

Bartlett Regional Hospital

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Board of Directors meeting November 26, 2013 Robert Valliant Center

Meeting called to order at 5:15 p.m.

Roll call

Linda Thomas, President
Alex Malter, M.D., Secretary
Kristen Bomengen (by phone)
Mary Borthwick
Nancy Davis (by phone)

Reed Reynolds, Vice President (by phone)
Bob Storer, Past President
Nate Peimann, M.D.
Lauree Morton

Public participation – Mark Smith, M.D., interim at SEARHC, told the Board that he is very interested in the permanent CEO position at BRH. Ms. Thomas said she would check to see if it was received.

Approval of the minutes – Mr. Storer made a MOTION to approve the minutes from October 21, 2013. Ms. Borthwick seconded and they were approved as presented.

Introductions: Ms. Thomas welcomed Jeff Egbert, Interim CEO, to the hospital. Mr. Egbert gave an overview of his background to the audience.

CEO report – Mr. Egbert said he is very impressed with our hospital and staff. He is looking forward to making some forward momentum with challenges and changes. He has been doing frequent rounding, meeting people and attending staff meetings as well as meeting with physicians and the leadership team on a bi-weekly basis. He has made himself available to everyone with an open door policy and has given out his cell phone number as well. The employee newsletter, “The Bartlett Buzz” has been reinstated. He has been engaged with physician committee meetings and addressing some of the key issues with them.

Mr. Egbert announced Bartlett Regional Hospital Received a Press Ganey 2013 Success Story Award for Recognition of Innovative Approach to Organizational Change in Clinical Quality.

Mr. Egbert gave a recommendation from the Administrative team for the EMR (electronic medical records system). He included some suggestions from the previous steering committee in the packet of pros and cons (see attached). He requested the Board give him permission to move in a direction to begin formulating an IT strategy for the organization. Then we would begin a process of engaging physicians and employees in meaningful ways so we can finalize a proposal and answer a lot of lingering questions that are out there.

Discussion:

Mr. Storer – It’s less with what we choose and more of how we get there. With the final recommendation, he hopes it would include a project manager to define how this will be

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implemented. Mr. Egbert said that will be a key point in moving forward. There needs to be an evaluation on how many IT staff we will need and make sure our system is current.

Ms. Thomas said it seems like cost is the primary driver in choosing Meditech. Ms. Thomas asked if other systems that cost the same or less were considered and would we be looking at those at all in the next couple of months. She questioned whether the Board should designate just a specific dollar amount to move forward and leave it to Administration to determine the specific system recommendation.

Mr. Egbert said we have not recently looked at other systems, but when we started we chose 6 and weaned it down to 2 systems. Cerner was chosen, but the cost was very high and the decision was made to cancel the contract and seek a more affordable system. He doesn't believe we should open it back up to all 6 and redo that work. BRH hasn't kept pace with the current system, so it has made the product not as productive. This fall we will be able to re-attest for phase one compliance with meaningful use. In 2015 we need to be able to attest to phase two compliance which has a lot more physician participation and utilization of computerized order entry systems, etc. as well as some patient portal improvements and inter activity with physician's offices which we currently don't have. Mr. Egbert said this delayed decision may have worked to our benefit in that Meditech 6.0 that was analyzed by the committee a couple of years ago has now been improved and been installed in other hospitals as 6.1.

Dr. Peimann – He read Mr. Egbert's analysis, but drew a different conclusion. Meditech has changed a lot and is a valuable system and worth our time and effort to look at. It also recognizes that any system we pick right now is a 10-15 year commitment in moving forward. With that in mind, there's also the importance in looking at what other systems have changed since the hospital's last review, that would be in our price range and do they have similar or better opportunities for us as we look 10-15 years down the road. He's not suggesting that we start at ground zero. He understands the preference for Meditech. There also may be better systems that now rise to the top that didn't two years ago that we might not have considered. It may be worth a quick look, small drill down, is this something we should consider to bring back to the Board. He said we have opportunity to make a decision, but not in a rushed way so we get the best product for our dollars. He also supports the concept that Mr. Egbert is recommending. He wants to make sure we have the support to bridge to our providers that are using different systems.

Ms. Thomas asked what the time certain is at this point for the decision to be made by the Board on spending the money. Mr. Egbert said he could do what Dr. Peimann has asked concurrently with working seriously with Meditech, exploring some of the others and do a quick drill down. If something rises to the top as an integrated system, then we step back and he could say this does make sense to slow down. He would envision having something solid by way of an IT strategic plan with pricing from Meditech, etc., by our January meeting, having sat down with Meditech and our Medical Staff members in a meaningful way that we are taking this serious as a top contender system.

Ms. Thomas said she felt comfortable delegating the authority to Administration to actively move forward with the plan Mr. Egbert has suggested, concurrently looking at other systems that are reasonable costs and focusing on Meditech in the meetings with physicians, staff and Meditech.

Reports:

President's report – Ms. Thomas gave an overview from the Board training that was held on November 20th. She said it went really well. There were healthy discussions and she suggests doing this training again. The Board members that attended also felt it was very useful. Dr. Peimann said he felt selecting and partnering with your CEO was important. The second one was

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continue to develop your board and board governance. He said there were some opportunities for the Board to improve.

Ms. Thomas said one of the Board's most important job is to hire a permanent CEO to lead our organization. The members on this committee are Kristen Bomengen (Chair), Mary Borthwick and Alex Malter, M.D. Ms. Thomas asked Mila Cosgrove to provide the Board with an update on where the committee is at on this process. Ms. Cosgrove said they have reviewed various options in moving forward like whether or not to use a search firm or do this ourselves. Ms. Bomengen said their recommendation was to proceed ourselves through our HR Department, then to assess the responses. The committee put together a scheduled timeline for this process.

