



## **FULL BOARD/EXECUTIVE COMMITTEE MEETING**

October 10, 2019 at 6:00 p.m.  
NUMC – 19<sup>th</sup> Floor Board Room

### **MINUTES**

I. Call to Order *Chairman George J. Tsunis, Esq.*

Chairman George Tsunis noted that a quorum of the Board of Directors was present. The meeting was called to order at 6:15 pm.

II. Report of the Chairman

Chairman Tsunis welcomed everyone and started off his report by noting that the Finance Committee meeting has been noticed for November 14, 2019 at 5:30 pm. He requested that if there were any questions about the meeting, John Maher or Dr. Bobby Kalotee should be contacted. Chairman Tsunis made reference to Winifred Mack's impending departure and thanked her for her dedication and support to the hospital. He gave a brief rundown of Ms. Mack's professional life and mentioned that he was grateful for all the things she had done. He announced that Ms. Mack said she is only a phone call away. The Chairman then gave Ms. Mack a plaque dedicating the "Winifred B. Mack Operating Room Nursing Fellowship" for her services during her time at NUMC.

III. Report of the Chief Executive Officer

The report made by Winifred Mack, Chief Executive Officer, is attached.

IV. Report of the General Counsel

Megan Ryan, Esq., General Counsel, started off by giving an update on a press release from the Department of Justice. She said that the Nursing Dept. and Dr. Boutin were made aware of a situation. She stated that she had been working with federal, state and

local officials from the FBI and DEA. Ms. Ryan announced that on September 25, 2019 she received a call from Erin Argo who is prosecuting the case. Ms. Argo informed her that the employee had pleaded guilty and accepted responsibility, and had given up his nursing license. Ms. Argo was grateful for the cooperation of the hospital and Ms. Ryan emphasized the duty of reporting any incidents and cooperating with law enforcement.

Chairman Tsunis went on to state that there was a zero tolerance policy for not reporting. He noted that there was an obligation of the senior staff to notify authorities.

V. Report of the Chief Nursing Officer

Kathy Skarka, Chief Nursing Officer, spoke about staffing and initiatives. She commented that they had hired a lot of staff to drive down the agency and overtime costs. She mentioned the fellowship in place for 31 individuals. She stated that they were educating about 200 staff members on managing patients with psychosis. She pointed out that the department was in the process of upgrading their equipment. They had new Pyxis machines and IV pumps. Ms. Skarka noted that ACLS-BLS classes were being held and flu shots were being given this month.

Dr. Bobby Kalotee questioned Ms. Skarka regarding the nursing department. He wanted to find out if departments could meet their obligations and if not, the reason why. Ms. Skarka stated that there were 63 open nursing positions which are currently being filled by agency staff.

VI. Report of the Chief Financial Officer

The Chief Financial Officer, John Maher, started off by reporting that there was an operating loss of approximately \$18M between January 1<sup>st</sup> and August 31<sup>st</sup> of 2019. However, he reported that an unexpected \$10 million was received from the Delivery Service Reform Incentive Payment Program (DSRIP) and he expected that a portion of the loss would be offset. Also, there is an agreement with NYSHIP and the hospital is paying down the balance owed to them for health insurance. Chairman Tsunis interjected that there were a lot of legacy cost and OPEB obligations. He said that the Board should focus on a 30-year horizon and that he was having discussions with the state regarding the agreement with NYSHIP.

The CFO continued his report which highlighted the following issues. The transaction to close the replacement of the Letters of Credit (LOCs) took place on September 24, 2019. Regarding (Medicaid) Disproportionate Share (DSH), a program extension was granted. For DSRIP, the state is planning to request a four year extension on the program. The

extension request will be for \$8 billion. The reporting period for Promoting Interoperability (PI), formerly known as Meaningful Use, commenced on October 1, 2019. Lastly, he reported that the 2020 budget should be completed within the next two weeks.

Dr. Bobby Kalotee took the opportunity then to thank the General Counsel, Megan Ryan, Esq. for her work at the hospital and outside. He spoke about seeing her run to help a patient with an asthma attack and said he wanted to thank her publicly.

## VII. Corporate Action

### 1. Nassau County/Nassau Energy Corporation Contract

The NEC team came to present for their 3 year contract. They wanted the hospital to consider and approve the existing thermal contract. They would provide thermal energy to the hospital and the Nassau County Correctional Center at a lower cost and replace and repair. They would also operate and maintain the system. NUMC would only pay for their consumption and nothing else. They said that NEC provides steam to the Aquatic Center, the Coliseum and a couple of other buildings. Chairman Tsunis thanked them for coming and said he would discuss with the other Board members. Later the contract was tabled subject to further discussion between John Maher, Megan Ryan and Michael DeLuca.

### 2. Approval of Emergency Contracts

Dr. Bobby Kalotee asked that Resolution 208-19 be specific as to which St. Joseph's college. He was told it was St. Joseph's College in Patchogue, New York.

Megan Ryan, Esq. then requested approval for Resolutions 193-19 through 202-19 as a whole. Steve Cohn questioned the increase in the amount for #195-19. Dr. Kalotee asked that the contract be tabled until all the details are available.

Resolution 195-19 was tabled.

Kathy Skarka was asked why money was being moved from Horizon to Total Healthcare in Resolution 197-19. She explained that other departments such as nursing, ambulatory, surgery and dental use Total Healthcare more than Horizon.

Steve Cohen requested that Resolution #s 201-19 and 202-19 be tabled and so the Board tabled.

A motion was made to approve Resolutions 193-19 through 215-19 except for Resolutions 195-19; 201-19 and 202-19: It was unanimously approved.

All Purchase contracts except for 216-19 were tabled.

Dr. Bobby Kalotee added that Resolution 216-19 – US Foods should be discussed with him later on. A motion was made and unanimously approved.

VIII. Public Comment


Chairman Tsunis asked if there were any public comments. There were none. The Chairman then made a motion to go into executive session at 8 pm.

The Board returned to public session at 8:25 p.m. The following motions were made:

1. A motion was made to authorize the Chairman/ Interim CEO or his designee to negotiate and execute the Executive Employment and Severance Agreement to Frank Maddalena for the position of Chief Operating Officer. It was unanimously approved.
2. A motion was made to amend the creation of a Chief Executive Officer Search Committee to remove Dennis Dowling and Winifred B. Mack and add Dr. Bobby Kalotee. It was unanimously approved.
3. A motion was made to approve Legal and Audit Committee minutes dated October 10, 2019. It was unanimously approved.

IX. Motion to Adjourn

There being no further business to discuss, a motion was made to adjourn the meeting. The meeting was adjourned at 8:30 pm.

  
George J. Tsunis, Esq., Chairman  
Board of Directors, NHCC