



MINUTES

Board of Directors Meeting

7:00 PM - Wednesday, August 26, 2020
Virtual Meeting Only

The Board of Directors of the South Peninsula Hospital was called to order on Wednesday, August 26, 2020, at 7:00 PM, held via Zoom.

1. CALL TO ORDER

The BOD went into Executive Session to discuss personnel and financial matters prior to the start of the regular meeting.

*****Into Executive Session – 5:30 p.m. *****

*****Out of Executive Session – 6:45 p.m. *****

*****Regular Session – 7:00 p.m. *****

President Thomas Clark was unable to attend, so Vice President Walter Partridge chaired the meeting. Mr. Partridge called the regular meeting to order at 7:00 p.m.

2. ROLL CALL

BOARD PRESENT: Vice President Walter Partridge, Secretary Melissa Jacobsen, Keri-Ann Baker, Todd Boling, David Groesbeck, Edson Knapp, Bernadette Wilson, Julie Woodworth, Beth Wythe, and CEO Ryan Smith

BOARD EXCUSED: President Thomas Clark and Treasurer Matthew Hambrick

ALSO PRESENT: Angela Hinnegan, CFO; Dawn Johnson, CNO; Pamela Knorr, HR Director; Susan Shover, Quality Mgmt Director; Derotha Ferraro, Marketing/PR Director; Judith Lund, Service Area Board Chair; Maura Jones, Executive Assistant

A quorum was present.

3. REFLECT ON LIVING OUR VALUES

4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS

4.1. Rules for Participating in a Public Meeting

5. APPROVAL OF THE AGENDA

David Groesbeck made a motion to approve the agenda. Edson Knapp seconded the motion. Motion Carried.

6. APPROVAL OF THE CONSENT CALENDAR

The consent calendar was read into the record by Board Secretary, Melissa Jacobsen.

6.1. Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for July 22, 2020.

6.2. Consideration to Approve July 2020 Financials

6.3. Review of SPH Balanced Scorecard, 2020, Quarter 2

6.4. Review Patient Centered Care Quality Committee Minutes.

Julie Woodworth made a motion to approve the consent calendar as presented. Secretary Melissa Jacobsen seconded the motion. Motion Carried.

7. PUBLIC COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

There were no public comments.

8. PRESENTATIONS

There were no presentations.

9. UNFINISHED BUSINESS

There was no unfinished business.

10. NEW BUSINESS

10.1. Consideration to Approve the Revised Medical Staff Bylaws as Presented to Replace the Current Medical Staff Bylaws and Retiring the Allied Practitioner Manual.

Ryan Smith, CEO, reported. In the packet you will find a memo and resolution to approve the new Medical Staff Bylaws. Administration previously presented a power point presentation to the Board about the changed and updates, and nothing has changed since that time. The Bylaws have now been approved by the Medical Staff and are forwarded to the Board of Directors for final approval.

Keri-Ann Baker made a motion to approve the Revised Medical Staff Bylaws as Presented to Replace the Current Medical Staff Bylaws and Retiring the Allied Practitioner Manual. Todd Boling seconded the motion. Motion Carried.

10.2. Consideration to approve the new Medical Staff Peer Review Policy and attachments “A” through “H” as presented.

Mr. Smith reported. The Greeley Company, which helped revise the Medical Staff Bylaws, also assisted us with setting up a Peer Review Program. This Peer Review Policy is a new medical staff policy that came out of that process. This policy was approved by the Medical Staff and has been forwarded to the Board of Directors for final approval.

David Groesbeck made a motion to approve the new Medical Staff Peer Review Policy and attachments "A" through "H" as presented. Keri-Ann Baker seconded the motion. Motion Carried.

