



MINUTES
Board of Directors Meeting
5:30 PM - Monday, February 27, 2023
Conference Rooms 1& 2 and Zoom

The Board of Directors of the South Peninsula Hospital was called to order on Monday, February 27, 2023, at 5:30 PM, in the Hospital Conference Rooms 1& 2 and via Zoom.

1. CALL TO ORDER

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

2. ROLL CALL

BOARD PRESENT: President Kelly Cooper, Matthew Hambrick, Walter Partridge, Bernadette Wilson, Julie Woodworth, and Beth Wythe.

BOARD EXCUSED: Keriann Baker, Melissa Jacobsen, Edson Knapp, and Aaron Weisser. Todd Boling attended the first few minutes, but was called away.

ALSO PRESENT: Angela Hinnegan, COO; Janyce Bridges, LTC ADON; Emilie Otis, Dr. Paula Godfrey, Joy Merriner, BDO; Maura Jones, Executive Assistant, Colleen James

**Due to the hybrid 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

Janyce Bridges, Long Term Care Assistant Director of Nursing, discussed the new CNA in-house training program that was recently developed. A team was brainstorming how to get more CNAs into the workforce, and came up with this program to train CNAs in-house. Staff developed the program, got approval from the state, and taught the first round of new CNAs, who all had their pinning ceremony last week!

4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS

Ms. Cooper welcomed any guests present for the meeting.

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

Julie Woodworth made a motion to approve the agenda. Walter Partridge seconded the motion. Motion Carried.

7. APPROVAL OF THE CONSENT CALENDAR

Julie Woodworth read the consent calendar into the record.

- 7.1. Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for January 25, 2023.**
- 7.2. Consideration to Approve January 2023 Financials**
- 7.3. Consideration to Approve the Annual Report to the Contract Administrator**
- 7.4. Consideration to Approve a Proclamation for Colleen James to Honor her Retirement with 34 Years of Service to South Peninsula Hospital**
- 7.5. Consideration to Approve the 2023 Quality Assurance & Performance Improvement Plan for South Peninsula Hospital Home Health**
- 7.6. Consideration to Approve the 2023 Quality Assurance & Performance Improvement Plan for South Peninsula Hospital Long Term Care**
- 7.7. Consideration to Accept the Financial Audit for FY 2022**

Julie Woodworth made a motion to approve the consent calendar as read. Walter Partridge seconded the motion. Motion Carried.

8. PRESENTATIONS

8.1. Presentation of Retirement Proclamation for Colleen James

Dr. Paula Godfrey presented Colleen James with her retirement proclamation, on behalf of the board. She read the text of the proclamation. She added that Ms. James was a pioneer in her work across the whole state. She almost singlehandedly guided our facility, and others, in how to care for these vulnerable patients. She thanked Ms. James for everything she has done. Ms. James thanked the board for their years of support. She noted that when the program was first developed in 1993, there was supposed to be a grant through the state for statewide training, but there was no discretionary funding that year, and the South Peninsula Hospital Service Area Board came through with the funds.

8.2. Health Care Provider Scholarship Committee (video)

Emilie Otis, PTA, and Dr. Paula Godfrey showed a video and gave a brief presentation about the Health Care Provider Scholarship Fund. This is one way we have been able to grow our own health care providers in Homer. They encouraged board members to donate to the fund.

8.3. Presentation of Financial Audit FY22 by BDO

Joy Merriner, of BDO, presented the financial audit for FY2022 to the Board of Directors. The full audit was included in the packet. Ms. Merriner said the audit went very well and the SPH team worked very hard and was very helpful. There

were new accounting standards and new regulations due to COVID funding and the team rose to the challenge. There was one adjustment for the statement. There were no adjustments to the operating statements, however the closed pension plan now has to be presented as its own statement, which is a new requirement. Although the information was included, it was not presented as its own statement. This was the only required change. The internal controls were very good, and the team does an excellent job of spreading the duties around so no one person has too much control.

Ms. Cooper thanked Anna Hermanson, CFO, and her finance team for their hard work on the audit.

9. UNFINISHED BUSINESS

10. NEW BUSINESS

10.1. Consideration to Approve SPH Resolution 23-06, A Resolution of the South Peninsula Hospital Board of Directors Approving the 2022 Discretionary Contribution for the Non-Union 403(b) Plan

Angela Hinnegan, COO, reported. This is the annual request for contribution to the non union 403b fund. The contribution for the non union employees is discretionary, while the contribution for the union employees is defined in the Collective Bargaining Agreement. This resolution requests 2% up to the maximum amount of allowable. The total amount will be close to \$300,000.

Mr. Partridge added this was reviewed and recommended by the Pension Committee. There was no further discussion.

Julie Woodworth made a motion to approve SPH Resolution 23-06, A Resolution of the South Peninsula Hospital Board of Directors Approving the 2022 Discretionary Contribution for the Non-Union 403(b) Plan. Matthew Hambrick seconded the motion. Motion Carried.

