

# Bartlett Regional Hospital

## BOARD OF DIRECTORS

### Minutes

December 27, 2016

5:15 p.m.

Administration Boardroom

**I. CALLED TO ORDER at 5:15 p.m., by Nancy Davis**

**II. ROLL CALL**

#### Attendance:

Nancy Davis, President	Lauree Morton, Vice President
Mary Borthwick, Secretary	Bob Storer, Past President
Linda Thomas	Cate Buley, MD
Marshal Kendziorek	Mark Johnson
Brenda Knapp	

#### Absent

None

#### OTHERS PRESENT

Chuck Bill, CEO	Billy Gardner, CCO
Jane Sebens, CLO	Sally Schneider, CBHO
Alan Ulrich, CFO	Toni Petrie, Executive Assistant
Dallas Hargrave, HR	

#### GUESTS PRESENT

Sheri O'Connor, OR Director, Dr. Sotelo, Bill Corbus, Nate Peimann, MD,

**III. APPROVAL OF THE AGENDA**

**IV. PUBLIC PARTICIPATION - None**

**V. SPECIAL ORDER OF BUSINESS** – Ms. Davis recognized outgoing board members Mary Borthwick, Lauree Morton and Chief of Staff Sharon Fisher, MD

**VI. CONSENT AGENDA**

- A. Approval of the minutes, November 22, 2016 (Pg. 3)
- B. November financials (Pg. 10)

*Mr. Kendziorek made a MOTION to approve the consent agenda as presented and it was approved.*

## VII. OLD BUSINESS

- Union Contract – Dallas Hargrave presented the tentative union contract agreement for ratification. Administration is asking the Board to ratify the tentative union agreement to keep things moving forward, so when the union votes, it will not prolong the process for the need to wait another month for a board meeting to make it official. This will be a three-year agreement. Ms. Thomas asked if the Rural Demonstration Project had an impact on this agreement and Mr. Bill replied it does not. **Mr. Kendziorek made a MOTION to ratify the union contract, pending approval by the union membership. Mr. Johnson seconded. The motion passed by a unanimous roll call vote.**
- Ms. Thomas asked for further information regarding the addition of the PRN's to the bargaining unit, and Mr. Hargrave provided an explanation.

## VIII. NEW BUSINESS

Juneau Emergency Medical Associates report (JEMA) – Dr. Nate Peimann reported how things have been going with Juneau Emergency Medical Associates since they are now doing their own professional services billing now and said he felt the relationship was going well. There were questions about JEMA not having an agreement in place with Premera yet, but Dr. Peimann said they have been trying to work with Premera on a contract. Dr. Peimann voiced his frustration about an email the City's HR department sent out to Bartlett staff about JEMA not being in the network with Premera and that it did not go out to City employees, and there was no communication between the hospital and JEMA before the email went out. Dr. Peimann said JEMA would not charge the patients for their additional out of pocket expenses if they are insured with Premera until they have reached an agreement. Dr. Peimann reported at some point, JEMA would like to work with BRH moving forward for the reoccurring patients they are not getting paid for drugs and alcohol visits.

There was a lengthy discussion amongst board members regarding JEMA's concern regarding the letter sent by BRH to employees. The discussion also included impacts of JEMA not being able to successfully negotiate a preferred provider agreement with Premera and if there is any role for BRH in this issue. Mr. Bill indicated that they were researching that issue. Ms. Thomas thanked JEMA for stating that they would cover the "gap" between what was covered under a Preferred Provider and what is not covered.

IX. **BREAK** – 6:15 p.m. – out of break at 6:27 p.m.

X. **EXECUTIVE SESSION** – **Mr. Kendziorek made a MOTION to go into executive session at 6:30 p.m., to discuss the credentialing report and the patient safety dashboards both are which are confidential. Ms. Knapp seconded and it was approved.**

A. Credentialing report (Pg.104)

B. Patient safety dashboard – (BLUE FOLDER) Chuck Bill

*Out of executive session at 6:41 p.m. No action was taken during executive session.*

**Ms. Thomas made a MOTION to approve the credentialing report as revised. Dr. Buley seconded and it was approved.**

## XI. MANAGEMENT REPORTS

A. Chuck Bill, CEO – Mr. Bill reported we are continuing to move forward on the hospitalist program. We are working with Hall Render to see if we should have those physicians be employees of the hospital.

The Mayor and the City Manager have requested a follow-up Housing First/Front Street Clinic meeting with SEARHC and AICS January 9<sup>th</sup> and would like the hospital to participate in that meeting to look at the best thing for the community moving forward.

We were contacted by CMS to see if we wanted to continue to participate with the Rural Demonstration Project.

Mr. Bill announced to the Board we will be having a general surgery candidate that will be interviewing the weekend of January 6<sup>th</sup>.

- B. Alan Ulrich, CFO – Mr. Ulrich reported we have asked King and Spaulding, who is our counsel working on contesting PERS to include 2013 along with 2011 & 2012 together.
- C. Billy Gardner, CCO – Mr. Gardner reported a group got together and met with the anesthesiologists and they decided to move forward with Plexus which is an anesthesia machine. Liz Bishop is working to get picc (peripherally inserted central catheter) line training for nurses. He also reported he worked with Mr. Bill and have developed a house supervisor report that is filled out every 24 hours and is distributed to Senior Leadership and other directors throughout the organization. It helps increase communication between directors, administration and staff.
- D. Sally Schneider, CBHO – BOPS – Dr. Brooks, a previous locum provider, will be providing coverage two weeks a month for outpatient services. Ms. Schneider announced Dr. Stauffer recently retired. We received a check for \$24,000 from the Bartlett Foundation from their Gala, to keep tele-psychiatry moving forward. We are also looking at two other providers that can come up one week a month in person and then be able to follow-up with their patients by using tele-psychiatry. Our PHD candidate got her license in Alaska she brings experience in addiction and children services. CAMHU RFP went out. We will have another meeting in January to look at larger issues prior to finding out if we have an eligible partner. Ms. Schneider will put out a SWOT analysis at that meeting to look at the strengths and weaknesses. She continues with work with Juneau Youth Services on crisis stabilization beds.

