

Bartlett Regional Hospital

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**Bartlett Regional Hospital
Board of Directors
Minutes
October 27, 2015**

CALLED TO ORDER AT 5:15 p.m., by Nancy Davis

ATTENDANCE:

Nancy Davis, President	Kristen Bomengen, Vice-President
Bob Storer, Past President	Linda Thomas
Lauree Morton (by phone)	Mark Johnson
Brenda Knapp	Alex Malter, M.D.

ABSENT:

Mary Borthwick, Secretary

OTHERS PRESENT:

Chuck Bill, CEO,	Alan Ulrich, CFO
Mila Cosgrove, HR Director,	Karen Crane, CBJ Liaison
Jane Sebens, CBJ Law	Kendri Cesar, Sonosky Chambers
Dick Monkman, Sonosky Chambers, (by phone)	
Toni Petrie Executive Assistant	Richard Nault, Interim RRC Director

AGENDA CHANGES:

Ms. Davis asked to strike the Nominations Committee from the President's report as it already falls under new business.

The agenda was approved.

PUBLIC PARTICIPATION:

Richard Nault came to the meeting to introduce himself to the Board as the Interim Director for Rainforest Recovery Center. Dr. Kathy Stepien addressed the Board regarding the pediatric call issues at the hospital. She had sent a letter to the Board with her suggested recommendations;

1. Start a hospitalist program that includes pediatrics
2. Start having some of the family medicine physicians participate in the pediatric call rotation
3. Add more pediatricians to the community.

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SPECIAL ORDER OF BUSINESS:

Call with Mike Dagley, attorney re: CERNER

Ms. Bomengen made a MOTION at 5:25 p.m., to go into executive session for the purposes of receiving confidential consultation information pertaining to CERNER. Mr. Johnson seconded and it was approved by unanimous consent.

Out of executive session 6:20 p.m., no action was taken.

CONSENT AGENDA:

Ms. Bomengen asked for the CEO report to be removed and put under the Management report section for discussion. Ms. Thomas asked that the Board of Directors minutes be removed as well.

Consent agenda approved.

Dr. Malter made a MOTION to approve the following from the consent agenda. Mr. Johnson seconded and they were approved by unanimous consent.

- A. Olympus Operating Room Equipment/ Approved by Finance Committee/Approved FY 16 Capital Expense (\$680,000)
- B. Capital Purchase and Multi-Year Agreement: Experian Software for Patient Registration /Approved by Finance Committee/Budgeted in FY 16 (\$129,500)

Ms. Thomas made a MOTION to approve the Board of Directors minutes from September 29, 2015 for discussion. Mr. Johnson seconded. Discussion: Ms. Thomas wanted to make sure if there are changes to the minutes after the packet gets sent out, to make sure everyone sees the changes before they go on the consent agenda. Since she made changes this morning, not everyone saw them, even though they were included in the revised packet. It was recommended to send the minutes out a week ahead of time instead of three days in advance as previously discussed. Ms. Davis would like the Executive Committee to work on a draft consent agenda policy to be included in the Board manual that would show the intent of going to a consent agenda. Ms. Thomas commented regarding the CBJ email process. Ms. Thomas noted that the intent of the motion she made regarding the hospital's email retention issues was for it to be clarified by Mr. Bill. *The motion was approved by unanimous consent.*

OLD BUSINESS:

Hospitalist Update – Mr. Bill reported we have made some progress. We are receiving resumes from two companies. There are a couple of local physicians who are interested in participating in the program. We are working on getting pediatric locums for November and December to lighten the burden on Dr. Dressel and Dr. Neyhart.

NEW BUSINESS:

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Board Retreat – December 5, 2015 from 9-5 at the Travelodge in the Glacier Room. Ms. Davis would like the Board members to think about what they want to focus on at the retreat at a high level. She has been doing research on community boards. The purpose of this is to look at the goals and needs of the Board at the retreat. Ms. Thomas would like to include a six-year capital project plan for CBJ. Ms. Knapp would like to include the CAMHU as a larger discussion and plans moving forward whether it is a standalone structure or providing other needs. Mr. Johnson said it would be helpful to discuss things that could impact the hospital, such as Healthcare Reform, etc., for the future.

