

# Bartlett Regional Hospital

## Minutes

### BOARD OF DIRECTORS MEETING

October 23, 2018 – 5:30 p.m.

Robert F. Valliant Boardroom

#### ATTENDANCE

Brenda Knapp, President (via telephone)	Bob Storer (via telephone)
Robert Urata, MD, Vice-President	Marshal Kendziorek
Lance Stevens, Secretary	Mark Johnson
Cate Buley, MD	Linda Thomas

#### ABSENT

Rosemary Hagevig

#### ALSO IN ATTENDANCE

Chuck Bill, CEO	Theresa Shanley, MD, Chief of Staff
Billy Gardner, CCO	Dallas Hargrave, HR Director
Ethan Sawyer, Director of Materials Mgmt.	Jane Mores, CLO
Anita Moffitt, Executive Assistant	Rose Lawhorne, Assistant CCO
Michelle Hale, CBJ Liaison	Michael Saltzman, MD
Alex Malter, MD	Deb (Mouse) Manowski

**CALL TO ORDER** – The Board of Director’s meeting was called to order at 5:30 p.m. by Robert Urata, MD, Vice-President of the Board.

**APPROVAL OF THE AGENDA** – Ms. Kendziorek *made a MOTION to approve the agenda. Mr. Johnson seconded and it was approved.*

**PUBLIC PARTICIPATION** – Dr. Saltzman introduced himself as an unofficial Medical Staff liaison. He expressed concerns over proposed changes to Title 40 and how it would affect private practices as well as BRH’s delivery of healthcare in general. Ms. Knapp thanked Dr. Saltzman for the feedback and noted that this topic is to be discussed later in this meeting.

**BOARD EDUCATION** – Mr. Sawyer provided an overview of a power point presentation outlining the Materials Management department’s plan for inventory optimization. The presentation focused on the work that has been done to date and what will be done to continue to meet or surpass the industry standard of a 97% fill rate and to maintain par levels. Ms. Thomas noted that the Chamber of Commerce is responsible for following up on any transportation and freight cost concerns of the community.

#### CONSENT AGENDA

- A. September 19, 2018 Board of Directors minutes
- B. September Management reports

***Dr. Urata asked if there were any objections to the consent agenda. Hearing no objections, the consent agenda was approved.***

**OLD BUSINESS** – Ms. Knapp reported that she has appointed Dr. Buley and Linda Thomas to the Nominating Committee. The information they present this evening will be a proposal only, no action will be taken until December.

**NEW BUSINESS** – None

**Medical Staff Report** – Dr. Shanley reported that the October 2, 2018 Medical Staff meeting was pretty routine. There had been a lengthy discussion about Title 40 changes. A task force of interested Medical Staff will meet with Mr. Bill and Mr. Storer to produce agreeable language to all parties. Agreed upon changes will be presented to the Governance Committee for consideration. Ms. Hale will be invited to attend.

**Executive Session** – ***Mr. Kendziorek made a MOTION to go into executive session to discuss the credentialing report and patient dashboards, both of which are confidential by nature and protected by law. Mr. Johnson seconded.*** The committee entered executive session at 6:02 pm and returned to regular session at 6:36 pm.

***Mr. Kendziorek made a MOTION to approve the credentialing report as presented. Mr. Johnson seconded and it was approved.***

**CEO Report** – Mr. Bill reported that BRH received its three year Joint Commission accreditation. He noted that Joint Commission inspections can happen at any time so we must be ready at all times. ASHNHA continues to educate legislative candidates in healthcare needs. Mark Begich was at BRH on October 2. Because the conversations were so lengthy, he was unable to take a tour of the hospital. He will return on Friday, October 26 to complete the tour and continue conversations. Don Young's healthcare aid, Jessie von Stein, will also be here on Friday, October 26<sup>th</sup>. CMS has issued a pretty positive Rural Demonstration Project report. Mr. Bill is working with the American Hospital Association to start a process to get the legislature to approve that program on a permanent basis rather than as a continued demonstration project. He will ask Jessie to carry this message to Don Young for him to carry it forward with our senators. Mr. Bill also reported that the State has confirmed that the increase in reimbursement rates for RRC is going to go into effect January 1, 2019 and that BRH will receive \$470,000 grant funding for the Mental Health Unit for FY19. BRH has already met its FY19 goal for the number of patients in the MAT program. With Dr. Gartenberg now on board and a nurse practitioner coming on board in December, we do not anticipate any difficulties handling the volume of patients participating in the program.

