1. NW Board Meeting Minutes Sept. 23, 2019 Approved
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   Documents:

   TNW BOARD MINUTES 2019_09_23 APPROVED.PDF

1.I. NW Board Meeting Minutes Oct. 21, 2019 Draft
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   Documents:

   TNW BOARD MINUTES 2019_10_21 VERSION 3.PDF
Mr. Simon opened the meeting at 5:31 PM in the TNW Board.

Mr. Simon introduced the new Director of Facilities, Mr. Larry Vanterpool, and the new Director of Financial Operations, Mr. Glenn Williams, and welcomed them both to the NW management team.

**Medical Director’s Report – presented by Dr. Frank Walsh**

Dr. Walsh reported concerns regarding the Electronic Medical Records (EMRs). Because Dr. Walsh does the majority of the new admissions and long term residents record input, he has found it necessary to hire a scribe to assist with his data input. Some of the other physicians on our consulting staff, however, with fewer patients, are having some difficulty in getting up
to speed with the system. These doctors are extremely important sources of referrals to NW. Dr. Walsh stressed that we don’t want to impose so much work on them as to discourage them from referring patients. One doctor has already switched all her patients to Dr. Walsh; she is still referring patients to NW but not at the same rate as before. Dr. Khairkhah wants to be able to do the EMRs but feels she needs more education in it; she has Dr. Walsh temporarily doing her EMRs. Dr. Rana, who has a large referral of patients to NW, has agreed to do the EMRs, but will do them every 6 months and have Dr. Walsh do them in-between. Dr. Edelmann is sending another doctor over to do the EMRs for him. Dr. Glasser is doing his own EMRs. Dr. Rubin and Dr. Pincus will also eventually be inputting their EMRs. The doctors need to be given the time to learn the system, and Dr. Walsh will cover for any of the physicians in the meantime; we want these doctors to remain on the consulting staff and continue to make referrals to NW. Dr. Walsh noted that inputting a new admission can take 2 ½ hours per patient. Mr. Simon concurred that if we need to provide additional support to doctors who are referring patients to NW, in order to make that process as simple as possible, then we need to offer them assistance. Dr. Patel suggested Dragon, or another voice recognition software, may be able to be integrated into Matrix to help in the data input process.

Dr. Walsh reported that the short-term rehab census has dipped since July/August. Mr. Simon noted that the short-term census was high this summer, with more orthopedic cases than medical cases.

Dr. Walsh reported that NW will begin administering the flu vaccines, to patients and staff, during the last week of October and first week of November. Most flu viruses have recently been coming during the months of March, April and May. Since the vaccine is effective for about 6 months, administering it in late October or early November allows its’ efficacy to extend into those months. NW experienced less flu last year than other facilities.

**Review/Approval of Minutes of June 24, 2019**

A motion to approve the minutes of June 24, 2019 was made by Mr. Kaplan, seconded by Ms. Hurst, and the minutes were approved by a vote of 6-0-0.

**Executive Director’s Report – presented by Allen Brown**

Mr. Brown reported that for the past 15 years, APRN (nurse practitioner) services have been provided to Witherell by an outside contractor, TeamHealth (and its two predecessor companies, IPC Health Care and Park Avenue Associates). An APRN is a physician extender, licensed by the State to act on behalf of physicians to assess and treat medical conditions, prescribe medications and initiate orders for ancillary services. The APRN at NW is supervised by Dr. Walsh. After more than 10 years of service to Witherell, Shannon DeSimone, RN, APRN, is leaving to pursue other opportunities. In addition to requesting a replacement APRN from TeamHealth, Mr. Brown and Mr. Omondi have also met with Northeast Medical Group (NEMG), a YNHH affiliate, to discuss providing APRN coverage through NEMG.
NEMG’s Chief Medical Officer, Richard Goldstein, M.D., expressed interest in offering APRN services, but asked NW to underwrite the start-up costs until they generated cash flow. Because none of our vendors have ever requested that before, and because Dr. Walsh plays a role in supervising the APRN, Mr. Brown asked for guidance from the Board. Dr. Walsh stated that Ms. DeSimone has done an unbelievably great job and has been a valuable asset to NW. There are no up-front costs associated with TeamHealth and they bill all their services independently of NW. He has worked with other very reputable APRNs from that company at other facilities. He would also like to see what NEMG has to offer.

