

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

October 5, 2016

6:30 P.M.

EXECUTIVE BOARD ROOM

EXECUTIVE OFFICES

VOTING MEMBERS PRESENT: Orlando Adamson, M.D., Claudia Edwards, PhD, William Frishman, M.D., Renee Garrick, M.D., Herman Geist, John Heimerdinger, Patrick McCoy, Dennis Mehiel, Alfredo Quintero, Zubeen Shroff, Michael Staib, Mark Tulis

NON-VOTING MEMBERS PRESENT: Nan Hayworth, M.D., Michael Israel, Richard Wishnie

VOTING MEMBERS EXCUSED: Susan Gevertz, Mitchell Hochberg

NON-VOTING MEMBERS EXCUSED: James Vodola

**STAFF PRESENT: Julie Switzer, EVP, General Counsel, and Counsel to the Board
Gary Brudnicki, COO, CFO
Kara Bennorth, EVP, Corporate Communications and Fund Development
Marsha Casey, EVP, Network Strategy and Integration
Anthony Costello, SVP, Professional and Support Services
Beth Davis, SVP, Deputy General Counsel
Mark Fersko, EVP, Financial Planning and Managed Care
June Keenan, SVP, Delivery System Transformation
James Lee, SVP, Operations
Anthony Mahler, SVP, Strategic Planning
John Morgan, SVP, Financial Planning
Jordy Rabinowitz, SVP, Human Resources Operations
Patricia Wrobbel, SVP and Chief Nurse Executive**

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

**PUBLIC: Christine LaPerche – NYSNA
Lea Nason – NYSNA
Alan Aranow - CSEA**

CALL TO ORDER

The October 5, 2016, 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. | Patrick McCoy |
| Claudia Edwards, PhD | Dennis Mehiel – via phone |
| William Frishman, M.D. | Alfredo Quintero |
| Renee Garrick, M.D. | Michael Staib |
| Herman Geist | Zubeen Shroff |
| John Heimerdinger | Mark Tulis |

VOTING MEMBERS EXCUSED

Susan Gevertz
Mitchell Hochberg

NON-VOTING MEMBERS PRESENT

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

NON-VOTING MEMBERS EXCUSED

James Vodola

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. TULIS ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE SEPTEMBER 7, 2016, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. QUINTERO, SECONDED BY MR. HEIMERDINGER, TO APPROVE THE SEPTEMBER 7, 2016, 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 September 30, 2016, and attached to these minutes) containing information on Credentialing Appointments, Reappointments, Additional Privileges, FPPE's, and Updated DOP's to the Board for its approval.

Motion to Approve Recommendations for Appointments, Reappointments, Additional Privileges, FPPE's, and Updated DOP's.

MR. TULIS ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, ADDITIONAL PRIVILEGES, FPPE'S, AND UPDATED DOP'S. MR. SHROFF MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE PRESIDENT

Mr. Israel requested the following reports be provided to the Board by senior management:

Ms. Bennorth informed the Board that the Lobby continues to be well received by both visitors and staff. She stated that the Care Giver Center is now open and running at 100% activity and has already supported dozens of families. She noted that WMC has received spontaneous donations from thankful patients and visitors.

Ms. Bennorth advised the Board that WMC is working on mini-campaigns for the Care Giver Center and Maria's Garden at the MFCH, and noted dedication ceremonies will be held in the future. Ms. Bennorth also stated that the ground breaking ceremony for the Ambulatory Care Pavilion ("ACP") will be held the first week of November.

Ms. Bennorth reminded the Board that last weekend was the Healing Half Marathon, stating that this was the first true team fundraising opportunity held by WMC. The Marathon raised \$50,000.00.

Ms. Bennorth reminded the Board that tomorrow night is the Wines of the World fundraiser for the MFCH and noted that four hundred people are expected to attend.

Ms. Bennorth informed the Board that October 20, 2016, will be the 1st Girls' Night Out for Good Samaritan Hospital ("GSH"), sponsoring its Center for Breast Health.

Ms. Bennorth informed the Board that November 6, 2016, is the Taste of the Hudson Valley event in Poughkeepsie. She stated that sixty local restaurants will be participating in the event, with an estimated 800 to 1000 attendees. Ms. Bennorth noted that later that day GSH will be holding its Corks and Forks event, which is sold out.

Ms. Bennorth reminded the Board that November 6, 2016, is the New York City Marathon. She stated that WMCHHealth has a webpage featuring employees who will "Go the Distance to Make a Difference", dedicating their run and raising money to support essential programs and services within the Network.