A discussion was held regarding security awareness training for board members. The online education program used to educate staff will be made available to board members.

### **Committee Reports**

- Planning Committee – Mr. Kendziorek reported that the Planning Committee met on September 21<sup>st</sup>. Discussed was the Strategic Planning meeting scheduled to take place on November 17th.

Board members are encouraged to visit the Governance Institute's website to review the strategic planning section prior to the meeting. Also discussed was Bartlett's critical care access status, the Rainforest Recovery Center remodel and budget status and the possibility of BRH entering into a cooperative partnership agreement with SEARHC for ophthalmological services. When asked if ready to provide an update, Mr. Bill reported that BRH will not be entering into an agreement with SEARHC. Discussions with the Ophthalmologist will continue to explore alternative means to accommodate his needs to provide services in Juneau. The next Planning Committee meeting is scheduled to take place at 7:00 am on November 9<sup>th</sup>.

- Compliance Committee – Dr. Urata reported that the Compliance Committee met on October 22<sup>nd</sup>. The primary discussion was the policy on policies. The next meeting date is to be determined.
- Finance Committee – Mr. Stevens reported that the finance meeting was held on October 10<sup>th</sup>. A review of the August financials did show that the hospital made a profit without the inclusion of the Rural Demonstration Project funds. Bartlett's biggest concern is the pension and healthcare liability of GASB 68 and GASB 75 which we have no control over. He also reported that language is being developed for capital budget spending authority. Mr. Benson reported that the financial audit went well. The results will be presented to the Board at the December meeting. Also to be presented at the December Board meeting is a more in depth review of the first quarter financials for FY19.
- Governance – Mr. Storer reported that the Governance Committee met on October 1<sup>st</sup> and October 9<sup>th</sup>. Discussed at length were proposed changes to Title 40. Ms. Thomas reported that board education and future legal oversight were discussed. She also reported that desired board competencies and interview question recommendations to be presented to the CBJ Assembly for selecting Board candidates were also discussed. All Board members are encouraged to actively recruit Board candidates.

***Ms. Thomas made a MOTION on behalf of the Governance Committee that the Board approve and forward to the CBJ Assembly a recommendation that candidates with backgrounds in the following categories should be considered more strongly when selecting new Board members: healthcare administration, finance and/or accounting, private industry, an attorney with government experience, and diversity. There being no objection, the MOTION passed.***

Ms. Thomas will draft a letter for the President of the Board to send to the Assembly regarding these categories. The Governance Committee will work to draft proposed interview questions to be presented to the Assembly.

- Joint Conference – Ms. Knapp reported that Title 40 and proposed change recommendations were discussed at the September 20<sup>th</sup> meeting. Physician appointment to Board of Directors was also discussed. Dr. Shanley will submit a letter of support of medical staff applicant. Ms. Knapp also reported that Joint Conference meetings will be held quarterly and the Chief of Staff and Board President will meet monthly.
- Nominating Committee – Ms. Thomas outlined the process used to identify the candidates for next year's Board officers. She identified the roles of the President, Vice President and Secretary and reported that the committee recommends Lance Stevens as President, Rosemary Hagevig as Vice President and Dr. Urata as Secretary. Additional nominations will be accepted when the

Board votes for officers in December. Officers will take term after CBJ makes their appointments.

**Board Calendars** – The November and December Board calendars were reviewed. The following changes were made to the December calendar: Finance Committee will meet at 7:00am on the 5<sup>th</sup>, Board Compliance will meet at 7:00am on the 10<sup>th</sup>, and Board of Directors will meet at 5:30pm on the 11<sup>th</sup>.

Mr. Storer noted that a Governance meeting will be scheduled to take place after the Title 40 Task Force committee meeting.

**BOARD COMMENTS AND QUESTIONS** – Dr. Buley reported that this is her last Board meeting. She thanked the members and noted that she has learned a lot from the experience. Mr. Stevens said he is honored to be nominated as President of the Board.

**ADJOURNMENT** – 7:42 p.m.