The Nathaniel Witherell
TOWN OF GREENWICH
CONNECTICUT

Subject to Approval

Board of Directors Meeting Minutes
July 25, 2016

Present: Laurence Simon, Chairman; Karen Sadik-Khan, Vice Chairman; Louise Puschel, Secretary; Lloyd Bankson; Frank Ennis, MD; Richard W. Kaplan

Absent: Nisha Hurst; Elizabeth Siderides, MD

Staff: Christopher Alexander, Director of Financial Operations; Lynn Bausch, Deputy Director & Director of Nursing; Allen Brown, Executive Director; Jack Hornak, Facilities Director; Linda Marini, Administrative Assistant; Justine Vaccaro, Director of Social Work; Dr. Frank Walsh, Medical Director

Also: Mary Anne Chiappetta, Family Council; Steven Katz, Commission on Aging; Art Norton, BET Liaison

Mr. Simon opened the meeting at 5:34 PM in the TNW Board Room.

Medical Director's Report – presented by Dr. Frank Walsh

Dr. Walsh reported that this year we will be purchasing and administering two flu vaccines: residents 65 years of age or older will receive the High Dose Seasonal Influenza Vaccine; residents 64 years of age or under will receive the Quadrivalent Seasonal Influenza Vaccine. Both of these vaccines are covered by Medicare. We will administer vaccinations sometime between the end of October and the beginning of November. The flu vaccine is generally effective for approximately 6-7 months. In the past several years we've seen flu strains active in the spring. By administering in late October/early November, it will help provide immunity into the spring months.

Dr. Walsh reported that in line with the electronic health records, we are now computerizing labs and nursing notes as well. Staff are assisting one another and the process appears to be going smoothly.

Our laboratory has changed to Quest Diagnostics. Lab reports can be printed or nurses can go online to view information. In order to be uploaded for viewing via Matrix, reports would

need to be printed and scanned. Laboratory results from Quest, even for routine lab tests, are usually available online the same day.

Mr. Simon asked for an update regarding the ophthalmology service that had contacted TNW about seeing residents periodically in our clinic. Dr. Walsh had nothing new to report at this time.

Review/Approval of Minutes of June 27, 2016

After review by the Board, a motion to approve the minutes of June 27, 2016 was made by Mr. Bankson, seconded by Ms. Sadik-Khan, and approved by a vote of 6-0-0.

Executive Director's Report – presented by Allen Brown

Mr. Brown reviewed his submitted written report:

Electronic Health Records (EHR) – the EHR system went live on June 28th and the staff's use of the system has proceeded smoothly thus far. Our next step is to implement an interface between our MDI Matrix software and the Rehab Optima software used by Select Rehab. This will facilitate integration of clinical record keeping and ensure strong communication of medical information between disciplines.

Greenwich Hospital Preferred Provider Agreement – negotiations between the attorneys for TNW and YNHH with respect to Greenwich Hospital's offer of a preferred provider agreement are now successfully complete. Mr. Brown attached a copy of the final agreement to his written report for the Boards' information. Mr. Brown reported that we will begin discussions shortly with Stamford Hospital in hopes of engaging them in negotiations regarding preferred status as well.

Friendship Garden – Mr. Brown reported that the garden is near completion. Irrigation should be finished in the next 1-2 days. As soon as that is finished, the furniture will be put in place. The TOG Building Inspector is coming this Thursday (7/28) to inspect the deck. Ms. Sadik-Khan and Mr. Hornak will approve the fountain for the garden following today's Board meeting.

Nurse Training – Student nurses from Fairfield University and CNA students from Norwalk Community College have been doing their practicum training here at TNW for the past several weeks. Not only have they been a help on the clinical floors, they've also brought their enthusiasm and energy in helping with our weekly barbeques and other events in the building. Mr. Simon noted that at last week's barbeque the student nursing supervisor expressed what a remarkable place TNW is, that the students receive great care and a great experience here.

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Appeal of CMS deficiency F-323 – a pre-hearing exchange to the Administrative Law Judge assigned by CMS to hear our appeal of the G-level deficiency from the last State Survey is due on July 27th. Both CMS and Witherell are required to submit such documents. Mr. Brown stated that our hope is to be able to negotiate the deficiency to a lower severity level.

5 new Rehab beds – Since the 5 new rehab beds opened, occupancy in the rehab unit has averaged 40.5 of the 46 available beds (88%). This is a significant improvement from last year's average daily rehab census of 36. At the time of the writing of this report, the highest midnight census in rehab has been 43 (93.5%) on two occasions, and 42 (91.3%) on four occasions. This past Friday, 7/22, midnight census in rehab was 44; building census was 198, with 2 vacancies in short-term and 2 vacancies in long-term. Mr. Brown noted that we've been hearing more often than ever that we are "the facility of choice" in this area, a nice vote of confidence that our community has given us.

