



MINUTES
Board of Directors Meeting
5:30 PM - Wednesday, August 24, 2022
SPH Conference Rooms 1 & 2 and via Zoom

The Board of Directors of the South Peninsula Hospital was called to order on Wednesday, August 24, 2022, at 5:30 PM, in Conference Rooms 1&2 and via Zoom meeting.

1. CALL TO ORDER

President Kelly Cooper called the regular meeting to order at 5:30 p.m.

2. ROLL CALL

BOARD PRESENT: President Kelly Cooper, Keriann Baker, Todd Boling, Matthew Hambrick, Vice President Melissa Jacobsen, Edson Knapp, Walter Partridge, Aaron Weisser, Bernadette Wilson, Julie Woodworth, Beth Wythe, and CEO Ryan Smith

BOARD EXCUSED:

ALSO PRESENT: Angela Hinnegan, COO; Anna Hermanson, CFO (Int.); Maura Jones (Executive Assistant); Marilyn Shroyer, Steve Hughes
**Due to the Zoom meeting format, only meeting participants who comment, give report or give presentations are noted in the minutes. Others may be present on the virtual meeting.*

2.1. A quorum was present.

3. REFLECT ON LIVING OUR VALUES

Mr. Smith thanked everyone involved in the South Peninsula Hospital Foundation's first fundraiser, which was a huge success.

4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS

4.1. Rules for Participating in a Public Meeting

5. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER

There were no comments from the audience.

6. APPROVAL OF THE AGENDA

Secretary Julie Woodworth made a motion to approve the agenda. Keriann Baker seconded the motion. Motion Carried.

7. APPROVAL OF THE CONSENT CALENDAR

Ms. Woodworth read the consent calendar into the record.

- 7.1. **Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for July 27, 2022.**
- 7.2. **Consideration to Approve July FY2023 Financials**
- 7.3. **Consideration to Approve updated Emergency Management documents, including South Peninsula Hospital Emergency Operations Plan, Emergency Management Program, Home Health Emergency Operations Plan, Long Term Care Emergency Operations Plan, South Peninsula Hospital Hazard Vulnerability Assessment (HVA), Long Term Care HVA, Home Health HVA and Closed Pod Annex.**
- 7.4. **Consideration to Approve a Proclamation in Honor of Marilyn Shroyer's Retirement with 43 Years of Service to South Peninsula Hospital**
- 7.5. **Consideration to Approve a Proclamation in Honor of Stephen Hughes' Retirement with 31 Years of Service to South Peninsula Hospital**
- 7.6. **Consideration to Accept the South Peninsula Hospital Employees' Pension Plan and Trust Audit**

Secretary Julie Woodworth made a motion to approve the consent calendar as read. Beth Wythe seconded the motion. Motion Carried.

8. PRESENTATIONS

8.1. Presentation of Proclamations to Marilyn Shroyer and Steve Hughes

Marilyn Shroyer was present and Steve Hughes was virtually present. Ms. Cooper read each proclamation. Marilyn Shroyer was honored for retiring after 42 years of service to South Peninsula Hospital, and Steve Hughes was honored for retiring with over 30 years of service.

9. UNFINISHED BUSINESS

10. NEW BUSINESS

10.1. Consideration to Approve SPH Resolution 2022-12, A Resolution of the South Peninsula Hospital Board of Directors Approving a Plan Amendment for the Non-Union 403(b) Plan to Adjust the Annual Employer Match and Cap Requirements

Staff Report: Angela Hinnegan, COO. The resolution changes the pension plan language to correctly reflect the intent of the change that was instituted in 2020. Newport has informed us that the language we used does not match the intent of the change and current practice, so we are updating to the recommended language.

Mr. Partridge reported this resolution went through Pension and Finance Committee and was approved at both.

Secretary Julie Woodworth made a motion to approve SPH Resolution 2022-12, A Resolution of the South Peninsula Hospital Board of Directors Approving a Plan Amendment for the Non-Union 403(b) Plan to Adjust the Annual Employer Match and Cap Requirements. Beth Wythe seconded the motion. Motion Carried.

