



The Nathaniel Witherell
TOWN OF GREENWICH
CONNECTICUT

**Board of Directors Meeting
Minutes
March 30, 2009**

Present: David Ormsby, Chairman; Christopher Ann Thurlow, Vice Chairman; Thomas Saccardi, Secretary; David Ayres; Lloyd Bankson; Bruce Dixon; Dr. Frank Scarpa (by phone); Paul Toretta; Lin Lavery, Board of Selectmen

Staff: Lynn Bausch, Interim Executive Director and Director of Nursing; Ray Augustine, Director of Financial Operations; Jack Hornak, Facilities Operations Manager; Linda Marini, Administrative Assistant; Scott Neff, Development Director FNW; Frank Walsh, MD, Medical Director; Susan Welsh, Director of Admissions

Also: Mary Anne Chiappetta, Family Council; Peter Crumbine, Selectman; Joyce Jordan, Family Council; Karen LaMonica, Commission on Aging; Sara Poirier, Greenwich Post; Leslie Tarkington, BET; Christopher vonKeyserling, RTM District #8

Mr. Ormsby opened the meeting 5:32 PM in TNW Board Room.

Chairman's Report – presented by David Ormsby

Mr. Ormsby reviews The Nathaniel Witherell Mission Statement, emphasizing the purpose is not as much about the 'minutia', as it is about providing the "highest quality long-term skilled nursing care and rehabilitative services..." that we possibly can.

Many Witherell staff members and friends attended the memorial service held today for Judy Holland, PCC, who passed away suddenly on March 20, 2009. Judy was an exceptional nurse who had been with us here at Nathaniel Witherell for nearly 20 years. She will be dearly missed.

Chairman's Report (cont'd)

Mr. Ormsby updates the Board on the progress of the Executive Director Search Committee. The use of an Executive Search Firm has been discussed. There appear to be several steps that can be done prior to engaging such a firm and incurring this expense. Generally, search firm charges are based on approximately one-third of the salary of the candidate placed, in addition to any incurred expenses. The Committee has revised the job description of the Executive Director as well as a form of advertisement that the TOG Human Resources Department will publish. The search process will begin with this notice of the position available being sent to health care facilities, hospitals, nursing homes and assisted living facilities in the Fairfield and Westchester county areas.

REVIEW OF THE MINUTES OF THE 2/23/09 BOARD MEETING

The motion to approve the minutes of this meeting was made, seconded and adopted unanimously.

Medical Director's Report – Francis X. Walsh, MD

Dr. Nazanine Khaikhah has joined the Medical Staff of Nathaniel Witherell. She has taken over Dr. Mark Anderson's practice and is tending to all of his patients that are here at Witherell.

Dr. Walsh expresses his concern with building security, specifically nighttime hours. This morning Mr. Ormsby and several other Board members discussed the security issue with Mr. Hornak. The use of surveillance cameras, card access, etc. was reviewed. Logbooks for visitors and vendors became effective today (3/30/09). Mr. Hornak tells of the security analysis that was completed by the Greenwich Police Department approximately 6-7 months ago. The results of this report stated, "the TNW complex is above most standards".

Dr. Walsh states his concern over the recent trend in hospitals defining patients as "Observation" vs. "Admission". Because such patients are not officially "admitted" to a hospital for the required period of time, they cannot be qualified by Medicare for a skilled nursing facility or rehab services. If you are an "admission" and you are in the hospital for at least 3 days, you can then go to a skilled nursing facility or rehab as a Medicare paid resident. If you are only on "observation", even for a number of days, you are not Medicare eligible. Dr. Walsh suggested educating the doctors to determine the criteria of an "observation" vs. an "admission"; however, the hospital hired an outside service that will determine an "observation" vs. an "admission". They seem to be defining more people as "admissions", which is a positive thing for TNW.

Medical Director's Report (cont'd)

Dr. Walsh expresses concern over the hospital scheduling tests for patients to take place after they have been discharged. In this situation, TNW may end up having to absorb the costs of these tests.

Ms. Bausch explains that this is example of how they need to manage costs for Medicare A residents. This has already been a focus of concern regarding pharmacy costs. Both these situations exemplify the complex admission evaluation process that Ms. Welsh and Ms. Bausch have to deal with every day.

Dr. Walsh has requested legal advice concerning the following: If a hospital calls the nursing/rehab facility with a referral, is it against HIPAA regulation for the nursing/rehab facility then to initiate a call to the referred individual? Ms. Welsh explains that TNW legal counsel has been called and asked to determine the legality of this procedure.

