

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

March 4, 2020

6:30 P.M.

EXECUTIVE BOARD ROOM

EXECUTIVE OFFICES

VOTING MEMBERS PRESENT: William Frishman, M.D., Renee Garrick, M.D., Herman Geist, John Heimerdinger, Mitchell Hochberg, Tracey Mitchell, Alfredo Quintero, Zubeen Shroff, Mark Tulis, Richard Wishnie

VOTING MEMBERS EXCUSED: Orlando Adamson, M.D., Susan Gevertz, Patrick McCoy

NON-VOTING MEMBERS PRESENT: John Flannery – via phone, Michael Israel, Martin Rogowsky, Michael Rosenblut – via phone

STAFF PRESENT: Beth Davis, SVP, Deputy General Counsel
Gary Brudnicki, Senior Executive Vice President
Kara Bennorth, EVP, Chief Administrative Officer
Marc Chasin, M.D., CHIO
Anthony Costello, SVP, Professional Support Services
Michael Doyle, M.D., Executive Director and CMO, HealthAlliance
Mark Fersko, EVP, Financial Planning
Paula Fessler, Chief Nursing Executive
David Ingber, SVP, Network Financial Operations
Mary Leahy, M.D., CEO, Bon Secours Charity Health System
Josh Ratner, SVP, Strategic Planning

PHYSICIANS PRESENT: Dr. Gewitz

CALL TO ORDER

The March 4, 2020, 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	Tracey Mitchell
Renee Garrick, M.D.	Alfredo Quintero
Herman Geist	Zubeen Shroff
John Heimerdinger	Mark Tulis
Mitchell Hochberg	Richard Wishnie

VOTING MEMBERS EXCUSED

Orlando Adamson, M.D.
Susan Gevertz
Patrick McCoy

NON-VOTING MEMBERS PRESENT

John Flannery – via phone
Michael Israel
Martin Rogowsky
Michael Rosenblut – via phone

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE FEBRUARY 5, 2020, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. SHROFF, SECONDED BY MR. QUINTERO, TO APPROVE THE FEBRUARY 5, 2020, 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 March 3, 2020, and attached to these minutes) containing information on Credentialing Appointments, Reappointments, Additional Privileges, Category of Staff Change, and results of FPPE’s to the Board for its approval.

A discussion ensued.

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

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, ADDITIONAL PRIVILEGES, CATEGORY OF STAFF CHANGE, AND RESULTS OF FPPE'S. MS. MITCHELL MOTIONED, SECONDED BY MR. WISHNIE. THE MOTION CARRIED UNANIMOUSLY.

REPORT OF THE PRESIDENT

Ms. Bennorth informed the Board about a new Support Person Program. She stated that this program combines Service Excellence with Nursing, and provides a patient's key support person with 24/7 access to the hospital in order to support their loved one. Ms. Bennorth advised that a Support Person can be identified by a green wrist band.

Ms. Bennorth informed the Board that the myCare Learning Journey has entered Phase 2, entitled Navigating the New.

Ms. Bennorth informed the Board that WMC will hold a Town Hall meeting on COVID-19 tomorrow for its workforce members.

Ms. Bennorth updated the Board on the following Events/Marketing/Development activities:

- WMC's Girls Night Out had 350 attendees;
- National Pancake Day has raised \$332,000 since its inception in 2009;
- Day for Hearts - 108 patients participated in the event;
- March 26th is the Perinatal Conference, and to date there are over 100 participants registered;
- March 30th is the HeLa Conference;
- April 24th is the HealthAlliance Tulip Ball;
- May 2nd is the Good Samaritan Spring Ball; and
- June 6th is the WMC Gala

Ms. Bennorth presented the video of the month - My Heart Hero, featuring Dr. Panza.

Mr. Costello presented a slide show to the Board on the ongoing construction projects. He showed images of the Central Sterile expansion project located in the basement of the Main Tower, which was necessary due to the additional ORs in the Ambulatory Care Pavilion ("ACP"). He stated that this is a crucial project, as there are ongoing discussions about opening additional ORs due to the increased volume.

