

**WESTCHESTER COUNTY HEALTH CARE CORPORATION**

**BOARD OF DIRECTORS MEETING**

**September 7, 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, Dennis Mehiel, Alfredo Quintero, Zubeen Shroff, Michael Staib, Mark Tulis**

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

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

**STAFF PRESENT: Julie Switzer, EVP, General Counsel, and Counsel to the Board**  
**Gary Brudnicki, COO, CFO**  
**Patricia Ariel – Chief Compliance Officer**  
**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**  
**William Ryan,**  
**Patricia Wrobbel, SVP and Chief Nurse Executive**

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

**PUBLIC: Roger King - CSEA**

## CALL TO ORDER

The September 7, 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	Mitchell Hochberg
William Frishman, M.D.	Dennis Mehiel
Renee Garrick, M.D.	Alfredo Quintero
Herman Geist	Michael Staib
Susan Gevertz	Zubeen Shroff
John Heimerdinger	Mark Tulis

### VOTING MEMBERS EXCUSED

Orlando Adamson, M.D.  
Patrick McCoy

### NON-VOTING MEMBERS PRESENT

Nan Hayworth, M.D.  
Michael Israel  
James Vodola  
Richard Wishnie

## REPORT OF THE CHAIR/ADDITIONS TO THE AGENDA

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE MINUTES FROM THE JULY 20, 2016, MEETING OF THE BOARD. A MOTION WAS MADE BY MR. HEIMERDINGER, SECONDED BY MR. TULIS, TO APPROVE THE JULY 20, 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. Frishman provided the report on behalf of the President of the Medical Staff. He presented a credentialing packet (dated September 1, 2016, and attached to these minutes) containing information on Credentialing Appointments, Reappointments, Additional Privileges, FPPE's, and Updates DOP's to the Board for its approval.

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

MR. HOCHBERG ASKED FOR A MOTION TO APPROVE THE RECOMMENDATIONS FOR APPOINTMENTS, REAPPOINTMENTS, ADDITIONAL PRIVILEGES, FPPE'S, AND UPDATED DOP'S. MR. MEHIEL 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 addressed the Board and asked if they had noticed the COACH Mobile Unit outside of the entrance to the executive offices. She stated that COACH stands for Community Outreach and Community Health. Ms. Bennorth advised the Board that Charles Fazzino designed the entire bus, including the landscape picture of the Hudson Valley which depicts the WMCHHealth Network entities from Westchester to Margaretville. She noted that the bus has a consult room, a kitchen and an exam room and is currently being displayed at community events through November.

Ms. Bennorth reminded the Board that WMC is participating in Her Honor mentoring program in collaboration with Judge Judy. She stated that WMC will be sponsoring two female students from Port Chester High School to work on the Valhalla campus during their senior year. Ms. Bennorth told the Board that the two students would be invited to a future Board meeting in order for the Board to have a chance to meet them.

Ms. Bennorth informed the Board that WMC wrapped up its season of Golf on August 22, 2016, with one hundred and ninety players in the tournament. She stated that there were discussions later at the dinner about the network, its plans going forward and how they can support the organization.

Ms. Bennorth reminded the Board of the following dates: October 2<sup>nd</sup> is the Healing Half Marathon; October 6<sup>th</sup> is the Wines of the World fundraiser for the MFCH; and Bon Secours Charity Health System ("Charity") is holding two golf outings in September, on the 14<sup>th</sup> and 20<sup>th</sup>.

Ms. Bennorth reminded the Board that the new lobby will be the site of the official home for the Care Giver Center. She stated that she looks forward to sharing with the Board stories of the families that are being assisted through this wonderful program.

Mr. Costello updated the Board on the Lobby and Care Giver Center project on the Valhalla campus. He stated that the project is in its final stages and early previews have been ongoing this week, with rave reviews. Mr. Costello advised that the interior of the lobby will be opening on either Sunday or Monday, while work on the exterior continues with completion expected by October.

