

Bartlett Regional Hospital

3260 Hospital Drive, Juneau, Alaska 99801 907.796.8900
www.bartletthospital.org

**Bartlett Regional Hospital
Board of Directors
Minutes
12/19/2013**

Called to order at 6:05 p.m.

Roll call

Present

Linda Thomas, President	Reed Reynolds, Vice President
Bob Storer, Past President	Kristen Bomengen
Mary Borthwick	Lauree Morton
Nancy Davis (by phone)	

Absent

Nathan Peimann, MD	Alex Malter, MD
--------------------	-----------------

Others present

Jeff Egbert, CEO	Billy Gardner, CNO
Mila Cosgrove, HR	Toni Petrie, Executive Assistant
Mark Johnson	Ben Miller, DO, COS
Amy Dressel, MD	

Ms. Thomas introduced Mark Johnson who was appointed to the Bartlett Board of Directors by the City Assembly this month. His term will start January 1, 2014. Mr. Johnson gave a brief background of his experience in healthcare.

Ms. Thomas also congratulated Ms. Borthwick and Ms. Morton for their re-appointments to the Board.

Public participation – Jim Strader thanked Mr. Reynolds for his years of service on the Board of Directors.

Ms. Borthwick made a MOTION to approve the minutes from the November 26, 2013 board meeting. Ms. Bomengen seconded and they were approved as presented.

Old business – Mr. Egbert asked the Board to reconsider the motion they made in August regarding the call coverage that reads “***The Board accepts the recommendation on behalf of the Medical Staff executive committee to require that physicians take eighteen (18) days per quarter, distributed proportionately between weekends and weekdays. Mr. Storer amended the motion to include this will be for one quarter starting October 1st, 2013 ending on December 31st, 2013 no remuneration is involved.***” He said he is working with the groups of specialists separately, to determine levels of call burden and required remuneration. Dr. Ben Miller said he has been working on this issue for 15 months and has made zero progress until Mr. Egbert got here.

Mr. Storer made a MOTION to rescind the previous motion and directed the CEO to negotiate with the physicians a reasonable call solution. Mr. Reynolds seconded and it passed by a roll call vote.

Standing committee reports

Executive Committee - Mr. Reynolds presented a board education plan to be completed over the next two years. Ms. Thomas is asking the Board to review the document and then bring it back up for discussion in January for action. This plan envisions an initial then ongoing orientation program.

Mr. Egbert commended Mr. Reynolds for the detail and completeness of the plan. He feels the responsibility for execution needs to be built into the CEO Job Description. This comprehensive plan will be the basis for an annual budget for Board education. Mr. Egbert feels it is the CEO’s responsibility to make sure it’s hard wired into the budget. Mr. Storer agrees that this will only work with the CEO’s support and said that anything this complex should have a month of reviewing then brought back in a month to take action.

Ms. Thomas said she would be happy to work with the CEO on keeping this going on behalf of the Board. Ms. Borthwick asked if this will be built into the budget. Mr. Egbert said next month he could put together a 2 year estimated education budget. Ms. Thomas thanked Reed for the work he put together.

Finance Committee – Ms. Morton reports

The November financials and dashboards were reviewed (see attached).

Capital Budget items – This is just an FYI, there are no new capital items to bring forward at this time, however the Finance Committee has asked to keep this a standing agenda item. Mr. Brough said he has asked the department leaders to get a schedule put together for next year’s capital budget request items.

The Committee also looked at the EHR incentive program and we have met the criteria to receive those funds, slightly in the excess of \$900,000. It's just a matter of time until we will receive that payment. We also reviewed the Medicare Cost Report. We need to realize that we are currently getting about \$3.7 million dollars from the demonstration project and if that ends that is a loss that we won't easily be able to recover. There are 22 hospitals across the nation that are participating in these demonstration projects. Three of them are in Alaska and ASHNHA is keeping an eye on this as is our federal delegation. This is something we need to pay attention to in the upcoming year.

