerdinger

Mark Tulis

Mitchell Hochberg

Richard Wishnie

VOTING MEMBERS EXCUSED

Orlando Adamson, M.D. Herman Geist

NON-VOTING MEMBERS PRESENT

Michael Israel

NON-VOTING MEMBERS EXCUSED

Nan Hayworth, M.D. Michael Rosenblut James Vodola

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE OCTOBER 3, 2018, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. SHROFF, SECONDED BY MS. GEVERTZ, TO APPROVE THE OCTOBER 3, 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 gave the report of the President of the Medical Staff. He presented a credentialing packet (dated November 7, 2018, and attached to these minutes) containing information on Credentialing Appointments, FPPE's, and Updates to DOP's to the Board for its approval.

A discussion ensued.

Motion to Approve Recommendations for Appointments, FPPE's, and Updates to DOP's.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, FPPE'S, AND UPDATES TO DOP'S. MR. HEIMERDINGER MOTIONED, SECONDED BY DR. GARRICK. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE PRESIDENT

Ms. Bennorth informed the Board that WMC's Women Leadership Forum Valhalla campus was so successful it will be replicated at MHRH, HealthAlliance ("HA") and Charity.

Ms. Bennorth informed the Board that the SAAVE program was launched last month at WMC. She stated that 100% of the sexual assault victims that come to the Emergency Department are now accompanied by a SAAVE representative. Ms. Bennorth advised that twenty-one patients were seen during the first month of the program, ranging in age from three to forty-five years old, and they were comprised of sixteen females and five males. She stated that the WMC SAAVE team consists of twenty volunteers, six of whom are male.

A discussion ensued.

Ms. Bennorth advised the Board that next Thursday, WMC is hosting its first Public Safety Summit. She stated that this is the first collaborative effort with law enforcement in Westchester County, and one hundred and twenty people have registered to attend.

Ms. Bennorth informed the Board that WMC met with the Yonker's School District yesterday to discuss a Sexual Assault Prevention Program. She stated that WMC will be Training the Trainor for the school district's Health classes.

Ms. Bennorth advised the Board that that are some great articles contained in the media packet on Diligent. She stated that the Journal News will be running a story shortly on the six heart transplants WMC performed in seven days, which occurred this past April.

Ms. Bennorth informed the Board that October was a busy month. She stated one of the high notes was this past weekend's Taste of the Hudson Valley. She stated that the event hosted a record seven hundred people. Ms. Bennorth advised that over three hundred people attended the Wines of the World event, which honored Linda Hurwitz, Dr. Delbello, and the Westchester Warriors.

Ms. Bennorth advised the Board of the upcoming WHUD Radiothon in the lobby of the Maria Fareri Children's Hospital ("MFCH") on November 14th through the 16th. She stated that Good Samaritan Hospital will hold its Corks & Forks Brunch in two weeks, and it is sold out. Ms. Bennorth advised that December kicks off with St. Anthony's Winding Through Warwick and the holiday house tour in Port Jervis.

Ms. Bennorth updated the Board on Community Engagement activity for the months of October and November. She stated that the Valhalla campus held an Organ Donor Enrollment Day, during which a heart recipient presented a portrait of her organ donor to his parents. Ms. Bennorth advised that WMC held several marathon events to engage its workforce. She stated that all nine Network marathon runners completed the race. Ms. Bennorth advised that over \$50,000 was raised through the Marathon event.

Ms. Bennorth presented two videos to the Board, one of which is the new heart transplant commercial and the other is a video that was prepared for the wine event.

Mr. Brudnicki introduced Dr. Marc Chasin, Chief Healthcare Information Officer, to the Board. He stated that Dr. Chasin came to WMC most recently from St. Luke's Health System in Boise, Idaho, were he was the CIO/CMIO. Mr. Brudnicki advised that Dr. Chasin was previously the CMIO of Charity. He stated that Dr. Chasin will be heading up the new EMR project and all medical IT throughout the Network.

Mr. Costello presented a slide show to the Board on the Ambulatory Care Pavilion ("ACP") construction project. He stated that the window installation is almost complete, with another week or so to go. Mr. Costello advised that the elevator installation is now complete in the new extension. He stated that work

continues on the breakthroughs between the main tower and the new addition. Mr. Costello showed images of the recently completed parking lot for the new ACP. He showed an image of a new six hundred square foot operating room, with the walls and ceilings being completed.

Mr. Costello showed images of the new Warrior's Way, a new entrance that connects two oncology units in the MFCH.

Mr. Costello showed images of a new Cardiac Cath Lab that was done in conjunction with the Philips partnership.