Mr. Costello showed images of the new Endoscopy Unit, which is now opened and providing services.

Mr. Costello showed images of the Main Tower Expansion Project on floors 4-7 of the ACP. He stated that the key work is moving along nicely, and that the fourth floor should be completed by the end of the first quarter.

Mr. Costello informed the Board that the clinics have been moved from Cedarwood Hall to 19 Bradhurst Avenue. He stated that the IT Department will be moved from Elmwood Hall into Cedarwood Hall.

Mr. Costello updated the Board on MHRH.

- Clinical Updates:
 - COVID-19 preparedness education and preparation
 - Received official ACS Certification for Trauma Survey, December 2019 – December 2022

- Education Alliances:
 - Dutchess Community College collaborative meeting to investigate potential new educational pathway opportunities for DCC students to meet changing healthcare workforce demands
- Clinical Surveys:
 - Community Health Accreditation Partner Survey for Certified Home Care occurred
 - DNV Survey Preparation in progress and Mock survey Reports shared with departmental leadership
- Physician Recruitment:
 - Dr. Katherine Amodeo, Neurologist
 - APS Hospitalist recruitment

Dr. Doyle updated the Board on HealthAlliance (“HA”).

- Construction Updates:
 - Building Permit filed with the City of Kingston on February 28th
 - Early Bid packages received on March 2nd
 - Enabling Fence to be installed the week of March 16th
- Surveys and Certifications:
 - Weeklong survey of all laboratories: general, respiratory and pathology – March 3rd-7th
- Physician Recruitment:
 - WMCHHealth Physicians – Grand Street Medical – communications plan roll-out
- Community Development:
 - Hela Conference, Dutchess Community College – March 26th

Dr. Leahy informed the Board that Charity is expanding its Cardiology program to include TAVR. She stated that mock setups are underway and that she anticipates procedures will begin in the next month.

Dr. Leahy informed the Board that Charity met recently with the Centers Health Care Organization (“CHCO”); they are opening a dialysis center in Airmont. She stated that CHCO is the preferred provider for their services. Dr. Leahy advised that Dr. Delaney, a nephrologist at WMC, will be providing Directorship for the program.

Dr. Leahy advised the Board that Charity held a REACH council meeting in Rockland County last week.

Dr. Leahy advised that she met with the new leadership team of the Sisters of Charity (“SOC”) last week. She stated that the SOC toured Good Samaritan Hospital (“GSH”) and discussed their Board sponsorship representative.

Dr. Leahy stated that clinicians are undergoing unconscious bias training at all three hospitals. She stated that this is a WMCHHealth initiative.

Dr. Leahy updated the Board on several physicians who have joined the new primary care practice in Orange County. She also stated a urologist began providing services at Port Jervis today.

Dr. Leahy advised that Charity anticipates its Pediatric Emergency Department launch early this summer.

Dr. Gewitz advised the Board that the Maria Fareri Children's Hospital ("MFCH") is inundated with influenza cases. He stated that the flu is affecting children far more than the COVID-19.

Dr. Gewitz advised the Board that last month the district that covers New York State American Academy of Pediatrics organized Lobby Day 2020 in Albany. He stated that the delegation went to Albany with the purpose of educating the legislators on the damage that is potentially being done to children due to the Medicaid cuts. Dr. Gewitz advised that a dozen faculty members and a half dozen residents were included in the delegation.

Dr. Gewitz informed the Board that Robert Wyland, an aquatic artist, will visit the MFCH later this month. He stated that he has painted murals in the lobby, as well as individual pieces for some of the children.

Dr. Gewitz advised the Board that the MFCH has started Wellness Wednesdays. He stated that this is a donor driven effort to encourage family members to come to the Care Giver Center for a moment of respite. Dr. Gewitz advised that free massages are available, as well as coffee and small group discussions with social work staff.

