

WCCHS

Regular Board of Managers (BOMs) Meeting

June 24, 2025

The regular meeting of the Wyoming County Community Health System (WCCHS) Board of Managers, Wyoming County, New York was held on Tuesday, June 24, 2025.

CALL MEETING TO ORDER

President Kosmerl called the meeting to order at 4:28pm.

ROLL CALL AND QUORUM

BOARD OF MANAGERS PRESENT/ABSENT

★ participated remotely

☒ Salman Abbasey, MD

☒ Bryan Kehl (BOS member)

☒ Rich Kosmerl

☒ Steve Perkins

☒ J. Thomas Reagan, MD

☒ Larry Rogers

☒ Janice Shirley

☒ James Wawrzyniak, DC

STAFF PRESENT/ABSENT

★ participated remotely

☒ Dawn Bayliss (Chief Operating Officer)

☒ Justin Bayliss (NF Administrator)

☒ Dan Farberman (WC Human Resource Director)

☒ Mandip Panesar, MD (Hospital Medical Director)

☒ Jeff Perry (Chief Executive Officer)

☒ Pam Pettnot (Executive Assistant)

☒ Mark Wright (Chief Financial Officer)

OTHERS PRESENT: Becky Ryan (Chairwoman, Wyoming County Board of Supervisors and Supervisor, Town of Warsaw), Scott Schrader (County Administrator), and Nate Bzduch (Safety/Emergency Preparedness Coordinator)

President Kosmerl declared that a quorum was physically present.

ADOPT THE AGENDA

Motion by Manager Wawrzyniak and seconded by Manager Abbasey, the BOM hereby adopts the agenda as presented and verbally modified to include the BOM's intent to enter into an executive session by means of a vote to be taken during the meeting.

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

INTRODUCTION

Dawn Bayliss introduced Nate Bzduch, Safety/Emergency Preparedness Coordinator. Nate will be heading up the new Security program. Security Guards began on June 23, 2025, and are currently completing a two-week orientation. They are scheduled to go live on July 7, 2025. Their office is located in the former lab draw area on the ground floor, overlooking the ER waiting area. They will conduct rounds throughout the facility, with primary attention focused on the ED.

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WCCHS-25-040 CONSENT AGENDA

Motion Manager Rogers and seconded by Manager Shirley, the following items were listed for consideration on the consent agenda and are hereby accepted as included in the agenda packet and on file in Administration:

- BOM meeting minutes – May 27, 2025
- BOM executive session minutes – May 27, 2025
- Medical staff appointment and reappointments (Credentials Committee – June 9, 2025)

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

Motion by Manager Perkins and seconded by Manager Wawrzyniak, the following items were listed for consideration on the consent agenda and are hereby accepted as included in the agenda packet and on file in Administration:

- Leadership: Organization updates
- Accounts Payable exception list
- Accounts Payable report
- Write-off, denied and bad debt amounts report
- Personnel requisitions in process report
- Personnel changes/financial impact report
- Contracts and/or grants
- Medical Exec, Peer Review Report
- Credentials Committee
- Financial Statements with Operational Stats
- Family and Medical Leave Act (FMLA) monthly report

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

DISCUSSION ITEMS

- President Kosmerl inquired whether the physician contracts for Dr. Ahmed Bayoumi and Dr. David M. Privitera were evaluated for fair market value (FMV), and if so, whether this was done by our legal counsel. Jeff noted that FMV was assessed internally using MGMA data. President Kosmerl expressed concern about the internal evaluation, citing his understanding of Stark Law and prior guidance WCCHS received from Costello, Cooney & Fearon, PLLC. He believes FMV should be determined by an independent third party. Jeff responded that the organization is capable of conducting the analysis, as it primarily involves benchmarking against MGMA data and offered to provide literature supporting such. President Kosmerl asked Jeff to obtain a written opinion from Rob Connolly, Esq. at Costello, Cooney & Fearon, PLLC regarding fair market value—specifically, whether there is a CMS-defined requirement that an independent party must conduct the evaluation.
- President Kosmerl requested that, going forward, the contracts report include the contract value and term. Jeff noted that most contracts are transitioning to a 90-day termination without cause clause and will auto-renew.

WCCHS-25-041 BOARD MEETING GOVERNANCE OVERSIGHT CALENDAR

Motion by Manager Perkins and seconded by Manager Shirley, the board meeting governance oversight calendar be hereby approved as amended, included in the agenda packet, and presented.

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

WCCHS-25-042 BOARD-CEO AUTHORITY MATRIX

Motion by Manager Rogers and seconded by Manager Kehl, the Board-CEO authority matrix be hereby approved as included in the agenda packet and presented.