Ms. Schneider announced we were a recipient of an award to develop a medically assisted detox program.

- E. Dallas Hargrave, HR – Mr. Hargrave reported the Bartlett personnel rules were approved last week by the Assembly Human Resources Committee. The timeline for the conversion of the 401(a) Transition Plan is to be completed by January 20<sup>th</sup>. Currently, there is discussion with HYAS, ICMARC and CBJ that's pending who is the employer on the adoption agreement. If it is BRH to sign off on the adoption agreement would it accomplish what we needed to accomplish with moving the fiduciary responsibilities to CBJ. CBJ is looking into that. Mr. Storer would like to know what the cost associated with this transition and it is \$2,000.
- F. Jane Sebens, CLO – Ms. Sebens followed-up on the hospitalist program. They are currently considered part time employees and we will be paying their malpractice insurance.

Ms. Sebens would like to have a Hall Render come in January to do compliance training for the Board.

## **XII. STANDING COMMITTEE REPORTS**

- 1. Executive Committee – Ms. Davis reported the committee met and discussed the CEO contract. They discussed a brief financial audit report, an interim Materials Management director vacancy, the union contract and the OR remodel whitepaper will come to the Board in January.

2. Finance Committee – Ms. Thomas reported: the auditors presented the audit and they will present it to the full board meeting in January. The Finance Committee asked Administration to put together a summary from the audit. There was a Prompt Payment Policy presented and it was approved by the Finance Committee. There was a \$460,000 expenditure for the Kumin re-design services for the OR presented. Mr. Ulrich reported we have signed a contract to replace our Xerox machines.

We have also contracted with an external security contracting company to provide extra security.

3. Board Quality Committee – No meeting scheduled
4. Planning Committee – Brenda Knapp reported - New board member orientation – The Committee went over a draft of a new board orientation document that Administration put together. The Planning Committee will make their edits by December 15th, and then the final version will be available online for the rest of the Board to review. The Planning Committee will review the new board member orientation manual annually and include it on the annual calendar.

Focus and Execute – Mr. Bill went over the strategic objectives for 2016 that the Directors created and where we are as far as completion on each goal.

Facility planning – Mr. Bill handed out documents that showed an overview of the hospital campus that was done several years ago by some architects for future discussions on facility planning.

5. Bartlett Foundation – Bob Storer reported on the holiday Foundation party.
6. Rainforest Recovery Center – No meeting scheduled

#### **A. AD HOC COMMITTEE REPORTS**

1. CAMHU – Mark Johnson/Sally Schneider
2. Governance/Bylaws - Bob Storer reported the Committee met and made some minor changes on the bylaws. They will come to the Board in January for a first read, then in February for approval.

**XIII. PRESIDENT’S REPORT** – Ms. Davis asked the Board members which committee they would like to be on and if they are willing to chair. Ms. Davis there will be more work to be done on the goals that the Board came up with at the work session,

**XIV. JANUARY BOARD CALENDAR** – The January board calendar was reviewed

#### **XV. BOARD COMMENTS AND QUESTIONS**

- Dr. Fisher thanked the Board for letting her participate in being part of the Board meetings for 2016.
- Dr. Buley is looking forward to new board member orientation process.
- Mark Johnson is looking forward to being reappointed.
- Marshal Kendziorek reported there was a good article in Sunday’s Alaska Daily news report on how Alaska hospitals are so incredibly profitable. He also wanted to compliment on the work session the Board had. He thanked everyone for staying focused on what we are trying to do.
- Brenda Knapp said she felt it was a very productive year and has enjoyed working with everyone on the Board. She also agreed it was a good work session. She is looking forward to having governance training brought to Juneau
- Linda Thomas thanked everyone on the Board for all their work. She also thanked Dr. Fisher for her openness and teaching her more about how things work with the Medical Staff. Ms. Thomas would like to know when Administration would have the information to present to the Assembly from the RFP’s. Ms.

Schneider responded in February. Ms. Thomas would like Mr. Ulrich to follow-up on the architectural services on the OR design.

- Mr. Storer wished the best of luck to Ms. Borthwick and Ms. Morton on their new goals once they leave the Board.
- Ms. Borthwick thanked the Board for working with them and wanted SLT to convey how proud she is of our staff from all the different departments.
- Lauree Morton – thanked everybody for allowing her to learn with little hospital knowledge when she began on the board. She appreciated working with everyone on the Board.
- Nancy Davis thanked everyone for all their hard work and how much she enjoyed working with them.
- Toni Petrie Thanked Mary Borthwick and Lauree Morton for working with them over the past 6 years.
- Billy Gardner thanked Dr. Fisher for all her work as Chief of Staff for 2016.
- Sally Schneider thanked everyone for making her feel welcome.

**XVI. Ms. Borthwick made a MOTION at 7:55 p.m., to extend the meeting until 9:00 p.m., and to go into Executive Session to discuss Personnel/CEO contract which is confidential by law. Ms. Morton seconded it and it was approved.**

Out of executive session at 8:59 p.m., no action was taken.

**Ms. Morton made a MOTION at 8:59 p.m., to extend the meeting until 9:15 p.m. Ms. Borthwick seconded and it was approved.**

Ms. Davis appointed Ms. Knapp and Mr. Kendziorek to an ad hoc committee on personnel/CEO/Performance criteria and job description.

**XVII. ADJOURNMENT 9:05**