We also received an update that we have signed the agreement to become a preferred provider with AETNA for State employees that are not part of different unions, retirees and exempt service. They will be able to access BRH as a preferred provider as the State switches to AETNA January 1, 2014.

Ms. Morton made a MOTION to accept the financial statements. Mr. Storer seconded and they were approved as presented.

Planning Committee – Ms. Bomengen reports

Ms. Bomengen said Mr. Egbert handed out committee charter descriptions on how to be more effective. They became fairly enthusiastic about this plan and encouraged the full Board to develop charters for all committees of the Board. They also discussed the need to update the 3-5 year strategic plan.

Quality Committee – Ms. Davis reports

There's a desire to have quality be a bigger part of the Board's agenda so that the entire board is able to internalize the quality the hospital is working on. Elevating and/or expanding quality should be part of the Board's normal discussion and work plan.

There are two elements from the Quality Committee meeting that require action. ***Ms. Davis made a MOTION to approve the BRH Risk Management plan for 2014 and to approve the Patient Safety Quality Assessment Improvement Plan. Ms. Morton seconded and it was approve by a roll call vote.*** Ms. Bomengen pointed out the changes to upgrade the Microsystems program and going to a Bartlett Microsystems plan. The items are very straight forward now and understandable by anyone. Bethany Rogers was the author of these documents. Mr. Reynolds wanted to offer congratulations to Bethany and her staff for the fine work on these documents.

Ms. Thomas said when we approved Clinical Microsystems it was at a significant cost and wants to know what financial impact this has on our organization. Mr. Egbert will research and report back to the Board at its January meeting.

CEO Recruitment – Ms. Bomengen reports

There was a CEO recruitment timeline included in the board packet for review. Ms. Bomengen said we are still hoping to get the CEO Job Description posted this week. A brief one page summary and a booklet have been prepared that will be provided to candidates as they get past the first step. The hopes were to have this posted before the holidays. Mr. Reynolds said there wasn't anything about quality in the new brochure and something should be in there since that is our new mission and to also include education.

Ms. Davis asked if just sending in an application means their names become public. Ms. Cosgrove said yes, if we are asked to release names we are required to comply. Ms. Cosgrove has had the City Attorney look at the pertinent case law. Ms. Thomas said she would be curious if this is an issue for other community hospitals outside of Alaska. She also feels we could be giving up good candidates that normally would apply if their names were made public upon applying. Ms. Bomengen suggested some changes to the format of the bullets that were provided. She wanted to focus more on the medical services before the behavioral services. Ms. Thomas said she didn't want to exclude someone that had the experience, but not necessarily having a Master's Degree. If the word preferred was used regarding the Masters Degree, that would suffice. Ms. Morton agreed with this recommendation. The committee is looking at developing their criteria for the selection process in January for the entire board to be involved in. Ms. Bomengen thanked Ms. Cosgrove for all her work.

Bylaws Committee – Ms. Borthwick reports

The CBJ attorneys have gotten back to the committee with their changes and the committee is asking to put it on the January board agenda in order to have time to review those recommendations.

Nominating Committee – Ms. Borthwick

Ms. Borthwick made a MOTION to nominate Ms. Bomengen for President, Mr. Storer for Vice President and Ms. Davis for Secretary. Ms. Morton seconded and it was approved by a roll call vote.

BRH Foundation – Kristen Bomengen reported: The Foundation held their annual Tree Lighting event and it was very well attended. They have initiated a search for a new Director. Lisa Corcoran was announced as the newest Foundation Board member. There are two Board positions still left to fill. Mr. Egbert thanked BRH Foundation for their donation for the SANE training. Ms. Morton added because of the fundraising efforts there's going to be a sexual assault training for the week of March 24th. This will be specifically for Southeast Alaska (Adults).

Ms. Thomas said we asked Jim Strader to prepare a brief newsletter for Alumni and it's been prepared and waiting for a memo from the president. Ms. Thomas will do that soon.