Mr. Costello informed the Board of a flood incident in the D Wing of Taylor Pavilion that occurred a few weeks ago. He stated that a chase, which runs from the third floor to the basement, lost a plug in its copper pipe overnight, flooding the wing. Mr. Costello advised that the flood went undetected until the water affected the Physical Medicine and Rehabilitation ("PM&R") unit on the first floor. He stated that the water was immediately shutoff; however, the damage had already been done. Mr. Costello advised that eight patients were immediately moved out of PM&R to another area, and subsequently six of those patients were discharged, with the remaining two transferred to other facilities. He advised that WMC is working closely with its insurance company, Risk Management and Quality Departments.

Dr. Gewitz informed the Board that FACT, Forensic Acute Care Team, is now a new board certified specialty in the Child Abuse Division of Pediatric Medicine.

Dr. Gewitz informed the Board that the new Warrior's Way, which Mr. Costello showed pictures of earlier, is an entrance way connecting the adolescent and pediatric oncology units in the MFCH. He stated that the youth hockey team, The Westchester Warriors, has raised over \$250,000 in donations for pediatric cancer.

Dr. Gewitz informed the Board that there is a finalist candidate for the Chief of Pediatric Surgery.

Dr. Gewitz informed the Board that a new program was launched last week as part of the Fetal Home Cardiology program. He stated that once an expectant mother is identified by her primary maternal fetal specialist as carrying a high risk cardiology baby, she can come to WMC and meet the entire team of specialists in one visit. Dr. Gewitz informed the Board that yesterday the program operated on its first patient, just hours after its birth.

Mr. Ross updated the Board on the Northern Region. He stated that David Scarpino, CEO of HA, has announced his retirement effective December 31, 2018. He stated that Tom Brunelle has been hired as the interim Executive Director.

Mr. Ross informed the Board that HA opened its OB practice on October 15, 2018. He stated that Dr. Bloch is seeing his existing patients as well as new patients in the practice. Mr. Ross advised that HA is working with Dr. Gewitz and Dr. LaGamma to initiate a tele-neonatology program.

Mr. Ross informed the Board that HA completed a successful four day OMH survey on both its inpatient and outpatient services. He stated the exit interview will be in two weeks.

Mr. Ross advised the Board that HA continues its rollout of Advancing Vital Values. He stated that to date, more than one thousand staff members have participated.

Mr. Ross advised the Board that Think Dutchess, a business alliance, provided MHRH with its Grand Award for the work it is doing in the community.

Mr. Ross updated the Board on the renovations for the MHRH cafeteria and the Outpatient Imaging Department, stating both projects should be completed by the end of the year.

Dr. Leahy advised the Board that the Joint Commission arrived at GSH yesterday for its tri-annual survey.

Dr. Leahy advised the Board that GSH and SACH had a combined total of 349 births for the month of October.

Dr. Leahy advised the Board that GSH held its Girls Night Out two weeks ago. She stated that it was a sold out crowd and a wonderful evening for all.

Dr. Leahy informed the Board that Charity is in the midst of full flu preparation. She stated that 2019 may be a busy year for flu and pneumonia, just as 2018 was.

Dr. Leahy informed the Board that Charity is working with Dr. Halperin and the New York Medical College to bring residents to GSH for training.

Dr. Garrick advised the Board that the nurses in the Neo-natal unit made the most amazing costumes for the babies for Halloween. She also wanted to give recognition to the Facilities Department and the PM&R Department for their amazing work in relocating the PM&R patients, and setting up individual private patient areas so quickly, in the midst of the flood incident.

Dr. Garrick informed the Board that the last vendor from the Network-wide Credentials RFP presented on Friday. She stated that this process will allow a physician to be credentialed at any Network hospital and have adjunct privileges at all of the Network hospitals, with one application.

Dr. Garrick advised the Board that next week is the kick-off for the Quality Committee alignment. She stated this is for the network wide collaborative Quality meeting. Dr. Garrick advised that this is the concept of whichever door you enter through in the Network you will receive the same level of care.

Dr. Garrick informed the Board that the Chief Resident Council will be part of Dr. Chasin's army, in terms of building the new EMR and designing the work flow.

Dr. Garrick informed the Board that WMC has recruited a new Breast team. She stated that they are already out in the community and doing speaking engagements.

Dr. Garrick informed the Board that WMC will be certified as a Comprehensive Stroke Center in the near future.

Dr. Garrick informed the Board that the Blood Bank operations is now all WMCHealth.

REPORT OF THE COMMITTEES

AUDIT AND CORPORATE COMPLIANCE COMMITTEE

Mr. Heimerdinger, Chair of the Audit and Corporate Committee, stated that the Committee met on October 19, 2018.

