



MINUTES

Board of Directors Meeting

6:00 PM - Wednesday, May 26, 2021

Conference Rooms 1 & 2 / Virtual Meeting Only

The Board of Directors of the South Peninsula Hospital was called to order on Wednesday, May 26, 2021, at 6:00 PM, in Conference Rooms 1 & 2 and 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 – 5:15 p.m. *****

*****Out of Executive Session – 5:50 p.m. *****

*****Regular Session – 6:00 p.m. *****

Vice President Keriann Baker called the regular meeting to order at 7:00 p.m. Ms. Baker chaired the meeting, as President Kelly Cooper was unable to attend.

2. ROLL CALL

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

BOARD EXCUSED: Kelly Cooper and Matthew Hambrick

ALSO PRESENT: Angela Hinnegan (CFO), Dawn Johnson (CNO), Maura Jones (Executive Assistant), Susan Klinker, Tom Klinker, Marilyn Shroyer, Derotha Ferraro (Marketing Director), James Bartilson (IT Director), Susan Shover (Quality Management Director), Tim Daugharty (Service Area Board Representative)

2.1. A quorum was present.

3. REFLECT ON LIVING OUR VALUES

Derotha Ferraro, Marketing Director, told a story about an employee who was proud to wear the SPH branded jacket she recently received for Hospital Week. In further elaborating, it was not because SPH is a great employer, though she loves working for the hospital, but because of the excellent, compassionate care the hospital provided for her mother with a complicated medical history.

4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS

4.1. Rules for Participating in a Public Meeting

5. APPROVAL OF THE AGENDA

Beth Wythe made a motion to approve the agenda Edson Knapp seconded the motion. Motion Carried.

6. APPROVAL OF THE CONSENT CALENDAR

Melissa Jacobsen read the consent calendar into the record.

- 6.1. Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for April, 2021.**
- 6.2. Consideration to Approve Financials for April 2021**
- 6.3. Consideration to Approve Revised Policy SM-05 Board Evaluation as Recommended by the Governance Committee**
- 6.4. Consideration to Approve Revised Board Policy SM-06 Strategic Planning as Recommended by the Governance Committee**
- 6.5. Consideration to Approve Revised Board Policy EMP-02 Corporate Compliance as Recommended by the Governance Committee**
- 6.6. Consideration to Approve A Proclamation Recognizing Susan Klinker for 43 Years of Service to South Peninsula Hospital.**

Melissa Jacobsen made a motion to approve the consent agenda as read. Beth Wythe seconded the motion. Motion Carried.

7. PUBLIC COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

There were no public comments.

8. PRESENTATIONS

Ryan Smith presented the Board's Proclamation Recognizing Susan Klinker for 43 Years of Service to South Peninsula Hospital to Ms. Klinker. Ms. Klinker thanked the Board and the hospital. The Board thanked her for her many years of service. Marilyn Shroyer also thanked Ms. Klinker for being a wonderful employee to work with.

9. UNFINISHED BUSINESS

There was no unfinished business.

10. NEW BUSINESS

10.1. Consideration to Approve the revised Peer Review Committee Charter, Section Membership, Subsection Peer Review Committee Composition

Mr. Smith reported on items 10.1 - 10.3. All three documents are a result of working with the Greeley Company to update the Medical Staff Bylaws and

Rules and Regulations. This led to the creation of a Peer Review Committee and a new Code of Conduct. The Bylaws and Rules and Regulations have already been approved but these are the related items that have been approved by the medical staff and are being sent to the Board now for approval.

Beth Wythe made a motion to approve the revised Peer Review Committee Charter, Section Membership, Subsection Peer Review Committee Composition as presented by the medical staff Edson Knapp seconded the motion. Motion Carried.

10.2. Consideration to Approve Updated Medical Staff Rules & Regulations

Beth Wythe made a motion to approve updated Medical Staff Rules & Regulations as presented by the medical staff Edson Knapp seconded the motion. Motion Carried.

10.3. Consideration to Adopt New Medical Staff Code of Conduct Policy in its Entirety as Presented

Beth Wythe made a motion to adopt New Medical Staff Code of Conduct Policy in its entirety as presented by the medical staff Edson Knapp seconded the motion. Motion Carried.

10.4. Consideration to Approve the Revised South Peninsula Hospital and Long Term Care Facility Quality Plan

Susan Shover, Quality Management Director, reported. There are a few minor changes since the plan was last updated, including changes to Ongoing Professional Practice Evaluation (OPPE) related to the medical staff bylaw changes as well as a change to our Quality Improvement Contractor from WSHA to Telligen. Tonight's approval will put us on the appropriate schedule for annual approval.

Beth Wythe made a motion to approve the revised South Peninsula Hospital and Long Term Care Facility Quality Plan Edson Knapp seconded the motion. Motion Carried.

