

1. NW Board Of Directors Meeting Agenda March 21, 2022

Documents:

[TNW BOARD OF DIRECTORS AGENDA 2022_03_21.PDF](#)

1.I. NW Board Of Directors Meeting Draft Minutes Of Jan. 24, 2022

Documents:

[TNW BOARD MINUTES 2022_01_24 VERSION 2.PDF](#)

1.I.i. NW Board Of Directors Special Meeting Draft Minutes Of Feb. 22, 2022

Documents:

[TNW BOARD MINUTES SPECIAL MEETING 2022_02_22 DRAFT.PDF](#)

1.II. NW Board Of Directors Meeting Approved Minutes Of January 24, 2022

Documents:

[TNW BOARD MINUTES 2022_01_24 APPROVED.PDF](#)

1.II.i. NW Board Of Directors Approved Minutes Of Feb. 22, 2022 Special Meeting

Documents:

[TNW BOARD MINUTES SPECIAL MEETING 2022_02_22 APPROVED.PDF](#)



The Nathaniel Witherell
TOWN OF GREENWICH
CONNECTICUT

Board Meeting
Monday, March 21, 2022

Time: 5:00 PM
Virtual Meeting via ZOOM Webinar

Webinar Link:

<https://greenwichct.zoom.us/j/85065569326?pwd=NXc4dlVYenlwUVJWbWdzcTZmZmk0Zz09>

To join the meeting by phone dial 1 646 518 9805; Webinar ID: 850 6556 9326; Password: 4255632

AGENDA

1. Medical Director's Report – Frank Walsh, MD
2. Review/Approval - Minutes January 24, 2022 – Chairman
3. Review/Approval – Minutes February 22, 2022 Special Meeting of the Board - Chairman
4. Reports
 - a. Executive Director-John Mastronardi
 - b. Building Committee –Paul Hopper
 - c. Finance Committee-Nisha Hurst and Nunzio Raimo
 - d. Marketing-Chris Carter
 - e. Friends of Nathaniel Witherell – Scott Neff
5. Chairman's Discussion – Laurence Simon
 - a. Strategic Discussion of what TNW must accomplish over the next year.
6. New Business
7. Adjournment

2022 Calendar of Board Meetings (in person only)

April 25, 2022

June 20, 2022

July 25, 2022

September 19, 2022

October 17, 2022

November 14, 2022

cc: Town Clerk



The Nathaniel Witherell
TOWN OF GREENWICH
CONNECTICUT

**Board of Directors Zoom Board Meeting
Minutes
January 24, 2022**

Present: Laurence B. Simon, Chairman; Melissa Gibbons, Secretary; Suzanne Brown; Christopher Carter; Paul Hopper; Nisha Hurst; Richard Kaplan; Nirmal Patel, MD, MPH; Kate Tabner

Staff: Michel Baptiste, Housekeeping/Laundry Supervisor; Chris Ann Bennett, Infection Preventionist; Nadia Benson, Deputy and Director of Nursing; George Cossifos, Director of Admissions; Linda Marini, Assistant to Executive Director; John Mastronardi, Executive Director; Elizabeth Mungai, Director Of Utilization, Clinical Outcomes and Rehab Services; Scott Neff, FNW Executive Director; Nunzio Raimo, Director of Financial Operations; Carissa Ronish, Therapeutic Recreation Administrator; Glenn Siglinger, Building Maintenance Mechanic Supervisor; Justine Vaccaro, Director of Social Work; Margaret Wayne, Associate Director of Nursing

Guests: Amy Badini; William Drake, BET Liaison; Andy Duus, Committee Co-Chair for RFP 7568, Management Services for the Nathaniel Witherell Committee; Laura Erickson, BET Liaison; Elizabeth Franklin; Janet Stone McGuigan, Selectwoman; Tom McGuire; Hilary Mitchell; Brad Moskowitz, Committee Co-Chair for RFP 7568, Management Services for the Nathaniel Witherell Committee; Mary Alice Schulte; Sheilah Smith; Ai Linh Tu; Ellen Wolfson, Commission on Aging

Mr. Simon opened the meeting at 5:01 PM via Zoom Webinar.

Mr. Simon introduced Laura Erickson and William Drake, the new BET Liaisons to the Nathaniel Witherell. He welcomed them and thanked them for volunteering in this important role as our mechanism to report to and from the BET.

Medical Director's Report – Dr. Frank Walsh

Dr. Walsh reported that the Omicron variant of COVID-19 has come to Greenwich. The majority of our residents have been fully vaccinated against COVID-19. All staff, vaccinated or not, must continue to wear masks when in the facility; all visitors must also continue to wear a mask while

visiting. Ninety-eight percent of the staff is vaccinated; 2% have exemptions validated by state and federal guidelines.

The newest data shows that the number of new COVID-19 positive cases in nursing homes is dropping. Dr. Walsh stated that we have seen cases here at NW, but those affected have generally not been terribly sick. Positive residents are moved to the isolation area, and most are returned to their own rooms at the end of 5 days. Some have been treated with antibiotics to prevent secondary infections. We have not had many hospitalizations due to COVID-19 recently.

Dr. Walsh stated that we are also admitting older patients, or those with increased comorbidities, who were hospitalized with pneumonia or COVID-19 and are now recovering in our facility. Those patients are admitted to the isolation area on Garden Level Rehab. Dr. Walsh commented that the 4th floor experienced a number of COVID-19 positive cases in the past week or two, wherein most exhibited cold-like symptoms only, and others were asymptomatic.