There have been zero (0) cases of influenza reported in TNW facility. TNW was subjected to a stomach virus that affected 58 residents. The chain of events occurring from this virus at TNW was approximately 3 weeks in duration.

Nominating Committee Report – David Ayres

Mr. Ayres made the following nominations for The Nathaniel Witherell Board of Directors for the year April 1, 2009 through March 31, 2010:

Chairman: David Ormsby
Vice-Chairman: Christopher A. Thurlow
Secretary: Thomas Saccardi

The motions to accept these appointments was made, seconded and adopted unanimously.

The following Committee nominations were also presented:

<u>Finance:</u>	<u>Building:</u>	<u>Resident Life:</u>
Lloyd Bankson (C)	Paul Toretta (C)	Christopher Thurlow (C)
David Ayres	David Ayres	Frank Scarpa, MD
Bruce Dixon	Lloyd Bankson	
David Ormsby	Bruce Dixon	
Thomas Saccardi	Christopher Thurlow	

<u>Legal Affairs:</u>	<u>Public Affairs:</u>	<u>Business Development:</u>
David Ormsby (C)	David Ormsby (C)	Christopher Thurlow (C)
Christopher Thurlow	Lloyd Bankson	David Ayres
	Christopher Thurlow	Lloyd Bankson

Nominating Committee Report (cont'd)

Nominating:

David Ayres (C)
Lloyd Bankson
Thomas Saccardi

The motion to accept these committee appointments was made, seconded and adopted unanimously.

Finance Committee Report – presented by Lloyd Bankson and Thomas Saccardi

Mr. Bankson thanks the Finance Committee, specifically Mr. Ray Augustine, for the great amount of work involved in completing the Long Range Plan and submitting it to the BET.

- The current month of February 2009 is favorable to Budget by \$154K.
- Occupancy Feb. 2009 Actual of 94.5% was below Budget of 96.1%; 25.6% in Private. Payor Mix continues to be very favorable.
- Feb. 2009 Actual Private Revenues of \$558K were 32% of Total Revenues and contributed to a Positive variance in Revenues of \$55K for the month. Total Revenues Feb. 2009 \$1.7M favorable to Budget by \$63K for the month.
- Actual Operating Loss for the month of Feb. 2009 was approximately \$50K, compared to a Budgeted loss of \$64K, resulting in a Positive variance to Budget of approximately \$15K
- YTD Revenues are favorable because of the Payor Mix: Private Revenues Feb. 2009 YTD are up \$581K; Medicaid is down Feb. 2009 YTD \$348K to Budget
- YTD Feb. 2009 Revenues are up \$337K
- YTD Feb. 2009 Expenses are focused on Salary and Fee Expense, and Employee Benefits
- Operating Loss YTD Feb. 2009 \$281K compared to a Budgeted loss of \$250K.

Mr. Saccardi discussed that the focus has been on both the revenue and expense sides. Short-term admissions strongly drive Revenues. Board members have offered to make and/or continue contact with doctors and practices that are admitting to TNW. Ms. Thurlow asks if advertising is succeeding in increasing TNW admissions. Ms. Welsh answers “yes”; but, it is not just the advertisement, it is the testimonials that are appealing to the public, and ‘word of mouth’ advertising.

Finance Committee Report (cont'd)

Ms. Lin Lavery makes the suggestion of using Public Service Announcements (PSAs) as a marketing / advertising method. Mr. Ormsby explains that Ms. Welsh has initiatives of this sort already in process with Channel 79. Ms. Lavery also suggests contacting Jim Himes' office in Washington to investigate the possibility of Economic Stimulus monies being distributed for Healthcare use. Mr. Ormsby states that TNW has asked the question as to whether a portion of Project Renew could be funded through historic building preservation, by reason of the age of Nathaniel Witherell.

Mr. Saccardi comments that we are using every venue, 'elevated pitch', to extend the ways to advertise The Witherell: television, radio, presentation (either Board or Management).

Every aspect of the budget is being reviewed. Mr. Saccardi explains that we have been able to reduce overtime by hiring part-timers. All aspects of contract alternatives are being investigated, as are efforts to work with contractors to find ways for everyone involved to be more profitable.

Mr. Ray Augustine explains that two requests will be made to the BET:

- 1.) transfer of funds of \$77K from insurance account to offset salaries paid earlier in 08/09, and
- 2.) another appropriation of additional funds of \$304K for variable costs associated with higher level of Medicare A patients.

Mr. Ormsby notes that these transfers do not represent asking the BET for additional funding, but rather the use of additional revenues generated.