Dr. Gewitz advised the Board that the Heavenly Productions Foundation will be providing a St. Patrick's Day Concert for the children and their families. In addition, he stated that they help the MFCH fundraise throughout the year.

Dr. Gewitz informed the Board that the 19th Annual Day for Hearts was held recently in the Behavioral Health Gym. He stated that this event is a reunion for children who have undergone open heart surgery here at the MFCH and their families. Dr. Gewitz advised that this was the largest reunion to date.

Dr. Garrick informed the Board that next week is Patient Safety Week. She stated that the staff is encouraged to participate in a poster contest, which displays the safety projects that they have been working on.

Dr. Garrick advised the Board that the Resident Review has seen a 300% participation increase from 2018 to 2019. She stated that 150 residents presented at its national meeting.

Dr. Garrick informed the Board that WMC is the Perinatal Center for the region. She stated that there will be a Board Education session on the Maternal Collaboratives underway and the new state initiatives.

Dr. Garrick advised the Board that the GME Match is next week. She stated that WMC is looking forward to strong match results.

REPORT OF THE COMMITTEES

AUDIT AND CORPORATE COMPLIANCE COMMITTEE

Mr. Heimerdinger, Chair, Audit and Corporate Compliance Committee, stated that the Committee met on February 7, 2020.

Mr. Heimerdinger advised the Board that Ms. Ariel reviewed the 2020 Corporate Risk Assessment Summary and Work Plan for Valhalla, Mid-Hudson Regional Hospital ("MHRH") and Advanced Physician Services. He stated that her report identified data analysis that included service types and their related volumes, case mix, government work plans, investigation analysis and current industry trends, in order to identify areas of high risk for review in Compliance and Internal Audit.

Mr. Heimerdinger advised the Board that Mr. Palovick presented the 2020 Internal Audit Work Plan to the Committee and reviewed the planned audit initiatives.

Mr. Heimerdinger advised that, after a discussion, the Committee approved the 2020 Corporate Compliance and Internal Audit Work Plan.

Mr. Heimerdinger stated that Ms. Ariel then discussed the status of Compliance Audits completed and in process. He advised the Board that the audits in process included: EMTALA at WMC, Medical Record Coder Assessment, and Inpatient/Outpatient Substance Abuse. Mr. Heimerdinger stated that the completed audit of the Certified Home Care agency at MHRH was discussed.

Mr. Heimerdinger informed the Board that Mr. Palovick discussed the status of Internal Audits completed and in process. He stated that the audits in progress include: Respiratory Therapy Revenue Cycle Controls, myCare Cerner System Implementation Phase 2, and Cross Country Healthcare Contract Administration. Mr. Heimerdinger advised that completed Internal Audit activities for this period included WMC Physical Security Access Controls and the myCare Cerner System Implementation Phase 1. He stated that a discussion was held on the findings related to the completed audits.

FINANCE COMMITTEE

Mr. Tulis, Chair, Finance Committee, stated that the Committee met this afternoon prior to the Board meeting.

Mr. Tulis advised that the Committee recommended approval of a Resolution to the Board to finance the purchase of certain medical and IT equipment and furniture for WMC facilities through a lease financing arrangement with Insight Investments.

Mr. Tulis stated that the lease facility is up to \$15.0 million, at an interest rate based on the five-year swap rate plus 3.83% (currently 4.94%), with a not to exceed rate at closing of 6.5%, for a term of sixty (60) months. He advised that this \$15.0 million lease facility was included in the approved 2020 Budget.

Mr. Tulis informed the Board that the lease will provide Insight Investments with a first security interest in the equipment and furniture financed through the Insight Lease.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RESOLUTION TO FINANCE THE PURCHASE OF CERTAIN MEDICAL AND IT EQUIPMENT AND FURNITURE FOR WMC FACILITIES THROUGH A LEASE FINANCING ARRANGEMENT WITH INSIGHT INVESTMENTS. MR. TULIS MOTIONED, SECONDED BY MR. SHROFF. THE MOTION CARRIED UNANIMOUSLY.

