



The Nathaniel Witherell
TOWN OF GREENWICH
CONNECTICUT

Board of Directors Meeting Minutes May 22, 2018

Present: Laurence B. Simon, Chairman; Louise Puschel, Secretary; Lloyd Bankson; Frank Ennis, MD; Suzanne Hogan; Nisha Hurst; Richard Kaplan

Absent: Elizabeth Siderides, MD

Staff: Michel Baptiste, Housekeeping/Laundry Supervisor; Allen Brown, Executive Director; Craig Dumont, Director of Dining Services; Tom Ellis, Director of Financial Operations; Jack Hornak, Facilities Director; Linda Marini, Assistant to the Director; Scott Neff, Executive Director FNW; Edward Omondi, Director of Nursing; Frank Walsh, MD, Medical Director; Margaret Wayne, Associate Director of Nursing

Guests: Bruce Dixon, FNW Board; Bill Drake, BET Member; Andreas Duus, BET Member; Elizabeth Krumeich, BET Liaison to NW; Art Norton, BET TNW Strategic Planning Committee; Jill Oberlander, BET Chairman; David Ormsby, Chairman FNW; Jeff Ramer, BET Member; Jeanne Pici; Alma Rutgers, Greenwich Time Columnist; Paul Scholtes, Family Council; Nancy Weissler, BET TNW Strategic Planning Committee; Ellen Wolfson, Commission on Aging

Mr. Simon opened the meeting at 5:34 PM in the TNW Board Room and noted that a quorum was present.

Mr. Brown introduced the three newest members of the Nathaniel Witherell management team:

- Mr. Edward Omondi, newly appointed Deputy and Director of Nursing. Mr. Omondi joined us on May 14, 2018, taking the place of Ms. Lynn Bausch following her retirement.
- Mr. Craig Dumont, newly appointed Director of Dining Services, replacing Mr. Courtney Morgan.
- Mr. Tom Ellis joined NW in February 2018 as Director of Financial Operations.

Mr. Simon welcomed the three gentlemen to Nathaniel Witherell on behalf of the Board, and he looks forward to their participation and contributions toward our future success.

Medical Director's Report – presented by Dr. Walsh

Dr. Walsh reported that the transition to the new Director of Nursing, Edward Omondi, has been well received. He noted that Mr. Omondi assisted staff in the move of all 4th floor residents back to their rooms from the Garden Level Short Term Rehab last Saturday.

Although relocating the residents to accommodate the 4th floor renovations has been a huge logistical effort, Dr. Walsh stated that it has gone extremely well, with no disruption in patient care. He has heard all good reports from those involved, including residents, family members and staff.

Mr. Simon stated that the 4th floor construction should be complete by the end of July 2018. A few rehabilitation beds were temporarily unavailable during the renovation. Those beds are back in use until the construction begins on the 2nd floor.

The improvements to the solarium and auditorium ceilings have been completed.

Review/Approval of Minutes of March 26, 2018 and April 23, 2018

A motion to approve the minutes of March 26, 2018 was made by Mr. Kaplan, seconded by Mr. Bankson, and the minutes were approved by a vote of 6-0-0 (Dr. Ennis was not present at the time of the vote).

A motion to approve the minutes of April 23, 2018 was made by Mr. Bankson, seconded by Mrs. Puschel, and the minutes were approved by a vote of 6-0-0 (Dr. Ennis was not present at the time of the vote).

Executive Director's Report – presented by Allen Brown

Building Renovations – Work on the 4th floor Tower and Auditorium renovations is proceeding smoothly. Twelve 4th floor residents were temporarily relocation to the 2nd floor (4 residents) and to the Short Term Garden Level Rehab Unit (8 residents). No admissions were turned away during the period of time that the beds were closed on the 4th floor. We are currently at full available capacity.

New Staff – Mr. Brown reported that in addition to Mr. Omondi and Mr. Dumont, who were introduced at the start of tonight's meeting, Ms. Carissa Ronish will be joining the TNW team on Tuesday, May 29, 2018 as our new Therapeutic Recreation Director. Ms. Ronish has her Master's Degree in Art Therapy and a BS in Psychology. She comes to NW from a 7-year tenure as Director of Recreation at Edge Hill.

5 Star Rating Update – Last month, CMS's regular updates to the 5 star rating report generated a rating change for Witherell in the "Staffing" category from 4 stars to 5 stars. Although nothing related to staffing has changed at Witherell, staffing ratings reflect a

facility's relative position in the marketplace based on information collected via PBJ (Payroll Based Journal). PBJ was implemented nationally 2 years ago wherein worked hours are extracted directly from ADP payroll reports. Witherell's rating in the "Quality Measures" category remains at 5 stars and our overall rating remains at 4 stars. We are currently in our "state survey window".