10.2. Consideration to Approve SPH Resolution 2023-07, A Resolution of the South Peninsula Hospital Board of Directors Approving a Partial Annuity Placement Buyout of the South Peninsula Hospital Employees' Pension Plan and Trust

Angela Hinnegan, COO, reported. This resolution allows Hospital Administration to move forward with the next step toward derisking the defined benefit plan. Newport has informed us of an option to sell some of the funds to an insurance carrier who would administer the plan as if they were the custodian. We are only able to do this with retirees in payments status or former employees who are vested but no longer work at SPH. It should be around \$8 million. This resolution would give us permission to sign off on the wire to move the funds. There are very specific rules we have to follow, and have hired Dietrich and Associates to ensure we follow all those rules exactly.

There were no conflicts of interest identified, as this is about former employees and does not affect current employees.

Ms. Wythe asked if this would in any way alter the pension guarantee protection rights. Ms. Hinnegan answered that the plan assets are currently backed by PBGC, but in the new system they would be protected by Alaska state insurance laws, which is why there are such strict rules about how the sale is handled. Mr. Partridge added this was reviewed and recommended by the Pension Committee at their February meeting.

Julie Woodworth made a motion to approve SPH Resolution 2023-07, A Resolution of the South Peninsula Hospital Board of Directors Approving a Partial Annuity Placement Buyout of the South Peninsula Hospital Employees' Pension Plan and Trust. Matthew Hambrick seconded the motion. Motion Carried.

10.3. SPH Resolution 2023-08, A Resolution of the South Peninsula Hospital and Board of Directors Approving a Plan amendment for the 457 Plan to Adhere to the Requirements of the Secure Act of 2019.

Angela Hinnegan, COO, reported. In order to comply with the Secure Act, we were required to make an amendment to our deferred compensation plan. In order to be in compliance, we had to make the change by 12/31/2022, so the change has been made, but has now been brought to the Pension Committee and the Board of Directors for retroactive approval. The change is to the language regarding surviving beneficiaries, and doesn't affect our current plan participants. It does not cause any big changes, but is required language per the Secure Act.

There were no conflicts of interest identified. Mr. Partridge added this was reviewed and approved by the Pension and Finance Committees at their February meetings.

Julie Woodworth made a motion to approve SPH Resolution 2023-08, A Resolution of the South Peninsula Hospital and Board of Directors Approving a Plan amendment for the 457 Plan to Adhere to the Requirements of the Secure Act of 2019. Bernadette Wilson seconded the motion. Motion Carried.

10.4. Consideration to Approve SPH Resolution 2023-09, A Resolution of the South Peninsula Hospital Board of Directors Approving the Request of Unobligated Service Area Funds and Unobligated Plant Replacement Expansion Funds to Support Updating the Long Term Care Heating Ventilation and Air Conditioning System

Angela Hinnegan, COO, reported. This project has come before the board before, and the update is regulatory and necessary for the comfort and safety of our Long Term Care residents. This project was postponed due to COVID, however we need to move forward. The borough has requested preliminary designs which has provided us with an estimate for the project. We are requesting \$1 million in unobligated Service Area funds and \$626,416 from

unobligated Plant Replacement and Expansion (PREF) funds to complete the project.

Ms. Cooper commented this is an important project to give relief during the summer months for the residents, staff and patients in that section of the building. She noted the estimate from the borough was included in the packet as an attachment.

Secretary Julie Woodworth made a motion to approve SPH Resolution 2023-09, A Resolution of the South Peninsula Hospital Board of Directors Approving the Request of Unobligated Service Area Funds and Unobligated Plant Replacement Expansion Funds to Support Updating the Long Term Care Heating Ventilation and Air Conditioning System Bernadette Wilson seconded the motion. Motion Carried.

11. REPORTS

11.1. Chief Executive Officer

Angela Hinnegan, COO, gave the report in place of Ryan Smith, who was traveling and could not attend the meeting. SPH has had some success with the strategic priority to be the employer of choice on the peninsula. Two family medicine physicians have been hired for Homer Medical Center - Dr. Ragina Lancaster and Dr. Hans Amen. Raquel Ezrati, NP has joined the team to help out in Long Term Care. Dr. Bell will continue as LTC Medical Director until we find a suitable replacement. Dr. Ellerbe did his last ENT rotation in Homer, but two new physicians will be coming to Homer now from ACENT. We are opening a new Obstetrics & Gynecology site in a building behind Homer Medical Center (HMC) on Fairview, to open up more clinic space in the main HMC building. The HMC billing and coding team has also moved into some available space in the 203 W Pioneer building.

