

**WESTCHESTER COUNTY HEALTH CARE CORPORATION**

**BOARD OF DIRECTORS MEETING**

**January 6, 2016**

**6:30 P.M.**

**EXECUTIVE BOARD ROOM**

**EXECUTIVE OFFICES**

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

**NON-VOTING MEMBERS PRESENT:** Michael Israel, James Vodola, Richard Wishnie, Simon Vukelj – via phone

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

**STAFF PRESENT:** Julie Switzer, EVP, General Counsel, and Counsel to the Board  
Gary F. Brudnicki, CFO, COO  
Patricia Ariel, SVP, Corporate Compliance and Internal Audit  
Kara Bennorth, SVP, Corporate Communications and Fund Development  
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  
Anthony Mahler, SVP, Strategic Planning  
John Morgan, SVP, Financial Planning  
James Palovick, VP, Internal Audit  
Jordy Rabinowitz, VP, Human Resources Operations, Senior Associate General Counsel  
William Ryan, Director, Intergovernmental Affairs  
Patrick Schmincke, SVP, Clinical Services

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

**PUBLIC:** Juliane Hatzel – NYSNA  
Eileen Letzeiser – NYSNA

**CALL TO ORDER**

The January 6, 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.	Mitchell Hochberg
William Frishman, M.D.	Dennis Mehiel
Renee Garrick, M.D.	Alfredo Quintero
Herman Geist	Michael Staib
Susan Gevertz	Mark Tulis
John Heimerdinger	

**NON-VOTING MEMBERS PRESENT**

Michael Israel  
James Vodola  
Richard Wishnie  
Simon Vukelj – via phone

**VOTING MEMBERS EXCUSED**

Claudia Edwards, PhD  
Patrick McCoy  
Zubeen Shroff

**REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA**

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE DECEMBER 2, 2015, MEETING OF THE BOARD. A MOTION WAS MADE BY MS. GEVERTZ, SECONDED BY MR. HEIMERDINGER, TO APPROVE THE DECEMBER 2, 2015, 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 December 31, 2015 and attached to these minutes) containing information on Credentialing Appointments, Additional Privileges, Reappointments, Category of Staff Changes, FPPE's, and Updates to DOP's and Forms, to the Board for its approval.

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

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, CATEGORY OF STAFF CHANGES, ADDITIONAL PRIVILEGES, FPPE'S AND UPDATES TO DOP'S AND FORMS. MR. QUINTERO MOTIONED, SECONDED BY MS. GEVERTZ. 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 there is a 2016 Calendar of Special Events at their place settings. She stated that it is for informational purposes and by no means complete. She noted that the first event of the year will be a CME Pediatric Oncology Conference next Saturday on campus. She updated the Board that this year Westchester Medical Center ("WMC") will be applying to become its own accrediting body for CME.

Ms. Bennorth advised the Board that our first fundraiser of the year will be Girls Night Out on February 25, 2016. She stated that there will be a month long, region wide campaign, focusing primarily on women's heart health called "Your Heart Matters".

Ms. Bennorth informed the Board that Shop Rite will start its next three week campaign, benefiting the Children's Miracle Network ("CMN"), on February 14, 2016.

Ms. Bennorth reminded the Board that we finished 2015 with two dance marathons, one at Iona College and the other at Pace University. She stated that these marathons were part of a program through the CMN, which is growing exponentially. Ms. Bennorth noted that St. Mary's in Newburgh and West Point are both in talks with CMN to sponsor dance marathons in 2016.

Ms. Bennorth updated the Board on the efforts of CMN, and stated that we expect to reach a milestone this year with CMN raising over a million dollars.

Mr. Tulis mentioned to the Board that WMC is a sponsor of Westchester DreamWorks, as well as the sponsor of Winter Wonderland at the Kensico Plaza Dam. Mr. Tulis stated that we received very good press on both events.

Ms. Bennorth also mentioned that on January 23, 2016, WMC will be sponsoring WMCHHealth Night at the Westchester Knicks game.

Mr. Costello gave a presentation to the Board detailing some updates on various WMC projects. He started with the Internal Medicine Suite just completed at 19 Bradhurst Avenue, and the installation of our first PET CT, also at 19 Bradhurst Avenue. Mr. Costello then presented the completion of Phase 1 of the Maternity Suite 2S project in the main building, which includes patient rooms and a Well Baby Nursery. Mr. Costello continued his presentation with the Parking Lot Renovation project across the campus, explaining that each lot is now numbered with a blue identification sign. He stated that the project added approximately four hundred spaces with no loss of green space, in addition to positioning patients and visitors closer to the front door of the hospital.