Mr. Brown stated that underwriting start-up costs for NEMG could cost as much as ¼ of a year’s salary for an APRN, or approximately $25K - $35K. Whether that cost would be considered a loan for repayment, or a subsidy for no repayment, has yet to be confirmed by NEMG.

The Board decided that TeamHealth should be used for interim coverage, following Ms. DeSimone’s departure. Mr. Simon stated that NW will not underwrite NEMG’s start-up costs, but we should investigate NEMG further with regard to them providing an APRN.

PDPM begins on Tuesday, October 1st. Mr. Brown stated that Elizabeth Mungai, Director of Utilization, Clinical Outcomes and Rehab Services, has handled preliminary staff training and transition coordination, and she and the staff are very well prepared; we are optimistic that all will go well.

Mr. Brown confirmed that his retirement will be effective December 31, 2019.

**Building Committee Report - presented by Louise Puschel**

The TNW Building Committee met at 3:30 today, Sept. 23, 2019, and discussion included the following:

- **Tower renovations**: The Tower renovations are complete and came in under Budget. Some additional handrails, not in the original design specifications, will be added, at a cost of $1,800 and funded from the current project budget.
- **Rehab Expansion**: All approvals are in place. Construction will begin the week of Sept. 30, 2019.
- **Backflow preventer**: Aquarion and the Town require installation of a backflow preventer off the main water line. Current estimate of the cost of this project is approximately $50K.
- **Chapel**: The Chapel ceiling replacement is complete and came in slightly under Budget.
- **Pavilion Boiler**: currently being installed and will be fired tomorrow, Tuesday, 9/24. There is an expected fuel/cost savings with this new equipment, and savings in ongoing repairs.
Recommended Capital Projects:

<table>
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<th>Project Description</th>
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<tr>
<td>Tower A/C</td>
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A motion to approve the recommended Capital Projects in the amount of $445K was made by Ms. Hurst, seconded by Mr. Kaplan and approved by a vote of 6-0-0.

**Finance Committee Report - presented by Nisha Hurst and Glenn Williams**

Ms. Hurst distributed draft financial reports for the months of July and August 2019.

Ms. Hurst reported that Mr. Williams began on Sept. 3, 2019 and is familiarizing himself with NW processes, procedures, Matrix, Munis, etc. He brings with him a great deal of health care experience and knowledge of our business, and she looks forward to the improvements in our processes he will make.

Ms. Hurst reported that the Finance Committee met on Friday, Sept. 20, 2019. Some of the points discussed included Mr. Williams involvement in:

- budgeting by division; departments will now be actively involved in the budget process
- understanding NW accounts payable and billing; more controls over bill paying
- payroll controls; overtime controls
- Cross-training Business Office of staff

Mr. Williams stated that he brings a different approach to NW; in healthcare it’s about internal controls. With complex systems in place, such as Matrix, these systems need to be control checked, they require vendor accountability, and reports need to be better managed. Mr. Williams brings a clear understanding of healthcare accounting to the Witherell.

Mr. Williams reported the following for the 2 months ending August 31, 2019:

- Revenues were slightly below Budget at $263,614; driven mainly by a decrease in Medicare
- Expenses were down, including accruals which were put forward that hadn’t been put in for the first 2 months of the year; largest bills including Medline, Select and Morrison, which account for approximately $400K of the monthly expenses.
- Overall, for the first 2 months of the fiscal year, there is an approximate loss of $11K; the projection was a profit of approximately $193K. Why was there a Revenue shortfall? Review of case mix, payor mix, decrease in Medicare, etc. Why are Budget
and Actuals not in alignment? The better measure going forward will be the September 30th closing – 3 months into the fiscal year; accruals can be reversed; expenses coming in can be watched; items can be accounted for more correctly.

