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NASSAU HEALTH CARE CORPORATION

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BOARD OF DIRECTORS/EXECUTIVE COMMITTEE

MEETING

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Nassau University Medical  
Center

2201 Hempstead Turnpike

East Meadow, New York

February 18, 2016

6:19 P.M.

REPORTED BY

Angela Arena

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2 A P P E A R A N C E S :

3

4 BOARD OF DIRECTORS/EXECUTIVE COMMITTEE  
MEMBERS PRESENT:5 Michael B. Mirotznik, Esq. -  
Chairman of the Board6 Warren D. Zysman, LCSW  
Linda Reed

7 Krishan Kumar, MD

8 Russell Caprioli, DPM, FACFAS

9 Victor F. Politi, MD -  
President/CEO

10 Michael M. DeLuca, MPA

11 Asif M. Rehman, MD

12 Steven Cohn, Esq.

13 Craig V. Rizzo, Esq.

14 Beatriz Fuschetto - Assistant to  
the Board

15 ALSO PRESENT:

16 Thomas Alfano, Esq. - Office of  
Legal Affairs

17 Farooq Ajmal - Vice President IT

18 George Araujo - Safety Officer

19 Elizabeth Faughnan, Esq. - Office  
of Legal Affairs20 Glenn Faust, MD - Chairman of  
Surgery21 Robert Heatley - EVP Ambulatory  
Services & Business Development

22 Judy Eisele-Laplante, RN, MPA -

23 Ambulatory Care and Community  
Medicine Director24 Bruce Laplante - Director of  
Security, AHP25 Karen G. Leslie, Esq. - Office of  
Sponsored Research and ProgramsShelley Lotenberg - Director of  
Public Affairs

John Maher - EVP/CFO

Bonnie Markowitz - Assistant  
Hospital Administrator,  
PsychiatryHarold McDonald - Chief  
Administrative Officer, EVP

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ALSO PRESENT: (Continued)

Paul Mustacchia, MD - Chairman of  
Medicine  
Nyapati Rao, MD - Chair of  
Psychiatry  
Maureen Roarty - Executive Vice  
President of Human Resources  
Megan Ryan - Chief Compliance  
Officer  
Victor Scarmato, MD - Chief  
Medical Officer and Chairman of  
Radiology  
Teresa Silversmith - VP of  
Quality  
Ann Marie Studdert - Director of  
Intergovernmental Affairs  
Robert Tepper, Esq - Associate  
General Counsel  
Gerald G. Wright, Esq. - Office  
of Legal Affairs

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2 MR. MIROTZNIK: Motion to open  
3 the Executive Committee of the Nassau  
4 Healthcare Corporation? I call to  
5 order the Thursday, February 18th,  
6 2016, board meeting. Thank you all for  
7 being patient. The first thing on the  
8 agenda, and Mr. Cohn, I'm going to get  
9 you out of here in time.

10 The first thing on the agenda is  
11 the approval of the Board of  
12 Directors/Executive Committee minutes  
13 of December 30th, 2015, and  
14 January 11th, 2016. Ladies and  
15 gentlemen, the first order of business  
16 to approve the minutes of the Board of  
17 Directors/Executive Committee of  
18 December 30th, 2015, and January 11th,  
19 2016, regular meeting.

20 I have a resolution that reads  
21 whereas minutes were kept at the  
22 regular meeting of the Board of  
23 Directors held on December 30th, 2015  
24 and January 11th, 2016, and whereas  
25 those minutes were reviewed on or

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2 before this dually-convened, February  
3 18th, 2016 regular meeting of the Board  
4 of Directors, now be it resolved at  
5 this February 18th, 2016 regular  
6 meeting of the Board of Directors, that  
7 the minutes from December 30th, 2015  
8 and January 11th, 2016 are approved. I  
9 call for a motion. Do I have a motion?  
10 All in favor? Unanimous. Thank you.

11 Briefly with regard to my report  
12 I just would like to announce that  
13 Mr. Zysman will be receiving an award  
14 on Monday, May 9th, 2016 by the United  
15 Hospital Fund entitled the 2016 Tribute  
16 to Hospital Trustees. Anyone needing  
17 information on this event can contact  
18 Shelley Lotenberg or Mr. Zysman  
19 directly. Thank you. That's all I  
20 have. Dr. Politi, I turn to you.

21 DR. POLITI: Thank you. So this  
22 weekend temperatures were frigid. We  
23 all know this building is in a pretty  
24 bad state of repair, built in 1973, and  
25 really has never had any major

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2 upgrades.

3 As a result, we had several  
4 issues this weekend resulting in pipes  
5 bursting, leaks, loss of heat, loss of  
6 generator power, as well as a smoke  
7 condition in the neonatal intensive  
8 care unit. I would like to say all of  
9 these were handled expeditiously by our  
10 engineering department who came in from  
11 their days off, were available, fixed  
12 the plumbing leaks, got the generators  
13 going and circumvented a major problem  
14 in the neonatal intensive care unit by  
15 locating and changing a bunch of  
16 ballast lights.

17 At the same time we were required  
18 to vacate or evacuate the NICU. The  
19 staff that was on that weekend did so  
20 expeditiously with caution, with no  
21 issues to any children. At the same  
22 time, as luck would have it, we  
23 delivered a premature baby of twins and  
24 had a baby go into respiratory  
25 distress, all at the same time, Not

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2 related to the incident.