10.3. Consideration to Approve SPH Resolution 2020-17, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Plant Replacement and Expansion Funds to Supplement the FY21 Homer Medical Center Roof Replacement Project

Ms. Hinnegan, CFO, reported. This resolution addresses the Homer Medical Center roof, which is in dire need of repairs. This was identified as a capital project, however we valued the cost of repairs at \$100,000 and we had bond proceeds remaining from the Homer Medical Center remodel project which we believed would cover the roof repairs. The borough took on the project and set \$360,000 as the project total and so we are requesting you approve use of Plant Replacement and Equipment Funds, of which we have over 3 million at the borough, in order to complete this project.

Secretary Melissa Jacobsen made a motion to Approve SPH Resolution 2020-17, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Plant Replacement and Expansion Funds to Supplement the FY21 Homer Medical Center Roof Replacement Project Julie Woodworth seconded the motion. Motion Carried.

10.4. Consideration to Approve SPH Resolution 2020-18, A Resolution of the South Peninsula Hospital Board of Directors Approving a Plan Amendment for the Non-Union 403(b) Plan to Annually Adjust the Cap for the Employer Match.

Ms. Hinnegan reported. The Pension Committee discussed this resolution at great length. We discovered that our non-union 403b plan had a cap set in 2012 on the employee matching at \$5,000. It has never been increased with inflation or with the increase in eligible compensation. Our recommendation would be the Board approve an increase in the cap, to \$5,700, with an automatic increase every year to trend at 2% of eligible compensation.

David Groesbeck noted this was discussed both by Pension and Finance Committee, with recommendation for approval.

Beth Wythe made a motion Approve SPH Resolution 2020-18, A Resolution of the South Peninsula Hospital Board of Directors Approving a Plan Amendment for the Non-Union 403(b) Plan to Annually Adjust the Cap for the Employer Match. Julie Woodworth seconded the motion. Motion Carried.

11. REPORTS

11.1. BOD Committee: Finance

Mr. Groesbeck reported, as Mr. Hambrick was unable to attend the meeting. Finance Committee met this month and reviewed the monthly financials with Ms. Hinnegan and Mr. Smith. The outlook was brighter than expected after the

global pandemic, and commendations go to the finance team for their efforts in terms of maintaining our fiscal health.

11.2. BOD Committee: Governance

Mr. Groesbeck reported. The Governance Committee did not meet in August. The committee will review the bylaws in October, plan for the Board of Directors evaluation in November and prepare for recruitment and elections in December. Ms. Wilson asked about the CEO evaluation and goals for the next year. As Mr. Clark was unable to attend tonight's meeting, this will be addressed next month.

11.3. BOD Committee: Pension

Mr. Partridge reported. Pension Committee met last Friday and discussed the performance of the defined benefit plan, 403b and 457 plans. After the first quarter's less than stellar reports, we have rebounded nicely. The committee reviewed the resolution that was brought to the Board tonight. We reviewed the RFP for searching out a recordkeeper. Administration will be getting a report in August regarding the response to the RFP, and after they have a chance to review it we will call a special meeting of the Pension Committee to review their recommendations.

11.4. Chief of Staff

Mr. Landess was not present for open session of the meeting.

11.5. Service Area Board Representative

Judith Lund reported on behalf of the Service Area Board (SAB). Recording Secretary Nancy Chastain passed away recently, so the SAB is searching for a new secretary. This has slowed the SAB's progress on several projects as the loss was unexpected. Nora Raymond also resigned from the Board, so her seat is up for election. There was one person who filed to run for that seat - Tim Daugherty.

12. ORGANIZATIONAL REPORTS

12.1. Chief Executive Officer

Mr. Smith had nothing additional to report.

12.2. Chief Financial Officer

Ms. Hinnegan gave a brief report. We had \$639,000 in operating gains for the month of July. It was a fairly strong month, with 77 admissions and an average of 8.4 patients per day. We had a decline in the average length of stay. We did have strong inpatient surgical cases (17) and pretty strong outpatient surgical cases (105). Anecdotally, those numbers are down for the month of August, but we do have \$1.5 million of HHS stimulus money we can roll into FY2021 for lost revenues.

12.3. Chief Nursing Officer

Ms. Johnson had nothing to add to her written report.