10.5. Annual Pension Committee Report of Fund Activity/Biennial Report of Investment Policy Review

Walter Partridge reported. On May 20th the Pension Committee met and reviewed both of the reports provided in the packet. Mr. Partridge apologized for providing the report later in the year than he intended. These reports meet the criteria that the Board has placed on the Pension Trustees to provide. There were no questions or comments for Mr. Partridge.

10.6. Consideration to Approve SPH Resolution 2021-06, A Resolution of the South Peninsula Hospital Board of Directors Authorizing the Borough, on Behalf of the South Kenai Peninsula Hospital Service Area, to Execute a Property Lease for 203 W Pioneer Avenue

Angela Hinnegan, CFO, reported. This lease would extend our current lease that houses the building where Home Health and Functional Medicine are located. If the Board approves, the borough will execute the lease on our behalf.

Beth Wythe made a motion to approve SPH Resolution 2021-06, A Resolution of the South Peninsula Hospital Board of Directors Authorizing the Borough, on Behalf of the South Kenai Peninsula Hospital Service Area, to Execute a Property Lease for 203 W Pioneer Avenue Edson Knapp seconded the motion. Carried 8-0.

10.7. Consideration to Approve SPH Resolution 2021-07, A Resolution of the South Peninsula Hospital Board of Directors Authorizing the Borough, on Behalf of the South Kenai Peninsula Hospital Service Area, to Execute a Property Lease for 4117 Bartlett Street

Angela Hinnegan, CFO, reported. This lease would extend our current lease that houses the building where the West Wing is located. If the Board approves, this will go to the assembly in early June.

Beth Wythe made a motion Consideration to Approve SPH Resolution 2021-07, A Resolution of the South Peninsula Hospital Board of Directors Authorizing the Borough, on Behalf of the South Kenai Peninsula Hospital Service Area, to Execute a Property Lease for 4117 Bartlett Street Edson Knapp seconded the motion. Carried 9-0.

10.8. Consideration to Approve SPH Resolution 2021-08, A Resolution of the South Peninsula Hospital Board of Directors Approving the Fiscal Year 2022 Operating Budget

Mr. Partridge stated this was reviewed at some length in Finance Committee on May 20th. The committee approved submission to the board for approval.

Ms. Wilson asked why under expenses on page 5, compared to 2019, the on-call hours are up but the cost was significantly decreased. Ms. Hinnegan noted it was likely due to the restructure of one contract, but would do further research and follow up with Ms. Wilson.

Beth Wythe made a motion to approve SPH Resolution 2021-08, A Resolution of the South Peninsula Hospital Board of Directors Approving the Fiscal Year 2022 Operating Budget Edson Knapp seconded the motion. Carried 9-0.

11. REPORTS

11.1. BOD Committee: Pension

Walter Partridge reported. The Pension Committee reviewed the quarterly reports and discussed the results. A representation from Newport gave a presentation and we had an opportunity to sync up with them in terms of expectations of future discussions of de-risking the defined benefit plan and guidance on asset allocation in the future.

11.2. BOD Committee: Finance

Mr. Partridge reported. We met on May 20th, went over the results of the finances for the month and reviewed the two resolutions regarding lease renewal and approved for submission to the board. There were no questions or comments for Mr. Partridge.

11.3. BOD Committee: Governance

Ms. Wythe noted there was a memo included in the packet addressing the two items up for introduction at tonight's meeting. For policies where the Governance Committee is recommending changes, there will be an initial presentation of the policy under the Governance Report, for review and discussion. They will be brought back on the consent agenda at the next meeting. Policies with no changes or minor changes will be placed on the consent agenda.

We also discussed creating a subcommittee for review of the bylaws. I will reach out to the Finance Committee Chair and Quality Chair to review the policies that fall in those two areas, so we can get all policies reviewed and approved in 2021.

Policies SM-03 and SM-07 are provided in the packet for first review tonight.

Dr. Knapp and Ms. Baker thanked Ms. Wythe for all her work on this committee.

11.4. BOD Committee: Education

Ms. Woodworth reported she received good feedback from the Board retreat.

11.5. Chief of Staff

Dr. Landess was not able to attend open session as he was working in the ER.

11.6. Service Area Board Representative

Mr. Daugharty had nothing to report on behalf of the Service Area Board. He would like to find a way to be more active in the process. He has a lot of energy and would like to be more help. He thanked everyone for their hard work at the hospital.

12. ORGANIZATIONAL REPORTS

12.1. Chief Executive Officer

- **Balanced Scorecard**

Mr. Smith attached some documentation to the packet. He included his testimony regarding the Certificate of Need as well as a decision guide the leadership group has been working on in leadership development. Mr. Smith has given two presentations to the KPB Assembly in the last month and those are both included. We have not yet heard back from OSHA on their recent survey but are still awaiting results. We received big news that the Paycheck Protection Program loan was forgiven by the SBA. He thanked Kelly Cooper

and Senator Murkowski and Sullivan's office, as well as Angela Hinnegan, Anna Hermanson and the Finance Team for all their hard work to get all the necessary paperwork.