The Master Facility Planning Steering Committee had its final meeting and were able to give comments on the final reports. None of the drawings that came out of the Master Facility Planning are in any phase of execution, but we are continuing to move forward with small projects. We have made an offer to a new Security Supervisor, Adam Darden. He joins us from the Anchorage Police Department and his wife his from Homer.

11.2. BOD Committee: Pension

Annual Pension Committee Chair Memo

Walter Partridge, Pension Chair, reported. The Pension Committee met on February 16th and reviewed the resolutions related to pension plan that were voted on tonight. They were all approved. The committee is required to give an annual report on the pension plans, and that is included in the board packet. At a high level – it wasn't a good year. 16% loss across all the plans. It would have been worse except it was a good last quarter. The Pension Committee has been watching this carefully, but these are market trends and our plan continues to be solid. We went to a conservative mix of 50-50, fixed vs.

equities, which did help some, and the final step is the de-risking approved in the resolution today.

11.3. BOD Committee: Finance

Walter Partridge, Chair, reported. The Finance Committee met on February 16h. We are meeting on a new schedule, with Pension starting at 8am and moving straight into Finance Committee, which seems to be working well. The committee reviewed the financials for January. it was a break even month, helped somewhat by the release of funds from reserves as a result of the audit.

11.4. BOD Committee: Governance

There was no Governance Committee report, as Mr. Weisser was excused from the meeting.

11.5. BOD Committee: Education

There was no Education report, as Ms. Jacobsen was excused from the meeting.

Ms. Cooper asked Ms. Jones to send out a doodle poll to find out if board members would prefer a board work session in the spring or in the fall.

11.6. Chief of Staff

Dr. Landess was excused from the meeting.

11.7. Service Area Board Representative: Ralph Broshes

Ralph Broshes reported on behalf of the Service Area Board (SAB). At their February meeting, the SAB worked with Brandi on budgeting for the upcoming fiscal year. They approved the SPH capital budget, and worked on their own budget as well. They also passed a resolution recommending approval of the increase in lease caps in the Operating Agreement.

Ms. Cooper thanked Mr. Broshes for his work with the Service Area Board.

12. DISCUSSION

There were no further discussion items.

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

Ms. Hinnegan, standing in for Mr. Smith, thanked everyone who attended the Rural Health Care Leadership Conference.

14.2. Board Members

Ms. Woodworth thanked everyone for a good meeting, and expressed her regret at missing the confernece. She congratulated Ms. James on her

retirement and thanked her for her service. She also congratulated the Finance team on their audit. She thanked Mr. Partridge for his leadership on the Pension Committee. Ms. Wilson also expressed her regret at missing the conference. She congratulated Ms. Hermanson and the finance team on the audit, and Ms. James on her retirement. Mr. Hambrick echoed the sentiments already expressed. Ms. Wythe appreciated the opportunity to attend the conference, and looks forward to having a debrief when everyone is in town. Ms. Cooper congratulated Ms. James on her retirement and thanked her for her service to the community over the years. She thanked the board members for attending the conference.

15. INFORMATIONAL ITEMS

15.1. Patient Centered Care Quality Committee Minutes.

The minutes were provided in the packet for review.

16. ADJOURN TO EXECUTIVE SESSION

The meeting was adjourned to Executive Session at 6:51pm.

17. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

Executive session was adjourned at 7:14pm, and the board went back into open session for announcements.

17.1. Credentialing

After review of the applicant's files through the secure online portal, Julie Woodworth moved to certify the email vote of 2/20/23, approving the following positions in the medical staff as requested and recommended by the Medical Executive Committee. Matthew Hambrick seconded the motion. Motion carried.

Reappointments (Telemed)

Ebenhoeh, Scott DO Cardiology/Remote Echo Courtesy Staff
Gray, Lisa DO Cardiology/Remote Echo Courtesy Staff
Ireland, Linda DO Cardiology/Remote Echo Courtesy Staff
McDonagh, John MD Cardiology/Remote Echo Courtesy Staff
Watkins III, Stanley MD Cardiology/Remote Echo Courtesy Staff

Appointments

Andrews, James MD Otolaryngology Courtesy Staff
Ferrell, Steven DO Emergency Med Courtesy Staff
Serreyn, Jeremy DO Emergency Med Courtesy Staff

Reappointments

Cadoff, Robert MD Urology Courtesy Staff
Downey, D. Robert MD Family/Functional Med Active Staff
Filepek, Maureen MD Radiology Courtesy Staff
Marley Jr., William J, DDS General Dentistry Courtesy Staff
Martinez, Christy MD Family Med Active Staff

Martynowicz, Marek MD Internal Med Courtesy Staff
Simerville, Jeffery MD Urology Courtesy Staff


18. ADJOURNMENT

Respectfully Submitted,

Accepted:



Maura Jones, Executive Assistant



Kelly Cooper, President

Minutes Approved: March 22, 2023



Julie Woodworth, Secretary