3 The peds department responded  
4 with their residents. The OB  
5 department came down. We were able to  
6 handle everything without any major  
7 issues. I would really like to  
8 recognize the hard work of everyone  
9 that came in to do this over this  
10 three-day President's weekend, which  
11 really was amazing. I know Mr. Rizzo  
12 came in, Mr. McDonald did not come in.  
13 Sorry, I forgot you were on vacation.  
14 A lot of the staff really showed up and  
15 really did a lot of great work here.

16 Other than that, I see progress.  
17 We went up to Albany last week and met  
18 with the delegation of Democrats with a  
19 very favorable -- we left there with a  
20 very favorable feeling. We are going  
21 up on March 1st again to meet with the  
22 Department of Health as well as  
23 Advocacy Day to meet with the leaders  
24 of the CSEA.

25 So we have a lot of positive

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2 things coming up. Hopefully we will  
3 see some results from the fruit of all  
4 of our labor to move forward with that.  
5 That is my report, Mr. Chairman.

6 MR. MIROTZNIK: I would like to  
7 say that as you know, I have been to  
8 this hospital every single day for  
9 three months taking care of my father,  
10 but I happened to see Dr. Politi over  
11 the weekend with Michael Ferrandino and  
12 I understand there were a lot of  
13 problems that have happened in the last  
14 week and you were here working.

15 I would like Mr. Ferrandino, on  
16 behalf of the Board, to thank him for  
17 all his efforts. You got us through  
18 probably one of the worst, the coldest  
19 weekends in 50, 60 years. With that  
20 being said, Mr. DeLuca.

21 MR. DELUCA: Well said, very  
22 fortunate. Just two items. Do you  
23 have any kind of status report in terms  
24 of the lighted sign on Hempstead  
25 Turnpike yet or not yet?

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2 DR. POLITI: Yes. We actually  
3 have a pole out there with some  
4 electrical power and I believe that  
5 Mr. Mannle is actually putting out an  
6 RFP because we have to run the computer  
7 cables out there and that's the  
8 rate-limiting step right now.

9 They did determine how they're  
10 going to measure the waiting time from  
11 the ER and I believe Ms. Lotenberg,  
12 best of my recollection, is working  
13 together with our IT web people so that  
14 we should be able to get it up on our  
15 computer so you can Google NUMC and  
16 bring up those wait times online.

17 MR. DELUCA: But the wait times  
18 online, people really are going to need  
19 to drive by and see what the wait times  
20 are. That's going to be the appeal.  
21 My question was that and also the NUMC  
22 illuminated sign. I'm far from being  
23 an expert, but I think this those signs  
24 should be LED so they don't have to be  
25 changed for 25 years.

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2 DR. POLITI: I believe they are  
3 LED, but the transformer that runs the  
4 LED burnt out. I know they did receive  
5 three bids on the lighting and they are  
6 in negotiations with a company right  
7 now. Matter of fact, the lowest bidder  
8 pulled out on us because they realized  
9 they didn't have a way to get up that  
10 high, so they had to go out and re-bid  
11 it.

12 MR. MIROTZNIK: I personally  
13 spoke with Kevin Mannle about that and  
14 as soon as the weather breaks, I think  
15 he has a contract already in line to  
16 get that straightened out, so the sign  
17 on the side of the building.

18 MR. DELUCA: So the sign and the  
19 ER wait time are in the process.

20 MR. MIROTZNIK: Shelley, come up.  
21 Anything to report? Talk about the  
22 website. I understand we are going  
23 bilingual on the website?

24 MS. LOTENBERG: Yes. We are  
25 working with our advertising agency to

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2 institute a bilingual version of our  
3 website. As you know, in many areas of  
4 the hospital at least 50 percent of our  
5 patients are Spanish-speaking and the  
6 version of the website will be in  
7 Spanish.

8 So patients will click en Espanol  
9 and it will bring them to a Spanish  
10 website. It's going to take, under the  
11 circumstances, about eight weeks  
12 because it is hundreds and hundreds of  
13 pages that have to be translated and  
14 programmed and illustrated so it looks  
15 nice. So in about eight weeks we  
16 should have a Spanish version of the  
17 website.

18 MR. MIROTZNIK: Shelley, any  
19 other event or thing to report to the  
20 Board?

21 MS. LOTENBERG: Yes. From the  
22 Foundation, Linda Walsh couldn't be  
23 here, the Director of the Foundation,  
24 so she asked me to relay a couple of  
25 days you all might be interested in

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2 putting on your calendars. You will  
3 all be receiving a save the date.

4 Thursday, May 12th is our  
5 employee recognition dinner which we  
6 have every year. It's at Leonard's.  
7 It's 6:00 p.m. and we recognize 553  
8 employees this year. These are  
9 employees who reached a certain  
10 milestone.

11 MR. DELUCA: When is that date?

12 MS. LOTENBERG: Thursday,  
13 May 12th.

14 MR. MIROTZNIK: Shelley, you are  
15 one of them.

16 MS. LOTENBERG: Yes, I am one of  
17 them. Last year I reached 20 years.  
18 You have to reach your milestone of  
19 either 5, 10, 15, 20, et cetera. This  
20 year we have someone who has reached 40  
21 years, so we will be honoring 553  
22 employees at Leonard's.

23 This is funded by our Auxiliary,  
24 so there is no cost to the hospital.  
25 The Auxiliary gave us the funding for

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2 the entire night. It's at 6:00 p.m. at  
3 Leonard's on May 12th and the Board is  
4 invited as our guest.

