

Bartlett Regional Hospital

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**Bartlett Regional Hospital
Board of Directors
Minutes
June 23, 2015**

Called to order at 5:17 p.m.

Roll call

Present

Robert Storer, President

Mary Borthwick, Secretary

Kristen Bomengen, Past President

Linda Thomas

Brenda Knapp

Nancy Davis, Vice President (by phone)

Mark Johnson

Alex Malter, M.D.

Lauree Morton

Absent

None

Others present

Chuck Bill, CEO

Toni Petrie, Executive Assistant

Karen Crane, CBJ Liaison

Elizabeth Mow, Contract Manager

Mary Skolnik, PTOT

Amy Dressel, MD

Bethany Rogers, Quality

Robyn Free, DI, RT

John Fortin, LAB

Kathy Callahan, Physician Services

Rose Lawhorne, ED

Jane Sebens, CBJ Law

Frances Jones, Bartlett Surgery Specialty Clinic

Joy Neyhart, DO

Billy Gardner, CNO

Mila Cosgrove, HR

Alan Ulrich, CFO

Carlton Heine, MD, COS

Kathy Stepien, MD

Marc Walker, Facilities

Jeff Torres, RT

Dianne Bigge, Staff Development

Sharon Fisher, MD

Charlee Gribbon, House Supervisor

Jim Strader, Community Relations

Marna Schwartz, MD

Public participation – None

INTRODUCTIONS: Mr. Ulrich introduced Elizabeth Mow, Bartlett's new Contract Manager. Mr. Bill introduced Jenna Heistand, Bartlett's Behavioral Health Director.

SPECIAL ORDER OF BUSINESS:

Dr. Joy Neyhart attended the meeting to address the neonatal pediatric call. She recommended some options and the Board asked Mr. Bill to follow-up on an analysis of the pros and cons of those options.

Mr. Storer said the Board will hold another meeting as soon as possible to try and expedite a resolution.

Quality Assessment and Process Improvement “QAPI” reports - Several departments presented their QAPI projects to the board. They are listed as follows;

- Ms. Callahan reported on Bartlett Surgery & Specialty Clinic on Colonoscopy Care Cycle
- Marc Walker reported on Environmental Services Patient Room Cleanliness
- Katherine Coghill, PTOT, Improve Outpatient Physical Therapy Services
- Robyn Free, DI/RT, Diagnostic Imaging MRI Turnaround Times
- Jeffrey Torres, Supervisor of Respiratory Therapy, Respiratory Therapy Inpatient Tobacco Cessation
- Charlee Gribbon, Lead House Supervisor, Nursing Administration Clocking Correctly
- John Fortin, LAB Manager, Laboratory Massive Transfusion Protocol (MTP)

Ms. Crane asked if Marijuana would be included in the tobacco cessation program. Mr. Torres said currently it’s not considered tobacco, but they will be looking at that due to it being smoke.

APPROVAL OF THE MINUTES – Ms. Borthwick made a MOTION to approve the minutes from the May 26, 2015 Board of Directors meeting. Ms. Morton seconded. Discussion: Mr. Storer would like to hold a special board meeting to discuss what members would like to see included in the minutes. Ms. Morton made a MOTION to table the minutes from May 26, 2015. Ms. Bomengen seconded and the minutes were table until further review.

Ms. Borthwick made a MOTION to approve the minutes from Minutes June 2 2015. Ms. Thomas seconded they were approved as amended.

OLD BUSINESS:

Juneau Emergency Medical Associates “JEMA” contract – Mr. Storer said the contract is still a working document and encouraged board members to provide comments and questions. Mr. Storer said he had a meeting with Jane Sebens, CBJ Law, Amy Mead, CBJ Law, Chuck Bill, Dick Monkman, Hospital Attorney, and board members Nancy Davis and Kristen Bomengen. He said we have been working with our attorneys and JEMA’s attorneys on defining the language in the contract. He feels what he’s hearing from the Board are two areas of concern. The ability to have JEMA raise their rates and the other issue is for them to buy their own equipment that would be in direct conflict for services we could bill for. There was a lengthy discussion by board members to better understand the current relationship with JEMA and if the changes could impact the hospital. Dr. Malter would like to know what the possible, risks and benefits are.

Ms. Thomas made a MOTION to move forward the conceptual proposal to have an agreement with the JEMA doctors. Mr. Johnson seconded. The contract would come back to the Board

before it's approved. Mr. Johnson would like to have the old contract to compare the new one to. ***Mr. Morton called the question and Dr. Malter seconded. The motion passed by a roll call vote of 7 in favor and 1 against.***

Break 7:30 p.m.

