

Bartlett Regional Hospital

BOARD OF DIRECTORS

Minutes

June 21, 2016

5:15 p.m.

Administration Boardroom

Mission Statement

Bartlett Regional Hospital provides its community with quality, patient-centered care in a sustainable manner.

ROLL CALL

Nancy Davis, President

Bob Storer, Past President

Linda Thomas

Mark Johnson

Lauree Morton, Vice President

Brenda Knapp

Marshal Kendziorek

Cate Buley, MD

ABSENT

Mary Borthwick, Secretary

ALSO PRESENT

Chuck Bill, CEO

Alan Ulrich, CFO

Jane Sebens, CLO

Dr. Sharon Fisher, Chief of Staff

Billy Gardner, CCO

Sally Schneider, CBHO (by phone)

Dallas Hargrave, HRD

Emma House, Executive Assistant

AGENDA CHANGES: Ms. Davis moved CAMHU to the first item under Old Business, from C. to A. No other changes; agenda approved as amended.

SPECIAL ORDER OF BUSINESS: Mr. Bill introduced Denise Plano, Director of Quality and Patient Safety. Mr. Bill also introduced Ritu Cooper and Barbra Nault with Hall Render Killian Heath & Lyman and Bernard "BJ" Ford from Navigant for our corporate compliance audit.

CONSENT AGENDA: *Mr. Kendziorek made a MOTION to approve the consent agenda as amended. Mr. Johnson seconded and it was approved as amended.*

- Approval of the minutes from May 23, 2016
- May Finance Report
- CEO Report
- CBHO Report

OLD BUSINESS:

CAMHU update – Mr. Bill presented the PowerPoint presentation on CAMHU for feedback on feasibility. The final draft report from Moss Adams was received today. Mr. Johnson questioned the actual amount budgeted. Ms. Thomas stated that \$10 million dollars had been approved by the Board to be set aside to be appropriated to CAMHU. The additional amount was either appropriated in 2011 or 2012. Mr. Johnson requested a review of past Board minutes to verify the actual budgeted amount. There was discussion about the building location, land options, and the state bed reimbursement rate. Ms. Schneider explained the business model in regards to staffing, services, goals, partnerships, and expectations.

With no objections, the general consensus of the Board is to move forward with CAMHU to present to the CBJ

Assembly on Monday, June 27th. Mr. Johnson, Mr. Storer and Ms. Thomas agreed to assist staff with the review of the presentation.

Operating Room (OR) Remodel – Mr. Gardner reported Kumin has finished their needs assessment and gave 8 options to meet or exceed our needs. Kumin is tasked to bring back 2 or 3 options within price limit. Mr. Johnson asked about cost per square foot and Mr. Bill confirmed \$2,000 per square foot and capital equipment, budgeted 12 million and will be closer to 24 million.

Finance Committee Report – Ms. Thomas recommended Board approval to purchase the Hologic Tomosynthesis mammography equipment budgeted for \$450,000.00. Actual cost now is \$540,000.00 including \$201,000.00 to remodel for a total cost of \$740,000.00, the Finance Committee has approved \$750,000.00. ***Roll call was taken and recommendation to approve \$750,000.00 purchase passed unanimously, approved.***

BRH Fiduciary status – Ms. Sebens reported ‘yes’, Board members have fiduciary duty to BRH for making informed decisions, avoiding conflict of interest, and operating in best interest of the organization. Ms. Sebens stated CBJ code provides for indemnity. Mr. Storer recommended an attorney to give a detailed presentation, possibly Hall Render. Ms. Davis asked Ms. Sebens to add the other two articles on fiduciary responsibility around care to be added to Egnyte, great for Board Training. Ms. Thomas requested Ms. Sebens to confirm appropriate insurance is in place through CBJ as authorized within scope, Ms. Sebens referenced CBJ 1120.030. Mr. Bill asked for the information to be added to the Board orientation packets.