Dr. Walsh noted that we have also had a number of staff absent due to COVID-19. Many have been asymptomatic and were able to return to work after 5 days.

We held an in-house booster clinic last week that provided COVID-19 boosters to both staff members and residents.

Review/Approval of Minutes of November 15, 2021

A motion to approve the minutes of November 15, 2021 was made by Mr. Carter, seconded by Mr. Kaplan. A vote was taken, and the minutes were approved by a vote of 7-0-0. Ms. Hurst and Dr. Patel were not yet present at the time of this vote.

Executive Director's Report - presented by John Mastronardi

Mr. Mastronardi announced two new vendor partnerships:

1. NexDine Hospitality was selected by the evaluation committee to replace our former food services provider, Morrison. The contract began on December 29, 2021 and they have been a welcome addition to NW. Mr. Mastronardi and team are confident that this change will provide our residents with a healthier and more enjoyable dining experience. The initial, overall feedback has been very positive.
2. HealthPro-Heritage began their new contract today, replacing Select Rehab, for rehabilitation/therapy services. HealthPro is a nationally recognized healthcare solutions provider and very well known for outstanding therapy, concierge, wellness, resident engagement programming, census development and consulting services.

Mr. Mastronardi stated that one of our biggest goals in making these changes is to continue to improve our therapeutic, clinical, customer service and financial outcomes.

Mr. Mastronardi stated that we are also working on developing other partnerships and improving some of the existing vendor contracts and relationships. These changes will be discussed more in the coming months as we make progress in negotiations with those partners.

Governor Lamont's Order 14-F, effective last Saturday, January 22, 2022, specifically requires all nursing home visitors to:

- Provide proof that they are fully vaccinated against COVID-19 and, if eligible, under FDA or CDC guidance, have received a COVID-19 vaccine booster;
- Provide paper or electronic proof of a NEGATIVE COVID-19 test result from either a rapid antigen test that was completed within the previous 48 hours or a PCR test that was completed within the previous 72 hours; or
- Take a rapid antigen test at the nursing home.
- Provide the required documents to reception or ask for a rapid test. The order mandates that nursing homes deny entry to any visitor who refuses to provide vaccine documentation.

Mr. Mastronardi stated that rapid tests will only be administered in the event that a visitor cannot produce a vaccine card or a negative COVID-19 test result within the previous 48 hours. Nathaniel Witherell is not a Point of Care testing site and we have limited supplies.

In response to Ms. Brown's question as to where the number of COVID positive cases are posted, Mr. Mastronardi responded the numbers are posted on the website. Mr. Carter stated they are located in the Family Update section of the website. Mr. Mastronardi noted that we are also in the process of posting a blog on our website about the Governor's order and the current visitation policy, and will be including a link to the Governor's executive order in Ms. Bennett's daily COVID update as well.

Infection Control - Ms. Chris Ann Bennett stated that we are required to publicize that there are positive COVID-19 cases in the building; whether there is 1 case or 101 cases, both are considered 'outbreaks' and the same rules apply.

Ms. Bennett stated that NW has been accepting positive COVID cases from the hospital throughout this last year. However, our first in-house positive resident that did not come in to the facility with COVID, was traced back to a positive family member who visited that resident. Within a few days and the following week, there was a mini-outbreak on that unit among residents and staff.

With regard to the 4th floor, without available beds on our designated COVID unit, Ms. Bennett confirmed with the Town and State Departments of Health that we may quarantine in place, which is what we have done on a couple of occasions.

Our resident positivity rate for January 2022 has been less than 16%, which is well below the positivity rate for the state of Connecticut and for Fairfield County, which has averaged 30% and greater for the last month. The staff positivity rate has been less than 16.7%, which is below the community average. Ms. Bennett hopes that with the Governor's new mandate regarding visitation, we will begin to see a decrease in the resident positivity rate, as we had already begun to see a decrease in the staff positivity rate prior to the mandate.

Ms. Bennett reported that according to documentation available to her, 40% of the staff have received the booster. All eligible staff must receive the booster by February 11, 2022.

Ms. Bennett reported that she had reached out to pharmacy representatives to secure two onsite clinics at NW, offering both the Moderna and the Pfizer vaccines: the clinic on Wednesday, January 19, was partnered with Nutmeg Pharmacy; the clinic on Wednesday, January 26, will be in collaboration with The Medicine Shoppe.

There are currently 7 Town of Greenwich staff members across multiple departments who are absent because they have not yet cleared COVID protocols.

Therapeutic Recreation - Ms. Carissa Ronish reported that the Therapeutic Recreation Department has had many opportunities over the last two years to develop and apply safe and necessary engagement activities in the COVID climate. If the demand is primarily on unit, they pivot in order to reach all of the residents. The department has tailored their activities in order to deliver them in a more mobile and adaptable format. Many of the entertainers now have the resources to provide a virtual program. For example, Ms. Ronish explained, if a particular entertainer is not comfortable coming into the community, we can provide a virtual art lecture, exercise class or musical entertainment. Ms. Ronish stated that the Recreation staff also brings engagement carts to each floor to facilitate trivia readings, Bingo, word puzzles, as well as the Daily News. The Recreation staff conduct daily check-ins and room visits to allow residents an opportunity to make special requests, or just to have a friendly conversation for social support. Ms. Ronish summarized by saying that activities may take on a different shape, depending on the status of the community, but they make sure programs continue uninterrupted.

Mr. Mastronardi reported that Ms. Sasha Vasquez has been promoted to Business Services Administrator, the position left vacant following the retirement of Ms. Carole Greunke in December 2021. We are currently in the process of recruitment to find a replacement for Ms. Vasquez's prior position of Business Services Coordinator.