Resolution for Trauma Designation – Mr. Bill reported the Trauma Resolution was to express Board approval for state recertification as a Level IV Trauma Center. There will be a State of Alaska Trauma Care Review Team visiting BRH in January to determine if the hospital continues to meet Level IV Trauma Center criteria. In fall 2016, a consultation review team from the American College of Surgeons Committee on Trauma will visit BRH to help determine what needs to be done to meet Level III Trauma Center criteria. *Mr. Johnson made a MOTION to adopt the Resolution. Ms. Bomengen seconded and it was approved by unanimous consent.*

Appointment of Bylaws and Nominating Committees – Ms. Borthwick and Ms. Morton have agreed to serve on the Bylaws Committee. Ms. Davis asked Ms. Thomas and Ms. Knapp to serve on the Nominating Committee for Officers for 2016.

Policy for approving write-offs – This policy was presented to the Finance Committee and was included in the packet for the full Board to review. This item will go back to the Finance Committee for more review after the Board gives their feedback.

Philips Healthcare Intellibridge – This item is informational and will go back to the Finance Committee next month. This is a mechanism to get all of the monitors in the hospital to connect with the new Meditech.

COMMITTEE REPORTS:

Executive Committee – Ms. Davis reported the Committee discussed Meditech updates, JEMA contract, hospitalist, CBHO, strategic planning retreat and pediatric call. Also discussed, was the integrated HR and legal services agreement that will be expiring at the end of the year with CBJ Law and CBJ HR.

Finance Committee – Ms. Thomas reported Ms. Cosgrove and Ms. Mannix attended the Finance meeting to give a high-level presentation on the City's Liability and a Risk Management piece that explained how the hospital is insured. Mr. Bartholomew and Mr. Mertz were also in attendance to discuss the PERS Unfunded Pension Liability.

Mr. Ulrich went over the September financial statements. *Ms. Thomas made a MOTION to approve the financial statements as presented. Mr. Storer seconded. Dr. Malter voted no, since they were not in the Board packet prior for the entire board to review. Ms. Thomas asked*

for reconsideration. Mr. Storer seconded and the September and October financials will be presented at the November board meeting.

MEDICAL STAFF REPORT:

There was a Rules and Regulations change presented regarding behavioral health discharge order summaries. *Ms. Thomas made a MOTION to approve the change. Ms. Bomengen seconded and it was approved by unanimous consent.*

Ms. Bomengen made a MOTION to go into executive session at 7:16 p.m., to discuss matters which are confidential by law (Medical Staff report). Ms. Knapp seconded and it was approved by unanimous consent.

Out of executive session at 7:39 .m.

Ms. Bomengen made a MOTION to approve the credentialing report. Ms. Knapp seconded and it was approved by unanimous consent.

Bartlett Foundation – Ms. Thomas reported the Foundation had their annual meeting. Mr. Bill reported they have seen approximately a 5% increase in gross sales at the Seafood Gala.

AD HOC COMMITTEE REPORTS:

Child Adolescent Mental Health Unit (CAMHU) – Mr. Johnson reported the Committee would like to look at the RFP for the feasibility study before it goes out before the end of November.

Governance Committee – Ms. Bomengen reported the Committee met on October 26, 2015. There were edited excerpts handed out on Title 40 for review provided by Ms. Sebens. Ms. Bomengen reported there was a motion at the Committee meeting that the permanent Governance Committee be established as a standing committee and combine that committee with the Bylaws Committee.

MANAGEMENT REPORTS:

CEO Report – Mr. Bill reported we have received full accreditation from the Joint Commission on October 26, 2015. He reported we have a second candidate for general surgery that will be doing a site visit. Mr. Bill, CEO will meet with Ms. Kiefer and Ms. Mead to review the CBJ agreements and bring the review and any revisions to the Board. Bill reported on the demonstration project and it is anticipated there will be no movement before the end of the year. Mr. Bill summarized the Provider Tax Initiative.

CFO Report – Mr. Ulrich reported the rebuttal to CMS for the PERS disallowance was successful in combining FY11-FY12 to be done in May 2016 instead of November 2015. Mr. Ulrich reported we are in the process of finalizing the standalone audit. He reported we have issued the RFP for the Group Purchasing Organization. Mr. Ulrich also reported we are on schedule to go live December 1, 2015 for the Meditech project.

Ms. Bomengen made a MOTION to extend the meeting until 9:00 p.m. Ms. Knapp seconded and it was approved by unanimous consent.

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HR Report – Ms. Cosgrove reported there has been a lot of movement on the big projects that we are working on such as personnel rules, union negotiation, etc.

EXECUTIVE SESSION:

Ms. Knapp made a MOTION to go into executive session to discuss matters which are confidential by law (JEMA contract update). Dr. Malter seconded and it was approved by unanimous consent.

Out of executive session at 8:52 p.m. No action was taken.

NOVEMBER BOARD CALENDAR was reviewed.

Adjourned at 8:58 p.m.