5 The other event you might wish to  
6 attend if you are golfers is our golf  
7 outing at Tam O'Shanter Country Club.  
8 That is Monday, May 23rd and it is a  
9 fundraising event for the Foundation.  
10 The gala will be Thursday,  
11 September 29th and the details will  
12 follow.

13 As I said, I will be sending save  
14 the dates so you can put it on your  
15 calendar and as we mentioned before, we  
16 have certain awards. Mr. Zysman is  
17 being honored on May 9th and Dr. Politi  
18 is being honored at two events, one on  
19 April 14th by Rotacare and the other  
20 May 25th by ASIS, which is a law  
21 enforcement organization.

22 MR. DELUCA: Can you do me a  
23 favor? Would you e-mail me all of  
24 these?

25 MS. LOTENBERG: Absolutely.

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2 MR. DELUCA: Thank you.

3 MR. MIROTZNIK: Thank you,  
4 Shelley, and congratulations on your 20  
5 years of outstanding service.

6 MS. LOTENBERG: Thank you.

7 MR. MIROTZNIK: In the absence of  
8 Dr. Venditto, I ask for approval of the  
9 Finance Committee and a change from  
10 December 26th, 2015, not December --  
11 let's do it over. Our agenda is  
12 incorrect.

13 Approval of the minutes of  
14 January 26th, 2016 Finance Committee in  
15 the absence of Dr. Venditto. I call  
16 for a motion of those minutes? All in  
17 favor? That is unanimous, thank you.  
18 Ms. Reed, MPAC.

19 MS. REED: Yes, I would like to  
20 get a motion to approve the minutes of  
21 January 26th for the MPAC Committee.  
22 Can I have a motion, please? All in  
23 favor? Unanimous.

24 MR. MIROTZNIK: Mr. Zysman,  
25 DSRIP?

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2 MR. ZYSMAN: I ask for approval  
3 for the minutes from December 29th,  
4 2015 meeting?

5 MR. MIROTZNIK: Motion? All in  
6 favor.

7 MR. ZYSMAN: Motion for approval  
8 and for all recommendations contained  
9 in the minutes?

10 MR. MIROTZNIK: Motion? All in  
11 favor? Unanimous. Ms. Reed,  
12 Compensation Committee?

13 MS. REED: I need approval for  
14 the minutes of January 27th and also  
15 for all recommendations contained  
16 therein and also for this evening,  
17 February 18th, with the minutes, with  
18 the recommendations and all of the  
19 contained within. Can I have a motion?  
20 All in favor?

21 MR. MIROTZNIK: Unanimous.  
22 Contracts Committee? Sorry, we didn't  
23 recognize Mr. Tepper.

24 MR. TEPPER: For clarification,  
25 you don't actually have the minutes

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2 from the meeting that just took place.

3 MR. MIROTZNIK: She withdrew  
4 that. So we're clear, she called for  
5 the minutes of January 27th and for the  
6 recommendations contained for tonight's  
7 meeting.

8 MR. TEPPER: You can't do that.

9 MS. REED: Well, not the  
10 minutes --

11 MR. TEPPER: For clarification,  
12 you don't actually have those minutes,  
13 so you need to vote on them, but  
14 because there was no confusion or  
15 discrepancy in what we discussed, the  
16 Board is approving -- what is the start  
17 date?

18 MS. ROARTY: We would like to  
19 start as soon as possible,  
20 February 22nd, which would be Monday  
21 for Brittney Dorsa.

22 MR. TEPPER: Consistent with the  
23 discussion in the preceding  
24 compensation meeting.

25 MR. MIROTZNIK: Counsel, we can

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2 do that without having the physical  
3 minutes?

4 MR. TEPPER: I have no objection  
5 to that.

6 MS. REED: We are not doing the  
7 minutes. We are approving the minutes  
8 of the last meeting of January the  
9 27th. We are --

10 MR. MIROTZNIK: Approving the  
11 recommendations we had this evening  
12 with Brittney Dorsa as a new hire, as  
13 well as the recommendation of  
14 Dr. Politi with regard to Paul  
15 Mustacchia, correct? All in favor of  
16 that motion? Unanimous. Thank you,  
17 Ms. Reed. Mr. Zysman, Contracts  
18 Committee?

19 MR. ZYSMAN: For contracts I need  
20 a vote on the approval of the public  
21 and executive session minutes and to  
22 authorize a proposed resolution  
23 contained in those minutes from  
24 January 27th, 2016. Motion to approve?  
25 Unanimous.

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2 The only other thing is we asked  
3 for an update from Megan Ryan and  
4 Teresa Silversmith and John Maher on  
5 the McKesson situation. I don't know  
6 if Megan and Teresa are here.

7 MS. SILVERSMITH: Megan just  
8 stepped out.

9 MR. ZYSMAN: Can you update us?

10 MS. SILVERSMITH: There is a BAA  
11 signed. We sent test cases to the  
12 vender today. They wanted to see our  
13 charts, so once they review that we  
14 will go back to the contract.

15 We did run into some problem with  
16 pricing. They had agreed to a certain  
17 price that was in the LD200 and now  
18 they are clanging their mind. They are  
19 asking for more money unless we send  
20 them the chart a certain way, so we are  
21 continuing to try to negotiate that.

22 MR. ZYSMAN: Is it moving at a  
23 good pace at this point?

24 MS. SILVERSMITH: It is moving at  
25 a very good pace. Megan has really

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2 done a lot of work on it.