Mr. Larry Vanterpool has accepted another position with the State of Connecticut. We had 4 applicants for that vacant Director of Facilities position; 2 have already withdrawn, having accepted positions elsewhere. We asked Human Resources to repost the position, which will close February 7, 2022. Mr. Glenn Siglinger, Building Maintenance Mechanic Supervisor, and Michel Baptiste, Housekeeping/Laundry Supervisor, are currently filling in in that role. Mr. Mastronardi is very confident in their performance until a permanent Facilities Director is appointed.

Building Committee Report - presented by Paul Hopper

Mr. Hopper agreed with previous comments concerning the vacant Director of Facilities position and is hopeful that role will be filled sometime during the month of February.

Tower Electrical Panel Upgrade – Mr. Hopper reported that the first phase of this project is complete. We have not gone forward with the second phase at this point, with plans to move forward once we have a new Facilities Director in place.

Mr. Hopper stated that we have a proposal from an engineer to update some of the HVAC to achieve a better filtration rate. This project is also in abeyance until a new Facilities Director

is in place. Mr. Simon commented that the Town has also not yet approved this project as part of the American Rescue Plan (ARP).

The Pavilion External Renovations – This work order is now complete. The \$95K Community Development Block Grant (CDBG) funds remaining at the projects' completion will be returned back to the CDBG program. It was determined that these funds could not be used for anything other than the exterior Pavilion project as originally planned. We have until February 19, 2022 to apply for funds for next year.

Finance Report – presented by Nunzio Raimo

Mr. Raimo reviewed the Financial Statement and Operating Results for the period ending December 31, 2021:

- Total days billed for December 2021 were 5,426. Mr. Raimo noted that despite recent COVID impacts, our occupancy percentage and in-house days have remained fairly consistent. The cost per resident day has continued to decrease since October.
- Occupancy Percentage for December 2021 was 87%; average beds per day for December 2021 was 175.
- December 2021 revenue from operations was \$2,567,680; budgeted target revenue is \$2,430,520. We have hit our Revenue goal for 4 out of the last 6 months despite census being lower than our target goal: the Medicaid rate was slightly higher in December 2021; private pay census was also a little higher than normal; Medicare A rate stands at \$682 for the last two months, which is higher than the national average of \$650.
- Two efficiency metrics: 1.) Monthly revenue per FTE (which is an indicator of staffing efficiency) for December 2021 was \$11,921, the highest since August 2021; 2.) Revenue per billable patient day (which shows the efficiency of our revenue stream from operations) for December 2021 was \$473.00, also the highest since August 2021.
- Revenue December YTD Actual was \$14,972,453, compared to budget of \$14,583,119, \$389,334 above our targeted budgeted revenue fiscal year to date.
- Expenses from Operations for December 2021 YTD Actual were \$10,648,015 compared to budget of \$11,099,324, under budget by \$451,309.
- December 2021 YTD Margin Before Debt & Allocation of \$4,324,438, \$840,643 over Budget.
- December 2021 YTD Margin Before Debt & Capital was \$1,616,729 compared to our budget of \$317,765, ahead of our target by \$1,298,964.
- December YTD 2021 Actual Capital Expenditures were \$403,657.
- December YTD 2021 Operating Profit Before Debt Service was \$1,213,072.
- Net Revenues December 2021 FYTD were \$568,627.
- For December YTD 2021 Benefits were under budget by \$453,837.
- For December YTD 2021 Salaries & Wages were under budget by \$29,789.
- For December YTD 2021 OTPS were \$46,897 under budget.
- For December YTD 2021 Supplies & Materials were under budget by \$331,660.
- For December YTD 2021 Maintenance expenditures were under budget by \$42,963.

Mr. Mastronardi noted that when looking at prior rehab Requests for Proposals (RFPs), the revenue reimbursement splits between the previous vendor and Nathaniel Witherell were heavily weighted in the vendor's favor. Our new contract with the rehab company, HealthPro-Heritage, provides a more equitable revenue split.

Ms. Gibbons had two questions/observations:

1. On the savings for staffing expenses, how much of it is because of the temporary disruptions from COVID as compared to the more permanent changes that have been made? Mr. Raimo responded that our staffing profile has been extremely challenged because we have had a large number of people who are out having tested positive; therefore, we have had to endure over time, far beyond what we normally would. Despite that, we are keeping our salary numbers down.

Mr. Simon noted that we have been averaging approximately \$540K for every bi-weekly payroll. In general, we average about 10,500 hours of nursing staff time every 2 weeks; equivalent to 4.5 hours per resident per day; it was down about 8% from that number over the last four weeks when there were many staff members out; it still remained above 4, which is far above the state standard of what we should be providing.

2. The food number looks low and it seems too early to be due to savings from our new vendor relationship. Mr. Raimo stated that there is always a delay in some of the invoices so we will see some additional invoices from the incumbent food vendor as they exit. They will be sending us some invoices for inventory, etc., which will cause that budget line to balance out.

Budget discussion, Fiscal Year 2023:

Mr. Simon stated that the Board passed a budget for fiscal year 2023 in November 2021, but it had needed refining. Tonight, the Board will vote to pass another version of the budget for submission to the BET Budget Committee on Friday, February 11, 2022.

Mr. Simon believes the new budget version better reflects the cost savings we are having and is more reflective of a break-even budget.