- Mr. Williams has developed department sub-reports to track budgets/actuals/capital – encouraging department accountability.
- The Capital is on Budget, $132K has been spent so far off of the approved $400K for the year.
- $1.4M Debt Service was paid in July 2019.

Mr. Simon noted that July and August were both busy months for NW. July had 5,856 total days, 93.5% occupancy; August totaled 5,952 days, 95% occupancy.

**Marketing – none, Suzanne Hogan absent**
Handouts were provided to Board members showing different marketing parameters.

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

Mr. Neff reported that the FNW held their Annual meeting on Wednesday, September 18th.

The fall FNW special fundraising luncheon event will be held on Thursday, November 7, 2019, at the Greenwich Country Club. This event will feature New York Times Personal Health columnist, Jane Brody, who will speak on the topic of ‘Brain Health & Cultivating a Young Brain’. Mr. Neff encourages all to attend.

**Resident Life – presented by Edward Omondi**

Residents and the Recreation Department had a very successful summer. Some of the events included the following:

- Weekly resident barbeques in the Rose Garden
- Resident outings to Todds Point, Sam Bridge Nursery and St. Mary Parish Healing Mass and luncheon

For current events, Mr. Omondi referred everyone to the monthly activities calendar that Carissa Ronish, Therapeutic Recreation Administrator, develops and posts on the website.

- Last week we sponsored a 60’s music themed event with our in-house musicians Mike and Vin
- The Greenwich Junior United Way hosted an afternoon of table games with the residents on Saturday the 21st.
- On Friday, Sept. 27th, there will be an animal photography talk with Grace and Stephen Kaplan. Their photos are currently on exhibit in our gallery outside of the auditorium.

Mr. Simon requested approval on the draft 2020 Board meeting calendar. It was suggested by Mr. Kaplan that an additional meeting be added over the summer. With agreement from the
rest of the Board, Mr. Simon will add a July meeting date to the calendar and present for approval at the October Board meeting.

Mr. Simon reported that as one of the requirements outlined in the Health Dimensions Group (HDG) Report, we have completed an exclusion check of all employees and vendors through the Office of the Inspector General. There were no exceptions.

State Survey, August 5 – 9, 2019

Mr. Brown sent a detailed email to the Board in August with regard to the State Survey, which was conducted August 5 – 9, 2019. He reported at this Board meeting that we received full acceptance of our Plan of Correction (POC) on Wednesday, September 18, 2019.

There were 7 clinical findings – 2 Advisory (do not count for mark down on total score); 5 Low Severity, Low Scope (each account for 2 points off total score).

There were also 3 Fire and Building Safety findings – all 3 were Low Severity.

Mr. Brown is very optimistic that this will result in a favorable score as it relates to how the Survey translates into a 5-star rating.

Mr. Brown has submitted his intent to retire, effective December 31, 2019. Recruitment for his successor continues.

Mr. Simon noted that the BET TNW Strategic Plan Committee will meet on Thursday, October 17, 2019 at 2:00 pm. NW will present what we’ve done in response to the recommendations of the HDG Report.

Mr. Simon stated that we are focused on identifying controllable sources of overtime; monitoring costs; increasing revenues/admissions.

The NW Operating Budget will be developed during October and November.

Also in tonight’s audience were guests Suzanne Brown and Christopher Carter, Board Members Nominated; and Sharon Shisler, RTM Appointments Committee.

A motion was made by Ms. Hurst to adjourn the meeting, seconded by Dr. Patel, and Mr. Simon adjourned the meeting at 6:58 PM.