Dr. Knapp thanked Ms. Hinnegan for all her hard work.

12.2. Chief Financial Officer

Ms. Hinnegan had nothing to add to the excellent news about the Paycheck Protection Program.

12.3. Chief Nursing Officer

Dawn Johnson, CNO, had nothing to add to her written report.

12.4. Long Term Care Director

Ms. Kincaid was not available at the meeting. Ms. Bigelow's written report was provided in the packet.

12.5. Quality Management Director

Susan Shover, Quality Management Director, had nothing to add to her written report.

12.6. Human Resources Director

Pamela Knorr, Human Resources Director, was not present but written report was provided in the packet.

12.7. Marketing / PR Director

Derotha Ferraro, PR/Marketing Director, had nothing to add to her written report.

12.8. Support Services Director

Scott Mullen, Support Services Director, had nothing to add to his written report.

12.9. IT Director

James Bartilson, IT Director, had nothing to add to his written report.

13. DISCUSSION

There were no items for discussion.

14. COMMENTS

(Announcements/Congratulations)

14.1. Chief Executive Officer

Mr. Smith thanked the group for a very successful Hospital Week, including the Senior Leadership Team and Administration team. He congratulated Ms. Klinker on her upcoming retirement.

14.2. Board Members

Melissa Jacobsen had nothing to add.

Walter Partridge thanked Ms. Hinnegan and all of the finance and management team that did a lot of work to create the budget. It is very evident this hospital is working cohesively to try to improve quality and patient satisfaction. He thanked Ms. Shover and Ms. Johnson for their reports. He thanked the Governance Committee and the Medical Staff for their hard work as well.

David Groesbeck thanked Ryan and Angela for continuing their excellent work.

Edson Knapp echoed Mr. Groesebeck's comment. He was impressed with the leadership and finance team for working on the Paycheck Protection Program forgiveness while preparing the budget, and working on the Newport transition.

Bernadette Wilson congratulated Ms. Klinker. Thanked Angela. Always very impressed with her spreadsheets and how clear she makes everything. Thanks for everything you do.

Julie Woodworth endorsed the previous accolades for Ms. Hinnegan, Ms. Hermanson and the Finance team. She wished Ms. Jones a well deserved vacation.

Beth Wythe acknowledged Sue Klinker for all her hard work and congratulated her on her retirement. She congratulated the administrative team for the forgiveness of the Paycheck Protection Program. She said the employees of the hospital deserve not only a wonderful Hospital Week but so much more, considering the year they've been through and managing to keep everything going and look easy for outsiders. .

Keriann Baker thanked Sue Klinker for giving four decades of her life to the organization.

15. INFORMATIONAL ITEMS

15.1. Patient Centered Care Quality Committee Minutes.

The minutes were provided in the packet for review.

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

Mimi Lee, MD; Neurology/Telestroke; Telemedicine

Marisa Magana, MD; Internal Med/Critical Care; Telemedicine

Jennifer Sisco, MD; Internal Med/Critical Care; Telemedicine

Karim Tadouli, MD; Internal Med/Critical Care; Telemedicine

Corey Beals, MD; Orthopedic Surgery; Courtesy Staff
Jeffery Ryan, MD; General Surgery; Courtesy Staff

Reappointment

Richard Anschuetz, MD; Cardiology/Echocardiograms; Courtesy Staff
Muhammed Farooq, MD; Neurology/Telestroke; Telemedicine
M. Todd Boling, DO; General Surgery; Active Staff
Garret Sitenga, MD; Ophthalmology; Active Staff

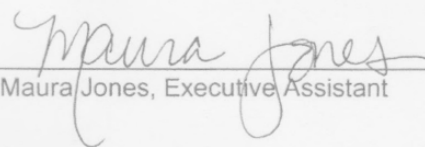
Beth Wythe seconded the motion. The motion carried.

17. ADJOURNMENT

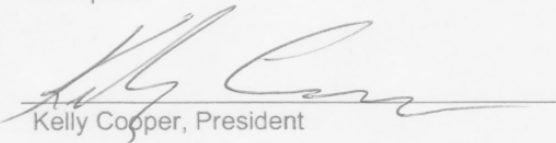
The meeting was adjourned at 6:47pm.

David Groesbeck moved to adjourn. Walter Partridge seconded the motion. The motion carried

Respectfully Submitted,


Maura Jones, Executive Assistant

Accepted:


Kelly Cooper, President

Minutes Approved: 6/23/2021


Melissa Jacobsen, Secretary