Ms. Thomas requested a brief recess 7:05.

Back in session at 7:10 p.m.

CEO report – There are six Rural Health Physician Contracts for approval for Dr. Valentine, Dr. Kim, Dr. Dressel, Dr. Nate Peimann, Dr. Maier and Dr. Ludwig. Ms. Thomas asked if they had been reviewed by CBJ Attorney’s office and Mr. Monkman, and it was affirmed.

Mr. Reynolds made a MOTION to approve the six Rural Health Physician Contracts as presented. Mr. Storer seconded and they were approved by a roll call vote.

Physician billing agreement with Dr. Dostal – Ms. Thomas asked if they had been reviewed by CBJ Attorney’s office and Mr. Monkman, and it was affirmed. **Mr. Reynolds made a MOTION to approve the contract as presented. Ms. Bomengen seconded and it was approved by a roll call vote.**

There was a Physician employment with Dr. Robert Schults, staff psychiatrist. The agreement is the same as the prior agreement with an additional 3 year term. Ms. Thomas asked if they had been reviewed by CBJ Attorney’s office and Mr. Monkman, and it was affirmed. **Mr. Storer made a MOTION to approve a Physician Employment Agreement with Dr. Schults. Ms. Bomengen seconded and it was approved by a roll call vote.**

Ms. Thomas asked that in the future all contractual agreements presented to the Board have a signatory “checklist” sheet that verifies review by appropriate parties of the contract so that we don’t have to ask the question on every contract.

CEO Update – Jeff Egbert reports: Employee forums were held in December. There were approximately 30 employees in attendance. The second Issue of Bartlett Buzz was distributed. There has been good response to this newsletter.

EHR - Mr. Egbert is still planning to come forward in January with a formal recommendation and a 3-5 year strategic plan for an EHR. Mr. Egbert also discussed contracting with Cornerstone Healthcare Group to accomplish this goal. Cornerstone specializes in providing support and making recommendations for EHR systems. They can have someone onsite and available for groups of interested parties on January 9th. Additionally Cornerstone will do an assessment on our IT infrastructure on how we should optimally be structured as a department to support our information management needs. We could consider retaining this group as a long term hospital partner and advisor. Cornerstone can be available to us with their expertise and make an assessment of our IT department with a \$25,000 retainer. Mr. Egbert thinks this is a good solution for the hospital. Mr. Storer likes this and asked if it complies with procurement rules. Mr. Egbert said he would work with CBJ resources to properly arrange for these services. Mr. Storer said with expanded duties, we will see a more structured plan on potentially expanding the relationship with this group. Mr. Egbert said

the ongoing relationship would be discussed and if it makes sense to proceed, an RFP would be developed.

Mr. Reynolds made a MOTION for Mr. Egbert to retain Cornerstone Healthcare Group for consulting for the EHR in alignment with CBJ procurement rules. Not to exceed \$25,000 plus expenses. Bob seconded and it passed by a roll call vote.

Mr. Egbert read through ASHNA's Legislative plan Bills to watch next session including:

House Bill 6 – Guidelines for auditing pharmacy records.

House Bill 7 – Practice of Naturopathy.

House Bill 44 – Advance Healthcare Directives Registry

House Bill 53 – Establishing a consultation requirement for opiates prescription under certain circumstances.

House Bill 141 – Setting the fees for medical treatment or services performed outside Alaska under Workers Compensation and establishing a time limit for submitting bill for treatment.

House Bill 173 – Defining “medically necessary abortion” for the purposes of making payment under that state Medicaid program.

House Joint Resolution 14 – Requesting the United States Congress and the Governor to take action necessary to delay implementation of the Patient Protection and Affordable Care Act.

Senate Bill 8 – Guidelines for auditing pharmacy records.

Senate Bill 30 – Teacher and Public Employees Retirement Plan.