Ms. Thomas said we are coming up on the Assembly appointments to the Board. The HR meeting is next Thursday where they will be interviewing the candidates. Two of our current Board members will be going for their second term.

Ms. Thomas appointed the nominating committee to propose a slate of officers for 2014. Reed Reynolds and Mary Borthwick will serve on the committee. They will bring their recommendations to the December Board meeting.

Ms. Thomas mentioned Mr. Brough's resignation and wanted to thank him for his financial stewardship over the last year.

Executive Committee report – Ms. Thomas said there was discussion on the training and facilitator for the board education. Mr. Reynolds will be doing a presentation at the December Board meeting on the information he compiled for a two year cycle of Board education.

Planning Committee – Dr. Peimann said the On Call Committee met and they are happy to report that we have full orthopedic coverage for the remainder of the year while continuing discussions. Mr. Egbert is involved in discussions with pediatricians to cover pediatrics and NRP. Ms. Thomas said we had a deadline of December 31st for the policy regarding call coverage to become permanent if no recommendations were brought back from the Medical Staff. She asked Dr. Peimann if the medical staff would have a proposal by then. Dr. Peimann said he is not prepared to speculate, but he will try and get a proposal by then or have suggested revised language for the Board to consider.

Finance Committee report – Dr. Malter reports;

Dr. Malter reviewed the financial statement reports with the Board.

Dr. Malter made a MOTION to approve the financials. Ms. Borthwick seconded and they were approved.

Mr. Reynolds asked why, if our census is down, the staffing is up and our overhead premium is so high. Dr. Malter said his impression is that there has been a lot of training going on which has increased extra hours.

EHR- Mr. Egbert gave an update on this during his CEO report. Dr. Malter said the Finance Committee was comfortable with the discussion and recommendations that were made.

Medicaid Appeals update – Mr. Brough gave the Finance Committee an update on the Medicaid appeals and feels we got a fair deal with HSS on what we get for our rates and what gets included. It's several million dollars that we will be getting. Dr. Malter expressed his appreciation

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to Mr. Brough that it turned out so well. There needs to be authorization for the Board President to approve the Medicaid settlement that was approved by the Board.

Dr. Malter made a MOTION to approve the Medicaid Settlement agreement. Lauree Morton seconded and it was approved by a roll call vote.

Foundation update – Ms. Bomengen said the Foundation Board has undergone a lot of changes. They have decided not to do the Women's Expo in January, but it may occur later in the year. Mr. Egbert said the Foundation is sponsoring the annual tree lighting ceremony at the hospital on December 4th and Santa will be there passing toys out to kids.

Quality – Ms. Borthwick reminded the Board that there had been a suggestion at the Foraker workshop to change the agenda some. One of the things the Quality Committee discussed was that the Board should think about spending more time discussing the hospital's mission, quality patient centered care.

Joint Conference Committee – Ms. Thomas reports

The items discussed were the on call schedule, staff categories and essential services which all tie in together. They discussed the CEO recruitment and competencies in looking for the CEO. A lot of what arose was re-building trust with the medical staff. Also discussed, was JEMA is looking at doing their own coding and to see how to improve that along with billing. Dr. Malter said the Medical Staff is hopeful that we will put in a Hospitalist program by the summer to help fill in the call schedule gaps.

Strategic goals and objectives update – Ms. Thomas said we will be revisiting that in December to do a review and then hopefully in January to update the goals/strategies for the next three years.

Dr. Peimann said the Medical Staff Bylaws changes for staff categories was an item that was tabled for this meeting and it needs to be addressed.

Dr. Peimann made a MOTION to table the staff category change to a time when a revised bylaws staff categories change can be brought before the Board for reconsideration. Dr. Malter seconded the MOTION passed by roll call vote.

Discussion:

Dr. Malter said there isn't a mechanism how the medical staff changes get to the Board and we should figure out a process.

Dr. Malter made a MOTION to go into executive session at 6:20 p.m., to discuss personnel matters which are confidential by law and items that could impact the finances of the hospital. Ms. Borthwick seconded and it was approved.

The Board came out of executive session at 7:25 p.m.

Dr. Malter made a MOTION to direct Administration to continue working with AETNA to develop a preferred provider agreement that was discussed in executive session. Mr. Reynolds seconded the MOTION and it passed by a roll call vote.

Dr. Peimann asked if the intent was to enter into an agreement. Dr. Malter accepted that as a friendly amendment. Mr. Storer seconded and it passed by a roll call vote.

Ms. Davis made a MOTION to direct Administration to recognize the staff of BRH for the commitment to quality care and for the receipt of the Press Ganey Award for quality. Ms. Bomengen seconded the motion and it was approved by a roll call vote.

Dr. Miller presented the credentialing report. **Dr. Peimann made a MOTION to approve the report as presented. Ms. Borthwick seconded the MOTION and it was approved.**

The December calendar was reviewed and there were changes made.

Board comments:

Dr. Peimann recognized BRH's participation in the Front Street Clinic discussions.

Ms. Thomas attended the Chamber of Commerce meeting where they spoke highly about the Oncology Clinic and of the hospital. There were businesses that offered to help with the flights and hotel rooms with Cancer Connection at this meeting. Ms. Thomas asked if the Bylaws will be coming to the Board in December for approval. Ms. Borthwick said yes.

Ms. Davis – She thanked Ken Brough for the information on our settlements for Medicaid appeals and appreciates pulling us through some complicated situations. She is excited to hear the media reports on Jeff Egbert have had a very positive tone. Also, several articles have been posted on Egnyte for the Board to read at their leisure.

Meeting adjourned at 7:48 p.m.