

1. NW Board Meeting Of June 25, 2018 - Approved Minutes
NW Board Meeting - Approved Minutes of June 25, 2018

Documents:

[TNW BOARD MINUTES 2018_06 APPROVED.PDF](#)



Board of Directors Meeting Minutes June 25, 2018

Present: Laurence B. Simon, Chairman; Louise Puschel, Secretary; Nisha Hurst; Richard Kaplan; Elizabeth Siderides, MD

Absent: Frank Ennis, MD; Suzanne Hogan

Staff: Allen Brown, Executive Director; Tom Ellis, Director of Financial Operations; Jack Hornak, Facilities Director; Linda Marini, Assistant to the Director; Scott Neff, Executive Director FNW; Carissa Ronish, Recreation Director; Frank Walsh, MD, Medical Director

Guests: Joan Merrill; Jeanne Pici; Paul Scholtes, Family Council; Ellen Wolfson, Commission on Aging

Mr. Simon opened the meeting at 5:31 PM in the TNW Board Room and noted that a quorum was present.

Mr. Simon acknowledged Ms. Jeanne Pici, a candidate for the Nathaniel Witherell Board of Directors. Ms. Pici introduced herself stating that she is currently the Director of Operations for Senior Programs and Services serving Westchester County, and has worked for that agency for the past 30 years. She is a nutritionist, and also has a small practice called "Diet Matters".

Ms. Joan Merrill, who has been appointed to the Nathaniel Witherell Board of Directors, effective July 1, 2018, was present at tonight's meeting. Ms. Merrill has been a Geriatric Care Manager with Waveny Care Center for the past 13 years, with the majority of her clients living at home. She oversees their medical care as well as their quality of life, making sure they have the financial and other resources necessary to live in their homes and receive good care and other services that help make a difference in their lives. She has also worked for Greenwich EMS as Volunteer Coordinator, and as a Supervisor at Sunrise Assisted Living in Wilton.

Ms. Ronish is the newest addition to the NW staff. She was hired as the Therapeutic Recreation Director in May 2018. Ms. Ronish previously managed the Recreation

Department and was the Volunteer Coordinator at Edgehill in Stamford for the last 7 years. Ms. Ronish is eager to bring diverse programming to the residents of Nathaniel Witherell.

Medical Director's Report – presented by Dr. Walsh

Dr. Walsh reported that the relocation of residents to accommodate the Tower renovations has gone smoothly, with no disruption in patient care. He has heard only good reports from those involved, including residents, family members and staff.

Dr. Walsh commented that he recently experienced some difficulty in having his patients admitted to short-term rehab. This appears to have only been an issue since the Tower renovations began and some residents were temporarily relocated to the short-term unit. Mr. Brown stated that to his knowledge we have not recently turned away any possible admissions; but, pre-registrations could influence bed availability. Some patients have pre-registered even though they may not be fully committed to coming to NW. Subsequently, we have held a bed for someone who ultimately is not admitted. Mr. Brown acknowledged that further discussion concerning the pre-registration process needs to take place, considering that the Tower renovations will continue until July 2019 and no less than 10 long-term residents will be occupying short-term beds at a given time.

The State of Connecticut is currently increasing its programming concerning Legionnaires Disease (*Legionella*). NW has two systems in place that minimize the risk of *Legionella*: 1.) a super heating system that raises the water to a certain temperature before it's circulated through the building; 2.) an ionization system that attacks bacteria. Recently, the State has begun to require additional testing, documentation of levels, and increased infection control monitoring.

Review/Approval of Minutes of May 22, 2018

A motion to approve the minutes of May 22, 2018 was made by Mr. Kaplan, seconded by Ms. Hurst, and the minutes were approved by a vote of 5-0-0.

Executive Director's Report – presented by Allen Brown

Director of Recreation - Carissa Ronish, Witherell's new Recreation Administrator began her work last month. Ms. Ronish joined us following 7 years as the Director of Recreation and Volunteers at Edgehill of Stamford. We welcome her to the team.