10.2. Consideration to Approve SPH Resolution 2022-13, A Resolution Approving the Transfer of Cash in Excess of 90 Days Cash on Hand to the Plant/Equipment Replacement and Expansion Fund for the Period Ending June 30, 2022

Staff Report: Anna Hermanson, CFO. This resolution allows hospital administration to transfer cash over 90 days to the PREF fund at the borough, as is required per the Operating Agreement with the Kenai Peninsula Borough. We will be transferring 4.7 days of cash.

Mr. Partridge added that this was reviewed in Finance Committee and approved. The committee discussed that we are now only at 88 days, however we've already committed to the transfer of this amount with the borough, so the committee recommends meeting that commitment.

Secretary Julie Woodworth made a motion to approve SPH Resolution 2022-13, A Resolution Approving the Transfer of Cash in Excess of 90 Days Cash on Hand to the Plant/Equipment Replacement and Expansion Fund for the Period Ending June 30, 2022. Beth Wythe seconded the motion. Motion Carried.

10.3. Consideration to Approve SPH Resolution 2022-11, A Resolution of the South Peninsula Hospital Board of Directors Authorizing Bank Account Signers

Staff Report: Anna Hermanson, CFO. This resolution proposed to update the signers on the bank accounts to reflect current leadership of the hospital and changes in the organizational chart.

Mr. Partridge added this was reviewed and approved in Finance Committee.

Secretary Julie Woodworth made a motion SPH Resolution 2022-11, A Resolution of the South Peninsula Hospital Board of Directors Authorizing Bank Account Signers Beth Wythe seconded the motion. Motion Carried.

11. REPORTS

11.1. Chief Executive Officer

Ryan Smith, CEO, reported. He welcomed Craig Caldwell as the new Emergency Department Director. The new Hospitalist program goes into effect on October 1st. Thank you to Dr. Christy Martinez, Dr. Sarah Roberts, and to Dr. Tuomi and Dr. Landess and all those involved for making this as seamless a transition as possible. Dr. Joe Llenos, new outpatient family medicine

physician started in at Homer Medical Center last week. Dr. Emma Mayfield has verbally accepted a position as well.

11.2. BOD Committee: Pension

Walter Partridge, Pension Committee Chair, reported. The committee met last week. We reviewed the report from our actuarial valuation and we're doing well. We are fully funded more than is required. We also got the result of the plans for the last quarter and we did lose more. The defined benefit plan is down 2% less than the others, because we made changes towards derisking. The committee also reviewed the resolution discussed earlier.

11.3. BOD Committee: Finance

Walter Partridge, Finance Committee Chair, reported. The committee met and reviewed the two resolutions approved earlier in the meeting. This month was right on budget. Total margin was above about 5% due to tax revenues.

11.4. BOD Committee: Governance

Aaron Weisser, Governance Chair, reported. The committee met and looked at revising the application for existing board members. The ad for board candidates is going into the paper shortly. We are revising policy to reflect the reality that the Governance is the membership committee, as well as looking to schedule regular policy and bylaw review. We are also looking at the board self evaluation process. By next meeting we should be able to pilot this new process. Please fill out your committee/leadership interest form for 2023 and return to Maura.

11.5. BOD Committee: Education

Melissa Jacobsen, Education Chair, reported. She apologized for missing her committee meeting when she left her phone at home. The meeting will be rescheduled. iProtean did agree to honor the original proposal for board education software, so we've scheduled a kickoff call and are moving forward.

11.6. Service Area Board Representative

Kathryn Ault reported on behalf of the Service Area Board (SAB). The SAB met in August and heard and approved the resolution about purchasing the properties for SPH staff housing. We also heard a brief summary from Willy about the Opioid settlement funds. The borough did not hear the SAB resolution due to some administrative communication breakdown, which was disappointing. The funds will be split up five ways, which will make it a very small amount of money. We also heard an update from Claudia Haines at Kachemak Bay Family Planning Clinic.

12. DISCUSSION

13. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER

There were no comments from the audience.

14. COMMENTS FROM THE BOARD

(Announcements/Congratulations)

14.1. Chief Executive Officer

Mr. Smith congratulated Ms. Shroyer and Mr. Hughes on their retirements, and noted there are a number of retirement recognitions coming at the end of the year. He congratulated Ms. Hinnegan for successfully completing her masters degree at Wake Forest University. He thanked Jeffrey Eide and Angie Newby and everyone with the Foundation for the excellent fundraiser.

