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“Housekeeping Notes”

Q&A Box – Please submit your questions. We will create a FAQ sheet based on questions we cannot respond to during the webinar.

Tell us your feedback – Please complete the survey at the end of the webinar.

A PDF of the presentation is available in the resource list and will be emailed to attendees in the coming days.

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# Introduction and Agenda

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Coronavirus (COVID-19): Update on COVID-19: Medical Facts

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What is COVID-19?

- COVID-19 is the disease caused by a new respiratory virus called SARS-CoV-2
- This is a new virus, not previously described in humans or animals
- Similar in many ways to SARS and MERS
What is COVID-19 **NOT**?

<table>
<thead>
<tr>
<th></th>
<th>Flu</th>
<th>COVID-19</th>
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<tbody>
<tr>
<td>Fever and cough</td>
<td>yes</td>
<td>yes</td>
</tr>
<tr>
<td>Spread by droplet</td>
<td>yes</td>
<td>yes</td>
</tr>
<tr>
<td>Potentially fatal</td>
<td>yes</td>
<td>yes++</td>
</tr>
<tr>
<td>Existing immunity</td>
<td>yes</td>
<td>no</td>
</tr>
<tr>
<td>Vaccine</td>
<td>yes</td>
<td>no</td>
</tr>
<tr>
<td>Treatment</td>
<td>yes</td>
<td>no</td>
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What Can We Do About COVID-19?

- Wash hands
- Get a flu shot
- Cover coughs and sneezes (tissue or elbow)
- Avoid touching your face
- Avoid touching other people
- Avoid unnecessary social interactions and travel
- Stay home when sick

Quarantine?
Why Should Everyone be Implementing These Simple Measures?

Adapted from CDC / The Economist
Unhelpful and Potentially Harmful Measures

- Buying (or otherwise obtaining) surgical or N95 masks
- Wearing a mask in public (unless you are sick, in which case you should not be in public)
- Seeking medical evaluation (including testing) for COVID-19 if you have no symptoms or exposures*
- Taking zinc, silver, vitamin C, elderberry, or any other supplement advertised as a COVID-19 treatment
At Risk vs High Risk Populations

Flu vs COVID-19 death rate, by age

Source: Centers for Disease Control and Prevention (CDC), Chinese Center for Disease Control and Prevention
What Should You Do if You Are Sick?

• If you have fever and cough and think you may have COVID-19, call ahead (to family doctor, health department, or hotline)

• Stay home unless you require medical attention (for example, shortness of breath, chest pain, confusion)

• Do not show up unannounced in emergency room, urgent care, or other health care setting

• You are much more likely to have flu or another known respiratory virus than COVID-19
Bottom Line

- COVID-19 has arrived and is likely to be with us for some time

- Treatments and vaccines are likely years away

- Efforts to contain infections will allow medical systems to adapt rather than be overwhelmed

- Every individual person should be making decisions not only based on individual risk, but on community risk
For More Information

- TN Coronavirus Public Information line 1.877.587.2945
- TN Department of Health 615.741.7247
- Vanderbilt Health COVID-19 hotline 888.312.0847
- CDC [https://www.cdc.gov/coronavirus/](https://www.cdc.gov/coronavirus/)
- WHO [https://www.who.int/news-room/q-a-detail/q-a-coronaviruses](https://www.who.int/news-room/q-a-detail/q-a-coronaviruses)
- Johns Hopkins [https://www.jhsph.edu/covid-19/index.html](https://www.jhsph.edu/covid-19/index.html)
Coronavirus (COVID-19): What Actions Employers Should Be Taking Now

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Travel Restrictions

• Should limit business travel

• Regarding personal travel, consider:
  – Some states prohibit employers from regulating employees’ off-duty conduct
  – Some employees have spent money on cruises, vacations, etc. that is nonrefundable
  – Rather than prohibiting, impose restrictions on their return to work instead
Prepare for Telework

- Identify employees whose jobs allow telework

- Determine how non-exempt employees will track their time

- Place limits on non-exempt employees’ work hours

- Pay considerations:
  - Exempt
  - Non-exempt
  - Engaged to wait
Sick Employees

- Strong policy that employees must not come to work sick – disciplinary action if they do
- You can ask if they have symptoms
- You probably should not take their temperature
- Send them home if they admit they are sick or they exhibit symptoms of illness
- Make them stay there for 14 days AFTER symptoms subside
- FMLA may apply depending on the severity
- STD benefits
- Consider workers’ compensation
Employees Who Can’t Work

- If they can telework, no problem

- If they cannot telework:
  - LOA may be required under ADA
  - Disability policies probably won’t pay
  - Consider paid v. unpaid

- Furloughs

- School closures – consider moving shifts
What About Returning to Work?