Respectfully Submitted,
Linda Marini for Louise Puschel, Board Secretary
September 30, 2019
Present: Laurence B. Simon, Chairman; Louise Puschel, Secretary; Suzanne Hogan; Nisha Hurst; Richard Kaplan; Joan Merrill; Nirmal Patel, MD MPH

Absent: none

Staff: Allen Brown, Executive Director; John Liongson, Medical Data Analyst; Linda Marini, Assistant to Executive Director; Elizabeth Mungai, Director of Utilization, Clinical Outcomes & Rehab Services; Scott Neff, FNW Executive Director; Edward Omondi, Deputy and DON; Justine Vaccaro, Director of Social Work; Larry Vanterpool, Facilities Director; Dr. Frank Walsh, Medical Director; Glenn Williams, Director of Financial Operations

Guests: Suzanne Brown, TNW Board Nominee; Christopher Carter, TNW Board Nominee; Sharon Shisler, RTM Appointments Committee; Paul Scholtes, Family Council; Ellen Wolfson, Commission on Aging

Mr. Simon opened the meeting at 5:33 PM in the TNW Board and noted that a quorum was present.

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

Dr. Walsh reported that the short-term rehab census has steadily increased since last month.

TeamHealth has a prospective candidate for APRN coverage following Shannon Desimone’s departure. In the interim, the TeamHealth APRN who works with Dr. Walsh at Greenwich Woods will be providing coverage here at Witherell (the census at Greenwich Woods is currently at less than 50%). NW requires APRN’s license, DEA certification, and evidence of malpractice insurance for credentialing purposes. Following Dr. Walsh’s interview of the candidate, he will present their credentials to the Medical Staff at their quarterly meeting for approval and acceptance to the Medical Staff.
Dr. Walsh reported that NW will begin administering the flu vaccine, to patients and staff, during the last week of October and first week of November. The high-dose vaccine will be administered to all residents; staff will receive the regular vaccine.

Dr. Walsh discussed a concern regarding the Electronic Medical Records (EMRs). He asked if someone on staff at NW could lend assistance with medical data transcription for doctors who only have a few patients. NW needs to provide support to doctors referring patients to Nathaniel Witherell. Dr. Patel suggested that voice recognition software may be able to help in the data input process. Mr. Simon would like to see resolution to this issue by the November Board meeting.

**Review/Approval of Minutes of September 23, 2019**

A motion to approve the minutes of September 23, 2019 was made by Ms. Hogan, seconded by Mr. Kaplan, and the minutes were approved by a vote of 7-0-0.

**Executive Director’s Report – presented by Allen Brown**

**Room Rates** - January 1st has traditionally been the date when the Board of Directors implements room and board rate increases. The last room and board rate increase became effective in January 2019. Room and board schedules reflecting the rates for both 2018 and 2019 were attached to Mr. Brown’s written report. Compared to 2018 rates, 2019 rates reflected a 2.9% increase in private room charges and a 3% increase in semi-private room charges. Mr. Brown also attached “The Cost of Long Term Care in CT” report from April 2019 to his written report. It identifies the semi-private and private room and board charges for every nursing home in CT. The report is useful for assessing market conditions locally and statewide. If the Board determines that a rate increase for 2020 is appropriate, a letter announcing the increase must be mailed by December 1, 2019; therefore, a decision regarding room and board charges must be made by the November 18th Board meeting.

**State Survey** – Mr. Brown reported that DPH has audited our plan of correction related to the August state survey and identified us as being in full compliance with DPH and CMS standards. When the CMS 5-star rating is updated (anticipated this week), he believes that we should see a significant improvement in our overall 5 star rating. Mr. Brown anticipates that the 1 star staffing rating will be updated to a 4 or 5-star staffing rating as all of the PBJ uploads since March have been CASPER verified (i.e verified through CMS’s Certification And Survey Provider Enhanced Reporting).

