

Bartlett Regional Hospital

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Board of Directors January 31, 2017 Minutes

Called to order at 5:15 p.m., by Nancy Davis

ATTENDANCE

Nancy Davis, President	Bob Storer Past President
Brenda Knapp	Marshal Kendziorek
Dr. Buley	Mark Johnson
Lance Stevens	Linda Thomas

ALSO IN ATTENDANCE

Chuck Bill, CEO	Billy Gardner, CCO
Alan Ulrich, CFO	Dallas Hargrave, HR
Sally Schneider, CBHO	Jane Sebens, CLO
Dr. Alex Malter, Chief of Staff	Katie Bausler, Community Relations Director
Maria Gladziszewski, CBJ Liaison	

ABSENT

Dr. Bob Urata

GUESTS IN ATTENDANCE

Laura Stats, Staff Development, Sheri O'Connor, OR Director (spouse), Britt Watters, Laboratory, Sara Griffith, Elgee, Rehfeld, Mertz CPA Firm

APPROVAL OF THE AGENDA

Strike the cover letter on agenda for the 401(a) Resolution and add Physician Recruitment under committee reports

Mr. Kendziorek made a MOTION to approve the agenda and it was passed.

PUBLIC PARTICIPATION

Ms. Stats attended the meeting to talk about Bartlett's Care Values and she feels there should be more signs around the hospital displaying what those are. She would like a bookmark size emblem handed out to employees to reintroduce what this means.

SPECIAL ORDER OF BUSINESS:

Ms. Davis introduced Lance Stevens as our new board member. Mr. Stevens gave some background information about himself. She also announced Mark Johnson was reappointed and Dr. Bob Urata was appointed.

Ms. Griffith gave a high level overview of audit report for BRH's 2016 fiscal year that was recently completed by their firm (Elgee, Rehfeld & Mertz).

Mr. Storer made a MOTION to go into executive session at 5:42 p.m., to discuss the audit report without management present and to discuss the credentialing report. Mr. Johnson seconded and it was approved.

The Board came out of executive session at 6:13 p.m.

Mr. Johnson made a MOTION to accept the credentialing report. Ms. Knapp seconded and it was approved.

CONSENT AGENDA

Ms. Thomas asked to remove the minutes from the December 27, 2016 board meeting from the consent agenda, as she had edits to them she wanted to have reflected.

The consent agenda was approved with the minutes removed. Mr. Kendziorek made a MOTION to approve the consent agenda as modified. Mr. Johnson seconded and it was approved

OLD BUSINESS:

Mr. Kendziorek made a MOTION to approve the December board minutes as amended. Mr. Johnson seconded and they were approved.

Housing First update – Mr. Bill reported Housing First has contract with JAMHI to provide behavioral health services in the Housing First building. He recommends not providing any further funding until we see how that model is going to work. He has asked to see what those funds would be used for that they are requesting, but has not received anything yet. Mr. Bill is recommending we drop this issue for the time being.

Catholic Community Services (CCS) – Mr. Bill reported we currently provide two sources of support to CCS. We currently provide office space for them at no charge to see children who have been abused and we also have a \$10,000 contract with them for discharge planning and wound care, however they have been unable to retain staff to provide the wound care services. They are hopeful to improve their level of services and would like us to increase our payments to \$15,000 a month. They will provide calculations of the benefits they are providing by February 10th.

Ms. Plano, Director of Quality/Compliance – went over the new compliance program and development training schedule. They have restructured the department and have created a compliance department, which we have never had before.

Election of Officers – Ms. Davis reported there was a slate of Officers nominated by the Nominating Committee and they are follows; Brenda Knapp as President, Mr. Kendziorek as Vice President and Mark Johnson as secretary. ***Mr. Storer made a motion to accept the slate of Officers. Dr. Buley seconded and it was approved.***

Ms. Knapp took over the meeting as President at 6:45 p.m.

Ms. Knapp thanked Ms. Davis for her year of services as President.

NEW BUSINESS

Bylaw revisions – Mr. Storer reported the Governance Committee worked on the revisions to the bylaws. Mr. Storer asked the Board to review the changes and give him any feedback and that they would come back to the Board in February for approval, then they will go to the Assembly for final approval.

Comments/questions: Ms. Knapp said there are a few things that need to be cleaned up. Mr. Kendziorek said he thought they looked good. Ms. Davis described the bylaw approval process by saying there is a review at the first meeting when they are introduced, then they are cleaned and the following month they are considered for approval. Ms. Knapp encouraged board members to attend as many committee meetings as they can when there are items on the agenda that interests them, so things do not have to be rehashed at the Board meeting. Mr. Johnson would like to have all of the agendas be shared with everyone. Mr. Storer said he would call each member if he feels something is important on the agenda for the Governance Committee. Ms. Knapp said the Board should give their suggestions by the February Governance Committee meeting which has yet to be scheduled.

MANAGEMENT REPORTS

Chuck Bill, CEO – Mr. Bill distributed a brief CEO report before the Board meeting. He announced that Dr. Jennifer Schmidt, a general surgeon candidate verbally agreed to take the general surgeon position at BRH. He is meeting with Representative Sam Kito to talk about the balanced billing issues. Balanced billing is when a patient sees a provider that is out of network and then they have to pay more out of pocket.