12.4. Long Term Care Administrator

Ms. Bigelow was not present. Her report was included in the packet.

12.5. Quality Management Director

Ms. Shover added one comment regarding her written report. "Assistance with answering COVID portal line" was put in the report by error, as the department is no longer assisting with that task.

12.6. Human Resources Director

Ms. Knorr had one comment to add to her written report. She noted there are quite a few travelers on the report and she has been meeting individually with those who we are interested, to try to convert them to employees. It is a tough recruitment pool, so HR is focusing on priority positions and working with agencies to try to fill the hard-to-fill positions.

12.7. Marketing / PR Director

Ms. Ferraro told a story to accompany her written report. A woman in our service area called today. In the past she has called to request we recruit a neurologist to come to Homer. She called today because her husband had an appointment with Dr. Rankine and she wanted to say thank you, and that they both loved him and were very impressed with him. They are elated. She noted that they knew about Dr. Rankine from the Healthy in Homer newsletter, which was started by Bonita Banks, our Community Health Nurse Educator.

12.8. Facilities Director

Mr. Radeke was not present. His report was included in the packet.

12.9. IT Director

Mr. Bartilson was not present. His report was included in his packet.

13. DISCUSSION

Ms. Wilson had a few comments. She sent out an email this afternoon with information about two virtual conference opportunities. One is the ASHNHA speaker series, the other is the NRHA Critical Access Hospital Virtual Conference. She reminded the group that it is a requirement for Board members to attend a conference at least every other year, and this is an opportunity to fulfill that obligation without travel.

14. COMMENTS

(Announcements/Congratulations)

14.1. Chief Executive Officer

Mr. Smith thanked the Incident Command team for all of their hard work, as they continue to do their normal hospital jobs in addition to ongoing COVID preparedness.

14.2. Board Members

Beth Wythe had no comments.

Julie Woodworth thanked Mr. Partridge for running a great Pension Committee meeting and thanked Ms. Hinnegan for all her hard work preparing for pension and the budget.

Bernadette Wilson had no comments.

Edson Knapp, MD thanked the Board members who attended the Medical Staff meeting at Land's End where the new Medical Staff Bylaws were discussed. He was also very appreciative of Mr. Smith and the leadership of the hospital. He feels the culture had completely transformed from the first few years he was here. He feels the hospital is headed in the right direction.

David Groesbeck had no comments.

Todd Boling, DO had no comments.

Keri-Ann Baker enjoyed the reports by Judith Lund and Derotha Ferraro.

Melissa Jacobsen thanked the leadership for their reports, as she finds them very helpful in learning about the organization. Ms. Jacobsen gave kudos to the Hospital and the City for all of their hard work in messaging and clarity in the public information campaign.

Walter Partridge thanked leadership for their reports. It is evident how much work is being done at the hospital.

15. INFORMATIONAL ITEMS

15.1. September Board of Directors Meeting Date Change to September 30, 2020.

Mr. Partridge noted for the Board that the September meeting had been pushed back one week to the fifth Wednesday in the month, September 30th.

15.2. 2020 ASHNA Virtual Annual Conference - September Speaker Series

16. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

16.1. Credentialing

After review of the applicants' files in Executive Session, Ms. Jacobsen moved to approve the following positions in the medical staff as requested and recommended by the Medical Executive Committee:

Appointment

Board, David MD; Radiology; Telemedicine
Patel, Kishan MD; Neurology/Telestroke; Telemedicine

Reappointment

Turner, J. Wesley MD; Urology; Courtesy Staff

Julie Woodworth seconded the motion. Motion carried.

17. ADJOURNMENT

17.1. The meeting was adjourned at 7:40pm.

David Groesbeck made a motion to adjourn the meeting. Vice President Walter Partridge seconded the motion. Motion Carried.

Respectfully Submitted,

Accepted:

Maura Jones, Executive Assistant

Walter Partridge, Vice President

Minutes Approved: 09/30/2020

Melissa Jacobsen, Secretary