

Bartlett Regional Hospital

Board of Directors

Minutes

March 27, 2018

CALLED TO ORDER AT 5:17 p.m., by Brenda Knapp

ATTENDANCE

Brenda Knapp, President	Marshal Kendziorek
Bob Storer	Mark Johnson
Bob Urata, MD, Vice President	Cate Buley, MD
Linda Thomas, (by phone)	Rosemary Hagevig

ABSENT

Lance Stevens, Secretary (Excused)

ALSO IN ATTENDANCE

Chuck Bill, CEO	Billy Gardner, CCO
Dallas Hargrave, HR	Bradley Grigg, CBHO
Joe Wanner, CFO	Jane Mores, CLO
Theresa Shanley, Chief of Staff	Anita Moffitt, Executive Assistant

APPROVAL OF THE AGENDA – Ms. Knapp stated that she will make some comments regarding the Board packet confusion following the executive session. *Ms. Hagevig made a MOTION to approve the agenda as amended. Dr. Urata seconded it and it was approved.*

PUBLIC PARTICIPATION – None

MEDICAL STAFF REPORT – Dr. Shanley had nothing to report.

Mr. Kendziorek made a MOTION to go into executive session at 5:21 p.m. to discuss a number of items which are confidential by law or could have an adverse effect on the finances of the hospital; Receive a report and advice from legal counsel regarding a compliance issue, credentialing report, patient safety dashboard and Union negotiations update. Ms. Hagevig seconded and it was approved.

Out of executive session at 5:54 p.m.

Mr. Storer made a MOTION to approve the credentialing report. Mr. Kendziorek seconded and it was approved. Ms. Knapp stated that action was taken as allowed to provide direction to the Human Resources representative with regards to the Union negotiations during the executive session.

Ms. Knapp apologized for the delay in getting the Board of Director's packet out in a timely fashion and discussed a plan she and Mr. Bill developed to prevent this happening in the future. She also reiterated an invitation to all Board members to attend any committee meeting whether on the committee or not.

CONSENT AGENDA

- A. February Board of Director Minutes
- B. March management reports
- C. February Finance Minutes
 - a. Capital expenditure approval

Mr. Kendziorek requested the February 27, 2018 Board of Directors minutes be pulled from the agenda as he had edits he wanted to have reflected.

Mr. Storer made a MOTION to approve the consent agenda with the minutes removed as amended. Ms. Hagevig seconded it and it was approved.

Mr. Kendziorek requested an amendment to the February 27th Board of Directors minutes to reflect the concerns he had raised during that meeting regarding the Moss Adams workgroup sessions.

Mr. Kendziorek made a MOTION to approve the February 27, 2018 Board of Directors minutes as amended. Ms. Hagevig seconded it and they were approved.

OLD BUSINESS:

Financial analysis work group – Ms. Knapp thanked Mr. Kendziorek for raising concerns about the Open Meetings Act in relation to the financial analysis workgroup and reported that this workgroup has been disbanded. She provided an overview of Title 29 regarding Government Meetings and urged all Board members to become familiar with Title 29 as well as the Conflict of Interest Law. Questions are to be addressed to legal counsel. Ms. Knapp requested Amy Mead be invited to attend the April Board of Directors meeting to provide training regarding both the Open Meetings Act and Conflict of Interest.

CEO REPORT – Mr. Bill reported that installing a car charging station at BRH is under consideration. He provided an update on the Certificate of Need (CON) process and noted that HB 312 has passed out of the Senate Committee and will be moving to the Senate floor. He spoke at the Miner’s Association meeting last week and provided them with an overview of how legislation affects state and federal reimbursements to BRH. Five legislators, also in attendance, provided information regarding the cutbacks in Medicaid. Mr. Bill stated that Moss Adams will provide information on operations as well as product lines, liabilities and opportunities for advancement. They have requested a two week extension to gather detailed referral information not previously available before completing the report. Mr. Wanner provide a status report on the draft revenue cycle assessment received from Moss Adams. Recommendations in the report have been shared with the revenue cycle team and are being acted on.

COMMITTEE REPORTS

Finance Committee – Mr. Storer stated that the FY19 budget approved by the Finance Committee at 5:00pm this evening must go before the Board of Directors for approval.

Mr. Wanner provided an overview of the data used to create the budget.

Mr. Storer made a MOTION to approve the FY19 budget as proposed by staff. Dr. Urata seconded. Ms. Knapp noted BRH’s obligation to submit a draft budget, approved by the Board of Directors, to CBJ before April 1. Mr. Kendziorek expressed his concerns about public notice of tonight’s Finance Committee meeting. He stated that this budget deserves more than a proforma review and recommendation and he is unable to support it. Ms. Knapp acknowledged Mr. Kendziorek’s concerns. It was confirmed for Ms. Thomas that the motion to approve the budget includes the operating as well as the capital budget. Ms. Knapp requested a roll call vote to approve the motion. ***The motion to approve the FY19 budget was approved by a roll call vote 5/2.*** *Dr. Urata voted yes, Mr. Storer voted yes, Mark Johnson voted yes, Ms. Thomas voted no, Ms. Knapp voted yes, Mr. Kendziorek voted no and Ms. Hagevig voted yes. Dr. Buley abstained from voting because she was delayed in arriving to the meeting and did not hear the budget discussion*

A discussion was held about the next steps and amendments to be made to the budget. BRH is to present the final budget to the CBJ Assembly on April 25th.

Compliance Committee – Dr. Urata reported that there have been many changes to the monitoring of the Compliance Program. The Compliance Committee will now meet every two months instead of quarterly. Overlapping work conducted by the Quality and Compliance staff will be identified and steps will be taken to reduce the overlap.

Governance Committee – Mr. Storer provided an update regarding the work of the Governance Committee. He noted that white papers on various subjects have been requested for submission to the Board of Directors to assist in creating a more efficient process of communication. Some of the white paper topics are Title 40, Board selection, Board education and Board oversight of Medical Staff. He stated that the Board selection process will be discussed at the April 13th meeting and encouraged all Board members to attend.

Quality Committee – Dr. Buley provided an update from the Quality Committee meetings. The Quality Dashboard presented at the Quality Committee meeting had a year's worth of data that will be presented at the Medical Staff Meeting as well as the next Board of Director's meeting. She noted that the EDIE software is up and running providing emergency room patient discharge information directly to primary care providers. A medication assisted treatment program for Opioid addiction policy and order set is under development. A discussion regarding QAPI presentations was held. Ms. Knapp suggested one QAPI presentation will be included in each Board of Directors meeting after rescheduling of the canceled QAPI meeting. This change is due to Board member difficulties attending an additional separately scheduled QAPI meeting.

BOARD CALENDAR - The April calendar was reviewed. Performance Improvement Council is at 3:00pm on April 11, Governance Committee is at 12:00pm on April 13, QAPI is at 5:15pm on April 16, Finance Committee is at 5:15 on April 19, and Board of Directors Meeting is at 5:15pm on April 24.

There is a Governance Institute webinar regarding physician credentialing oversight scheduled to take place at 10:00am on April 24th. All Board members are encouraged to attend. The FY19 Budget will be presented at 5:30pm to CBJ Assembly on April 25th. The Bartlett Employee Service Awards banquet is scheduled for 5:00pm on April 28th at the Tram. Board members are encouraged to attend.

BOARD COMMENTS

Dr. Buley suggested that the Recruitment Committee should meet again. A date will be identified and invitations to be sent. Mr. Bill stated that the 5 year plan is to be reviewed at the Planning Committee meeting scheduled to take place on March 29th.

Adjourned at 7:12 p.m.