

WESTCHESTER COUNTY HEALTH CARE CORPORATION

BOARD OF DIRECTORS MEETING

May 4, 2016

6:30 P.M.

EXECUTIVE BOARD ROOM

EXECUTIVE OFFICES

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

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

VOTING MEMBERS EXCUSED: Orlando Adamson, M.D.

NON-VOTING MEMBERS EXCUSED: James Vodola

**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
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, VP, Human Resources Operations, Senior Associate General Counsel
Patricia Wrobbel, SVP and Chief Nurse Executive**

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

**PUBLIC PRESENT: Lea Nason – NYSNA
Debra Coyne – NYSNA
Caitlyn Ervin – CIR**

CALL TO ORDER

The May 4, 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

Claudia Edwards, PhD	Patrick McCoy
William Frishman, M.D. – via phone	Dennis Mehiel
Renee Garrick, M.D.	Alfredo Quintero
Herman Geist	Zubeen Shroff
Susan Gevertz	Michael Staib
John Heimerdinger	Mark Tulis
Mitchell Hochberg	

VOTING MEMBERS EXCUSED

Orlando Adamson, M.D.

NON-VOTING MEMBERS PRESENT

Michael Israel
Nan Hayworth, M.D.
Richard Wishnie

NON-VOTING MEMBERS EXCUSED

James Vodola

REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE APRIL 6, 2016, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. MCCOY, SECONDED BY MR. SHROFF, TO APPROVE THE APRIL 6, 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 April 26, 2016, and attached to these minutes) containing information on Credentialing Appointments, Additional Privileges, Reappointments, FPPE's, Category of Staff Changes and Updated DOP's to the Board for its approval.

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

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, ADDITIONAL PRIVILEGES, FPPE'S, CATEGORY OF STAFF CHANGES, AND UPDATED DOP'S. MR. QUINTERO MOTIONED, SECONDED BY MR. SHROFF. THE MOTION CARRIED UNANIMOUSLY.

Dr. Lebovics advised the Board that the Interim Director of the Department of Surgery, Rafit Latifi, M.D., will be appointed to the permanent position as the Director of the Department.

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 May 1, 2016, Maria Fareri Children's Hospital ("MFCH") Walk was attended by over a thousand people and raised approximately \$340,000.00.

Ms. Bennorth advised the Board that the golf invitational kicks off on Monday, May 9, 2016, at Quaker Ridge.

Ms. Bennorth reminded the Board that the Gala will be held on June 4, 2016.

Ms. Bennorth advised the Board that WMC is sponsoring the Insane Inflatables on May 21, 2016, at Barton Orchards in Beekman, New York.

Ms. Bennorth informed the Board that WMC is a sponsor of Lightscaapes, an incredible nighttime display of illumination and sculptures, in Van Cortlandt Manor.

Ms. Bennorth updated the Board that the Pleasantville Music Festival is July 9, 2016. WMC is a sponsor.

Ms. Bennorth mentioned a few of the news articles contained on Diligent this month for the Board. She stated that the smallest baby born in NYS, weighing just nine ounces, celebrated her first birthday last week at the MFCH. Ms. Bennorth also mentioned the news articles regarding Mr. Israel's acceptance of the Business Council of Westchester's Corporate Citizen of the Year award on behalf of WMC.

Mr. Costello updated the Board on the Ambulatory Care Pavilion ("ACP") project. He stated that WMC is currently working on the enabling and site work schedule, along with a detailed refined site logistics plan for impact to the hospital during construction. Mr. Costello advised the Board that WMC is still working through negotiations on a project labor agreement with the Trade's Association. He advised the Board that WMC is working through some insurance issues with Risk Management on Builder's Risk during the construction. Mr. Costello stated that WMC had a successful meeting regarding permit issues with the NYS Office of General Services; he expects the permits to be approved.

Mr. Costello advised the Board that last week WMCHHealth kicked off the Mary's Avenue campus consolidation plan, and the Broadway campus medical village plan. In addition, Bon Secours Community Hospital ("BSCH") held its kick off meeting for the medical village. Mr. Costello stated that Request for Proposals ("RFP") will be going out shortly for both campuses for project management and architect firms. He stated there is a very aggressive schedule that must be adhered to in order to submit the CON by August.

Mr. Costello informed the Board that Good Samaritan Hospital ("GSH") is in the process of replacing its Mammography and Linear Accelerator equipment, and is in the design stages of an orthopedic unit. He stated that the cooling towers were replaced at BSCH, in addition to other infrastructure work.

Mr. Costello updated the Board on the continuation of the Maternity 2 South project on the Valhalla campus, in addition to various electrical work. He stated that WMC is working with Phillips to update the Fluoro room in the MFCH.