Mr. Heimerdinger advised that Ms. Ariel reported on the status of hospital audits in progress, such as the Ambulatory Surgery Services and the DRG Audit for Bronchitis and Asthma. He stated that both audits are in draft report and awaiting management response. Mr. Heimerdinger advised that Ms. Ariel reported on a new audit for DRG of Degenerative Nervous System, which is currently in field work.

Mr. Heimerdinger advised that Mr. Palovick discussed the status of Internal Audits in progress, including the stage and scope of each audit for the following: WMC Foundation, Ambulatory Care Pavilion Construction and Mobile Devices. He stated the following internal audits have been completed: Food Services Contract Administration and 2017 Senior Management Expenses.

FINANCE COMMITTEE

Mr. Shroff, Chair of the Finance Committee, stated that the Committee met just prior to the Board meeting and reviewed the September, 2018, financial statements.

Mr. Shroff stated that the cash balance at the end of September, 2018, was \$113.2 million. Mr. Shroff advised that Current Marketable Securities were \$133.2 million, Accounts Receivable were \$178.4 million and Cash and Investments totaled \$246.4 million.

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

Total Operating Revenue - \$1.084 billion
Total Operating Expenses - \$1.038 billion
Operating Income - \$46.5 million
Net non-operating activities \$12.9 million
Net income before before items below \$33.6 million
Excess Pension Costs - \$14.1 million
Post-Retirement Health Costs - \$13.5 million
NYS Actuarial Adjustment - \$6.9 million
Unrealized losses on investments were \$1.1 million
Net loss was \$2.1 million

Mr. Shroff reviewed the following statistics:

Valhalla Campus

Total Acute Discharges and Outpatient Cases – 18,814; 869 more than 2017 Acute Patient Days – 129,158 Average Length of Stay – 8.81 E.R. Visits – 37,386; 2,131 more than 2017

MidHudson Campus

Total Acute Discharges and Outpatient Cases – 3,533; 33 more than 2017 Acute Patient Days – 16,998 Average Length of Stay – 6.27 E.R. Visits – 20,991; 286 less than 2017

Mr. Shroff advised the Board that the Committee recommended the following capital lease to the Board for its approval:

Fuji Film/TIAA Bank – Radiology Information System & PACS for MHRH

\$732,238

5.60%

60 months

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE CAPITAL LEASE WITH FUJI FILM/TIAA BANK. MR. TULIS MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

QUALITY COMMITTEE

Ms. Gevertz, Chair of the Quality Committee, stated that the Committee met on October 19, 2018.

Ms. Gevertz advised the Board that Ms. Cuddy reported on the Quality and Safety Council meeting of September 13, 2018. She stated that Ms. Cuddy highlighted reports from Ambulatory; Behavioral Health; Dental; Nursing and Occupational Health.

Ms. Gevertz informed the Board that Dr. Dhand gave a follow-up presentation to the Committee on Antibiotic Stewardship. She stated he discussed the management of antibiotic resistance at a local level and the impact to the Hudson Valley; an overview of the common interventions including discontinuing antibiotics when indicated, de-escalating therapy and changing from IV to oral medications.

Ms. Gevertz informed the Board that Dr. Goldberg provided a presentation on the Glycemic Council to the Committee. She stated that he highlighted the following: the Council's structure and goals; the Society for Hospital Medicine benchmarks compared to our performance, noting the goal is top quartile performance which is met in several indicators; focus on hyperglycemic management including use of the EMR tools and technology to develop root causes and action plans; development of physician specific report cards to help improve performance; transparency of data to help educate and motivate practioners; collaboration with eICU to monitor adherence to best practices and extensive patient educational materials that have been developed for unit based teaching and education.

Ms. Gevertz informed the Board that the Committee received a presentation from Ms. Simmons and Mr. Thankachen on the Pharmacy. She stated that they discussed data reports of current metrics and analysis. Order verification times decreased in Quarter 3; however, this coincided with new house staff and increased number of interventions by the pharmacy team; collaboration with the ED to provide antibiotics within 30 minutes for septic patients with results above 90%; there is a program for medication reconciliation in the ED by a clinical pharmacist on both campuses; and financial accountability reviewed network wide targeting of identified medications to ensure appropriate use.

Ms. Gevertz informed the Board that the Committee received a regulatory report from Ms. McFarlane.

NEW BUSINESS

There was no new business.

ADJOURNMENT

MR. HOCHBERG ASKED FOR A MOTION TO ADJOURN THE NOVEMBER 7, 2018, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MR. HEIMERDINGER MOTIONED, SECONDED BY MR. WISHNIE. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,

AnnMarie Fernandez, WCHCC Assistant Secretary