Mr. Costello's presentation continued with the Maria Fareri Children's Hospital Lobby project. He stated that the old carpet has been replaced with a new carpet tile product which is easier to clean and will wear much

better over the years, in addition to adding new vinyl furniture. There are also scattered outlets throughout the lobby for recharging various electronic devices. Mr. Costello also stated that the roof decking and sealing of the addition to the existing building is now in progress, and the front doors have been re-positioned to line up with the visitor elevators. Mr. Costello noted that the renovation includes a canopy that will protect up to five cars from inclement weather for dropping off and picking up patients. This project should be completed by early summer 2016.

Mr. Mahler gave an update to the Board on DSRIP. He stated that WMCHHealth received the results of the payment terms under DSRIP and will be paid twice a year based on reports submitted. He noted that WMCHHealth submitted its second quarter report in the end of October, 2015, and was notified in December of a ninety nine percent success rate.

Dr. Garrick informed the Board that Dr. Frishman is the editor-in-chief of Cardiology Review. She passed around a volume of the journal, which includes a Cardiac Symposium which was done by our Cardiology group.

Dr. Frishman added that this is one of four institutionally based journals in North America. He stated that Cardiology Review is different from the other three journals, in that we are home grown, rely entirely on subscriptions, and are rated in the top one third of Cardiovascular journals in the world. Dr. Frishman stated that this journal is a reflection of all of us as an Academic Institution.

Dr. Garrick informed the Board that next week we anticipate a Clear visit. She explained that this is our big ACGME review, and proves our worthiness of being sponsors of the GME programs. A survey team will be on site next week, and we have over three hundred interviews scheduled with them.

Dr. Garrick updated the Board on E-scribing and stated that the drop dead date for implementation is early March, 2016. She stated that we have commenced a pilot program and have gone live across the campus with the exception of the Children's Hospital, which is set to go live on January 19, 2016. Dr. Garrick stated the program is going well; it is a whole new way of handling prescriptions and is the only way to ensure a medication reconciliation process is in place.

Dr. Gewitz informed the Board that the Partnership for Safety program at the Children's Hospital is starting to get recognition. He noted that the nurses and medical staff have been selected for two upcoming presentations at the Institute of Family and Patient Centered Care. One presentation is on the Impact of Volunteers and the other is on Partnering with Patients, which utilizes family members to help protect children in the hospital. We received a grant to make a video to be part of a welcoming and orientation overview for parents and families of children who will be patients in the hospital. This video will promote healthy sleep habits for infants and help to prevent falls, just to name a few of the highlights.

Dr. Gewitz updated the Board on the Pediatric Residency program process. He stated that WMC received approximately sixteen hundred applications, and interviewed two hundred and fifty candidates for nineteen available positions.

## **REPORT OF COMMITTEES**

### **EXECUTIVE COMMITTEE**

Mr. Tulis, Chair, WCHCC Executive Committee, noted that the Committee met on December 15, 2015. He stated that the Committee approved a new three year contract with CSEA. He outlined some of the contract highlights for the Board, as follows: it is a three year contract through December 31, 2018; three percent

increases for each of the three years; full reinstatement of longevity payments; a three year no-layoff provision for any presently employed CSEA represented employee; member continued payment of monthly health insurance premium of \$65/person/month.

Mr. Tulis informed the Board that the Committee also approved the addition of Skinny Needle Biopsies to the DOP for pathologists at MHRH. He stated that the pathologists here at the Medical Center are currently doing these biopsies.

#### **GOVERNANCE COMMITTEE**

Mr. Heimerdinger, Chair, WCHCC Governance Committee, noted that the Committee met on December 15, 2015. Mr. Heimerdinger stated that the Committee recommended for approval by the Board the following proposed changes to the WCHCC Bylaws, Section 4.1, to include Section 4.14 Diversity and Inclusion Committee. He gave a summary of the revisions as follows: The Diversity and Inclusion Committee shall have a minimum of two (2) members, shall oversee, from a governance perspective, the Corporation's Diversity, Inclusion and Community Engagement programs. The focus of such programs include (i) workforce diversity; (ii) inclusive environments where all are treated equitably; (iii) diversity among vendors, including issues relating to the Corporation's MWBE Program; (iv) diversity and inclusion training; and (v) community engagement. The Committee also will review and approve the Corporation's annual Diversity and Inclusion Strategic Plan, as well as reviewing the mid-year and end-of-year accomplishments under the Diversity and Inclusion Strategic Plan.

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE BYLAW REVISIONS TO INCLUDE THE ADDITION OF THE DIVERSITY AND INCLUSION COMMITTEE PROVISIONS. DR. GARRICK MOTIONED, SECONDED BY MS. GEVERTZ. THE MOTION CARRIED UNANIMOUSLY.