Alan Ulrich, CFO - Mr. Ulrich reported there is an IT Steering Committee that is actively working on improving the infrastructure at the hospital. He announced the IT department is being reorganized. There is currently an interim IT Director onsite. The S.A.R.A. (Situational Awareness and Response Assistant), devices are being installed. It's a button that staff wear for safety against violent patients. They can press so people who are trained in helping them can respond immediately. Mr. Ulrich reported we have increased our surveillance cameras around the hospital. Mr. Ulrich reported we have contracted with a vendor to provide on campus security. Dr. Buley said it would be great if the new security officers could reach out to the SEARHC security guards.

Billy Gardner, CCO – Mr. Bill reported he has formed a committee to discuss DME (durable medical equipment). He said we have three responses of statements of interest that will be reviewed. He reported on a timeline on where we are on the Tomosynthesis. Mr. Gardner reported we are working on training nurses on PIC lines which we have been working on for years and that we have received a grant for this.

Dallas Hargrave, HR – Mr. Hargrave reported last week the Assembly passed the personnel rules. He also went over turnover rates, an exit survey summary for 2016, reasons for leaving and years of service. Mr. Hargrave said one of the things HR is working on this year is to improve the exit survey percentage. It is currently only at 10%.

Sally Schneider, CBHO – MHU is currently going through a safety mediation process to increase safety. RRC received a medical assisted treatment grant, which will allow for suboxone treatment. She announced we did not receive the award to build a detox ward on RRC. There was a meeting to work at simplifying the process of getting into RRC. There will be a joint

meeting with the Executive Committee and the CAMHU Committee to review the responses from the RFP's. The Board will report to the Assembly in March on whether to move forward on the CAMHU or not.

Jane Sebens, CLO – Ms. Sebens said she has been working extensively on the medical staff bylaws with Horty Springer.

Break 7:30

Back in session 7:37 p.m.

STANDING COMMITTEE REPORTS

Finance Committee – Ms. Thomas reported the Finance Committee met last night and all the board members were present. They accepted the December financials. Ms. Thomas reported the capital expenditure detail needs to be updated. There was one action item, which was the 401(a) plan that was approved on the consent agenda. There was discussion on the operating room renovation. They discussed the budget presentation to the Assembly.

Board Quality – Dr. Buley reported the committee met in January and the hospital quality council has been renamed the Performance Improvement Committee (PIC). The Committee went over all of the quality plans that were on the consent agenda. They had a QAPI meeting and it had good board attendance. There were charters presented for the PIC to review. They continue to work on care transitions. Dr. Buley is working on a pilot project on this. There was an announcement that JEMA is going to donate \$50,000 to help provide a case manager in the ER after hours. They are working on putting together goals for the hospital for 2017. The staff have gone through ALICE training, which is training on what staff could do in case there is an active shooter.

Bartlett Foundation – Mr. Storer reported the Foundation is looking at their bylaws. The Fahrenkamp tournament that used to be an annual fundraiser has been cancelled. They discussed getting a simulation baby for the hospital with the funds that were raised from the Gala.

Ms. Davis made a MOTION to extend the meeting until 9:15 p.m. Mr. Storer seconded and it was approved.

Physician Recruitment Committee - Mr. Johnson reported that we sent an offer letter to a female full time general surgeon.

AD HOC COMMITTEE REPORTS

CAMHU – Mr. Johnson reported the RFP is due February 14, 2017. Mr. Johnson reported that Ms. Schneider did an analysis. The review of the RFP will tentatively be the morning of February 21, 2017.

Governance – Mr. Storer reported the committee met and discussed what they would like to see happen with the committee moving forward. He reported the Governance Institute provides comprehensive software for training that we could get since we are members. Mr. Storer reported that Dr. Vanderbilt did not apply for the board this year because he does not like the way members are selected to be on the Board. Mr. Storer said he met with the Chair of the HRC (Human Resource Committee) regarding changing the way members are chosen by the Assembly.

Personnel/CEO committee – Mr. Kendziorek reported he met with Ms. Knapp regarding the CEO evaluation. They developed a revised job description. They recommended an open ended employment agreement instead of the way it is now. They plan to have a draft for the Board’s consideration at the February meeting and then a draft of the evaluation criteria in March.

PRESIDENT’S REPORT

Outgoing President’s report – Ms. Davis thanked everyone for all the work over the past year.

Incoming President’s report – Ms. Knapp reported she appreciates the confidence the Board has in her to be the new President. Ms. Knapp named the committee chairs;

Executive Committee – Brenda Knapp, Marshal Kendziorek, Mark Johnson, Nancy Davis

Planning Committee – Ms. Davis will chair

Finance Committee – Ms. Thomas will chair

Governance Committee – Mr. Storer will chair

Compliance/Audit Committee – Mr. Kendziorek will chair

Board Quality Committee – Dr. Buley will chair

CAMHU – Mr. Johnson will chair

Ms. Davis will be the Liaison for the RRC Advisory Board.

Mr. Storer will remain the Liaison to the Bartlett Foundation.

Ms. Thomas will remain the Credentialing Liaison

Compliance – Mr. Kendziorek will be the Liaison on the hospital Compliance Committee.

Dr. Buley will be the PIC liaison.

EXECUTIVE SESSION

Ms. Davis made a MOTION to go into executive session at 8:32 p.m., to discuss the status of risk/compliance assessment issues, employee issue and the Patient Safety Dashboard. Mr. Johnson seconded and it was approved.

Out of executive session at 9:05 p.m. No action was taken.

The February calendar was reviewed.

Adjourned 9:09 p.m.