3 MR. DELUCA: Who is doing the  
4 negotiating?

5 MS. SILVERSMITH: Megan.

6 MR. DELUCA: Okay. Is there  
7 someone else you would like to pull  
8 into it with you?

9 MS. SILVERSMITH: John is helping  
10 with it, the three of us. Farooq is  
11 involved with the IT portion so is  
12 Robert with the other IT portion.

13 MR. DELUCA: John, are you taking  
14 a major role in this?

15 MR. MAHER: Yes. I was at the  
16 last meeting.

17 MR. DELUCA: I think you should  
18 have a major role in this. This is  
19 very important.

20 MR. ZYSMAN: What is the pricing  
21 issue? I don't understand.

22 MS. SILVERSMITH: They were  
23 misleading in their proposal.

24 MR. ZYSMAN: Are you dealing with  
25 this, Ms. Ryan?

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2 MS. RYAN: I don't know if we did  
3 an update.

4 MR. ZYSMAN: Teresa Silversmith  
5 just updated us there is a BAA and  
6 there are some test cases that have  
7 been sent, so it sounds like there is a  
8 lot of traction, which is great. The  
9 issue she raised is something to do  
10 with pricing. Is it different than it  
11 was before?

12 MR. TEPPER: If I can, for just a  
13 second? You are in the middle of  
14 negotiations on the contract. These  
15 aren't necessarily appropriate for  
16 public discussion.

17 MR. ZYSMAN: I'm going to say  
18 this, we have been told that coding has  
19 been an issue in the emergency room and  
20 that has been dragged out. We are  
21 looking for an update on what is going  
22 on. If this contract can't get signed  
23 right now, put it in terms you can say  
24 in a public session because this needs  
25 to be done as soon as possible.

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2 That has been the recommendation  
3 of the CEO, the Chairman of the  
4 department, of John Maher, of the  
5 board. We have had to ask Ms. Ryan to  
6 step in and help. It sounds like the  
7 work she is doing is moving us along  
8 very nicely with Teresa and John Maher.

9 If there is some hiccup, I don't  
10 want a loose end that we don't really  
11 understand and then we're told six  
12 months, a year from now, two years from  
13 now that we still have a coding issue  
14 in the ER because of some issue that  
15 was never raised or brought up.

16 So if there is an issue, tell us  
17 what the issue is and put it in a term  
18 you can say in public session. If you  
19 are familiar with it, Rob, maybe you  
20 want to take a shot at it.

21 MR. TEPPER: I understand and  
22 respect everything you're saying. My  
23 only point is you're in the middle of  
24 negotiations. That discussion would be  
25 probably best had in a closed session.

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2 That is my recommendation.

3 MS. REED: Do it at the end?

4 MR. COHN: I don't think we have  
5 the time tonight, but I agree with you.

6 MR. MIROTZNIK: John?

7 MR. MAHER: Chairman, what I  
8 would say is you would know by the next  
9 Contracts Committee meeting whether or  
10 not this is a bump in the road or a  
11 show stopper.

12 MR. ZYSMAN: You will provide an  
13 update this Thursday?

14 MR. MAHER: Yes, I will.

15 MR. MIROTZNIK: Teresa, are we  
16 getting coding done through the ER?

17 MS. SILVERSMITH: It's getting  
18 done.

19 MR. MIROTZNIK: Does this give  
20 you any concern between tonight and  
21 next week, any further concern than we  
22 already have?

23 MS. SILVERSMITH: With the  
24 existing vender or the new one?

25 MR. MIROTZNIK: Both existing and

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2 the one that you're negotiating with.

3 MS. SILVERSMITH: I think that it  
4 is more important that we focus on  
5 getting the new vender in here to see  
6 if it's going to work for us. If it's  
7 not, then we may have to RFP it again  
8 to get someone that is more suitable  
9 for us.

10 MR. MIROTZNIK: If you have to go  
11 with another RFP are you going to be  
12 able to retain the services of the  
13 current vender so there is no period  
14 where it lapses?

15 MS. SILVERSMITH: They have  
16 been --

17 MR. MIROTZNIK: Yes or no?

18 MS. SILVERSMITH: Yes.

19 MR. MIROTZNIK: John?

20 MR. MAHER: Yes.

21 MR. MIROTZNIK: Mr. DeLuca?

22 MR. DELUCA: Let me say I  
23 obviously agree with what Mr. Tepper  
24 said, this is not the place to discuss  
25 it. However, what Mr. Zysman said has

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2 to be repeated. We are losing money by  
3 not having proper coding in the ER.  
4 Does anyone here want to dispute that?  
5 Is there anyone in the room that can  
6 facilitate that?

7 If your own check was linked to  
8 it, I would like to see whether this  
9 would still be delayed, and I think  
10 it's wrong. I think it's outrageous  
11 and you know, Mr. Maher, you are the  
12 Chief Financial Officer. This cannot  
13 be delayed past next week. You agree  
14 with that, Warren?

15 MR. ZYSMAN: 100 percent.

16 MR. MIROTZNIK: We are all in  
17 agreement.

18 MR. DELUCA: This is a serious  
19 item. I have been coming here  
20 listening and hearing the same thing  
21 over and over and over again and  
22 meanwhile we don't get the money for  
23 it.

24 MR. COHN: You can't put  
25 negotiators in a position to capitulate

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2 because of a deadline, so I think we  
3 have to find out why it hasn't been  
4 done, and my fear is if we understand  
5 why it hasn't ben done, we are going to  
6 hear the same story we hear every time.