Mr. Raimo noted some of the changes reflected in the Budget Version January 24, 2022:

- User fees have been switched over to the Expense side.
- The Café will be part of expenses because it will be an offset to the invoices that we receive from our new food service vendor.
- Revenues are being calculated again based upon census, so there is not a big change from the prior fiscal year; the change is based upon the additional Medicaid revenue, as well as the increase in the Private Pay rate. Mr. Simon commented that the Revenue number appears conservative. noting that for the first six months of the year Revenue was almost \$15M.
- On the Expense side, we have made cuts in the prior fiscal year on the operating expense side; our expenses were \$23.7 million, now they are budgeted at \$23.2 million.
- Allocations have gone from \$6.5 million to approximately \$6 million, predominantly due to a reduction in the benefit numbers calculated.

- Margin Before Debt and Capital of \$28,531; this is bringing in a very reasonable budget for fiscal year 2023 that shows us at a breakeven/profit up to that point.

Following the presentation of the revised budget by Mr. Raimo and Board discussion, Ms. Hurst made a motion to submit the FY 2023 Operating Budget Version January 24, 2022 to the Town as presented; Mr. Simon seconded the motion. A vote was taken, and the motion was approved by a vote of 8-0-1.

Marketing – presented by Christopher Carter

Mr. Carter reported that Harrison Edwards is reviewing the print and digital ads we had in 2020 and 2021 to see what might be ‘tweaked’, in messaging and design, for this coming year.

Our Google ads in December resulted in 68 calls to Nathaniel Witherell. These call numbers need to be verified with our Admissions Department.

We had 1,750 clicks and 286 conversions during the month of December 2021.

Mr. Carter stated on media coverage that the Witherell is again listed as one of the Best Nursing Home in Connecticut per US News and World Report. A related press release was sent out and picked up by the Greenwich Free Press, the Fairfield County Business Journal, Greenwich Patch, Greenwich Times and the Greenwich Sentinel.

On the social front, we have done 30 Facebook posts since the last Board meeting. Topics included “Tech is for Everyone”. At NW we provide residents with Ipads and large desktop screens so they can engage with technology easily. Another post was on “Weight Training”, with a workout designed for seniors.

On the Facebook page the ‘likes’ of the Nathaniel Witherell are now almost up to 1,600.

The website is continually updated to reflect the latest COVID information. The recent directive by Governor Lamont is also outlined on the website.

Four Blogs were posted since the last Board meeting: two on *How to Avoid Medicare and Medicaid Scammers Who Prey on Senior Adults*; and two on *How to Find Good Caregivers: Here's What to Look For*.

To Ms. Hurst’s question regarding publicizing of the loss of Witherell’s 5-Star rating, Mr. Carter noted that aside for one negative article that appeared in the Greenwich Free Press, there appeared to be no further ramifications. Our hope is that along with the good news of once again having the distinction as the Best Nursing Home in Connecticut by US News and World Report, that our rating will soon return to its’ 5-star status.

Mr. Mastronardi commented that we will continue to explore opportunities for higher acuity admissions. There are certainly things we can do to train our staff to handle higher acuity cases, and therefore receive the higher associated reimbursement. We have been able to financially

control and manage things through hard work and assiduously watching the dollars and where they go. This has been by plan and design; it has not been accidental.

Friends of Nathaniel Witherell (FNW) – presented by Scott Neff

Mr. Neff reported that the FNW direct mail Community Appeal has received contributions from 339 donors to date. This appeal has reached approximately 70% of the goal for the year, which runs through June 30, 2022.

On Thursday, February 24, 2022 the Nathaniel Witherell will once again participate in the Fairfield County Community Foundation Online Giving Day. This event is a 24-hour online activity for non-profits in Fairfield County. All of the proceeds raised by FNW during that event will support our Resident Life Program services.

Chairman's Discussion – presented by Laurence Simon

Mr. Simon introduced Mr. Andy Duus and Mr. Brad Markowitz, Co-Chairmen for RFP 7568, Management Services for the Nathaniel Witherell Committee. Mr. Simon noted that the NW Board of Directors will schedule a special meeting in February 2022 to hold an Executive Session, at which time Mr. Andy Duus and Mr. Brad Markowitz, Co-Chairman of the RFP Committee, will present the committee's findings and recommendation to the First Selectman. The final decision concerning that recommendation will be the responsibility of the Nathaniel Witherell Board of Directors.

Mr. Duus stated that the RFP Committee consisted of 8 members: Andy Duus – Co Chair; Brad Markowitz – Co Chair; Bob Barolak; Bill Drake; Laura Erickson; Beth Krumeich; Larry Simon; Nancy Weissler.

Mr. Duus and Mr. Markowitz discussed the following with regard to the work of the RFP Committee:

- The committee was created in October 2020 by the First Selectman.
- It was a publicly posted RFP.
- The goal of the RFP was to identify a potential manager/operator for the Nathaniel Witherell, with a possible thought of ultimate purchase.
- As it was an RFP (Request for Proposal) and not an RFB (Request for Bid), it gave the committee a great deal of latitude to consider a whole host of different structures.
- The committee met about 40 times over 12 months, reviewing a dozen proposals, focusing on those firms that were willing to assume operational risk; that included only 4 of the respondents.
- Per Mr. Duus, this effort followed two earlier efforts by the BET to understand the business and the industry better. However, the Town had never gone out to "test the waters" and see what someone would actually pay to operate or acquire the facility.
- This was an open-ended RFP; people were free to make their own suggestions. They received a variety of proposals to purchase, but the committee decided not to go in that direction.