Projects Update – As scheduled, the Auditorium project was completed in May and State of CT DPH authorized its reopening the first week of June. A few punch list items remain outstanding and the remainder of the new furniture will be delivered within the next week or two. Likewise, a few of the Rosenberg project items remain to be completed.

Regarding the Tower Renovation, during the DPH visit to approve the reopening of the auditorium, DPH's facility inspector made a progress inspection of the 4th floor renovation. His position was that temporary fire partitions to separate construction from resident spaces were

inadequate. He based his position on NFPA code requirements identified in section 241. Our project architect has responded to the inspector's comments with information from that section which identifies an exception allowing non-rated partitions in fully sprinklered buildings such as Nathaniel Witherell. We are awaiting DPH's response. In the meantime, Tower renovations are proceeding in areas that do not require temporary partitions. Fourth floor renovations are nearing completion, with only wallpaper and carpeting yet to be done (along with a portion of ceiling replacement that cannot proceed until the above DPH matter is resolved).

DPH Annual Survey – Witherell's survey window for this year's annual DPH/CMS licensing inspection falls between April and October. Such inspections are always unscheduled but staff are in a high state of anticipation that a survey team will arrive at any time. In addition to the customary clinical issues that DPH reviews, the construction partition issue spoken about earlier in this report, has potential impact on our survey outcome.

Service Enhancements – Mr. Brown and Dr. Walsh will be discussing possible enhancements to our psychiatric service as well as enhancements to our rehabilitation service, which may include adding physiatrists (physical medicine and rehab physicians) to our staff. We are also looking to expand our existing respiratory care services by increasing the schedule of our respiratory therapist from 3 to 5 days a week.

Witherell at Home – this non-medical homecare service, Witherell's joint venture with DanielCare, offers us the capacity to reach out to patients when they go home from NW and provide ongoing services (i.e. homemakers, companion care, shopping assistance). With patient confidentiality and HIPAA regulations to be considered when making patient referrals, Mr. Kaplan suggested that having a Business Associates Agreement with DanielCare might enable them to participate in Care Plan meetings with NW patients.

Building Committee Report - presented by Louise Puschel

The TNW Building Committee met at 3:30 pm today, June 25, 2018, and discussion included the following:

- **Tower Renovation** – Mr. Brown discussed the issues brought by State inspectors earlier in this meeting during his Executive Director's Report. Messrs. Hornak and Brown are scheduled to meet with the contractors and architects this Thursday, June 28th to determine a better way to schedule the construction and comply with the State inspectors, rather than having to close off the ceilings each night. The spa on the 4th floor will be complete within 2-3 days, and the Day Room will be complete in 2 days. The 4th floor renovations will be entirely complete within 3-4 weeks. The construction on the 2nd floor is already progressing: the spa has been gutted; the short hall has been closed off and the ceilings are being replaced.
- **Auditorium** – the Auditorium renovation project was completed in May.
- **Water Line Replacement** – the water line replacement project was completed on time and under budget.

- Pavilion – ongoing upgrades to the Pavilion include window replacement, carpet replacement, and developing a long range plan for boiler and other necessary building upgrades.

Mr. Simon suggested the Board take a tour of the newly renovated 4th floor on September 24th prior to the Board meeting.

Finance Committee Report - presented by Tom Ellis

The TNW Finance Committee met at 4:30 pm today.

Mr. Ellis reported that for the month of May 2018 Actual Revenues and Expenses have stayed very close to target.

Once a year, along with assistance from our legal advisors, a review of individual cases is done and a Bad Debt write-off amount is determined. In the past, this amount has been in the range of \$110K - \$125K. This year the Bad Debt write-off amount totaled \$282K, largely due to a single amount which has been pending for approximately 9-10 years.

The May 2018 Census was down slightly, primarily due to the Tower renovations and having to temporarily relocate some long-term residents to the short-term unit.

On the Revenue side, and in the absence of the Bad Debt, we were approximately \$100K short of our target, which was \$2.3M.

On the Expense side, we were very close to plan, \$50K under Budget for the month of May 2018. Actual Total TNW Facility Expense for May 2018 was \$1,882,078 compared to a Budget of \$1,932,827.