7 So unless there is a really good  
8 reason it hasn't been done, I don't  
9 want to see capitulation, but I would  
10 like to see it completed.

11 MR. MIROTZNIK: John, Rob Tepper,  
12 Ms. Silversmith, Ms. Ryan, are you all  
13 confident we will have a deal in place  
14 next Thursday? What is the consensus?

15 MR. MAHER: No.

16 MR. MIROTZNIK: We won't have a  
17 deal?

18 MR. MAHER: The consensus is  
19 this: What we will be able to tell you  
20 by next Thursday is whether or not we  
21 have an agreement with McKesson to go  
22 forward, all right?

23 MR. ZYSMAN: Is it moving at a  
24 good pace, John?

25 MR. MAHER: It's moving at

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2 lighting speed at this point in time.

3 MR. ZYSMAN: What do you accredit  
4 it to?

5 MR. MAHER: The fact we were able  
6 to get McKesson to the table. Meg is  
7 on board with this and all efforts are  
8 focused on the agreement.

9 MR. MIROTZNIK: Megan is  
10 Ms. Ryan, just for the record.

11 MR. ZYSMAN: Megan, thank you for  
12 helping out with this.

13 MS. REED: Maureen?

14 MS. ROARTY: I just want to share  
15 an update relevant to the current  
16 coders and what we have done to retain  
17 them and the recruitment we have done.

18 We did change the salaries of the  
19 existing coders, which were medical  
20 record coders 1 and 5, medical record  
21 coders 2, effective January 25th, 2016.  
22 So they actually saw that in the  
23 paycheck on February 12th. They saw  
24 it.

25 In addition to that we have now

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2 been able to run ads because of the  
3 contracts being placed, so we have  
4 quite a few people -- two that started  
5 during the month of February, two other  
6 individuals confirmed for the month of  
7 March, March 7th.

8 We have an additional 42 resumes  
9 that are being reviewed. Some have  
10 been given to Teresa. She met with  
11 Adrien in my office and some for  
12 inpatient and outpatient. So we are  
13 making progress. The newer salaries  
14 are enticing.

15 MR. MIROTZNIK: Thank you. You  
16 have done this in conjunction with  
17 civil service?

18 MS. ROARTY: Yes.

19 MR. MIROTZNIK: And Dr. Politi?

20 MS. ROARTY: Absolutely.

21 MR. MIROTZNIK: Teresa, if you  
22 can, print out a little synopsis of  
23 what you have seen with these new  
24 people, the new hires, and the raises  
25 and the change in classification so at

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2 the next board meeting you can give us  
3 a quick, concise update for the record,  
4 okay?

5 MS. SILVERSMITH: Okay.

6 MR. DELUCA: Thank you, Maureen.

7 DR. CAPRIOLI: Teresa, for the  
8 current billing company for the ER, how  
9 far in arrears are they and when the  
10 new company comes in, how much backlog  
11 do they have to catch up before they  
12 become current?

13 MS. SILVERSMITH: I have the  
14 numbers here. For 2015 we have  
15 22 cases outstanding. For 2016 we have  
16 1,404, but some of that is appropriate  
17 because we have a high volume of ED  
18 cases per-day, so that's what it looks  
19 like right now.

20 DR. CAPRIOLI: When the new  
21 company comes on board, they will be  
22 able to catch up and move forward or  
23 they are going to be lagged three  
24 months before they catch up to the  
25 current biller?

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2 MS. SILVERSMITH: Of course they  
3 also tell us they will -- McKesson is a  
4 good company. If we do work this out  
5 with them I am confident they will be  
6 able to get it up to due date.

7 DR. CAPRIOLI: Can you negotiate  
8 that with them, that someone be  
9 assigned to the old claims and then  
10 while people are assigned to the new  
11 claims so that we are not losing money  
12 before you make money?

13 MS. SILVERSMITH: We can maybe  
14 put that in the contract, but they have  
15 a different type of reconciliation.  
16 They have better tools. Also, they  
17 have software that will tell us what is  
18 outstanding, why it's outstanding,  
19 whereas the new vender didn't have any  
20 of that. So they are more  
21 sophisticated.

22 DR. CAPRIOLI: I think it would  
23 make sense to have people catch up on  
24 the old stuff and move forward so you  
25 are making money right off the bat.

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2 MS. SILVERSMITH: What I am  
3 trying to do is teach the new coders I  
4 have how to code the ED cases and  
5 eventually get them to do some of it.  
6 Really, what I think is in the  
7 hospital's best interest.

8 DR. CAPRIOLI: Can your coders do  
9 the old stuff?

10 MS. SILVERSMITH: Yes.

11 DR. CAPRIOLI: And they probably  
12 want to charge you more for the stuff  
13 that's kind of dirty claims, the stuff  
14 that's been challenged or appealed?

15 MS. SILVERSMITH: It's cases that  
16 maybe at the time didn't have a  
17 signature and Apollo doesn't go back to  
18 it, so I don't know that I would  
19 consider them dirty or whatever, but  
20 they weren't ready at the time.

21 DR. CAPRIOLI: They are not  
22 coming to you saying we want more money  
23 for those claims, those would be  
24 subject to the same fee as the current?

25 MS. SILVERSMITH: Right.

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2 DR. CAPRIOLI: Thank you.

3 MR. MIROTZNIK: Dr. Scarmato,  
4 with regard to these numbers, are these  
5 numbers doable?

6 DR. SCARMATO: We do about 250 ED  
7 visits a day, so that roughly is less  
8 than seven days' worth of visits that  
9 we are outstanding on.