- Mr. Markowitz stated that what the committee settled on, as the best way to respond to the RFP and the proposals that were made, was to encourage a second round of proposals that were based on a long-term lease structure, so the town would retain ownership of the facility and retain ultimate control over the facilities future, subject to lease provisions. The committee received strong interest from a number of qualified parties, and subsequently made a recommendation to the First Selectman about one of the proposals for who the Town should attempt to negotiate with in response to the RFP.
- Mr. Duus stated that one firm was “heads above” the others. The committee was attracted to this firm because of its operating history and its experiencing in acquiring underperforming, county-owned facilities. He said the firm also has a history in their prior acquisitions of retaining 97% of the employees and respecting pay scales.
- The outcome was a unanimous recommendation of that vendor for consideration by the First Selectman.
- Last fall the Town attorney did verify that the Nathaniel Witherell Board of Directors has the ultimate authority and responsibility to make the final decision and to proceed with the recommendation or not.
- Mr. Duus thanked Mr. Simon and NW for their assistance in providing requested data.

Mr. Kaplan stated that the NW Board needs to determine what their strategic plan is and whether or not the RFP Committee’s recommendation fits that plan. The Board should not determine what their strategic plan is based on the committee’s recommendation.

Mr. Simon stated that the NW Board will have a special meeting in February and enter an Executive Session to discuss the committee’s recommendation. He will provide the materials at least a week in advance of the meeting. Mr. Duus suggested the CEO of the proposed company attend and present to the Board.

Mr. Simon confirmed to the Board that NW’s BET Budget review meeting has been rescheduled to Friday, February 11, 2022 at 9:00 AM.

Mr. Simon reiterated that we have done a very good job of controlling our expenses. Work continues on staffing and staff development. We would like to institute a career path for the CNAs and educate them to a higher level in order to care for patients of higher acuity.

Mr. Simon will schedule a separate meeting to discuss revenue enhancements, i.e. admissions outreach to hospitals, improving medical care to avoid hospital readmissions, and expanding our services currently offered. If Greenwich Woods becomes an Assisted Living Facility it would positively affect our census, as well.

Mr. Simon stated that the Board is appointed by the Town, representing the citizens of the Town, and the taxpayers of the Town. It is the Boards’ obligation to make responsible judgments and decisions as to the best solution to run The Nathaniel Witherell.

A motion to adjourn the meeting at 6:39 PM was made by Mr. Kaplan, seconded by Mr. Carter and approved by a vote of 9-0-0.

Respectfully Submitted,
Linda Marini
February 4, 2022

Subject to Approval



The Nathaniel Witherell
TOWN OF GREENWICH
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**Board of Directors Zoom Special Board Meeting
Minutes
February 22, 2022**

Present: Laurence B. Simon, Chairman; Melissa Gibbons, Secretary; Suzanne Brown; Christopher Carter; Paul Hopper; Nisha Hurst; Richard Kaplan; Nirmal Patel, MD, MPH; Kate Tabner

Staff: Linda Marini, Assistant to Executive Director; John Mastronardi, Executive Director

Guests: Fred Camillo, First Selectman; William Drake, BET Liaison; Andy Duus, Committee Co-Chair for RFP 7568, Management Services for the Nathaniel Witherell Committee; Brad Markowitz, Committee Co-Chair for RFP 7568, Management Services for the Nathaniel Witherell Committee

Mr. Simon opened the meeting at 5:05 PM via Zoom.

Mr. Kaplan made a motion to enter Executive Session to discuss the results of RFP 7568, Management Services for the Nathaniel Witherell; Ms. Tabner seconded the motion. A vote was taken, and the motion was approved by a vote of 9-0-0.

Mr. Kaplan made a motion to exit Executive Session at 6:28 PM; Ms. Hurst seconded the motion. A vote was taken, and the motion was approved by a vote of 9-0-0.

Dr. Patel made a motion to adjourn the meeting at 6:29 PM; Ms. Hurst seconded the motion. A vote was taken, and the motion was approved by a vote of 9-0-0.

Respectfully Submitted,
Linda Marini
February 23, 2022



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Mr. Mastronardi stated that rapid tests will only be administered in the event that a visitor cannot produce a vaccine card or a negative COVID-19 test result within the previous 48 hours. Nathaniel Witherell is not a Point of Care testing site and we have limited supplies.

In response to Ms. Brown's question as to where the number of COVID positive cases are posted, Mr. Mastronardi responded the numbers are posted on the website. Mr. Carter stated they are located in the Family Update section of the website. Mr. Mastronardi noted that we are also in the process of posting a blog on our website about the Governor's order and the current visitation policy, and will be including a link to the Governor's executive order in Ms. Bennett's daily COVID update as well.

Infection Control - Ms. Chris Ann Bennett stated that we are required to publicize that there are positive COVID-19 cases in the building; whether there is 1 case or 101 cases, both are considered 'outbreaks' and the same rules apply.

Ms. Bennett stated that NW has been accepting positive COVID cases from the hospital throughout this last year. However, our first in-house positive resident that did not come in to the facility with COVID, but was instead traced back to a positive family member who visited that resident. Within a few days and the following week, there was a mini-outbreak on that unit among residents and staff.

With regard to the 4th floor, without available beds on our designated COVID unit, Ms. Bennett confirmed with the Town and State Departments of Health that we may quarantine in place, which is what we have done on a couple of occasions.

Our resident positivity rate for January 2022 has been less than 16%, which is well below the positivity rate for the state of Connecticut and for Fairfield County, which has averaged 30% and greater for the last month. The staff positivity rate has been less than 16.7%, which is below the community average. Ms. Bennett hopes that with the Governor's new mandate regarding visitation, we will begin to see a decrease in the resident positivity rate, as we had already begun to see a decrease in the staff positivity rate prior to the mandate.

