

TOWN OF GREENWICH
BOARD OF ESTIMATE AND TAXATION
NATHANIEL WITHERELL STRATEGIC PLANNING COMMITTEE
MINUTES – Mazza Conference Room, Town Hall

Thursday, March 29, 2018

Committee: Arthur D. Norton, Chair; William Drake, Andreas Duus III, Elizabeth K. Krumeich, Jeffrey Ramer, Nancy Weissler

Staff: Peter Mynarski, Comptroller

BET: Jill K. Oberlander, Chair; Leslie Tarkington

Others: Laurence Simon, Chair, TNW BOD; Dan Ozizmir, RTM D5, Member Budget Overview Cmte.

The meeting was called to order at 1:03 P.M.

1. Acceptance/Approval of the BET Nathaniel Witherell Strategic Planning Committee Meeting Minutes: March 14, 2018

Upon a motion duly made by Mr. Drake, seconded by Mr. Ramer, the Committee voted 4-0 to approve the Minutes of the March 14, 2018 Meeting as amended.

2. Completion – Consultant/Auditor RFPs

- **5-10 Financial Projections and Operations Consulting RFP** - Ms. Weissler informed the Committee that a draft of the Operations Consulting and Projections RFP, developed with the assistance of Mr. Mynarski, was sent to the Purchasing Department for standardized formatting. It will be distributed to a vendor list assembled by Ms. Hess and contributed to by Committee members and other reference sources.

Mr. Simon inquired if the RFP contained due dates for vendors to submit questions for clarification and a return date. Ms. Weissler responded that she, Mr. Mynarski and Mr. Drake, anticipated questions from vendors during the first half of April and RFP responses by April 30; selection and interviewing of prospective vendors would take place in May with implementation planned to begin on July 1, 2018.

- **Nathaniel Witherell Financial Statements (historic) RFP** – Mr. Drake reported that he, Ms. Hess, Mr. Gieger and Mr. Mynarski had met on March 22, 2018 with Mr. Ellis, TNW's new Finance Director, to discuss the RFP's accounting presentation of TNW's financials. Mr. Mynarski suggested that Mr. Ellis would benefit from training in GASB accounting methodology from the local professional accountants' association in preparation for assisting the Auditor during the implementation of the Financials RFP.

3. Next Steps:

- **Continuation of public discussion of Committee Report** – Mr. Norton reported on his presentation to the Board of Selectmen at their March 23, 2018 meeting. Selectman Litvak asked what TNW's legal entity was and if TNW Board of Directors was aware of their

fiduciary responsibility. Mr. Simon commented that he believed TNW Board had no more fiscal responsibility than any other Town Board. Ms. Tarkington commented that the Town differentiated TNW liabilities and that it had put in place an umbrella insurance policy in addition to TNW's own Director & Officers Liability insurance. Mr. Simon will seek clarification of TNW's Board of Directors fiduciary responsibilities from TOG's Law Department.

4. Discussion of Committee recommendations

The Committee discussed recruiting new Nathaniel Witherell Board members to fill upcoming vacancies. They encouraged Mr. Simon to enlarge the size of TNW Board to nine (9) members; and, restructure the Board by expanding the number of Committees beyond its current Finance and Building Committees. A non-profit has more than financial fiduciary responsibilities. TNW Board has fiduciary responsibility for performance of the business to comply with the requirements of a prudent person and accepts these responsibilities as agent for the Town. The Committee recommended recruiting new members with legal and accounting skill sets and familiarity with healthcare delivery. Ms. Hess commented that an Association of Non-Profit Boards in Westchester County might be available to support TNW Board with an assessment process. Mr. Simon invited the Committee to make a presentation to TNW Board at their May 22, 2018 meeting.

5. Continue discussion of the Nathaniel Witherell Business Models suggested in the Committee Report

Mr. Mynarski reported that he, Mr. Gieger and Ms. Hess had met with Mr. Ellis to gather information on TNW's financial statements and describe TOG's internal Munis and CAFRA software. Mr. Simon was invited to attend an April 2, 2018 meeting on the discussion and review of what was being prepared for the Financial Statement RFP.

Ms. Weissler would speak to Mr. Cava about what changes would need to take place before Union negotiation begin in July 2019 and relay his recommendations on moving forward at the Committee's next meeting.

6. 2018 Committee Meeting Schedule

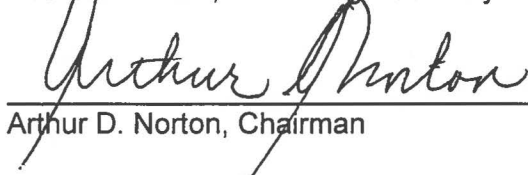
- o April 25, 2018 at 1:00 P.M.
- o May 16, 2018 at 9:00 A.M.
- o May 22, 2018 at 5:30 P.M. (at TNW)

7. Adjournment

Upon a motion duly made by Mr. Drake, seconded by Mr. Duus, the Committee voted 4-0 to adjourn at 2:09 P.M.



Catherine Sidor, Recording Secretary



Arthur D. Norton, Chairman