**US News and World Report** - US News and World Report has pre-released its findings of Best Nursing Homes for 2019-20. The official report will not be released until October 29, 2019 and recipients of the pre-release were notified not to disclose the findings until the official release date. To that end, Mr. Brown stated that, like last year, our community will be pleased with the report.
**Operating Plan** – Mr. Brown submitted the Nathaniel Witherell Operating Plan to the Town last month. Instead of requiring a new plan this year, the Town asked questions of the facility, regarding budget submissions, major accomplishments and program development objectives for the upcoming year, and will use these responses to update the existing plan. Nothing has been released thus far.

**Building Committee Report - presented by Louise Puschel and Larry Vanterpool**

Ms. Puschel reported that the TNW Building Committee met at 4:30 today, and discussion included the following:

- **Tower renovation**: this project is complete.
- **Rehab expansion**: We have received a verbal approval today for the building permit. Surge, the contractor for the project, has ordered the windows; the foundation was inspected and we have been cleared for construction.
- **Three critical issues to be addressed:**
  - Because of ground water intrusion in the dietary (kitchen) elevator pit - it is necessary to install a sump pump (with an oil/hydraulic fluid detector). This will also eliminate the danger of an electric short since the water interferes with the cable supporting its operation. In addition, some hydraulic fluid has mixed in the water from the lines at the bottom of the elevator. The cost of this installation is approximately $18K.
  - As a result of the State Survey, and modifications to the fire code, all fire doors will be replaced at a cost of $19K.
  - The pressure reducer valve, tied into the main water line, is leaking, and will be replaced at an estimated cost of $17,745.

**2020 Capital Projects:**

- 27 new Tower A/C units will be purchased in the spring (1 has purchased as a test unit).
- Resident bed replacement - we will be evaluating other bed suppliers other than Hill Rom.
- Mr. Vanterpool will develop an RFB for a 4-year interior painting plan.
- Installation of the IPC wallcovering will be completed this week with the final two rooms 43 & 20.
- The new boiler is up and running in the Pavilion.
- Nursing Capital – ordering new lifts and low-rise beds.
- General Capital - $7,500 projected balance for the year.

With regard to the CIP 2021 Budget, Mr. Vanterpool reported that the Building committee determined item #9, the Tower Electrical Panel replacement, should receive prompt attention. Mr. Vanterpool explained that the parts for the existing panel are difficult to acquire; and should the panel go down, it will pose a significant impact on direct patient care. Mr. Simon stated that an electrical engineer will be hired to determine if immediate replacement is necessary. The Tower elevators are costing $40K - $60K/year in repairs and will also need to be replaced soon. The Board’s consensus is to replace the electrical panels should that be the recommendation of the electrical engineer’s evaluation.
Finance Committee Report - presented by Nisha Hurst and Glenn Williams

Ms. Hurst reported that the TNW finance Committee met on Friday, October 18, 2019. They will meet again on Wednesday10/23/19 to begin finalizing the budget for BET submission.

Mr. Williams reported the following for the month ending September 30,2019:

Margin Before Capital and Debt for YTD Sept. 2019 is ($616,513) compared to a Budget of $504,886. The factors driving this are: Revenue is down approximately $521K, with the largest influence being Medicare; Operating Expenses are over Budget for the 3 months ending 9/30/19 by approximately $543K – primarily driven by Personnel Services (overtime and temp services/part time).

YTD Sept. 2019 Capital Expenditures of $178K are in line for the 3 months ending 9/30/19. Debt Service payments paid in the month of July 2019 are on Budget, except for a $25K variant not budgeted correctly by the Town.

Mr. Williams projections for 2020 suggest a Margin Before Capital and Debt loss of approximately $4M. He stated that we need to assure that we are billing correctly; notes are being done correctly; that we are using every available resource from our software, including our external vendors and hold them accountable as well; verifying that we have all internal controls in place and that we are billing accurately and timely going forward.