- Require a fit for duty test?
- Require a negative coronavirus test?
- Consider current situation with testing and medical clinics
Communications

- Communicate with employees a positive, proactive message.
- Inform them of changes in policies – LOA, PTO, attendance, etc.
- Offer them information about benefits such as STD.
- Employers should keep medical info of particular employees confidential.
Coronavirus (COVID-19): Planning for a Remote Workforce - Cybersecurity Control Considerations

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Goals of the Presentation

- To provide an overview of:
  - Cybersecurity attacks using COVID-19
  - Protocols for secure remote access
  - Risks of using personal devices
  - Importance of security controls and employee training

- With the outbreak of the coronavirus (COVID-19), companies are anticipating employees working remotely to avoid contracting the virus. This increases the risk of cybersecurity attacks

- Companies must make sure employees are maintaining proper security protocols and are adequately trained on those controls in the remote work context
Cybersecurity Attacks Using COVID-19

- Businesses located in areas impacted by the COVID-19, as well as industries impacted by shipping disruptions have been targeted by cybersecurity attackers to steal data.

- Attackers send out a malicious email related to COVID-19 that includes a Microsoft Word document which installs an information stealing malware called AZORult.

- With cybersecurity attacks increasing, security experts advise recipients of these emails to use extreme caution before opening the emails or attachments.
Protocols for Secure Remote Access

• Any and all connections should be made through a virtual private network (VPN)
  – This will route the connections to the company’s private network or another encrypted
    connection mechanism

• When remotely accessing sensitive information, a multi-factor authentication (MFA) should
  be in place as an added security layer
  – With this enabled, an unauthorized actor will not be able to connect through the VPN

• Firewalls should be properly configured and monitored by the IT Department to track
  attempted or successful connections from unauthorized or suspicious Internet Protocol (IP)
  addresses

• The IT Department should “blacklist” any and all regions of the county and/or world who
  have no reason to be connected to the company network

• As this is a more effective measure for smaller companies or companies with a regional presence, this may not be
  possible for a multinational company
Risk of Using a Personal Device

- Companies lack corporate control on personal devices when employees work remotely

- Personal devices include
  - Mobile phones
  - Tablets
  - Laptops, etc.

- All personal devices should have a mobile device management (MDM) software when connected to companies’ network

- By having an MDM software on your device, the IT Department will be able to:
  - Manage devices to ensure device are up to consistent standards
  - Schedule updates, patches and applications
  - Track the location of device
  - Wipe the personal device if lost or stolen
What Actions You Should Take

- Identify and remediate gaps in the controls employed
- Document the controls
- Train workforce on the controls
  - Acceptable use policies
  - Logistics & security controls
  - Incident response and reporting
- Test the program
- Ensure adequate staff to assist with questions
Coronavirus (COVID-19): Highlighted Guidance for Health Care Providers

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HIPAA

- Privacy rule and security rule are unchanged

- Disclosure considerations:
  - Caregivers and family members
  - Public health authorities
  - Serious and imminent threat
  - Media
  - Within the organization
  - Business Associate Agreement
  - Appropriate administrative, technical and physical safeguards in place
EVERY PROVIDER AND EMPLOYER MUST HAVE A PLAN IN PLACE for IF and when A PATIENT OR EMPLOYEE shows signs of carrying the VIRUS
“Failing to Prepare is Preparing to Fail”

- CDC has issued guidelines for hospitals, and other providers on how best to assess preparedness

- All providers should continue to check the CDC website and their local county health department for information
CDC Assessment Toolkit

- Infection prevention and control policies and training for health care personnel (HCP)
- Process to rapidly identify and isolate patients with confirmed or suspected COVID-19
- Patient placement
- Transmissions-based precautions, contact, airborne precautions
- Movement of patients with confirmed or suspected COVID-19 within the facility
• Hand hygiene

• Environmental cleaning

• Managing and monitoring HCP

• Visitor access and movement within the facility

• Facility regularly monitors the situation on CDC’s coronavirus disease website
Properly Screen and Identify Patients with COVID-19

- Identify at-risk patients before or immediately upon arrival at the facility

- Make alcohol-based sanitizer and tissues available in common areas and at the entrance

- Conduct an appropriate medical screening exam under EMTALA

- Provide a mask to and isolate such patients in an airborne infection isolation room (AIIR)
Care for Infected Patients

• Follow proper infectious disease protocols

• Practice good hand hygiene and proper environmental cleaning

• Use proper supplies and evaluate patient placement

• Development a plan for visitor access and movement within the hospital
Report to Public Health Officials

- Notify infection control personnel at the facility

- Report to your state or local health department

- Disclose as permitted by HIPAA, at the direction of a public health authority, to a foreign government agency that is acting in collaboration with the public health authority and to persons at risk of contracting or spreading a disease or condition, if other law authorizes the covered entity to notify such people
Protect and Manage Facility Employees

• Ensure staff is trained, equipped and capable of best practices

• Monitor and manage HCP to prevent the spread within the facility
Telemedicine

- Does your plan allow for telemedicine?