401(a) Ad Hoc Committee report – Mr. Storer reported the committee has met three times and has concluded BRH should move the 401(a) plan to the CBJ plan under the direction of Bob Bartholomew, City Finance Director. Mr. Storer reported termination costs estimated between \$600 to \$2,000 will be incurred by the hospital. Mr. Storer reported Mr. Bartholomew will map the existing plan to the new plan and Hyas will compare the performance between the two plans. ***Mr. Storer made a MOTION to change the administration of 401(a) plan to be under the CBJ Director of Finance. Mr. Kendziorek seconded and it was approved unanimous, MOTION carried.***

Governance Institute Membership – Mr. Storer recommended it go back to the Governance Committee for formal action and Ms. Davis agreed. Mr. Ulrich requested for it to also go through Legal review.

NEW BUSINESS:

Sleep off – Mr. Bill reported Mayor Ken Koelsch requested a meeting due to observations and complaints, asking for education and opportunity for discussion regarding legal limits and capacity limits. Mr. Bill reported the group discussed laws around the process, emergency van, location, risks, and best models to improve situation. Mr. Bill reported a follow-up meeting is scheduled for Friday, June 24th for next steps.

Compliance Officer – Mr. Bill reported Dallas Hargrave has been the Compliance Officer for the past month and half, with Denise Plano, Director of Quality and Patient Safety onboard, Mr. Bill would like the Board to appoint Ms. Plano as the new Compliance Officer. ***Mr. Kendziorek made a MOTION to appoint Ms. Plano as the Compliance Officer, and Ms. Knapp seconded the motion, there was no objection, MOTION approved.***

MEDICAL STAFF REPORT – Dr. Fisher

Ms. Morton made a MOTION to go into executive session at 7:08 to discuss matters which are confidential by law (medical staff report).

The Board came out of executive session at 7:13 and took the following action; Dr. Buley made a MOTION to accept the credentialing report as presented. Ms. Knapp seconded and it was approved with no objection.

MANAGEMENT REPORTS

Chuck Bill, CEO report – He reported no movement on the Rural Demonstration Project. The Hospitalist program is seeing about 6-12 patients, going well. Governor Walker signed SB 74 Medicaid Reform into law today at SEARHC.

Alan Ulrich, CFO report – He reported extending Meditech consultants and trainers through September. Mr. Ulrich reported a June 30th deadline with Hall Render and Moss Adams regarding state proposed reimbursements. Mr. Ulrich reported contracting Craneware to evaluate Pharmacy pricing. The next Finance Committee is July 21st.

Billy Gardner, CCO – He reported the Anesthesiologists are looking at documentation software programs and have site visits lined up in Kalispell, Montana to assess Plexus. He noted the OR redesign update and Tomosynthesis purchase. He mentioned a new quality team/committee for Sepsis has been formed and he noted there is a team looking at two specific patients who frequent the ED as primary care and the use of their treatment plan clinics to reduce ED visits. Dr. Buley commented one patient used her clinic every day last week and felt it was successful.

Dallas Hargrave, HR – He reported the Federal mediator will be onsite Friday, June 24th. Benefit open enrollment was different this year, requiring dependent verification and a paper enrollment process. Mr. Hargrave reported the health plan, due to JPD bargaining will have 70+ new members added. Ms. Thomas inquired about cost allocation and Mr. Ulrich reported it's tracked by enterprise fund and managed at the CBJ level to define the premium. Mr. Ulrich stated the premium is fixed through 2017. Ms. Thomas inquired about approval of new employee security guards and Mr. Ulrich reported recruitment has not moved forward due to exploring alternatives to outsource some security for the hospital.

Sally Schneider, CBHO – She has left the call by phone and did not have a report other than the CAMHU update.

Jane Sebens, CLO report – Ms. Sebens announced she has moved to BRH effective last week. She recognized Hall Render being onsite conducting interviews regarding compliance. She has a call with Horty Springer scheduled to discuss the Medical Staff Bylaws and Rules and Regulations review and she plans to attend a Medical Staff meeting.