Ms. Bennorth informed the Board that the annual WHUD Radiothon will be broadcasted from the lobby of the MFCH on November 16th through the 18th.

Mr. Costello gave a presentation to the Board highlighting some of the Network's ongoing projects. The presentation included pictures of the newly renovated lobby with signage, artwork and furniture, as well as the Care Giver Center. Mr. Costello showed pictures of the campus in various stages of preparation for the Ambulatory Care Pavilion ("ACP"). He stated that the enabling and site work for the ACP will be ongoing over the next three months. Mr. Costello advised the Board that bids for phase 2 of the ACP project are starting to come in, and noted that we should have the Gross Maximum Price for phase 2 by the end of October. He stated that bids for phase 3 of the ACP project will be due by the end of December. Mr. Costello showed pictures of the roundabout describing the layout of the water feature and flag pole. He showed pictures of 2 South, the Maternity Unit, stating that another four rooms have been completed and advised that upon the Department of Health's approval, the final phase of the project will begin. Mr. Costello showed pictures of the renovation project in the Physical Medicine and Rehabilitation Unit in the Taylor Pavilion. He showed pictures

of the demolition of the Au Bon Pain space in the MFCH that will be transformed into a 150 person capacity conference center.

Ms. Casey gave an update to the Board on Year 2 of DSRIP, stating all is going well. She stated that WMCHHealth had an independent assessor in a few weeks ago and received a clean review. Ms. Casey stated that WMCHHealth is on track and is developing education to show the Board how the risk will increase during the final three years of DSRIP. She advised that WMCHHealth continues to work closely with all of its partners throughout the Network.

Dr. Garrick informed the Board that the Governor signed a new law today regarding E-Prescribing. She stated that in lieu of the provider emailing New York State whenever they wrote a prescription, they now need to record it in the patient's chart.

Dr. Garrick advised the Board that CMS performed their annual lab survey today at WMC, noting that it went very well.

Dr. Garrick informed the Board that Dr. Schmidt, Chair of Neurosurgery and Dr. Latifi, Chair of Surgery, have agreed to support a Research Scholarship for physicians, Ph.D.s, or NPHs who are interested in doing research, noting it is a great segue to the trauma program.

Dr. Garrick advised the Board that WMC is collaboratively working with New York Medical College to develop an online compliance training program for research.

Dr. Garrick updated the Board that the GME Committee has scheduled another session of the Michel Family series for November, this one on Culture of Safety.

Dr. Garrick informed the Board that WMC is nearing the final stages in its search for a new Director of Ophthalmology.

Dr. Gewitz informed the Board that November 1st is the official opening of the CTCL in the MFCH. He explained that this is an advanced tissue engineering laboratory that will allow our oncology programs to be a resource for other oncology programs throughout the country.

Dr. Gewitz informed the Board that this year's flu season is off to a busy start. He stated that only forty-two percent of the population receives the vaccine, and noted that the MFCH is part of a NYS initiative to increase awareness.

Dr. Gewitz informed the Board that there was a kick-off meeting at GSH this morning with Boston Children's Hospital and WMCHHealth to explore the possibilities of developing a pediatric presence in Rockland County.

REPORT OF COMMITTEES

FINANCE COMMITTEE

Mr. Shroff, Chair, WCHCC Finance Committee, noted that the Committee met just prior to this Board meeting and received statistics for the period ended August, 2016.

Cash position for the eight months ended August, 2016, was \$144 million
Accounts Receivable was \$156.8 million

Mr. Shroff informed the Board that the significant balance sheet changes between December, 2015, year end and August, 2016, are related to the Ambulatory Care Pavilion (“ACP”) bond financing. He stated that assets limited to use increased by \$180 million, other assets increased by \$15 million and long term debt increased by \$259 million dollars.

Total Operating Revenues of \$858.9 million
Total Expenses of \$820.1 million
Operating Income of \$38.7 million
Net Interest Expense of \$14.4 million
Income before Excess Fringe Benefits of \$24.3 million
Pension Cost of \$15.0 million
Post-Retirement Health of \$10 million
Bottom Line Loss of \$.7 million

Statistics for the Period Ended August 31, 2016

Valhalla Campus:

Total Acute Discharges – 15,934, which is an increase of 304 over the same period last year
Total Acute Patient Days – 105,486
Average Length of Stay – 8.2
Total ER Visits – 31,801, which is an increase of 2,045 over the same period last year

MHRH Campus:

Total Acute Discharges – 2,961
Total Acute Patient Days – 14,851
Total ER Visits – 19,673, which is an increase of 1,636 over the same period last year

STRATEGIC PLANNING COMMITTEE

Mr. Tulis, Chair, WCHCC Strategic Planning Committee, stated that the Committee met on September 28, 2016. He stated that the Committee reviewed a detailed analysis of the HAHV consolidation project and medical village plans, in addition to the Port Jervis medical village plan. Mr. Tulis advised the Board that service line planning for the Network was discussed.