The motion is made to allow these requests to go forward to the BET. Motion is seconded and adopted unanimously.

Interim Executive Director's Report - Lynn A. Bausch

The Senior Management Team took part in a three-part webinar series from the Pioneer Network called "Creating Home". Discussed were the elements of person-centered care and of small house models, as well as the policy, regulatory and reimbursement issues involved.

In the focus of continuously moving toward person-centered care, we are the proud owners of two new parakeets, Wonton and Powder. They have made the 3rd floor dementia unit their new home and their care is a shared responsible by everyone working with that unit.

The APRN, also known as a physician extender, will begin work here at Witherell on April 13th. Some training has begun with the nursing staff and there have been collaborative meetings with Dr. Walsh. This will clearly help the clinical program moving forward particularly on the short-term unit.

Interim Executive Director's Report (cont'd)

Some 3rd Floor modest upgrades, i.e. carpeting, are underway.

Family Council – Harry Monies has resigned as Chairman. Thank you to Mr. Monies for almost two years of his efforts and hard work on behalf of the residents. A letter of thanks was also sent by Mr. Ormsby on behalf of the Board of Directors. Irene Theriot will step up as acting Chair.

Ms. Bausch commends Sally Van Leeuwen, Volunteer Coordinator, on the publication of the new quarterly Volunteer Newsletter. This is a collaborative effort between Ms. Van Leeuwen and the Nursing Department.

Building Committee Report – presented by Paul Toretta

TNW Building Committee:

- Last Meeting Date, Thursday, March 26, 2009
- Gravel driveway for sewer clean-out access is complete.
- Carpet installation on the 3rd floor is complete
- We received word from the Connecticut Department of Social Services that it is not necessary to install sprinklers in the resident room closets as first noted during the October 2008 Survey.
- Security:
 1. Discussion took place regarding the locking of the facility, particularly nighttime hours
 2. Installation of a “Panic Button” was recommended
 3. Visitor logbooks were suggested
 4. Signs stating, “You are under camera surveillance....” could be posted about the building. This was suggested as a possible deterrent.

Discussions with the architects are ongoing so that the creation of the Friendship Garden will not interfere with Project Renew construction.

A decision needs to be made concerning the stairs in need of repair at the front entrance to the Rose Garden.

Several 40-inch long rectangular planters will line the walkway in the front of the building.

TNW Building Committee: Presented by Paul Toretta

A short list of 5 Construction Management firms has been determined and they will be sent the RFP. TOG has asked the Building Committee to develop a schedule for what they need done along with a timeline. They intend to interview the CM candidates some time in May 2009.

Resident Life Committee Report – presented by Christopher Ann Thurlow

Wed., April 1, Passover Seder with Rabbi Deren; Wed., April 8, Passover Begins
Sun., April 5, Palm Sunday Services; Sun., April 12, Easter Services

April 18th – Children’s Piano Recital

April 27th – Semi Annual Tag Sale; donations of gently used items are greatly appreciated.

The Witherell Musical Review is being prepared by one of our volunteers, Mrs. Luci Nevin. Ms. Thurlow explains that she hopes that everyone will participate in this event: residents, staff and Board members alike. Mrs. Nevin is writing all of the lyrics for this show. Much of this show is based on Project Renew.

Ms. Thurlow brings attention to two articles in the March 30, 2009 issue of Bottom Lines: 1.) This article stated that 90% of nursing homes in the US are found to be deficient; 90 % of for-profit and government run homes, and 88% of non-profit homes were cited for deficiencies, and 2.) This article states that more homes around the country are moving toward the home-like, person-centered care environment – generally without additional expense. It also stated that single rooms are a major factor in customer satisfaction.

During the Residents Council meeting there were several compliments again this month from residents on the new food delivery methods, Person-Centered Care Dining

Next Family Council Meeting is scheduled for April 26, 2009 at 2:00 PM.

Friends of Nathaniel Witherell – presented by Christopher Ann Thurlow

Posters are being circulated from The Women’s Club of Greenwich advertising their “Homes of Greenwich Tour”, Proceeds to Build a Design Garden for Nathaniel Witherell. Date: May 20, 2009

Garden Education Center continues its plant sale encouraging the public to purchase a plant for the Nathaniel Witherell Garden project.

Mr. Ormsby asked if there were any further discussion on old or new business – none noted.

Mr. Ormsby adjourned the meeting at 7:15 pm.

At this point the Board entered into Executive Session.

Respectfully Submitted,

Thomas Saccardi, Secretary
April 8, 2009