Ms. Bennett reported that according to documentation available to her, 40% of the staff have received the booster. All eligible staff must receive the booster by February 11, 2022.

Ms. Bennett reported that she had reached out to pharmacy representatives to secure two onsite clinics at NW, offering both the Moderna and the Pfizer vaccines: The clinic on Wednesday, January 19, was partnered with Nutmeg Pharmacy; the clinic on Wednesday, January 26, will be in collaboration with The Medicine Shoppe.

There are currently 7 Town of Greenwich staff members across multiple departments who are absent because they have not yet cleared COVID protocols.

Therapeutic Recreation - Ms. Carissa Ronish reported that the Therapeutic Recreation Department has had many opportunities over the last two years to develop and apply safe and necessary engagement activities in the COVID climate. If the demand is primarily on unit, they pivot in order to reach all of the residents. The department has tailored their activities in order to deliver them in a more mobile and adaptable format. Many of the entertainers now have the resources to provide a virtual program. For example, Ms. Ronish explained, if a particular entertainer is not comfortable coming into the community, we can provide a virtual art lecture, exercise class or musical entertainment. Ms. Ronish stated that the Recreation staff also brings engagement carts to each floor to facilitate trivia readings, Bingo, word puzzles, as well as the Daily News. The Recreation staff conduct daily check-ins and room visits to allow residents an opportunity to make special requests, or just to have a friendly conversation for social support. Ms. Ronish summarized by saying that activities may take on a different shape, depending on the status of the community, but they make sure programs continue uninterrupted.

Mr. Mastronardi reported that Ms. Sasha Vasquez has been promoted to Business Services Administrator, the position left vacant following the retirement of Ms. Carole Greunke in December 2021. We are currently in the process of recruitment to find a replacement for Ms. Vasquez's prior position of Business Services Coordinator.

Mr. Larry Vanterpool has accepted another position with the State of Connecticut. We had 4 applicants for that vacant Director of Facilities position; 2 have already withdrawn, having accepted positions elsewhere. We asked Human Resources to repost the position, which will close February 7, 2022. Mr. Glenn Siglinger, Building Maintenance Mechanic Supervisor, and Michel Baptiste, Housekeeping/Laundry Supervisor, are currently filling in in that role. Mr. Mastronardi is very confident in their performance until a permanent Facilities Director is appointed.

Building Committee Report - presented by Paul Hopper

Mr. Hopper agreed with previous comments concerning the vacant Director of Facilities position and is hopeful that role will be filled sometime during the month of February.

Tower Electrical Panel Upgrade – Mr. Hopper reported that the first phase of this project is complete. We have not gone forward with the second phase at this point, with plans to move forward once we have a new Facilities Director in place.

Mr. Hopper stated that we have a proposal from an engineer to update some of the HVAC to achieve a better filtration rate. This project is also in abeyance until a new Facilities Director

is in place. Mr. Simon commented that the Town has also not yet approved this project as part of the American Rescue Plan (ARP).

The Pavilion External Renovations – This work order is now complete. The \$95K Community Development Block Grant (CDBG) funds remaining at the projects' completion will be returned back to the CDBG program. It was determined that these funds could not be used for anything other than the exterior Pavilion project as originally planned. We have until February 19, 2022 to apply for funds for next year.

Finance Report – presented by Nunzio Raimo

Mr. Raimo reviewed the Financial Statement and Operating Results for the period ending December 31, 2021:

- Total days billed for December 2021 were 5,426. Mr. Raimo noted that despite recent COVID impacts, our occupancy percentage and in-house days have remained fairly consistent. The cost per resident day has continued to decrease since October.
- Occupancy Percentage for December 2021 was 87%; average beds per day for December 2021 was 175.
- December 2021 revenue from operations was \$2,567,680; budgeted target revenue is \$2,430,520. We have hit our Revenue goal for 4 out of the last 6 months despite census being lower than our target goal: the Medicaid rate was slightly higher in December 2021; private pay census was also a little higher than normal; Medicare A rate stands at \$682 for the last two months, which is higher than the national average of \$650.
- Two efficiency metrics: 1.) Monthly revenue per FTE (which is an indicator of staffing efficiency) for December 2021 was \$11,921, the highest since August 2021; 2.) Revenue per billable patient day (which shows the efficiency of our revenue stream from operations) for December 2021 was \$473.00, also the highest since August 2021.
- Revenue December YTD Actual was \$14,972,453, compared to budget of \$14,583,119, \$389,334 above our targeted budgeted revenue fiscal year to date.
- Expenses from Operations for December 2021 YTD Actual were \$10,648,015 compared to budget of \$11,099,324, under budget by \$451,309.
- December 2021 YTD Margin Before Debt & Allocation of \$4,324,438, \$840,643 over Budget.
- December 2021 YTD Margin Before Debt & Capital was \$1,616,729 compared to our budget of \$317,765, ahead of our target by \$1,298,964.
- December YTD 2021 Actual Capital Expenditures were \$403,657.
- December YTD 2021 Operating Profit Before Debt Service was \$1,213,072.
- Net Revenues December 2021 FYTD were \$568,627.
- For December YTD 2021 Benefits were under budget by \$453,837.
- For December YTD 2021 Salaries & Wages were under budget by \$29,789.
- For December YTD 2021 OTPS were \$46,897 under budget.
- For December YTD 2021 Supplies & Materials were under budget by \$331,660.
- For December YTD 2021 Maintenance expenditures were under budget by \$42,963.