#### **PERSONNEL AND COMPENSATION COMMITTEE**

Mr. Tulis gave the report for Dr. Edwards, Chair, WCHCC Personnel and Compensation Committee. He noted that the Committee met on December 15, 2015. He stated that the Committee recommended approval of the new CSEA contract to the Executive Committee. He outlined some of the contract highlights for the Board as follows: it is a three year contract through December 31, 2018; three percent increases for each of the three years; full reinstatement of longevity payments; a three year no-layoff provision for any presently employed CSEA represented employee; member continued payment of monthly health insurance premium of \$65/person/month.

#### **FINANCE COMMITTEE**

Mr. Tulis, acting Chair, WCHCC Finance Committee, noted that the Committee met just prior to this Board meeting. He informed the Board that WMC did not receive its DSH payment in the amount of \$59 million dollars that was anticipated in December, 2015. He stated that we received a letter from New York State advising that we would receive the payment in January, 2016. Mr. Tulis stated that year end cash is at \$117 million, and if we had received the DSH payment on time we would have hit our year end projection of \$176 million dollars.

Cash position in November was \$104 million  
Bottom line profit, after excess fringe benefit, was \$4.5 million

Total Operating Revenues of \$1.1 billion  
Total Expenses of \$1 billion

### **Key Statistics November 31, 2015**

#### **Utilization – Valhalla Campus**

Total discharges were up by 498

#### **Mid-Hudson Regional Hospital**

Total discharges were down 138

### **QUALITY COMMITTEE**

Ms. Gevertz, Chair, WCHCC Quality Committee, noted that the Committee met on December 18, 2015.

Ms. Gevertz stated that Dr. Garrick reported on the Quality and Safety Council meeting of November 20, 2015. Dr. Garrick highlighted the following areas for the Committee: Glycemic Council, Dental, HIV Clinic, Laboratory/Pathology Radiology, and the Transfer Center. Dr. Garrick also noted that the Ethics Committee is giving educational talks to staff, and that Infection Control gave a report at the November meeting.

Ms. Gevertz stated that Dr. Panza gave a report to the Committee, which included the Department's Table of Organization, Inpatient statistics regarding length of stay, 5N admissions with length of stay, and positive improvement in 5N HCAHPS survey results. Dr. Panza then discussed the Heart Transplant Program, noting that WMC's survival rate surpasses the rate from the Registry of the International Society for Heart and Lung Transplantation, and observed survival rate exceeds expected and that of WMC's peers. Dr. Panza completed his report with information about Cardiac Electrophysiology and Structural Heart and Peripheral Procedures. Dr. Garrick noted that Cardiology data and processes are done in real time and are used as a model for other programs.

Ms. Gevertz reported that Dr. Nelson was unable to present at the Committee meeting, but the Committee reviewed his data and noted that his benchmarks have been met.

Ms. Gevertz then stated that the Committee was given the Transplant Regulatory Update and that no issues were flagged by either UNOS or CMS. Two CMS surveys went well; the Heart program had no citations, while the Kidney and Liver programs had a minor citation. Ms. Gevertz informed the Board that the Living Kidney Donor Program achieved 100% compliance with areas previously cited.

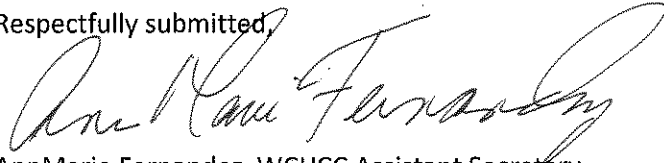
Ms. Gevertz advised the Board that Dr. Garrick gave a presentation to the Committee on Value Based Purchasing ("VBP"). Dr. Garrick presented FY2017 Domains and pointed out that Domains have changed; for example, "process" has moved from 70% to 5%. Domains such as Readmission, Hospital Acquired Conditions and EHR meaningful use have associated revenue risk and treated as such for budgeting purposes. Dr. Garrick explained that there are basically two aspects of VBP, monetary and quality. This Committee will focus on the quality aspect.

**MR. HOCHBERG MOVED INTO EXECUTIVE SESSION TO DISCUSS STRATEGIC PLANNING AND PERSONNEL ISSUES.**

**ADJOURNMENT**

MR. HOCHBERG ASKED FOR A MOTION TO ADJOURN THE JANUARY 6, 2016, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. MR. TULIS MOTIONED, SECONDED BY MS. GEVERTZ. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "AnnMarie Fernandez". The signature is written in black ink and is positioned above the printed name.

AnnMarie Fernandez, WCHCC Assistant Secretary