Mr. Simon noted that starting with the July month end close, the Financial Report will be in a new format, with more focus on how we are doing with net results after Revenue, Expenses, Capital Expenses and Debt Repayment rather than to Budget.

Mr. Kaplan requested that graphs and/or charts be included in the new Financial Report format.

There was no Marketing Report with Ms. Hogan's absence. Copies of the May 2018 marketing reports from Harrison Edwards were distributed with the Board materials.

Mr. Simon encouraged all Board members to attend one weekly resident barbeque. They are held each Wednesday from 12-1 pm, in the Rose Garden. Come see "Witherell at its' best".

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

The Save the Date for the November 1st fall dinner function has been mailed out. An update and possible confirmation of the event's guest speaker will be made at the July Board meeting.

Two more open house events are scheduled for this Thursday, 6/28, at 8 am and 6:30 pm. These events were intended to provide tours of our facility to new and existing RTM members who may not be familiar with the Witherell. Although slightly disappointed that we did not get a bigger response, Mr. Brown noted that the majority of those who did attend expressed that they were very impressed with our facility.

Mr. Simon confirmed with Mr. Neff that all items connected with the Rosenberg gift have been ordered. Mr. Neff has been keeping Mrs. Sally Rosenberg updated on a weekly basis with photographs and she is very satisfied with the progress and outcome. Mr. Neff has also ordered a plaque, which he hopes to have installed during the Rosenberg's visit to NW in September.

Chairman's Report – presented by Laurence Simon

On behalf of the Nathaniel Witherell Board of Directors and the Town, Mr. Simon thanked Dr. Frank Ennis for his tenure as a member of this Board. Dr. Ennis was unable to attend tonight's meeting and forwarded his comments to Mr. Simon. He expressed that he was thankful for his time spent serving on the Board. He believes that Witherell is a wonderful place, and he was very impressed by the dedication of those who serve on the Board, along with the volunteers and others, and the effort that everyone makes to make Witherell a special place.

Mr. Simon reported that along with Ms. Merrill's appointment to the Board effective July 1, 2018, two additional Board candidates will have their nominations brought before the September 2018 RTM meeting: Ms. Jeanne Pici and Dr. Nelson Bonheim (he will serve a 1-year term ending in 2019).

Mr. Simon proposed that the Board meet eight times per year beginning in 2019, with the majority of the meetings in the spring and fall, instead of the current eleven monthly meetings. He will distribute a draft calendar at the July Board meeting for review.

The BET has awarded the contract for Consulting Services for the TNW Financial Operating Review to Health Dimensions Group (HDG). Cost of this project is \$145K. The contract for Accounting Services was awarded to O'Connor Davies, for a project cost of \$30K.

Mr. Simon stated that there was discussion on whether our insurance coverage for NW was adequate: \$1M (single); \$3M (aggregate); \$5M (umbrella). The TOG Risk Manager and the insurance broker felt that was adequate, and we've had no claims in the last 10 years or longer. Mr. Kaplan questioned whether the umbrella was necessary. Mr. Simon stated that the amount of insurance is ultimately the Town's decision, and the item can be revisited again next year.

Mr. Simon commented that this has been another busy year. Numerous construction projects have been completed or are on-going throughout the facility. Our revenues continue to fall slightly short of our projections; costs remain below our projections. We continue to stay within the BET guidelines for what the Town should be spending on Nathaniel Witherell.

Mr. Simon thanked everyone on the Board for their time and effort, as this fiscal year ends. He looks forward to Ms. Merrill joining the Board effective July 1, and Ms. Pici and Dr. Bonheim joining us in September.

Mr. Kaplan asked about Mr. Simon's suggestion earlier this year that the Board work on developing a long-range plan for NW. Mr. Simon has chosen to defer that discussion/meeting until the BET financial and strategic review is complete.

New Business – none

Mr. Kaplan motioned to adjourn the meeting, seconded by Mrs. Puschel. Mr. Simon adjourned the meeting at 6:26 PM.

Respectfully Submitted,
Linda Marini for Louise Puschel, Board Secretary
June 29, 2018