Back in session 7:40 p.m.

Rural Demonstration Project –Mr. Bill included in the packet a summary of options for Medicare's Rural Demonstration Project and the impact it will have on Bartlett if it doesn't go through. After the discussion, Mr. Bill was asked by the Board to put together a 3-5 year plan so they have an idea of what's possible based on a combination on historical information plus what we know now.

NEW BUSINESS:

- Rules & Regulations changes – Dr. Heine presented two rules and regulation changes on behalf of the Medical Staff.
 - Provisions of Care – Orders for treatment, care of services: This change is to be compliant with the federal regulations by adding certain requirements regarding medication orders. ***Dr. Malter made a MOTION to approve the Provisions of Care Rules and Regulations amendment. Ms. Borthwick seconded and it was approved.***
 - On Call policy - The amendment reads that if an active medical staff member who is board certified in more than one specialty, and one of the specialties is listed as an essential service, that member may participate in more than one call group. However, the essential service on-call is the priority call. ***Dr. Malter made a MOTION to approve the On Call Policy Rules and Regulations amendment. Ms. Borthwick seconded and it was approved.***

STANDING COMMITTEE REPORTS:

Executive Committee – Mr. Storer reported there was a committee set to work on the performance criteria for the CEO for next year. Ms. Borthwick is the chair and the other members are Linda Thomas, Lauree Morton and Mark Johnson. There will be a report on the progress they are making a bit later.

A CAMHU meeting was scheduled for Wednesday, June 24th at Noon and Mr. Storer encouraged anyone that could to attend.

A Contract Administrator has been hired and they are putting together an educational packet for her to work with CBJ Law.

The Catholic Community Services contract was discussed and Mr. Bill and Ms. Sebens are working together on the language. Mr. Bill is also working with Ms. Sebens on the Juneau Cancer Center.

The Memorandum of Understanding with the University of Alaska Southeast Nursing School Program was discussed. The Executive Committee is in support of continuing the hospital's support with this program. The cost is \$50,000 a year.

Ms. Bomengen suggested at the Executive Committee meeting that the Board do a self-evaluation.

Finance Committee report – With a limited amount of time at the Finance Committee and the complexity of the four contracts that were presented, there wasn't time to review and approve all of the contracts. Mr. Storer appointed Ms. Thomas as the chair of a sub-committee to work on two of the contracts at a separate meeting and asked the Board to give that committee the authority to approve those contracts.

Mr. Ulrich gave the May financials report (see attached in the Board packet).

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

Ms. Thomas handed out a document stating we were approved for the Meaningful Use hardship exemption for the damaged hardware for the Meditech implementation.

Santa Rosa Service Agreement – Ms. Thomas said the dollar amount was \$248,710.00 plus expenses of \$61,290.00 for consulting services. The amount was previously approved as part of the Meditech project by the Board. The final contract was just approved by CBJ Law and is ready for board approval. ***Ms. Thomas made a MOTION to approve the Santa Rosa Consulting Agreement in the amount of \$310,000.00. Mr. Johnson seconded and it was approved by a roll call vote.***

Resources Global Connection, LLC Services Agreement – This contract is for a consultant to come and help work on the Meditech implementation. The dollar amount is in excess of \$125,000.00. Ms. Thomas would like a clean copy to look at on Friday at the special meeting. ***Mr. Johnson made a MOTION to approve the contract pending the hand written changes be in typed and final form. Ms. Knapp seconded and it was approved by a roll call vote of 6 in favor and 2 against.***

Mr. Storer would like volunteers to work with Ms. Thomas on the following two contracts at a special meeting on Friday, June 26th;

- Summit Health Care – This is an interface engine. The dollar amount was approved as part of the Meditech budget, it was just waiting for contract approval by CBJ Law and Risk Management.
- EnPointe Microsoft Licensing Agreement with a June 30th deadline. The cost is approximately \$120,000 a year. It was previously approved by administration and needs to be renewed. It hasn't gone through final CBJ approval.

Ms. Bomengen made a MOTION to empower an ad hoc committee appointed by the President to review and approve the Summit Health Care and EnPointe contracts in order to expedite the process. Dr. Malter seconded and it was approved.

Ms. Thomas will chair and Dr. Malter and Ms. Knapp will also participate on the Committee.

There was a request for an increase of \$25,000 on the previously approved chiller since installation bids came in higher than planned. It was an emergency purchase brought to the Board in May. ***Ms. Thomas made a MOTION to increase the amount of the chiller by \$25,000. Ms. Bomengen seconded and it was approved.***

The Finance Committee also reviewed an engagement letter from Elgee, Rehfeld and Mertz to do another single audit for the hospital board specifically, outside of the scope of the CBJ audit. The dollar amount was \$19,500.00 plus expenses.