10 MR. MIROTZNIK: Is that doable?

11 DR. SCARMATO: The stuff from  
12 2015 bothers me a little bit because  
13 that is ageing now, so that stuff I  
14 would certainly like to -- the stuff  
15 from 2016 doesn't bother me as much.

16 MR. MIROTZNIK: Teresa, follow up  
17 next meeting and let us know where we  
18 stand. We appreciate it. The  
19 consideration of additional contract  
20 and this discussion, Beatriz, if you  
21 can, carry that over for another  
22 meeting so we know where we stand with  
23 McKesson next week.

24 MR. ZYSMAN: On Thursday. There  
25 are contracts that have to be voted on

1 02-18-16

2 today, some recusals.

3 MR. MIROTZNIK: Which ones?

4 MR. ZYSMAN: Dr. Faust has asked  
5 to table numbers 2 and 3. I ask for a  
6 motion to table number two, East Coast  
7 Orthotic and Prosthetic Corp., and  
8 number three, SNA IOM, to the next  
9 Contracts Committee meeting.

10 MR. MIROTZNIK: Unanimous.

11 MR. RIZZO: That is next week.  
12 Dr. Faust, will you be ready next week?

13 DR. FAUST: We think. If not, we  
14 will let you know.

15 MR. ZYSMAN: I am recusing from  
16 Jzanus, Greenstone and Ruskin. JVK  
17 Operations Unlimited?

18 MR. RIZZO: That's being tabled.

19 MR. ZYSMAN: Motion to table JVK  
20 until the next contracts meeting, which  
21 is Thursday?

22 MR. MIROTZNIK: Unanimous. Off  
23 the record.

24 (A discussion was held off the  
25 record.)

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2 MR. ZYSMAN: I am recusing from  
3 number one, Jzanus Consulting Inc.,  
4 number four, Greenstone Consulting LLC,  
5 number six, Bee Ready Fishbein Hadder  
6 and Donovan, number eight, Dennis  
7 M. Lemke and number nine, Ruskin Moscou  
8 Faltischeck, PC.

9 MR. COHN: For the record I am  
10 going to recuse on number five, which  
11 is Abrams Fensterman.

12 MR. ZYSMAN: I am stepping out of  
13 the room.

14 MS. REED: Let's get a motion to  
15 approve Jzanus Consulting for two years  
16 effective 2/29 in an amount not to  
17 exceed \$150,000 for the next two-year  
18 term. Do I have a motion? All in  
19 favor? Motion carried.

20 Greenstone Consulting, one year  
21 effective 1/1/16 in an amount not to  
22 exceed \$64,200 for the one-year term.  
23 Can I have a motion, please? All in  
24 favor? Motion carried.

25 MR. COHN: I am stepping out for

1 02-18-16

2 number five.

3 MS. REED: No, come back because  
4 we need Warren for that. Can I have a  
5 motion for Bee Ready Fishbein Hatter &  
6 Donovan LLP, one year effective 1/1/16  
7 in an amount not to exceed \$300,000 for  
8 the one-year term? All in favor.  
9 Motion carried, thank you. Dennis  
10 M. Lemke, Esq., 14 months, effective  
11 10/26/15.

12 MR. MIROTZNIK: Let the record  
13 reflect Mr. DeLuca has recused.

14 MS. REED: In an amount not to  
15 exceed for the 14-month term \$100,000.  
16 All in favor? Motion carried.

17 MR. MIROTZNIK: Mr. Alfano, can  
18 Rivkin Radler be tabled to next week so  
19 there can be a discussion, an  
20 intelligent discussion?

21 MR. ALFANO: Yes. However, the  
22 attorney, Mr. Bateman, who is a  
23 specialist in white collar criminal  
24 issues and various high-profile --

25 MR. RIZZO: Rivkin or Ruskin?

1 02-18-16

2 MR. MIROTZNIK: We're talking  
3 about Rivkin, so whoever involved  
4 Rivkin, we have Mr. Cohn and  
5 Mr. DeLuca's undivided attention next  
6 week. Can we table that?

7 MR. ALFANO: They involve the  
8 faculty practice plan and the bonus  
9 that was discussed at that last  
10 meeting. We're just looking for a rate  
11 increase for our Tier One rates.

12 MR. MIROTZNIK: You want to draft  
13 a cap?

14 MR. ALFANO: I can suggest one  
15 right now with counsel's permission.

16 MR. MIROTZNIK: Make the motion,  
17 Mr. Alfano.

18 MR. ALFANO: Rivkin Radler who is  
19 Tier counsel, they usually abide by our  
20 Tier One rates. However, due to a  
21 special assignment, we are asking that  
22 their rates be increased so that a  
23 specific partner, David Manko, can work  
24 on our faculty practice plan and our  
25 bonus plan for our physicians which was

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2 discussed tonight in our Compensation  
3 Committee.

4 I am asking that rate be  
5 increased from our Tier One rate to the  
6 special rate of \$530 an hour and as the  
7 Chairman of the Legal Committee,  
8 Mr. Cohn suggested that assignment  
9 would be capped at a \$50,000 amount.  
10 As we approach that rate, and I will  
11 pay specific attention to that, I will  
12 bring it to the attention of the Board  
13 and Mr. Cohn.

14 MR. COHN: I want to make it  
15 perfectly clear a rate increase only  
16 applies to that one attorney's  
17 services. The rest of the firm is  
18 still independent of the old rate that  
19 we have set forth in their contract; am  
20 I correct?