Mr. Mastronardi noted that when looking at prior rehab Requests for Proposals (RFPs), the revenue reimbursement splits between the previous vendor and Nathaniel Witherell were heavily weighted in the vendor's favor. The newly contract with our rehab company, HealthPro-Heritage, provides a more equitable revenue split.

Ms. Gibbons had two questions/observations:

1. On the savings for staffing expenses, how much of it is because of the temporary disruptions from COVID as compared to the more permanent changes that have been made? Mr. Raimo responded that our staffing profile has been extremely challenged because we have had a large number of people who are out having tested positive; therefore, we have had to endure over time, far beyond what we normally would. Despite that, we are keeping our salary numbers down.

Mr. Simon noted that we have been averaging approximately \$540K for every bi-weekly payroll. In general, we average about 10,500 hours of nursing staff time every 2 weeks; equivalent to 4.5 hours per resident per day; it was down about 8% from that number over the last four weeks when there were many staff members out; it still remained above 4, which is far above the state standard of what we should be providing.

2. The food number looks low and it seems too early to be due to savings from our new vendor relationship. Mr. Raimo stated that there is always a delay in some of the invoices so we will see some additional invoices from the incumbent food vendor as they exit. They will be sending us some invoices for inventory, etc., which will cause that budget line to balance out.

Budget discussion, Fiscal Year 2023:

Mr. Simon stated that the Board passed a budget for fiscal year 2023 in November 2021, but it had needed refining. Tonight, the Board will vote to pass another version of the budget for submission to the BET Budget Committee on Friday, February 11, 2022.

Mr. Simon believes the new budget version better reflects the cost savings we are having and is more reflective of a break-even budget.

Mr. Raimo noted some of the changes reflected in the Budget Version January 24, 2022:

- User fees have been switched over to the Expense side.
- The Café will be part of expenses because it will be an offset to the invoices that we receive from our new food service vendor.
- Revenues are being calculated again based upon census, so there is not a big change from the prior fiscal year; the change is based upon the additional Medicaid revenue, as well as the increase in the Private Pay rate. Mr. Simon commented that the Revenue number appears conservative. noting that for the first six months of the year Revenue was almost \$15M.
- On the Expense side, we have made cuts in the prior fiscal year on the operating expense side; our expenses were \$23.7 million, now they are budgeted at \$23.2 million.
- Allocations have gone from \$6.5 million to approximately \$6 million, predominantly due to a reduction in the benefit numbers calculated.

- Margin Before Debt and Capital of \$28,531; this is bringing in a very reasonable budget for fiscal year 2023 that shows us at a breakeven/profit up to that point.

Following the presentation of the revised budget by Mr. Raimo and Board discussion, Ms. Hurst made a motion to submit the FY 2023 Operating Budget Version January 24, 2022 to the Town as presented; Mr. Simon seconded the motion. A vote was taken, and the motion was approved by a vote of 8-0-1.

Marketing – presented by Christopher Carter

Mr. Carter reported that Harrison Edwards is reviewing the print and digital ads we had in 2020 and 2021 to see what might be ‘tweaked’, in messaging and design, for this coming year.

Our Google ads in December resulted in 68 calls to Nathaniel Witherell. These call numbers need to be verified with our Admissions Department.

We had 1,750 clicks and 286 conversions during the month of December 2021.

Mr. Carter stated on media coverage that the Witherell is again listed as one of the Best Nursing Home in Connecticut per US News and World Report. A related press release was sent out and picked up by the Greenwich Free Press, the Fairfield County Business Journal, Greenwich Patch, Greenwich Times and the Greenwich Sentinel.

On the social front, we have done 30 Facebook posts since the last Board meeting. Topics included “Tech is for Everyone”. At NW we provide residents with Ipads and large desktop screens so they can engage with technology easily. Another post was on “Weight Training”, with a workout designed for seniors.

On the Facebook page the ‘likes’ of the Nathaniel Witherell are now almost up to 1,600.

The website is continually updated to reflect the latest COVID information. The recent directive by Governor Lamont is also outlined on the website.

Four Blogs were posted since the last Board meeting: two on *How to Avoid Medicare and Medicaid Scammers Who Prey on Senior Adults*; and two on *How to Find Good Caregivers: Here's What to Look For*.

To Ms. Hurst’s question regarding publicizing of the loss of Witherell’s 5-Star rating, Mr. Carter noted that aside for one negative article that appeared in the Greenwich Free Press, there appeared to be no further ramifications. Our hope is that along with the good news of once again having the distinction as the Best Nursing Home in Connecticut by US News and World Report, that our rating will soon return to its’ 5-star status.

Mr. Mastronardi commented that we will continue to explore opportunities for higher acuity admissions. There are certainly things we can do to train our staff to handle higher acuity cases, and therefore receive the higher associated reimbursement. We have been able to financially

control and manage things through hard work and assiduously watching the dollars and where they go. This has been by plan and design; it has not been accidental.

Friends of Nathaniel Witherell (FNW) – presented by Scott Neff

Mr. Neff reported that the FNW direct mail Community Appeal has received contributions from 339 donors to date. This appeal has reached approximately 70% of the goal for the year, which runs through June 30, 2022.

On Thursday, February 24, 2022 the Nathaniel Witherell will once again participate in the Fairfield County Community Foundation Online Giving Day. This event is a 24-hour online activity for non-profits in Fairfield County. All of the proceeds raised by FNW during that event will support our Resident Life Program services.