Senate Bill 49 – Defining “medically necessary abortion” for the purposes of making payment under that state Medicaid program.

Senate Bill 90 – Relating to group insurance and self-insurance coverage for school district employees.

Mr. Egbert announced Cynthia Brandt as the Interim CFO effective January 1, 2014. It is a contracted position. The anticipated time is approximately 6 months. The other vacant position is the Compliance Officer. Mr. Egbert is negotiating with John Wray for a smooth transition of his department. He is working with Ms. Cosgrove and CBJ on the compliance function and how to best structure it moving forward to protect the organization. Ms. Thomas said that after the OIG audit this year, the Board was acutely aware of the need for due diligence on compliance.

Me. Egbert provided an update on several very productive meetings with CBJ departments. We are working on streamlining the processes between the hospital and CBJ Departments. Ms. Thomas said one of the things that was discussed was they are revisiting ordinances and there may be some things that might not work well for us that we can work with CBJ on possibly changing them if needed.

President's report – Ms. Thomas reports

Ms. Thomas presented an award for Dr. Ben Miller for being Chief of Staff for 2013 along with a certificate to the Foundation for an engraved leaf on the Giving Tree.

She also presented Mr. Reynolds with a plaque for 9 years of service, along with a certificate to the Foundation for an engraved leaf on the Giving Tree.

Mr. Storer, Ms. Thomas, and Mr. Egbert attended the CBJ Assembly Finance Committee meeting. The HR Services Agreement was discussed. She explained to the Committee that the Board made a motion in October to accept option 4 conceptually which was the integrated model. She discussed that we were working currently without an agreement. Ms. Cosgrove is working on a letter of agreement for the City Manager to approve. The Executive Committee will review it. The Assembly wanted to know who would be reevaluating the agreement in 2015 and Ms. Thomas said the Board would do the evaluation.

The other item discussed in executive session at the Assembly was that the Board had agreed to move forward in working with the union on negotiations. The Board needs to approve ratifying managements recommendations of a 2% wage increase and it will be subject to the union's ratification. **Mr. Storer made a MOTION to approve the union contract with a 2% wage increase for one year. Ms. Bomengen seconded and it was approved unanimously by a roll call vote.**

Mr. Storer made a MOTION to go into executive session at 7:50 p.m., to discuss matters which are confidential by law to include a legal matter update, compliance report and credentialing report. Ms. Bomengen seconded and it was approved.

Back in session 8:15 p.m.

Mr. Reynolds made a MOTION to approve the credentialing report. Ms. Borthwick seconded and it was approved.

Ms. Bomengen made a MOTION to accept the settlement agreement as presented. Ms. Borthwick seconded and it was approved by a roll call vote.

Ms. Thomas noted that the Compliance Report was reviewed in executive session.

Mr. Egbert is proposing to schedule Board committee meetings in week 2 of each month, then Finance the third Monday evening. Board packets will be put together Tuesday afternoon of the third week to be available in Egnyte 7days in advance of the



Board meeting held the fourth Tuesday of each month. Mr. Egbert said it's important not to move the board meetings around because a well produced packet is dependent on many processes that are being put into place.

In January, we will develop the Board's agenda utilizing the consent agenda format.

Committee assignments will be made up in January.

Mr. Egbert handed out a book to the Board of Directors called a Culture of High Performance by the Studer Group. He has given this book out to the Directors of the hospital as well.

Board comments:

Mr. Storer said there have been a lot of positive momentums going on and thanked Mr. Egbert.

Ms. Borthwick thanked Jim Strader for the Bartlett Buzz. She also said thank you to the food service department for providing the very good food for the BRH Foundation Tree Lighting Event.

Mr. Reynolds gave Ms. Thomas a certificate for the Giving Tree and a plaque for her year as president for 2013.

Ms. Thomas reflected on the accomplishments the Board has made over the year which she will put into an annual President's report.

Meeting adjourned at 8:50 p.m.