Mr. Costello showed a presentation to the Board on the status of the Main Lobby project. He stated the ribbon cutting ceremony will be held in July, 2016, to coincide with the ground breaking ceremony of the Ambulatory Care Pavilion ("ACP").

Ms. Casey updated the Board that the purpose of the Medical Village is to bring together primary and preventive care for the underserved, in an effort to avoid the need for hospitalizations. She stated that this purpose ties the Medical Village project to DSRIP, and reminded the Board that Kingston received an \$88.8 million dollar grant and BSCH received a \$24.5 million dollar grant for the capital work necessary to create the Medical Villages. In addition, Ms. Casey stated that there is another \$33 million dollars available through DSRIP, if we achieve our goals with the Medical Villages. Ms. Casey showed a presentation to the Board outlining the proposed Medical Village in Kingston. She told the Board that the awards have been given and the contracts with NYS are underway; however, in order to finalize them you need to have an approved CON within the timeframe designated by the state.

Ms. Casey updated the Board on the involvement that Port Jervis will have in the Medical Village's overall campus plan. She stated that as part of the Medical Village proposal BSCH will redesign its emergency department to include behavioral health; relocate and consolidate radiology; and approve a new Federally Qualified Health Center ("FQHC") to work with us to replace the existing non-functioning FQHC.

Ms. Casey advised the Board that WMCHHealth has established a financial tracking system in order to ensure that we meet the requirements along the way to receive the grant money from the state. She informed the Board that WMCHHealth will be meeting with the Department of Health ("DOH") in thirty days to give them a status on our plan towards submitting the CON.

Dr. Garrick informed the Board that Mecca Santana has introduced a program to WMC whereby local students interested in healthcare careers can tour the hospital and spend one-on-one time with various individual staff members. She stated that WMC is looking into the possibility of summer internships with some of the students.

A discussion ensued.

Dr. Garrick updated the Board about various work groups that have been established to focus on the selection of a vendor for the organization's enterprise system from the RFP responses.

Dr. Garrick informed the Board that the Culture of Safety survey will be out shortly and will be available online.

Dr. Garrick advised the Board that E-prescribing is now completely live and we are in our fifteenth day of no rejections.

Dr. Garrick reminded the Board that we are expecting the DNV sometime before the next Board meeting.

Dr. Gewitz informed the Board that WMC has started a Resident Alumni Organization. He stated that they formed a team and raised \$10,000 from those participating in the recent MFCH walk. He commented that he hopes this will be a new source of fundraising opportunities as well as a new linkage to our alumni.

Dr. Gewitz advised the Board that WMC is negotiating a linkage with the Westchester Knicks and has a co-sponsored cardiac screening event planned at White Plains High School that will focus on varsity athletes.

Dr. Gewitz informed the Board that there is a great deal of EMR work being done. He stated that the MFCH held a kick off meeting for Crib Notes, a specifically designed system for the NICU, which will be compatible with any EMR system that WMC purchases in the future.

Dr. Gewitz advised the Board that the MFCH is kicking off a project to see how it can utilize the Telehealth system to be a focal point for its Regional Perinatal Center.

A discussion ensued.

REPORT OF COMMITTEES

FINANCE COMMITTEE

Mr. Shroff, Chair, WCHCC Finance Committee, noted that the Committee met just prior to the Board meeting. He stated that the March, 2016, performance was reviewed and cash on hand for the end of March was \$141 million dollars.

Accounts Receivable for March was \$154 million

Statement of Operations for the Period Ended March 31, 2016

Total Operating Revenues of \$312.2 million

Total Expenses of \$307 million

Operating income of \$5.1 million

Net Interest expense of \$4.3 million

Net Income before excess fringe benefits of \$.8 million

Excess fringe benefits associated with pensions and post-retirement health of \$9.3 million

Bottom line loss of \$8.5 million

Key Statistics March 31, 2016

Utilization – Valhalla Campus

Total acute discharges, observation and outpatient cases of 5,953

Total acute patient days of 38,972

Average length of stay 8.1 days

Total ED visits 11,853

Mid-Hudson Regional Hospital

Total acute discharges, observation and outpatient cases of 1,121

Total acute patient days of 5,947

Total ED visits 7,275

Mr. Shroff informed the Board that the Committee expects to start reviewing statistics from Health Alliance by the end of the second quarter.