Building Committee Report - presented by Louise Puschel

The TNW Building Committee met at 3:00 pm today, May 22, 2018, and discussion included the following:

- Tower Renovation – It is expected that the 4th floor renovations will be completed by the end of July 2018. Transitioning the residents to a temporary location has run very smoothly. Renovations will begin on the 2nd floor following the completion of the 4th floor construction.
- Auditorium/Solarium Renovation – This project has been on time and on budget, and completion of the entire project is expected to be the week June 11th.
 - An extremely generous donation by the Rosenberg family has enabled the purchase of a 90" television; game and computer tables; a surround sound stereo system; and a second television, electric shades and comfortable club chairs for the solarium area.
- Water Line Replacement – FGB Construction has been replacing the underground fire sprinkler and domestic water lines that run from Parsonage Road to the building. This project is expected to be finished by June 8th.
- Pavilion – The RTM approved our \$29,000 budget request for the Pavilion capital projects. In the next few weeks we will be getting a second estimate to replace the windows. Once the window replacement project is completed, some concrete repair work will be done, followed by carpet replacement throughout the Pavilion.
- Rehab Expansion (Greenhouse) – The drawings have been done and we have received approval to repurpose the remaining STEAP Grant funds for the expansion of the Rehab facility into the greenhouse area. Mr. Hornak will request construction drawings and then the project will go out to bid in order to determine the estimated cost.

Finance Committee Report - presented by Nisha Hurst and Tom Ellis

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

Mrs. Hurst reported the YTD April 2018 Operating Results were (\$920,818) compared to a Budget of (\$1,308,639) resulting in a positive variance to Budget of \$387,822.

Mr. Ellis reported the following:

On May 11th the BET Audit Committee approved the bad debt write-off of \$283,000, approved by this Board at the March 2018 Board meeting.

At the BET Meeting last night, by a vote 11-0-1, our transfer request from Personal Services, and Supply Expenses into Fringe Benefits and Service Expenses was approved.

April 2018 TNW Net Revenue was \$2,147,293 compared to a Budget of \$2,385,936 resulting in a negative variance of (\$238,643).

The YTD April 2018 TNW Net Revenue was \$22,456,325 compared to a Budget of \$23,192,549 resulting in a negative variance of (\$736,224).

April 2018 Total TNW Facility Expense was \$1,580,211 compared to a Budget of \$1,870,477 resulting in a positive variance of \$290,267.

The YTD April 2018 Total TNW Facility Expense was \$17,930,544 compared to a Budget of \$19,203,866 resulting in a positive variance of \$1,273,322.

April 2018 Total Town Allocations & Debt was \$473,077 compared to a Budget of \$522,762 resulting in a positive variance of \$49,685.

The YTD April 2018 Total Town Allocations & Debt was \$5,446,599 compared to a Budget of \$5,297,322 resulting in a negative variance of (\$149,277).

Mr. Ellis noted that we also need to account for the decrease in the Medicaid rate, which is anticipated to be approximately \$180K. Mr. Brown stated that TNW submitted a Medicaid rate appeal last month and we are waiting for the State's response. He explained that the reduction resulted from historically underreporting overtime expenses, going back to 2015. Mr. Brown anticipates that our appeal will be successful.

Mr. Brown noted that 8 beds on our Short Term Rehab Unit have been temporarily occupied by 4th floor residents during the renovations; so there were fewer beds available to generate Medicare revenue. While we are now back to full capacity, we have an opportunity to catch up on the loss of that revenue. Medicare has also just announced a 2.4% increase for this coming year effective October 1, 2018.

Marketing - presented by Suzanne Hogan

Ms. Hogan distributed the Harrison Edwards marketing reports: The Nathaniel Witherell Monthly Report for April 2018; and the Monthly Nathaniel Witherell Facebook Analytics Report for April 2018.

The Marketing focus has been on Witherell at Home, with communication about it in the website blogs, Facebook and Twitter. There was also a press release and a front-page article in the Greenwich Time introducing it as well. There is an ad running in various publications, newspapers and magazines, and the Witherell at Home brochure, explaining its services, is also now available. Ms. Hogan reported that we've also started to have calls and feedback as a result of the advertising initiative for Witherell at Home.

Mr. Simon noted that a Board Member from At Home had expressed concern that our business title, Witherell at Home, may be confused with another organization, At Home in Greenwich. In fact, the services provided by the two companies are quite different.

This month there will also be personnel releases published on Mr. Edward Omondi and Mrs. Carissa Ronish, our newest additions to the management team.

Ms. Hogan also asked for the Board's support and involvement in helping to form the committee to organize the FNW November 1st dinner function.

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

Friends of Nathaniel Witherell has confirmed Thursday, November 1st as the date for the fall dinner function which will be held at the Greenwich Country Club at 6:30 pm. Dr. Frank Walsh has agreed to be the honoree. FNW plans to announce the event's guest speaker at this Board's June meeting. The 'Save the Date' will go out in June.

As Ms. Hogan mentioned during her Marketing Report, Mr. Neff reiterated that FNW is developing a working dinner committee for this November 1, 2018 dinner event; this Board's assistance in that effort would be greatly appreciated.