21 So we are perfectly clear, the  
22 rates for all the other attorneys, you  
23 are going to have a really tough time  
24 with the two of us. The rates for all  
25 the other attorneys are remaining the

1 02-18-16

2 same under the existing contract. The  
3 only rate that is being raised is the  
4 rate for that one particular attorney's  
5 services to \$530 an hour.

6 MR. ALFANO: That is correct.

7 MR. COHN: All other aspects of  
8 the contract remain the same?

9 MR. ALFANO: Correct.

10 MR. COHN: It is capped at  
11 \$50,000 and you will let us know when  
12 and if, prior to that being obtained,  
13 that it's approaching?

14 MR. ALFANO: Yes.

15 MR. ZYSMAN: We have committees  
16 for a reason. Things should go to the  
17 committees first. We spend many hours  
18 in the Contracts Committee and this is  
19 very unusual.

20 MR. ALFANO: Withdraw it and do  
21 it on Thursday.

22 MR. MIROTZNIK: Can we go back to  
23 my humble suggestion? Mr. Alfano, can  
24 we table that? For brevity purposes,  
25 some members have to leave for a

1 02-18-16

2 7 o'clock commitment. Can we table  
3 that to next Thursday?

4 MR. ALFANO: Absolutely.

5 MR. MIROTZNIK: It's not going to  
6 interfere with the health, safety and  
7 welfare of our patients?

8 MR. ALFANO: Not at all, as long  
9 as the Board understands those two  
10 special projects will be delayed  
11 another week, that's fine, the faculty  
12 practice and the bonus discussion.

13 MR. COHN: I don't think that  
14 will create a problem.

15 MR. MIROTZNIK: One week. Table  
16 that, Beatriz, to Mr. Zysman's  
17 committee. Let the record reflect  
18 Mr. Zysman and Ms. Reed are abstaining  
19 and exiting the room. Number nine on  
20 the contracts spreadsheet, Ruskin  
21 Moscou Faltischek, PC, Mr. Alfano is  
22 requesting a one-year effective  
23 contract beginning January 1st --

24 MR. COHN: That has to be tabled  
25 also. That's the same issue. Rivkin

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2 Radler is on here for the same purpose  
3 of increasing the compensation to one  
4 of the partners; am I correct?

5 MR. ALFANO: Correct.

6 MR. MIROTZNIK: We are doing the  
7 same thing here?

8 MR. COHN: Yes.

9 MR. MIROTZNIK: I didn't know  
10 that.

11 MR. RIZZO: That would probably  
12 be over a month because it has to go  
13 back to the full Board for final  
14 approval and the Contracts Committee.

15 MR. ALFANO: There is an apparent  
16 attorney general investigation that is  
17 going on currently.

18 MR. COHN: I'm ready to proceed.  
19 It's up to the Chairman.

20 MR. MIROTZNIK: Mr. Cohn, I'm  
21 going to agree on this matter. I would  
22 like this one to go forward. I have  
23 heard from Mr. Alfano, who indicates  
24 this particular firm is now involved in  
25 a matter that is time-sensitive and it

1 02-18-16

2 does impact upon the health, safety and  
3 welfare of this University. Number  
4 nine, I call for a motion --

5 MR. COHN: I would just ask with  
6 the same caveat, one partner. That is  
7 the only thing that the amendment is  
8 going to pertain to and we have the  
9 same cap, or that cap has to be  
10 different given the nature of the work?

11 MR. ALFANO: Same \$50,000 cap.

12 MR. MIROTZNIK: Will Mr. Alfano  
13 articulate the motion at your request  
14 of the Board?

15 MR. ALFANO: Ruskin Moscou  
16 Faltischek, PC, that the usual Tier  
17 One rates be amended so that Alexander  
18 Bateman, a specific attorney who is  
19 handling a very sensitive and important  
20 matter, on behalf of A Holly Patterson.  
21 Bateman's billable rate is \$510 an  
22 hour.

23 MR. MIROTZNIK: Solely for his  
24 labor and services with regard to the  
25 Holly Patterson matter.

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2 MR. ALFANO: With the  
3 understanding there will be a cap for  
4 \$50,000 for those services and if more  
5 money is required, we will come to the  
6 Board in due course.

7 MR. MIROTZNIK: Mr. Cohn,  
8 agreeable?

9 MR. COHN: Agreeable.

10 MR. MIROTZNIK: All in favor of  
11 this motion? Unanimous. Thank you.  
12 Number 10 we are going to table, Abrams  
13 Fensterman.

14 MR. ALFANO: I shouldn't be on  
15 this document. I am recused from any  
16 Abrams Fensterman as they are  
17 representing me in an active matter.  
18 Mr. Tepper should present that.

19 MR. COHN: I am recusing myself  
20 for that one.

21 MR. MIROTZNIK: Therefore we  
22 don't have enough votes so -- we have  
23 enough. With regard to Abrams  
24 Fensterman, they are handling a medical  
25 malpractice matter as a Tier rate,

1 02-18-16

2 Mr. Tepper?

3 MR. TEPPER: Yes. They have been  
4 with the hospital for many years. They  
5 are a respected firm on Long Island.  
6 We use them for malpractice and would  
7 like to continue that contract.

8 MR. MIROTZNIK: For one year  
9 effective January 1st, 2016, correct?

10 MR. TEPPER: Correct.

11 MR. MIROTZNIK: All in favor of  
12 the Abrams Fensterman contract?  
13 Unanimous. Thank you. That's it on  
14 contracts.