Mr. Costello informed the Board that Au Bon Pain will be reopening shortly in the main lobby. He stated this will enable WMC to address the loss of the conference room in the MFCH when the Observation Unit was opened. Mr. Costello advised that Au Bon Pain in the MFCH will be replaced with a one hundred and fifty person capacity conference center. He stated that Au Bon Pain will still maintain a presence in the MFCH via kiosks.

Mr. Costello updated the Board on the Ambulatory Care Pavilion ("ACP") project, stating that all necessary permits have been obtained from the New York State Department of Environmental Conservation, the County of Westchester and the Department of Health in order to apply for a construction permit from the Office of General Services. He stated that he anticipates receiving that permit next week, which would then allow for the construction equipment to mobilize on campus. Mr. Costello reminded the Board that the first GMP for site work enabling has been received with a cost of \$12.5 million dollars, and the second GMP for framing and facade work is due at the end of the month.

Mr. Costello advised the Board that the CON was approved for the inpatient room renovation project at MHRH; the project is scheduled to begin in November.

Mr. Israel informed the Board that Ms. Casey will be giving a presentation to the Board on the medical village project at Port Jervis and the hospital consolidation project at Kingston. He stated that yesterday he attended an open forum with the employees of Port Jervis, followed by a VIP briefing, and then a press conference on the medical village. Mr. Israel stated that WMCHealth received very good coverage on local television, radio and in the press. He advised the Board that tomorrow he would be doing the same thing at Kingston, to be followed with a visit to Margaretville Memorial Hospital. Mr. Israel stated that the CONs for both projects are currently being finalized for submission.

Ms. Casey reiterated to the Board that the CONs will be filed next week for the Port Jervis medical village and the Kingston hospital consolidation projects. She reminded the Board that HealthAlliance of the Hudson Valley ("HAHV") received a grant of \$88.8 million dollars for the hospital consolidation project and Bon Secours Community Hospital ("BSCH") received a \$24.5 million dollar grant for its medical village project.

Ms. Casey gave a high level presentation to the Board on what the Kingston Hospital consolidation project would look like with its new tower on the Mary's Avenue campus, as well as outlining plans for the new medical village on the Broadway campus. She advised the Board that the construction of the medical village would not begin until the new patient tower was completed on the Mary's Avenue campus. Ms. Casey stated that the projects are estimated to have a combined cost of \$133.6 million dollars.

Ms. Casey then presented the medical village plans for Port Jervis to the Board. She outlined the plans to expand the Emergency Department to include an observation unit, a separate entrance for behavioral health patients and a fast track. Ms. Casey stated that the expansion would allow for a private medical surgical unit, an Orange County Department of Mental Health crisis stabilization unit and space for Cornerstone, a federally qualified health center.

A discussion ensued.

Dr. Garrick informed the Board that CPOE will go live in six weeks at MHRH and noted this will help prepare them for the transition to the new EMR.

Dr. Garrick advised the Board that the GME Committee has decided to do another session of the Michel Family series, this one on Culture of Safety.

Dr. Garrick updated the Board that Quality measures are now completely electronic and will go directly in the repository of CMS. She thanked Mr. Moustakakis for his hard work in ensuring that this flows seamlessly.

Dr. Garrick informed the Board that WMC is currently working on the following two main initiatives: ER to Upstairs, and Inpatient to Home. She stated that in addition to the Inpatient to Home Initiative there is a further initiative to ensure that the patient has the appropriate follow up visits already in place prior to discharge. Dr. Garrick stated that this is an enormous task considering there are approximately seventy discharges per day, combined with the same number of daily admissions.

Dr. Garrick advised the Board that Governor Cuomo enacted a new Care Giver Law, which requires patients to name a friend with whom they would like their medical information shared and who can help assist the patient with care at home.

A discussion ensued.

Dr. Gewitz informed the Board that a MFCH physician accepted a Roberto Clemente Award on behalf of Brett Gardner, who donated his award to the MFCH, at Yankee Stadium this evening.

Dr. Gewitz advised the Board that the MFCH received a grant from the Encourage Kids Foundation to equip a recording studio in the hospital to allow the patients to express themselves and make a keepsake recording.

