

Bartlett Regional Hospital

Governance Committee

October 1, 2018

12:30 p.m. in the BRH Boardroom

Agenda

Mission Statement

Bartlett Regional Hospital provides its community with quality, patient-centered care in a sustainable manner.

CALL TO ORDER

APPROVAL OF THE MINUTES – August 20, 2018 Governance Committee (Pg. 2)

OLD BUSINESS

- A. Board Selection Process (Chuck)
- B. Board education (Chuck) An example handbook will be presented at the meeting
- C. Title 40 update (Chuck) (Pg. 4)
- D. Board oversight of the Medical Staff (Mark)
- E. Future agenda items

GOVERNANCE COMMITTEE MEMBERS' COMMENTS

ADJOURN

Bartlett Regional Hospital

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Governance Committee Meeting

Minutes

August 20, 2018

Called to order 12:04 p.m. by Bob Storer, Committee Chair

Attendance:

Committee Members: Bob Storer, Mark Johnson and Brenda Knapp

Board Members: Rosemary Hagevig

BRH Staff: Chuck Bill, CEO, Jane Mores, CLO and Anita Moffitt, Executive Assistant

Changes to the agenda – Items B, Board Selection Process, and item C, Title 40 are possible action items and are to be moved up on the agenda.

Ms. Knapp made a MOTION to approve the minutes from the May 15, 2018 Governance Committee meeting. Mr. Johnson seconded and they were approved.

Mr. Johnson made a MOTION to approve the minutes from the June 22, 2018 Governance Committee meeting. Ms. Knapp seconded and they were approved.

Ms. Knapp made a MOTION to approve the minutes from the June 27, 2018 Governance Committee meeting. Mr. Johnson seconded and they were approved.

Board Education – Mr. Bill provided an overview of the draft policy he had created for Board Education. A discussion was held and amendments to the policy were proposed. Mr. Storer suggested that Ms. Thomas' work on board education be incorporated into a Board Education handbook to be used as a reference in the Board Manual. The handbook would be reviewed, and updated as appropriate, by the Governance Committee on an annual basis. Mr. Bill will ensure information is provided to the board members about available educational opportunities such as conferences and webinars. Conferences that focus on new board member training will be included.

Mr. Johnson made a MOTION to adopt the Board Education policy as amended and forward it to the Board of Directors for approval. Ms. Knapp seconded and it was approved.

Title 40 – Ms. Mores provided an overview of recommended changes of Title 40 sections 40.05.010 – Appointment of the Board, 40.15.060 – Contract for rendering professional services and 40.20.010 – Medical Records. Compelling reasons for recommending these changes to the CBJ Assembly are to clean up old language and to prevent violation of Stark Law. A discussion was held about future change recommendations.

Mr. Johnson made a MOTION to accept the recommended changes and move forward to the Board of Directors for approval changes to Title 40 sections 40.05.010 – Appointment of the Board, 40.15.060 – Contract for rendering professional services and 40.20.010 – Medical Records. Ms. Knapp seconded it. A roll call vote was taken and the motion was unanimously approved. Ms. Knapp, Mr. Storer and Mr. Johnson voted yes.

Board selection process – Mr. Bill provided an overview of a customizable board skills matrix tool obtained from the Governance Institute. It is a guideline that will help identify the Board’s strategic imperative as well as our current and future needs and skillsets to match up with potential candidates. Recommended changes were discussed. Ms. Knapp will work with Mr. Bill to customize the matrix to meet our needs.

Ownership / Governance structures – A discussion was held regarding different governance models that would allow BRH to be more nimble in responding to the changing healthcare environment. A discussion was also held about how PERS complicates our options. It was stated that we have a fiduciary obligation to look at all potentially viable options while guaranteeing no degradation of care to our community.

Board oversight of the Medical Staff – Mr. Johnson has not finished compiling his white paper on board oversight of the medical staff. He reported that there is a lot of information about this topic available from the Governance Institute and that most board members are not familiar with the credentialing process. He raised the possibility of the board having some liability in the event of a lawsuit against a board approved credentialed provider. A discussion was held about what issues regarding medical staff should be reported to the board.

Future agenda items -

- Board Education / Handbook
- Title 40

Comments – Mr. Storer stated that the Board Education Policy and Title 40 change recommendations will be action items in the board packet. The edited board skills matrix will also be included in the packet as an informational item. Ms. Hagevig initiated a conversation about ophthalmologist needs and recruitment.

Adjourned at 1:18 p.m.

Mr. Bill's proposed changes to Title 40 as discussed at the September 20, 2018 Joint Planning Meeting

Proposed Title 40 changes #1

40.15.060 – Contract for rendering professional services

With documented need, as recommended by the Recruitment Committee and ratified by the Medical Staff, the hospital Board of Directors may contract with physicians and other medical providers for the rendering of professional services under terms and conditions that comply with applicable local, state, and federal healthcare laws and regulations.

Proposed Title 40 changes #2

40.15.060 – Contract for rendering professional services

With documented need, as recommended by the Recruitment Committee and ratified by the Medical Staff, the hospital Board of Directors may contract with physicians and other medical providers for the rendering of professional services under terms and conditions that comply with applicable local, state, and federal healthcare laws and regulations. When the private sector is unable or unwilling to hire, the hospital may make a limited profit from these relationships.

Changes approved by the BOD at August 28, 2018

40.15.060 - Contract for rendering professional services.

The hospital board of directors may contract with physicians and surgeons other medical care providers for the rendering of professional services in the hospital under terms and conditions that comply with applicable local, state and federal health care laws and regulations.the direction of, or as requested by, attending physicians of patients in the hospital, on such basis as does not result in any profit or gain to ~~the hospital from the professional services of such physicians or surgeons.~~