

Bartlett Regional Hospital

Governance Committee Meeting

Minutes

Friday, September 18, 2020; 12:00 p.m.

Bartlett Regional Hospital - Zoom Videoconference

Called to order at 12:01 p.m. by Brenda Knapp, Committee Chair

Attendance:

Committee Members: Brenda Knapp, Rosemary Hagevig and Kenny Solomon-Gross

BRH Staff: Chuck Bill, CEO, Megan Costello, CLO, Rosemary Lawhorne, CNO, Kevin Benson, CFO, Dallas Hargrave, HR Director and Suzette Nelson Executive Assistant

Ms. Hagevig made a MOTION to approve the minutes from July 21, 2020.

Mr. Solomon - Gross seconded and they were approved with no objections.

Brenda noted that the Board Policy Manual (BPM) does not have an effective date and would like to make sure that it's documented in the future.

The committee went through the BPM and suggested the following edits:

- Combine 0112 and 0113 regarding amending the BPM and specify six-member board vote for changes rather than two-thirds majority.
- Wording in 0130, 0140, 0150 regarding mission, vision, core values needs updating to comply with Bylaws revisions.
- 0201, 4. Would like input from Chuck regarding this section regarding mechanisms for making board meeting materials available to the public. Cut out the sentence regarding "bulletin board".
- 0210 Eliminate the specificity regarding bringing physician "contracts" to the board for approval.

Chuck clarified that the physician recruitment plan identifies the community need. Once that has been identified, we work through the committee. We have not brought back contracts to the Board for review. What we have done is to make sure we doing fair market analysis and we are staying within our legal ability from Stark and other issues. We have a specific process in place and haven't had a practice bringing contracts back to the board.

Chuck and Megan agreed to work together regarding the 0210 so it is legally sound.

- 0230 Change this to a six-member vote.

Chuck clarified regarding 0240, Rainforest Recovery Board, that the activity level dwindled pretty dramatically. We were not getting much attendance at it. Bradley, CBHO, determined that there wasn't any value in it and the committee hasn't met for two years.

- Eliminate 0240
- Chuck and Kevin will look at 0230, 0231 and 0232.

The committee will continue to make their suggested edits next month and will look at 0260, Board Travel and Reimbursement.

Megan noted that the Bylaws are going forward to the CBJ's Human Resource Committee on Monday and immediately to the full Assembly for adoption. She anticipates everything will go well.

Next Committee Meeting: Friday, October 16 at 12:00pm

Adjourned at 1:00 p.m.