QUALITY COMMITTEE

Mr. Wishnie gave the report on behalf of Susan Gevertz, Chair, WCHCC Quality Committee, and stated the Committee met on September 14, 2016.

Mr. Wishnie stated that the Committee received a report on the MFCH Quality Council by Dr. Gewitz and Ms. Hurwitz. Mr. Wishnie stated that they highlighted the following: performance improvement projects; a multidisciplinary partnership for safety initiative; a patient ID task force; a “Speak up for Safety” initiative addressing falls, Good Catch events, and partnering with families to ensure their child’s safety; the introduction of junior beds for families who resist having their child in a crib; an antibiotic stewardship; a nationally prominent bone marrow program, which is compliant with national and international standards; a

task force has been formed to address newborn screening challenges; and exclusive breastfeeding rates remain low, the goal is to improve by 20%.

Mr. Wishnie stated that the Committee received a report by Dr. Garrick on the Quality and Safety Council meeting of July 14, 2016. Mr. Wishnie stated that Dr. Garrick highlighted the following from various Departmental reports: Antibiotic Stewardship – Dr. Garrick requested the Committee authorize the creation of an Antibiotic Stewardship Council, the Committee approved; a new subcommittee was created to review patient complaints regarding physicians; Infection prevention – CAUTI and CLABSI rates have increased and are being addressed; Laboratory/Pathology/Blood Bank – improvements have been made in blood utilization; Radiology – MRI through-put and turnaround times have improved; Rehabilitation Medicine – the Department is meeting all of their measures and the unit has been newly renovated; QA/PI Reports – highlighted that the ED has improved turnaround times, the Organ Donor Council is meeting metrics, and the Department of Surgery's work in addressing pressure ulcers.

Mr. Wishnie stated that the Committee received a report on the Nursing Quality Council by Ms. Wrobbel highlighting the following: Pressure Ulcers – rates are still above the national average, though declining; Fall Incidence – overall below benchmark, focus is on falls with injury; Safe Patient Handling Program; Preventing Workplace Violence; Patient Experience – focus on communication; Nursing Transition – goal to minimize the time patient is seen in ED to inpatient unit; MHRH's SAFE program – manages patients presenting with concerns of sexual abuse/assault; and Nursing Workforce Comparison Data was discussed.

Mr. Wishnie stated that Ms. Berger gave a presentation on the Transplant Quality Council to the Committee. He stated that she highlighted the following areas: Liver – volume data, key performance indicators and outcome data; Kidney – volume data, advised that Kidney has been readmitted to Aetna as a Center of Excellence and has best observed outcomes in the NYC region; and Performance improvement initiatives were discussed.

NEW BUSINESS

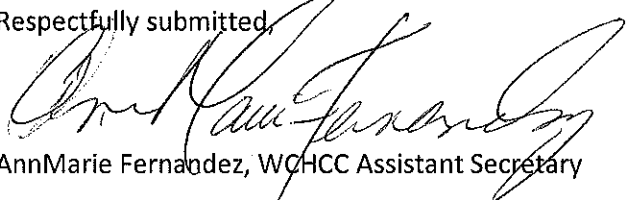
Mr. Heimerdinger presented a Resolution to the Board to approve the appointment of Stephen and Katherine McCurdy as Life Trustees for the Westchester Medical Center Foundation. He reminded the Board that the McCurdys' have made significant contributions to the Foundation, including a \$1 million dollar donation to establish the McCurdy's Physician-in-Chief Chair, which Dr. Gewitz has the honor of holding.

MR. HEIMERDINGER MOTIONED TO APPROVE THE RESOLUTION APPOINTING STEPHEN AND KATHERINE MCCURDY AS LIFE TRUSTEES TO THE WESTCHESTER MEDICAL CENTER FOUNDATION, SECONDED BY MS. GEVERTZ. THE MOTION CARRIED UNANIMOUSLY.

ADJOURNMENT

MR. TULIS ASKED FOR A MOTION TO ADJOURN THE OCTOBER 5, 2016, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MR. SHROFF MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,



AnnMarie Fernandez, WCHCC Assistant Secretary