Dr. Gewitz advised the Board that the MFCH is working with Dr. Mark Herceg, the Commissioner of Mental Health for Westchester County, to develop a Concussion Center at the MFCH. He stated that this new center will supplement the trauma program, as a large number of patients come in with head injuries.

Dr. Gewitz informed the Board that this Fall the MFCH will be welcoming a new chief of pediatric urology, along with 2 of his associates.

## **REPORT OF COMMITTEES**

### **EXECUTIVE COMMITTEE**

Mr. Hochberg, Chair, WCHCC Executive Committee, noted that the Committee met on August 31, 2016. He stated that the purpose of the meeting was to review the reappointments of numerous physicians whose terms were set to expire prior to the September Board meeting, as there was no August Board meeting. Mr. Hochberg reported that the reappointments were approved unanimously.

### **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 July, 2016.

Cash position for the seven months ended July, 2016, was \$122.7 million  
Accounts Receivable was \$156.5 million

Mr. Shroff informed the Board that the significant balance sheet changes from December, 2015, year end and July, 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 \$215.9 million dollars.

Total Operating Revenues of \$746.4 million  
Total Expenses of \$716.1 million  
Operating Income of \$30.2 million  
Net Interest Expense of \$9.6 million  
Income before Excess Fringe Benefits of \$18.3 million  
Pension Cost of \$13.0 million  
Post-Retirement Health of \$8.7 million  
Bottom Line Loss of \$3.5 million

### Statistics for the Period Ended July 31, 2016

Valhalla Campus:

Total Acute Discharges – 13,855, which is an increase of 212 from the same period last year  
Total Acute Patient Days – 91,011  
Average Length of Stay – 8.1  
Total ER Visits – 27,536, which is an increase of 1,405 from the same period last year

MHRH Campus:

Total Acute Discharges – 2,582

Total Acute Patient Days – 13,189

Total ER Visits – 17,104, which is an increase of 1,432 from the same period last year

Mr. Shroff informed the Board that the Committee also discussed a recent New York State Pension pronouncement of GASB 68. He stated that based on that pronouncement, WMC's 2016 budgeted pension expenses will increase by \$24 million dollars over last year. Mr. Shroff stated that the increased 2016 expense of \$26 million to \$50 million is being driven by a lower discount rate of seven percent, in addition to a shortfall of the New York State Retirement System's investment earnings. He advised that these two items are impacting WMC's expenses by \$150 million dollars, which will be recognized over the next five years.

#### **AUDIT & CORPORATE COMPLIANCE COMMITTEE**

Mr. Heimerdinger, Chair, WCHCC Audit & Corporate Compliance Committee, noted that the Committee met on July 20, 2016. He stated that Ms. Ariel reported on multiple audits in progress at MHRH, WMC and the physician practices, such as the Outpatient Mental Health 599 Clinic, Radiology Chargemaster, Outpatient Physical Therapy, ED Infusion Procedure, and various coding audits.

Mr. Heimerdinger informed the Board that Ms. Ariel reviewed two completed audits with the Committee on Vascular Diagnostic Testing, which were found to be compliant, and Quality Data on Venous Thromboembolism, where all data submitted met the criteria.

Mr. Heimerdinger advised the Board that Ms. Ariel reviewed a corrective action plan on the Inpatient Rehab Facility Patient Assessment Instrument and where the H&P form is being revised to include BMI information.

Mr. Heimerdinger informed the Board that Mr. Palovick reviewed the internal audits in progress. He stated that there was a discussion on physician license agreements and monitoring of contracted rates.

#### **TECHNOLOGY COMMITTEE**

Mr. Staib, Chair, WCHCC Technology Committee, noted that the Committee met on July 29, 2016. He advised the Board that both WMC and MHRH successfully attested for Meaningful Use ("MU") Stage 2 in the 1<sup>st</sup> Quarter of 2016. Mr. Staib advised that CMS has relaxed requirements for 2016 and 2017, but will be hardened for MU Stage 3.

Mr. Staib reported that Mr. Moustakakis gave an update to the Committee on some key projects for 2016 as follows: expanding the Telehealth platform, E-Prescribing, CPOE at MHRH for the 2<sup>nd</sup> Quarter, and electronic submission of Quality Measures for the October 2016 mandate.