Mr. Williams’ report itemized the Actual loss for the last 3 years: 2017 ($845,559); 2018 ($617,919); 2019 ($3,629,877). Expenses for overtime and temp services were a large factor in the marked loss increase from 2018 to 2019.

Mr. Williams stated that we’re making sure Matrix internal controls are accurate, and that the reports being generated make sense, and we have rationale for what they produce as revenue in each of the categories.

Dr. Patel commented on the importance of the staff’s knowledge on how to code, how to properly assess the patient, making sure that all of the comorbidities are properly captured. She requested that the Board receive details of the training that has taken place along with what QA/QI has been put in place. Messrs. Williams and Omondi will prepare for the Boards’ information.

Marketing – Presented by Suzanne Hogan

The September 2019 Harrison Edwards marketing reports were distributed with the Board materials. Many of the activities pertain to the November 7, 2019 luncheon event being sponsored by FNW.

The Board had previously discussed the need to spend more time in Professional Services marketing, in addition to the regular communication we’re doing within the community. We have started to see that happen with the concerted effort with Stamford Hospital to increase the number of admissions from that facility.

Mr. Omondi mentioned that for the first time we’ve started to receive data from our vendor to track the results of our Pulmonary Rehab program. He reported that we have 0% re-admission rate to the hospital with pneumonia and respiratory illnesses being tracked by the hospital. Dr. Patel requested that Mr. Omondi share re-admission rate data received with the Board.

The Harrison Edwards Google Analytics presentation will take place during the FNW January 22, 2020 Board Meeting at 9:00 AM.

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

Invitations for the fall FNW special fundraising luncheon event went out on Sept. 25, 2019. This event will be held on Thursday, November 7, 2019, 11:30 AM at the Greenwich Country Club. It will feature New York Times Personal Health columnist, Jane Brody, who will speak on the topic of ‘Brain Health & Cultivating a Young Brain’.

Resident Life – presented by Edward Omondi

A pie-throwing contest sponsored by our Recreation Department was held on Friday October 18th. Residents and staff purchased $2 tickets to “toss a pie” at managers and directors of NW. This first-time event raised $300, and the proceeds were split between Breast Cancer Research and Resident Life. Hopefully, this will become a yearly event!

Recreation calendars are posted on the website and events are also noticed on Facebook. Mr. Omondi encouraged all to “like us” on Facebook.

Chairman’s Report – presented by Laurence Simon

Mr. Simon asked for acceptance of the proposed Board meeting calendar for 2020, containing 8 meetings. The calendar was adopted with a vote of 7-0-0.
Regarding the PDPM Implementation, Mr. Simon would like to see broader case sample, and what is being done to maximize our reimbursement following receipt of more clinical data/information, at the November Board meeting.

BET Meeting updates:
✓ NW attended the Budget Committee last week.
✓ NW attended the BET TNW Strategic Plan Committee last week.
✓ We will submit our report to the BET on our implementation of the HDG recommendations by the end of October. Mr. Simon will present this report at the BET meeting on Thursday, November 21, 2019 at 2:00 pm.

Mr. Simon requests that the Board members come to the November Board meeting ready to discuss the possible increase to private room rates.

Mr. Simon noted that the Executive Director’s search is ongoing and the Town has engaged a company to do a wider search to include those already employed in nursing homes.

Ms. Elizabeth Krumeich thanked Messrs. Simon and Brown for their thorough, helpful report given to the BET TNW Strategic Plan Committee. She acknowledged that Nathaniel Witherell is working hard to focus on the fiscal status of Nathaniel Witherell, and the members of the committee appreciate their cooperation. They look forward to a on-going dialogue between the BET and NW.

A motion was made by Ms. Puschel to adjourn the meeting, seconded by Mr. Kaplan, and Mr. Simon adjourned the meeting at 6:59 PM.

Respectfully Submitted,
Linda Marini for Louise Puschel, Board Secretary
October 28, 2019