Building Committee Report – presented by Jack Hornak

The TNW Building Committee met earlier today. Discussion included:

- Friendship Garden – (already discussed during the Executive Director's Report)
- Courtyard Deck - (already discussed during the Executive Director's Report)
- Renovations to the 4 floors of the Tower: a meeting with the architects will take place this Friday or Monday, and we should receive the drawings and narratives for the Tower renovations by the end of next week. They will provide the same for the auditorium project by August 15th. The RFQ, to incorporate both of these projects, should be to the Town by late August, and out for bid by mid-September.
- Mr. Simon noted that following the Tower and auditorium project, the next big projects will be the greenhouse and the building windows.
- In October discussion will focus on the preliminary fiscal 2018 budget; in November we will approve the fiscal 2018 capital budget; in December we'll approve the operating budget.

Finance Committee Report - presented by Lloyd Bankson

Mr. Bankson is optimistic that we have an attainable budget for next year.

Mr. Bankson reported from the Finance Committee Statement of Operations and Fund Flow Report, Budget Fiscal Year 7/1/16 through 6/30/17:

Net TNW Revenues, 2016 Completed was $26,738,353; 2017 Budget is $27,174,007, an overall needed increase in revenue from 2016 Completed to 2017 Budget of 1.63%.

Total Appropriated Spending, 2016 Completed was $23,301,194; 2017 Budget is $23,391,147; the change from 2016 Completed to the 2017 Budget is 0.39%.

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2017 budgeted percentages for occupancy: Private Pay 22.5%; Commercial Insurance 4.1%; Medicaid 54.0%; Medicare 19.4%. These individual percentages may change, but Mr. Bankson believes that the overall Occupancy of 92.3% is "achievable".

With respect to Contributions from External Sources, we had several this year that will not be repeated next year. We will expect to see a contribution from the General Fund of only $828,170, a major improvement for TNW.

Mr. Alexander explained that we did not make the revenue budget for 2016, and did not anticipate doing so throughout much of the year, because the budget numbers were essentially too high to reach in several areas. The last couple months of the year were very positive for us, from both expense and revenue perspectives.

In June we received our updated Medcaid Rate letter, which is retroactive to July 1, 2015, and carries on through this year and into next without change. This has given us an additional $10 per day increase on the Medicaid Rate.

Friends of Nathaniel Witherell (FNW) - presented by Karen Sadik-Khan

Ms. Sadik-Khan reported that on June 23rd, 115 people attended the celebratory dinner to honor Mr. David G. Ormsby. The profit from this event has been designated for the Resident Life Fund. Ms. Sadik-Khan commended Mr. Neff on his successful efforts at controlling expenses for this event.

The furniture for the deck has been ordered. Mr. Hornak stated that we have teak benches for the garden. Ms. Sadik-Khan would like to have a Garden Open House in the fall.

The annual golf tournament will be held on Wednesday September 21st at the Griff. Flyers have been mailed. For additional information contact Mr. Scott Neff.

Resident Life Committee – presented by Lynn Bausch

Highlights for the month of July:

- Every month we have an art exhibit throughout the solarium area near the auditorium. This month's artist was unable to display their works, so our own Ms. Sally Van Leeuwen submitted her family's collection of underwater photos for display.
- The daughter of one of our residents was married in our Rose Garden on July 16th. Once again, Ms. Mary Bruce was instrumental in organizing this special event. Kudos also to our dining services team.
- Shabbatt Service is held every Thursday morning at 11am.
- Resident Council – Our main focus and concern is that we treat our residents with dignity and respect every day. Residents on one of our long-term floors continue to complain of noise in the dining room. Mr. Simon will give Ms. Bausch information on a noise-reducing product for tables and chairs.

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BET Nathaniel Witherell Strategic Planning Committee - Mr. Norton reported that this committee's focus going forward will be on Nathaniel Witherell's financial and business models. They will have a few more meetings before giving report of their findings to the BET. Mr. Simon assured Mr. Norton that the financial information requested by the committee would be compiled for the BET next meeting scheduled for Sept. 9th.

Chairman's Report – presented by Laurence Simon

Mr. Simon emphasized several important points made earlier in this meeting:

- On Friday, July 22nd, there were 198 beds occupied, a testimony to the work being done by the Admissions Dept. and all TNW staff caring for our residents.
- Maintaining our focus on admissions and keeping the beds filled is an integral part of our financial plan.
- For the month of July, census will average around 192/193, above the projected census of 186.
- Though we finished fiscal 2016 slightly short, by approx.$1.3M, we returned $800K of 'under-spending', which is a considerable benefit to the Town.

Mr. Simon noted that we will be doing some summer projects with the Board, focusing on some of the strategic issues that have been raised: where are we going strategically? ; what should we be worried about? ; what relationships should we be building and with whom?. The Board meetings in September and October will be devoted to more strategic discussions and less general Board reporting.

The Board will be doing a profit and loss analysis of long term versus short term care using the typical Medicaid and Medicare cost report allocation between units. They will also be looking at discharges and whether we can better predict when patients should be going home and how long they are here.

Mr. Simon stated that we need to stay very close on track with building projects. The building needs to be finished so that we may have a better, updated facility to offer to private pay residents. While the renovations take place over the next 8 months, we'll begin developing a marketing plan that will emphasize not only the quality of care, but the aesthetics of the facility as well.

Mr. Simon also stated that this fall we'll focus on next year's capital budget first (Sept/Oct), followed by the operating budget (Nov).

New Business – none

The meeting was adjourned at 6:25 PM.

Respectfully Submitted,
Louise Puschel, Board Secretary
July 28, 2016

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