15 Dr. Faust, Regional Level One  
16 Trauma Center designation?

17 DR. FAUST: Thank you. I will be  
18 very quick. In 2012 we requested that  
19 the Board approve a specific language  
20 supporting the trauma program. In your  
21 packet is actually the 2012 resolution.  
22 Our ACS designation requires that this  
23 be basically re-approved at this time.  
24 So if you would like, I can read the  
25 words in. It's pretty quick.

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2 MR. MIROTZNIK: Not necessary.

3 DR. FAUST: I have given a copy  
4 to your court reporter.

5 MR. MIROTZNIK: I will ask that  
6 be marked as Exhibit-A, a December  
7 18th, 2012 resolution, number 184-2012.  
8 We will vote on it to make it current,  
9 dated today, correct?

10 DR. FAUST: Thank you.

11 MR. MIROTZNIK: All in favor?  
12 Unanimous. Anything further? Who is  
13 presenting NMA?

14 MR. TEPPER: I think it's  
15 Dr. Scarmato, but I'll start.

16 MR. MIROTZNIK: Briefly.

17 MR. TEPPER: There has been a lot  
18 of discussion about the NMA wind down  
19 that has been effectively completed in  
20 practice. The last remaining step is  
21 the approval from this Board of the  
22 transaction between LIFQHC and NMA.

23 You have a resolution in your  
24 packet, I believe. You don't have to  
25 articulate it here, but in essence, the

1 02-18-16

2 transaction is that LIFQ pays NMA  
3 \$10,701 in exchange for fixtures and  
4 equipment.

5 They will also assume custody of  
6 the medical records related to patients  
7 treated by four particular doctors.  
8 It's requested the Board approve that  
9 tonight.

10 MR. MIROTZNIK: What is happening  
11 with the doctors? Are they staying  
12 with the federally qualified or are  
13 they are coming here or a mixture?

14 DR. SCARMATO: All of the prime  
15 doctors moved to the FQHC. One, a  
16 little while ago, a physiatrist moved  
17 here because it actually made more  
18 sense for him to move here.

19 A couple of the specialists did  
20 not want -- couldn't work out a deal  
21 with FQHC. They saw a very minimal  
22 amount of patients and we will look for  
23 other specialists to fill that void.

24 MR. MIROTZNIK: We finally come  
25 to an end and Mr. Cohn has left the

1 02-18-16

2 room.

3 MR. ZYSMAN: Has left the  
4 building.

5 MR. MIROTZNIK: Mr. Alfano, have  
6 you reviewed this proposed resolution,  
7 the wind down, and finally put to bed  
8 the NMA matter?

9 MR. ALFANO: I have with the able  
10 advice of Counsel Robert Tepper.

11 MR. MIROTZNIK: Has outside  
12 counsel also reviewed this matter in  
13 it's entirety?

14 MR. ALFANO: Yes.

15 MR. MIROTZNIK: From a legal  
16 standpoint are both of you, Mr. Tepper  
17 and Mr. Alfano, respectively requesting  
18 that the Board approve this resolution  
19 as articulated here?

20 MR. TEPPER: Yes.

21 MR. MIROTZNIK: Call for a  
22 motion. We will make this Exhibit-B,  
23 part of the minutes. For the  
24 resolution to be approved of the Board  
25 of Directors of the Nassau Healthcare

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2 Corporation authorizing the asset  
3 purchase transaction et al. All in  
4 favor? Unanimous. Very happy to have  
5 this matter behind us.

6 Any public comment? No public  
7 comments. Questions, concerns? No?  
8 Thank you all for being here. I call  
9 for a motion to adjourn this meeting?  
10 All in favor? Unanimous.

11 (TIME NOTED: 7:02 p.m.)

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## MOTIONS

16 Minutes from December 30th, 2015 and

5

17 January 11th, 2016 are approved

18 Approval of the minutes of

14

19 January 26th, 2016 Finance Committee

20 Approve the minutes of January 26th

14

21 for the MPAC Committee

22 Approval of minutes and for all

15

23 recommendations contained in the

24 minutes from December 29th, 2015 DSRIP

25 meeting

1		
2	Approval of Compensation minutes of	15
3	January 27th and all recommendations	
4	contained therein and also for this	
5	evening, February 18th, with the	
6	minutes, with the recommendations and	
7	all of the contained within	
8	Approving the recommendations we had	17
9	this evening with Brittney Dorsa as a	
10	new hire, as well as the	
11	recommendation of Dr. Politi with	
12	regard to Paul Mustacchia	
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14	and executive session minutes and to	
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2 to exceed \$150,000 for the next

3 two-year term

4 Approve Greenstone Consulting, one 33

5 year effective 1/1/16 in an amount not

6 to exceed \$64,200 for the one-year

7 term

8 Ruskin Moscou Faltischek, PC, that 41

9 the usual Tier One rates be amended so

10 that Alexander Bateman, a specific

11 attorney who is handling a very

12 sensitive and important matter on

13 behalf of A Holly Patterson.

14 Bateman's billable rate is \$510 an

15 hour.

16 Approve Abrams Fensterman contract 42

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21 of Directors of the Nassau Healthcare

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CERTIFICATION

I, ANGELA ARENA, a Notary  
Public in and for the State of New  
York, do hereby certify:

THAT the foregoing is a true and  
accurate transcript of my stenographic  
notes.

IN WITNESS WHEREOF, I have  
hereunto set my hand this 18th day of  
February, 2016.

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ANGELA ARENA