- Not just for those who may have COVID-19, but for those who are concerned about being exposed while in a waiting room
Reimbursement Issues

- CMS has issued two new billing codes for testing

- Major insurance companies have waived copays for coronavirus testing and telemedicine treatment
Develop or Review Vaccination Policies

• Are employees required to get vaccinated? What happens if one refuses?

• Consider including provisions for those who could be compromised or those who refuse on religious grounds

• Prioritize if there is a shortage
Coronavirus (COVID-19): Supply Chain and Other Business Transactions

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Supply Chain and Other Business Transactions

- What was a “China” problem is now a global problem

- Significant disruption to global supply chains and business

- Businesses with no or inadequate emergency or contingency plan to address potential pandemic
Supply Chain Risk Assessment and Mitigation

- Examine your supply chain to understand its full extent and to identify potential weak spots
- Check on suppliers to confirm that the supplier is operational and to determine to what extent operating at capacity
- Review all supply and customer agreements to determine rights/obligations, including any force majeure provision, notice provision, and any remedies and termination rights for delayed or failed delivery
- Consider alternative sources of supply
- Evaluate shipping/delivery contracts and keep up to date on available capacity
Commercial Contract Risk Assessment and Mitigation

• Identify key provisions of material contracts that may be affected

• Consider whether any alternative means of performance or proactive steps that can be taken in anticipation of future effects of the outbreak

• Analyze the potential consequences of a breach and/or default

• Understand local regulatory actions and restrictions and any updates that may impact your business and require adjustments
Force Majeure, Impossibility, and Impracticability

• **Force Majeure** – contractual provision that defines the circumstances beyond parties control that can render performance of a contract substantially more onerous or impossible, and which may suspend, defer, or permit termination of performance under the agreement

• **Impossibility** – common law doctrine where destruction of subject matter of contract or the means of performance renders it objectively impossible for a party to perform its obligations under the contract

• **Frustration** – common law doctrine where unforeseen event (usually virtually cataclysmic, wholly unforeseeable event makes the contract worthless to a party
Contingency Planning

• Establish a strategy that enables employees to continue to function without endangering them

• Understand your dependence on entities outside your company and develop a plan to minimize disruption and ensure continuity

• Train staff

• Test the program
Financial Disclosures for Public Companies

- Risk factors in public filings (quarterly and annual reports and registration statements)
- Disclosure guidance
- Filing deadline relief
- Other practical advice
Coronavirus: What is Happening in China

• As of March 10 – In mainland China:
  – **Confirmed cases:** 80,904
  – **Recovered:** 58,684
  – Most of cities and provinces reported zero new cases

• Check, verify, and follow up with your suppliers in China via email, WeChat, Facetime, etc.

• New support policies implemented by both central and local governments in China to incentivize businesses including foreign owned companies and international trade

• Shifting opportunities:
  – Fresh produce delivery
  – Health care
  – Sanitizing products
  – Online services, including online education and training
Coronavirus (COVID-19): Potential Insurance Issues

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Insurance Policies to Review

- Business property
- Travel
- Commercial liability
- Trade disruption
- Communicable disease coverage
- D&O liability
Business Property Insurance

**Business Interruption Issues**

- Two types of coverage
  - Named perils (narrower)
  - Open or all perils (broaden)

- Requirements
  - Physical damage to property
    - Covid-19 virus particles on furniture? In ductwork?
  - Covered cause of loss – usually not disease
  - Exclusions from all perils – sometimes not excluded specifically

- Public authority
  - May not require physical damage - some policies do
  - Access to premises denied by order of public authority

- Contingent business interruption
  - Usually requires physical damage to property of supplier or customer
  - Usually only two weeks
  - Still requires covered peril
Travel Insurance

• Most policies include cancellations due to illness
  – But must be sick
    ▪ Note: fear of contracting disease not covered
    ▪ Inaccessibility of destination not covered

• Emergency medical care or transportation coverage

• Travelex: Pre-January 21 policies cover COVID-19, but post – January 21 policies did not
  – Five days ago – changed their position

• Allianz – announced it will cover coronavirus
Commercial Liability

- BI or PD caused by an accident

- Exclusions
  - Communicable disease – usually thought of as food borne
    - Communicable disease not defined
    - Broad enough potentially to cover COVID-19
    - Cases have found ambiguity

  - Fungi or bacteria
    - Does NOT mention viruses
Other Coverages

- Trade disruption coverage
  - Specific type of coverage – usually international

- Communicable disease coverage
  - First offered several years ago – no takers!
  - Now can’t even get quote for 6 months

- D&O liability
  - Breach of fiduciary duty
  - Corporate governance
Q&A
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