QUALITY COMMITTEE

Dr. Garrick reported on the Quality Committee meeting of February 7, 2020.

Dr. Garrick informed the Board that the Committee received a presentation on the GME Quality Council by Dr. Bierman. He highlighted the following:

- A description of the various GME Committees and Councils and their activities including a Wellbeing Subcommittee, the House Staff Quality Council, and the Program Administration Council which shares best practices;
- Continuous Process Improvement/Preparation for the Clinical Learning Environment and compliance rates by Residents;
- Maslach Toolkit, which addresses burnout;

- Results of the 2018-2019 Resident Surveys of all WMC Sponsored Residency Programs;
- Opportunities for an alignment of Residents and Faculty members' perception of programs; and
- A new survey content for Residents and Fellows.

Dr. Garrick advised the Board that the Committee received a presentation on Nursing by Ms. Scuderi. She reported on the following:

- The Performance Improvement project that focuses on patient identification;
- Time line of critical events and corrective action related to patient Identification related incidents;
- Problems identified and actions taken regarding the administration of blood;
- Compliance with the use of the Identification Scanning System, noting that 100% compliance is not necessarily expected given that scanning is not done during the massive transfusion process;
- Problems identified, actions taken, analysis/study of findings and additional actions taken regarding the blood release process;
- Problems identified and actions taken regarding specimen collection;
- DNR Patient Identification improvement process;
- Ongoing Corrective Actions, daily monitoring, barriers and solutions; and
- Actions implemented in response to the DNV annual Survey in 2019, and a DNV allegation Survey in July 2019.

Dr. Garrick stated that she reported on the Quality and Safety Council for December to the Committee. She advised that the following Departments presented to the Council: Emergency Medicine; Medical Ethics; myCare update; Neurosurgery; and Otolaryngology.

Dr. Garrick stated that she also reported on QAPI for the Critical Care Committee; Laboratory/Pathology; Maria Fareri Children's Hospital Quality Council, Nursing Quality Council and the Transfer Center.

Dr. Garrick advised that the Committee then received a Regulatory report from Ms. McFarlane.

NEW BUSINESS

Mr. Shroff reminded the Board that all naming opportunities need to be approved by the WCHCC Board. He presented the following two Resolutions for discussion and approval:

- Resolution 8 – Tomkins Mahopac Bank - \$50,000 – 1 NICU Care Room
- Resolution 9 – William & Dewey Edelman Charitable Trust - \$250,000 – Nurses Station in the MFCH Athletics Neighborhood

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE TWO NAMING RESOLUTIONS NUMBERED EIGHT AND NINE. MR. SHROFF MOTIONED, SECONDED BY MR. TULIS. THE MOTION CARRIED UNANIMOUSLY.

EXECUTIVE SESSION

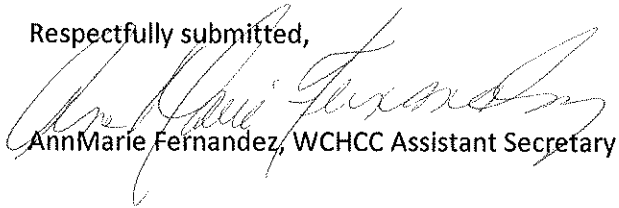
MR. HOCHBERG ASKED FOR A MOTION TO MOVE BACK INTO EXECUTIVE SESSION. MR. TULIS MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

MR. HOCHBERG ASKED FOR A MOTION TO MOVE OUT OF EXECUTIVE SESSION. MR. WISHNIE MOTIONED, SECONDED BY MR. QUINTERO. THE MOTION CARRIED UNANIMOUSLY.

ADJOURNMENT

MR. HOCHBERG ASKED FOR A MOTION TO ADJOURN THE MARCH 4, 2020, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. DR. GARRICK MOTIONED, SECONDED BY MR. WISHNIE. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,



AnnMarie Fernandez, WCHCC Assistant Secretary