Ms. Thomas made a MOTION to work with Elgee Rehfeld and Mertz again this year on the audit. Ms. Bomengen seconded and it was approved.

This year was the first year BRH did a standalone audit, which the Board found to be very helpful.

There was an ad hoc committee formed to go over the collections policy, which was approved by the Finance Committee.

Ms. Thomas made a MOTION to approve the payment arrangement policy. Ms. Bomengen seconded with a friendly amendment of wordsmithing and it was approved.

Hospital Quality Committee – Mr. Johnson reported the next meeting should be held in July.

Planning Committee – no meeting held

Bartlett Foundation – Mr. Bill said there was a quick report on the wildlife cruise and it was a sold out event. They were completing the evaluation of the scholarship recipients. When they complete the evaluation, a list of the recipients will be sent to the Board.

AD HOC COMMITTEES:

CAMHU – Mr. Johnson reported there is a meeting Wednesday, June 24th to look at the Needs Assessment done by The McDowell Group and the next steps will be discussed. Ms. Crane said the City is starting a discussion on looking at the 1% tax and to give a quick written report to the Assembly as soon as possible. Mr. Johnson said he would get to work on that.

Governance Committee – Ms. Bomengen said the committee met last week with Dr. Raster, Dr. Welling, and Bob Storer, to discuss the CBJ ordinances to look at what we might need to change to give the hospital the best flexibility while moving forward. There was good conversation with the physicians that attended and they agreed to a plan to come back with a set of proposals to look at and what they would mean. They would then take those to the Medical Staff. The other part of

the meeting was to develop a set of best practices to guide the Board. They will look at proposals from other hospitals regarding best practices next month.

CEO Performance Criteria Committee – Ms. Borthwick said the committee is still gathering ideas. She hopes to have a report ready next week.

MANAGEMENT REPORTS:

CEO report – Mr. Bill referred to his written report (see attachment in the packet) He noted we had our first onsite visit with a Chief Behavioral Health Officer today.

CFO – Mr. Ulrich said Meditech will be onsite July 1st for a 120 day review of readiness. The Physician champions made a decision to proceed with the NUANCE Dragon software and we will be negotiating that contract through the Finance Committee in July.

HR - Ms. Cosgrove reported the Bartlett organizational culture survey results were reviewed by Senior Leadership and the information was included in the Board packet. She did note that the quality indicators went up. Ms. Cosgrove encouraged the Board to look at all the data.

Ms. Bomengen made a MOTION at 8:56 p.m., to extend the meeting until 9:30. Dr. Malter seconded and it was approved.

President report – Mr. Storer reported he worked with Ms. Cosgrove to come up with some examples on board self-evaluations. He would like the Board to look at both documents and at the Executive Committee, they will make edits. Mr. Storer would also like SLT to evaluate the Board as a whole. Mr. Storer mentioned revisiting the bylaws to possibly address the removal of an officer.

Ms. Borthwick made a MOTION at 9:06 p.m., to go into executive session to discuss matters which could have an adverse effect on the finances of the hospital and other confidential matters. Ms. Knapp seconded and it was approved.

Out of executive session at 9:29 p.m., to extend the meeting.

Ms. Borthwick made a MOTION to extend the meeting to 10:30 p.m. Ms. Morton seconded and it was approved.

Ms. Bomengen made a MOTION at 9:30 p.m., to go back into executive session. Ms. Knapp seconded and it was approved.

Out of exec session 9:37 p.m.

Ms. Bomengen made a MOTION to approve the Credentialing report. Dr. Malter seconded and it was approved.

BOARD COMMENTS:

Ms. Morton said it would be helpful to have a list of money levels which require approval by the Board. She would also like a chart of acronyms.

Dr. Malter would like Mr. Storer to work with administration to address the broad issues Dr. Neyhart brought up tonight and get an analysis of her recommendations to bring back to the Board.

Ms. Bomengen said she was able to take advantage of the opportunity to come when the joint commission showed up and encouraged the other board members to attend when they come this year.

Mr. Storer said Dr. Neyhart deserves a thorough discussion and a definitive conclusion. It's important the entire board hears it in July.

Ms. Crane asked about the articles in the newspaper about SEARHC expanding their services and what this means for Bartlett. Mr. Bill said we don't provide dental services and for psychiatry, it's good to have more providers that can provide psychiatry services in our community.

Adjourned 9:46 p.m.

Board Secretary