Mr. Shroff told the Board that the Committee recommended approval of a Resolution to the Board to merge two 401(k) plans into one plan. He stated that currently WMC-NY, Inc. ("WMC -NY") is the plan sponsor of

the Regional 401(k) Plan for the employees of Mid-Hudson Valley Staffco, LLC and the employees of Westchester Medical Regional Physician Services, P.C. (the "Staffco Plan"). He stated that Westchester Medical Center Advanced Physician Services, P.C. ("APS") is the plan sponsor of the Westchester County Health Care Corporation Affiliated Employers 401(k) Plan (the "Affiliated Employees Plan"). He advised the Board that the Corporation desires to merge the two Plans outlined above into one Plan (the "Plan"), effective June 27, 2016, to be sponsored by WMC-NY and to change the name of the merged Plan to "WMC Health Network Affiliated Employers 401(k) Plan". In addition, he stated that the Corporation desires to appoint Great-West Trust Company, LLC to serve as trustee for the merged Plan and to terminate Verisight Trust Company, which is the current trustee.

MR. SHROFF ASKED FOR A MOTION TO APPROVE THE RESOLUTION MERGING THE TWO 401(k) PLANS INTO ONE PLAN "WMC HEALTH NETWORK AFFILIATED EMPLOYERS 401(K) PLAN", AND APPOINT GREAT-WEST TRUST COMPANY, LLC TO SERVE AS TRUSTEE. MS. GEVERTZ MOTIONED, SECONDED BY MR. TULIS. THE MOTIONED CARRIED UNANIMOUSLY.

QUALITY COMMITTEE

Ms. Gevertz, Chair, WCHCC Quality Committee, stated the Committee met on April 15, 2016.

Ms. Gevertz stated that the Committee received a report on the Quality and Safety Council meeting of March 10, 2016. She stated the following highlights were discussed with the Committee: the Dental Department saw a ten point increase in patient satisfaction scores; Infection Prevention discussed a nursing-driven Foley catheter removal protocol; the Ethics Department is holding Lunch and Learn programs, there has been an increase in consults; a DNR team was formed to improve the DNR process; the Organ Donor Council advised that there is an increase in donors and extensive education of staff; the Surgery Department presented an improvement in catheter-associated urinary tract infection rates and central line-associated blood stream infection rates; and QAPI reports were submitted by the Glycemic Council, HIV Clinic, Human Resources, Nursing Quality Council, Orthopedics and Radiology.

Ms. Gevertz stated that the Committee received an outstanding presentation on Service Excellence by Kara Bennorth. She stated that Ms. Bennorth discussed workforce engagement consisting of the VITAL rollout and supportive services for staff; HCAHPS scores focusing on communication issues related to medication, discharge and nursing; and the Engagement Committee Structure across the network focusing on the workforce, the patient and their families, and the community.

Ms. Gevertz stated that Dr. Adem gave a presentation on Pathology and the Clinical Laboratory's 2015 Quality Report and Vendor Evaluation. He discussed the following highlights: Quality metrics at WMC and MHRH are now integrated; assessment of the provision of blood products by NYBC and the American Red Cross, including plans to address areas in which NYBC is underperforming; MSN's provision of medical technologists given the national shortage; and performance ratings for Genoptix, Quality Courier, Quest diagnostics and Mayo Medical Laboratories.

Ms. Gevertz stated that the Committee received a presentation on Behavioral Health from Dr. Ferrando. She stated that he presented the Behavioral Health Services Quality and Patient Safety Report highlighting the following areas: the accomplishments, challenges and action plans, and regulatory readiness and follow-up of the Inpatient Units at both the Valhalla and Poughkeepsie Campuses; the shortage of Psychiatrists in the Hudson Valley continues to be a challenge; on April 14, 2016, the Department of Health approved Inpatient tele-health; Inpatient and Outpatient Chemical Dependency accomplishments, challenges and action plans; regulatory readiness and follow up; accomplishments of the Outpatient Mental Health Services at both

campuses; and assertive Community Treatment at Valhalla – accomplishments, challenges and action plans.

NEW BUSINESS

Mr. Staib informed the Board that the Technology Committee meeting scheduled for this month has been canceled due to a scheduling conflict and will be rescheduled.

MR. HOCHBERG ASKED FOR A MOTION TO MOVE INTO EXECUTIVE SESSSION TO DISCUSS QUALITY AND PERSONNEL ISSUES. MR. HEIMERDINGER MOTIONED, SECONDED BY MR. SHROFF.

ADJOURNMENT

MR. HOCHBERG MOTIONED TO ADJOURN THE MAY 4, 2016, MEETING OF THE WESTCHESTER COUNTY HEALTH CARE CORPORATION BOARD OF DIRECTORS. THE MOTION CARRIED UNANIMOUSLY.

Respectfully submitted,



AnnMarie Fernandez, WCHCC Assistant Secretary