COMMITTEE REPORTS

Executive Committee – Ms. Davis reported the Committee discussed the following at the Committee;

- Upcoming consultant visits
- The Operating Room (OR) Remodel
- 401(a) discussion
- The CAMHU presentation to CBJ
- Built the Board agenda

Finance Committee – Ms. Thomas noted the May financials are not trending well and the Board will review June financials more closely during the July Finance Committee meeting. Ms. Thomas reported that updated Meditech costs overall about \$8Million to date and Mr. Ulrich will provide a comparison to the Cerner estimate.

Board Quality Committee – Dr. Buley will report back to the Board on core measures and items the committee identifies to work on this year after the next scheduled meeting.

Planning Committee – Ms. Knapp will schedule a meeting soon.

BRH Foundation – Mr. Storer reported discussion on moving assets to the Juneau Community Foundation, the committee concluded it's not necessary as long as Maria is in place, if she leaves then reevaluate. Mr. Storer reported they reviewed financials and the upcoming gala and no decision has been made as to what the foundation will fund the hospital with and Mr. Bill confirmed there has been no determination on the fund in need item. Mr. Storer reported due to Maria's exceptional performance, her compensation is scheduled to increase to be above average but reasonable.

RRC Advisory Board – Ms. Morton reported the next meeting is on July 25th.

AD HOC COMMITTEES

CAMHU – Covered under Old Business.

Governance/Bylaws Committee – Mr. Storer reported the Governance meeting has been postponed until after July 20th, Mr. Bill commented if Governance Committee is canceled to insure notice is sent out.

401(a) – Mr. Storer commented since the ad hoc committee has completed its work, the Board has given its and approval so there's no reason for the 401(a) Ad Hoc Committee to exist anymore.

Legal opinion – Covered under Old Business.

PRESIDENT'S REPORT

Ms. Davis commented on the excitement to have consultants onsite and the importance to operations of the hospital. Ms. Davis asked the members to work with her on the CEO contract. Ms. Davis reported no items for Executive Session.

The July calendar was reviewed. Discussion of Executive Committee move to July 5th, however Med Staff Executive Committee is on July 5th at the same time. Ms. Davis reported will work on next Executive Committee meeting date. Ms. Davis requested to add the Medical Executive Meetings to the calendar on the 1st Tuesdays and also add the Medical Staff Meetings. Ms. Buley noted it's confusing to say Quality Committee and Quality Council, Ms. Davis confirmed should be Hospital Council and Board Quality.

BOARD COMMENTS:

Ms. Morton asked for the definition of acronym BOPS, Behavioral Outpatient Services.

Ms. Thomas asked how the current call (on-call) system is working? Dr. Fisher confirmed specific services continue to be problematic, pediatrics. Mr. Bill commented no recent issues in almost a year with orthopedics and pediatrics is less of an issue with the temporary solution of Hospitalists. Ms. Thomas asked who is responsible for a permanent solution and Mr. Bill noted Medical Staff.

Ms. Knapp asked about the pediatric on-call and what solutions were being considered for closure to the provider who submitted letters in the past to the Board? Mr. Bill reported looking at the relationship process and Dr. Fisher confirmed adequate coverage for patients in the hospital.

Ms. Thomas asked about surgeon overtime this summer compared to last year and Mr. Bill stated it will continue and we are recruiting for a general surgeon. Mr. Johnson asked if the recruitment is an active process and Mr. Bill reported yes, with contingency firms and also reaching out to programs and residents.

Dr. Buley asked about the recruiting status. Mr. Bill reported recruitment for one pediatrician, one surgeon, and psychiatrists, also starting to work on ophthalmologists. Dr. Buley asked for a recruiting report and Mr. Bill referred to the Ad Hoc Recruiting Committee. Ms. Davis asked to call a recruitment committee meeting soon and Mr. Johnson is the Chair.

Adjourned at 8:05 p.m.