Chairman's Discussion – presented by Laurence Simon

Mr. Simon introduced Mr. Andy Duus and Mr. Brad Markowitz, Co-Chairmen for RFP 7568, Management Services for the Nathaniel Witherell Committee. Mr. Simon noted that the NW Board of Directors will schedule a special meeting in February 2022 to hold an Executive Session, at which time Mr. Andy Duus and Mr. Brad Markowitz, Co-Chairman of the RFP Committee, will present the committee's findings and recommendation to the First Selectman. If a lease is to be signed, it will require the approval of the Nathaniel Witherell Board of Directors.

Mr. Duus stated that the RFP Committee consisted of 8 members: Andy Duus – Co Chair; Brad Markowitz – Co Chair; Bob Barolak; Bill Drake; Laura Erickson; Beth Krumeich; Larry Simon; Nancy Weissler.

Mr. Duus and Mr. Markowitz discussed the following with regard to the work of the RFP Committee:

- The committee was created in October 2020 by the First Selectman.
- It was a publicly posted RFP.
- The goal of the RFP was to identify a potential manager/operator for the Nathaniel Witherell, with a possible thought of ultimate purchase.
- As it was an RFP (Request for Proposal) and not an RFB (Request for Bid), it gave the committee a great deal of latitude to consider a whole host of different structures.
- The committee met about 40 times over 12 months, reviewing a dozen proposals, focusing on those firms that were willing to assume operational risk; that included only 4 of the respondents.
- Per Mr. Duus, this effort followed two earlier efforts by the BET to understand the business and the industry better. However, the Town had never gone out to "test the waters" and see what someone would actually pay to operate or acquire the facility.

- This was an open-ended RFP; people were free to make their own suggestions. They received a variety of proposals to purchase, but the committee decided not to go in that direction.
- Mr. Markowitz stated that what the committee settled on, as the best way to respond to the RFP and the proposals that were made, was to encourage a second round of proposals that were based on a long-term lease structure, so the town would retain ownership of the facility and retain ultimate control over the facilities future, subject to lease provisions. The committee received strong interest from a number of qualified parties, and subsequently made a recommendation to the First Selectman about one of the proposals for who the Town should attempt to negotiate with in response to the RFP.
- Mr. Duus stated that one firm was “heads above” the others. The committee was attracted to this firm because of its operating history and its experiencing in acquiring underperforming, county-owned facilities. He said the firm also has a history in their prior acquisitions of retaining 97% of the employees and respecting pay scales.
- The outcome was a unanimous recommendation of that vendor for consideration by the First Selectman.
- Last fall the Town attorney did verify that the Nathaniel Witherell Board of Directors has the ultimate authority and responsibility to make the final decision and to proceed with the recommendation or not.
- Mr. Duus thanked Mr. Simon and NW for their assistance in providing requested data.

Mr. Kaplan stated that the NW Board needs to determine what their strategic plan is and whether or not the RFP Committee’s recommendation fits that plan. The Board should not determine what their strategic plan is based on the committee’s recommendation.

Mr. Simon stated that the NW Board will have a special meeting in February and enter an Executive Session to discuss the committee’s recommendation. He will provide the materials at least a week in advance of the meeting. Mr. Duus suggested the CEO of the proposed company attend and present to the Board.

Mr. Simon confirmed to the Board that NW’s BET Budget review meeting has been rescheduled to Friday, February 11, 2022 at 9:00 AM.

Mr. Simon reiterated that we have done a very good job of controlling our expenses. Work continues on staffing and staff development. We would like to institute a career path for the CNAs and educate them to a higher level in order to care for patients of higher acuity.

Mr. Simon will schedule a separate meeting to discuss revenue enhancements, i.e. admissions outreach to hospitals, improving medical care to avoid hospital readmissions, and expanding our services currently offered. If Greenwich Woods becomes an Assisted Living Facility it would positively affect our census, as well.

Mr. Simon stated that the Board is appointed by the Town, representing the citizens of the Town, and the taxpayers of the Town. It is the Boards’ obligation to make responsible judgments and decisions as to the best solution to run The Nathaniel Witherell.

A motion to adjourn the meeting at 6:39 PM was made by Mr. Kaplan, seconded by Mr. Carter and approved by a vote of 9-0-0.

Respectfully Submitted,
Linda Marini
February 4, 2022

Subject to Approval



**Board of Directors Zoom Special Board Meeting
Minutes
February 22, 2022**

Present: Laurence B. Simon, Chairman; Melissa Gibbons, Secretary; Suzanne Brown; Christopher Carter; Paul Hopper; Nisha Hurst; Richard Kaplan; Nirmal Patel, MD, MPH; Kate Tabner

Staff: Linda Marini, Assistant to Executive Director; John Mastronardi, Executive Director

Guests: Fred Camillo, First Selectman; William Drake, BET Liaison; Andy Duus, Committee Co-Chair for RFP 7568, Management Services for the Nathaniel Witherell Committee; Brad Markowitz, Committee Co-Chair for RFP 7568, Management Services for the Nathaniel Witherell Committee

Mr. Simon opened the meeting at 5:05 PM via Zoom.

Mr. Kaplan made a motion to enter Executive Session to discuss the results of RFP 7568, Management Services for the Nathaniel Witherell; Ms. Tabner seconded the motion. A vote was taken, and the motion was approved by a vote of 9-0-0.

Mr. Kaplan made a motion to exit Executive Session at 6:28 PM; Ms. Hurst seconded the motion. A vote was taken, and the motion was approved by a vote of 9-0-0.

Dr. Patel made a motion to adjourn the meeting at 6:29 PM; Ms. Hurst seconded the motion. A vote was taken, and the motion was approved by a vote of 9-0-0.

Respectfully Submitted,
Linda Marini
February 23, 2022