The FNW Governance Committee is currently actively seeking new members to serve on the FNW Board. The primary mission of the Friends of Nathaniel Witherell is to support NW as well as enhancing the experiences of our residents through fundraising initiatives.

Resident Life

Mr. Hornak noted that a ramp is going in on the door threshold between the Witherell Café and the deck. This modification addresses an item noted during Resident's Council. Several residents had reported that the existing doorway was difficult for wheelchairs to enter and exit.

Chairman's Report – presented by Laurence Simon

On behalf of the Nathaniel Witherell Board of Directors and the Town, Mr. Simon thanked Mr. Lloyd Bankson for his nearly 10 years of service as a member of the Board. Mr. Bankson has been a loyal and steadfast supporter of Nathaniel Witherell, especially through Project Renew, and many other NW projects and issues encountered during his lengthy tenure. Mr. Bankson stated, "We did a phenomenal job on Project Renew and that's my main memory during the last 10 years ... it was one of the best things I had ever been involved in ... a great achievement ... thank you". Mr. Bankson has witnessed how far NW has come in 10 years. Mr. Simon stated that with the improvements of the physical facility, along with the level of care and professionalism of NW, Mr. Bankson should be very proud of his time served on this Board.

Mr. Simon reported that by the end of June this year, we will have 3 vacancies to fill on the TNW Board. There are currently two people who have submitted their applications for nomination and are scheduled to go before the RTM in June 2018.

Mr. Simon stated that there is currently a tremendous amount of construction activity here at NW. But even with some disruptions, and with parking presenting a challenge at the moment, everyone continues to work well together as a team, and continues to provide the same excellent care and service to our residents. All of the renovations are to be finished by July 2019, so some disruption will continue until then. But the result will be a more physically appealing place where people will want to come to experience the excellent level of care provided here. Evidence of that is already obvious with the changes to the 4th floor and the auditorium and solarium areas.

Presentation by the BET Nathaniel Witherell Strategic Planning Committee

Mr. Norton thanked the Witherell Board for the opportunity to make this presentation, and introduced the members of the committee: Jill Oberlander, Ex Officio member, Chairman, BET; Beth Krumeich, BET Liaison to NW; Andreas Duus; Bill Drake; Nancy Weissler; Jeff Ramer.

Mr. Norton stated that the report was approved by the Committee on December 19, 2017, and presented to the BET on January 5, 2018. The Committee presented a number of recommendations and options concerning the ownership structure of Nathaniel Witherell. The first recommendation that they are addressing this year encompass two RFP's:

1. For a Strategic Review to determine an appropriate business model for Nathaniel Witherell going forward.
2. To address the financial model of Nathaniel Witherell.

Ms. Nancy Weissler's committee assignment was to review Witherell's business model and its financial results, including:

- How Witherell's cash flow is broken down between business sector and payor class.
- Comparison of NW's actual 2017 financial results with those in the Long Range Plan, developed when Project Renew was approved.
- Comparison of NW's operating costs for FY2017 with actuals of 2016.
- Ms. Weissler's development of a simplified TNW Financial Model and its results.

Ms. Jill Oberlander was a member of the original special committee, and is currently the BET Chairman. She stated her prior position as Trustee of the New Jewish Home, which runs eldercare facilities in Westchester. Ms. Oberlander's committee assignment was to look at the changes in supply of eldercare living accommodations, in both the community and at home. She briefly reviewed her understanding of the changes, which have occurred over the last 6 years with regard to eldercare options and the resources and regulations affecting those options.

Ms. Beth Krumeich's committee assignment was to research the history of NW and the land restrictions of this property. She stated that the committee has laid out a couple of potential options as they relate to those restrictions on the land on which NW sits. Nathaniel Witherell's

current facility evolved from two Greenwich residents who wanted it to be used as a place where people were taken care of. If we were to change the structure and ownership of this facility, how those changes would be affected by the land restrictions is a critical factor.

Mr. David Ormsby, Chairman of Friends of Nathaniel Witherell, noted that the committee's revenue assumptions made no reference to the contributions that currently and historically have been made by the Friends of Nathaniel Witherell. Additionally, the volunteer community of NW, under the auspice of FNW, which contributes thousands of hours to the care and love of our residents, is a critically important cultural dimension to NW that needs to be included when developing recommendations for the future of this facility.

Mrs. Hurst commented that what makes the Town of Greenwich special is its sense of community; and community means taking care of each other. From childhood to mature years, we take care of our residents. This Board is working toward continuing a 'positive trajectory'. Mrs. Hurst emphasized that Nathaniel Witherell is in fact a "jewel in our community", and we need to continue to focus on the positive.

New Business – none

Mr. Kaplan motioned to adjourn the meeting, seconded by Mrs. Puschel. Mr. Simon adjourned the meeting at 6:50 PM.

Respectfully Submitted,
Linda Marini for Louise Puschel, Board Secretary
May 26, 2018