Mr. Staib informed the Board that Mr. Moustakakis updated the Committee on IT's Strategic Plan which included business goals, clinical integration across the enterprise, and implementation of an analytics platform.

Mr. Staib advised the Board that the EHR vendor selection is down to two finalists, Cerner and Epic. He stated that a presentation will be brought before the Board in December.

Mr. Staib informed the Board that Mr. Moustakakis gave an update on DSRIP to the Committee. He stated that he outlined short, intermediate and long term goals of the IT Department's support of DSRIP.

Mr. Staib advised the Board that there was a discussion on cyber security, and noted that there will be a presentation to the Audit and Corporate Compliance Committee in October for all Board members interested in attending.

## **QUALITY COMMITTEE**

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

Ms. Gevertz stated that the Committee received a report by Dr. Garrick on the Quality and Safety Council meeting of June 9, 2016. Ms. Gevertz stated that Dr. Garrick highlighted the following from various Departmental reports: Medicine detailed a robust dashboard, noted challenges experienced in sepsis bundle compliance and stated sepsis meetings are being held Network wide; the MFCH Quality Council reported that there are opportunities for improvement in newborn screening and exclusive breastfeeding rates; Dr. Gewitz reported that work is being done to decrease the length of stay, maintain patient ID bands, and decrease opioid use in the NICU; Neurosurgery has a workgroup addressing DVT rate; Nursing discussed improvements in pressure ulcer data in the first two quarters of 2016; patient fall rates are under the national comparison group, glycemic management activities, Sexual Assault Forensic Examination program at MHRH and restraint utilization action plan implemented in response to DNV review; Pain Management Council reported that opioid use is below the national benchmark; a Safety Matters Survey is complete with a good response rate and results will be shared with the Quality Committee; and the Leapfrog submission was made on June 30, 2016 in addition to Q-HIP data being submitted.

Ms. Gevertz informed the Board that Ms. Yezzo gave a presentation to the Committee on Environment of Care. She stated that she highlighted the following: Quality and Safety Council has data on each of the Management Plans approved by the Board; slip and fall data for staff has no trends identified and noted fewer than last year; there has been a reduction in the number of "troubles" on the fire alarm panel; and there has been a change in vendor for preventative maintenance of medical equipment data resulting in a dip in compliance.

Ms. Gevertz reported that the Committee received a presentation from the Oncology Quality Council and noted that there has been an establishment of a formal relationship between the Cancer Program and DSRIP; Lung screening program elements are in place; there are challenges that relate to data collection; DVT initiatives guidelines have been accepted and there are six Quality/PI programs, three of which are breast centered.

Ms. Gevertz advised the Board that the Committee received a presentation on Service Excellence. She stated a MWBE program was held; there is a surgical lounge program for keeping visitors updated; there is regular programming for the Caregiver Center; and upgrades are underway for the patient portal including links to the EMMI program.

## **OLD BUSINESS**

## **NEW BUSINESS**

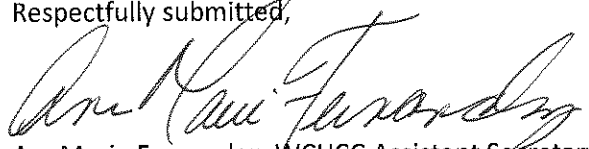
Ms. Fernandez addressed the board and stated that she had placed a copy of the 2016 Annual Conflict of Interest Questionnaire at each Board member's place. She asked for the Questionnaire to be completed and returned to her by the October Board meeting.

MR. HOCHBERG ASKED FOR A MOTION TO MOVE INTO EXECUTIVE SESSION FOR THE PURPOSE OF DISCUSSING PERSONNEL AND STRATEGIC PLANNING MATTERS. MR. SHROFF MOTIONED, SECONDED BY MR. HEIMERDINGER. THE MOTION CARRIED UNANIMOUSLY.

**ADJOURNMENT**

MR. HOCHBERG ASKED FOR A MOTION TO ADJOURN THE SEPTEMBER 7, 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,



AnnMarie Fernandez, WCHCC Assistant Secretary