14.2. Board Members

Melissa Jacobsen: Congratulations to Ms. Hinnegan, it was nice to hear good things about South Peninsula Hospital from long term employees. Apologies again to the Education Committee for the missed meeting.

Bernadette Wilson: Congratulations to Ms. Shroyer and Mr. Hughes, as well as Ms. Hinnegan.

Julie Woodworth: Congrats to Marilyn, Steve and Angela. Thanks to Anna/Angela for the seamless transition. Pretty impressive that we made a lot of changes with service provider and transferring and audit was perfect. Great fundraiser for the foundation.

Matt Hambrick: Congratulations to everyone involved in the successful Foundation fundraiser,

Walter Partridge: Congratulations to Ms. Shroyer and Mr. Hughes, as well as Ms. Hinnegan. The Foundation fundraiser was excellent.

Beth Wythe: Congratulations to Ms. Shroyer and Mr. Hughes, as well as Ms. Hinnegan.

Edson Knapp: Congratulations to Ms. Shroyer and Mr. Hughes, as well as Ms. Hinnegan. I worked with Steve quite a bit and enjoyed working with him. SPH's leadership feels right, stable and poised for growth and that is exciting.

Aaron Weisser: Thanks to Beth and Kelly for the mentorship with Governance. First full circle experience with a referral to Lucy Fisher, MD and it was excellent and am super thankful to have her in the community. The board dinners in the cafeteria before the meetings have been excellent - thanks to the kitchen.

Todd Boling: SPH has a good reputation in the recruiting/traveler world, and that has not always been the case.

Kelly Cooper: Thanks for the foundation work. Jeffrey is a force to be reckoned with. MAPP's work also helps him. Really nice to see the whole community come together in support of the Foundation. Congratulations to Ms. Shroyer and Mr. Hughes, as well as Ms. Hinnegan.

15. INFORMATIONAL ITEMS

There were none.

16. ADJOURN TO EXECUTIVE SESSION (IF NEEDED)

The board adjourned to executive session at 6:27pm.

16.1. The board went back into open session at 7:30pm.

17. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

17.1. Credentialing

After review of the applicants' files in Executive Session, Ms. Woodworth moved to approve the following positions in the medical staff as requested and recommended by the Medical Executive Committee. Beth Wythe seconded the motion. Motion carried.

Appointments (Telemed/Telehealth*)

- | | | |
|-----------------------|----------------------|----------------|
| • Lou, William MD | Neurology/Telestroke | Telemedicine |
| • O'Mahony, Darrah MD | Critical Care/eICU | Telemedicine |
| • Panko, Jessica MD | Radiology (RCI) | Courtesy Staff |
| • Rogers, David C. MD | Radiology (AIA) | Courtesy Staff |
| • Ryan, Tim MD | Radiology (RCI) | Courtesy Staff |

Reappointments (Telemed/Telehealth*)

- | | | |
|----------------------|-------------------------|----------------|
| • Charlton, Blake MD | Cardiology/Echo Interp. | Courtesy Staff |
| • Giles, James MD | Neurology/Telestroke | Telemedicine |
| • Olson, Jennifer MD | Psychiatry/Telepsych | Telemedicine |
| • Wang, James MD | Neurology/Telestroke | Telemedicine |
| • Vo, Hung MD | Cardiology/Echo Interp. | Courtesy Staff |

Appointments

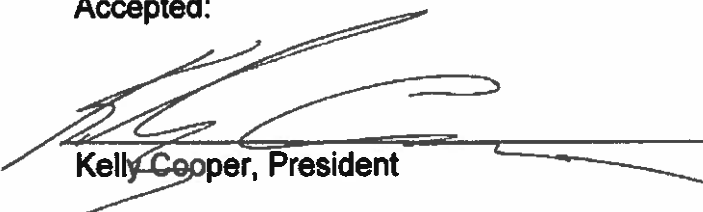
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|------------------------|---------------------------|----------------|
| • Liebers, Warren MD | Family Med/Emergency Med. | Active Staff |
| • Rankine, David MD | Neurology | Courtesy Staff |
| • Turner, J. Wesley MD | Urology | Courtesy Staff |

18. ADJOURNMENT


Respectfully Submitted,

Accepted:


Maura Jones, Executive Assistant


Kelly Cooper, President

Minutes Approved: 09/28/22


Julie Woodworth, Secretary