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

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WCCHS-25-043 DISCUSS BOARD MEMBERS ABILITY TO PARTICIPATE IN MEETINGS VIA VIDEO CONFERENCING

President Kosmerl led a review of the legal opinion from Jen Wilkinson, the County Attorney, regarding board members' ability to participate in meetings via video conference. He noted that, under current guidelines, a board member who is out of town can participate by video conference, provided their remote location is included in the meeting notice and is accessible to the public. To meet this requirement, the board member must notify the CEO's Executive Assistant at least 72 business hours (3 business days) in advance so the information can be published in the meeting notice. If these conditions are met, the board member may be counted toward quorum and is eligible to vote (Standard Videoconferencing).

Per Jen's legal opinion, if the BOM wishes to videoconference using the extraordinary circumstances of OML §103-a, then the BOM would need to pass a Resolution after a public hearing and include written procedures posted to the WCCHS/BOM website (Extraordinary Circumstances). The BOM opted against using videoconferencing for extraordinary circumstances.

The BOM By-Laws will be updated in the future to incorporate this legal guidance on video conferencing.

Motion by Manager Wawrzyniak and seconded by Manager Reagan, the BOM hereby accepts the County Attorney's recommendation that board members who are absent from board meetings may participate via video conference, provided their remote location is submitted at least 72 hours (3 business days) in advance, is accessible to the public, and is included in the meeting notice. When these conditions are met, the board member may participate fully, be counted toward quorum, and is eligible to vote.

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

FINANCIAL STATEMENT AND AR/AP/CASH ON HAND REVIEW

Mark Wright reviewed the operating statement and benchmark summary.

START TIME OF REGULAR BOARD MEETINGS

Following input from attendees, President Kosmerl announced that future regular Board meetings will begin at 4:00pm, effective July 22, 2025.

WCCHS-25-044 APPROVE COMMITTEE MEETING MINUTES

Motion by Manager Kehl and seconded by Manager Wawrzyniak, as a result of temporary or permanent suspension of BOM Committee meetings, the following Committee meeting minutes be hereby approved as drafted:

September 17, 2024	Plant and Equipment
April 4, 2025	Strategic Planning
May 20, 2025	Compensation
May 21, 2025	Quality and Performance Improvement (QA/PI) (Acute)
May 21, 2025	Quality and Performance Improvement (SNF)
May 27, 2025	Finance Committee

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

EXECUTIVE SESSION

Motion by Manager Wawrzyniak and seconded by Manager Rogers, for the Board to enter into executive session to discuss the following topic(s) at 5:46pm. Jeff Perry, Becky Ryan, Scott Schrader, Dan Farberman, and Pam Pettnot remained. All other attendees left the meeting room.

1. Quality Assurance/Performance Improvement matters (Patient Safety and Quality Improvement Act)
2. Strategy
3. Contract Negotiation Terms and Providers and Vendors
4. The medical, financial, credit or employment history of two particular individuals, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of two particular individuals.

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

Dan Farberman exited Executive Session at 6:25pm.

Scott Schrader exited Executive Session at 6:44pm.

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Motion by Manager Wawrzyniak and seconded by Manager Rogers, the Board exit Executive Session at 7:46pm.

The motion was passed upon the following vote:

VOTE								
Salman Abbasey, MD	X	Yes		No		Abstain		Absent
Bryan Kehl	X	Yes		No		Abstain		Absent
Rich Kosmerl	X	Yes		No		Abstain		Absent
Steve Perkins	X	Yes		No		Abstain		Absent
J. Thomas Reagan, MD	X	Yes		No		Abstain		Absent
Larry Rogers	X	Yes		No		Abstain		Absent
Janice Shirley	X	Yes		No		Abstain		Absent
James Wawrzyniak, DC	X	Yes		No		Abstain		Absent
VOTE TOTAL:	8	Yes	0	No	0	Abstain	0	Absent
RESULTS	X	PASS				FAIL		

EXECUTIVE SESSION DISCUSSIONS

President Kosmerl reminded attendees that all information discussed in executive session shall remain confidential and declared that no motions or votes were enacted on during the executive session.

NEXT REGULAR MEETING

The next regular meeting is scheduled for Tuesday, July 22, 2025 at 4:00pm.

ADJOURN

There being no further business to come before the Board, the meeting duly adjourned at 7:46pm upon motion by Manager Wawrzyniak.

James Wawrzyniak, DC, BOM Secretary Date

Pam Pettnot, Recording Secretary Date