



MINUTES

Board of Directors Meeting

5:30 PM - Wednesday, May 24, 2023

Conference Rooms 1&2 and Zoom

The Board of Directors of the South Peninsula Hospital was called to order on Wednesday, May 24, 2023, at 5:30 PM, in the Conference Rooms 1&2 and Zoom.

1. CALL TO ORDER

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

2. ROLL CALL

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

BOARD EXCUSED:

ALSO PRESENT: Rachael Kincaid, CNO; Rhoda Ostman, Nutrition Services Manager; Maura Jones, Executive Assistant; Angela Hinnegan, COO;
**Only meeting participants who comment, give report or give presentations are noted in the minutes. Others may be present on the virtual meeting.*

A quorum was present.

3. REFLECT ON LIVING OUR VALUES

Rachael Kincaid, CNO, shared the recent burnout survey that staff took and the task force meeting on concrete ways to improve wellness. Representatives from facilities around the state met in Anchorage to discuss results and action plans. Rhoda Ostman, Nutrition Services Manager, discussed the importance of joy in the workplace, and shared a story of singing butter. The number one reason employees get burnt out is the lack of breaks. If the cafeteria can help create joy with their aesthetics and the food they create, it will help draw employees there on their breaks. If the butter sings, there is hope.

4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS

Ms. Cooper welcomed members of the public.

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 public.

6. APPROVAL OF THE AGENDA

Julie Woodworth made a motion to approve the agenda. Beth Wythe 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 April 26, 2023

7.2. Consideration to Approve April 2023 Financials

7.3. Consideration to Approve the SPH Quality Plan and LTC Facility QAPI Addendum

7.4. Consideration to Approve the SPH Hospital Hazard Vulnerability Analysis, SPH Hospital Emergency Operations Plan, SPH Long Term Care Hazard Vulnerability Analysis, SPH Long Term Care Emergency Operations Plan, and SPH Home Health Emergency Operations Plan

7.5. Consideration to Approve Long Term Care Infection Prevention Plan and Risk Assessment

7.6. Consideration to Approve Revised Policy EMP-03, Disruptive Conduct & Abusive Behavior, to Correct a Grammatical Error

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

8. PRESENTATIONS

There were no presentations.

9. UNFINISHED BUSINESS

There was no unfinished business.

10. NEW BUSINESS

10.1. Consideration to Amend the South Peninsula Hospital Board of Directors Bylaws, Article IV, Section 2, to Change the Term of Officers from One to Two Years

This was the second reading of the bylaws amendment to change the term of officers from one year to two years, proposed by the Governance Committee. There was no additional discussion.

Aaron Weisser made a motion to amend the South Peninsula Hospital Board of Directors Bylaws, Article IV, Section 2, to Change the Term of Officers from One to Two Years. Melissa Jacobsen seconded the motion. Motion Carried.

A roll call vote was conducted:

Aaron Weisser	Yes
Julie Woodworth	Yes
Walter Partridge	Yes
Keriann Baker	Yes
M. Todd Boling	Yes
Matthew Hambrick	Yes
Melissa Jacobsen	Yes
Edson Knapp	Yes
Bernadette Wilson	Yes
Beth Wythe	Yes
Kelly Cooper	Yes

10.2. Consideration to Approve 2023-15, A Resolution of the South Peninsula Hospital Board of Directors Supporting the Hospital's Request for a Certificate of Need to Add the Service Line of Nuclear Medicine to South Peninsula Hospital, Relocate the Pharmacy and Expand and Relocate Infusion Services.

Angela Hinnegan, COO, reported. The administrative team is in the process of filling out the application for a Certificate of Need (CON) to develop the shelled space. This is an important step in the process of completing the already approved project that would add nuclear medicine and bring us into compliance with pharmacy regulations. Ryan Smith thanked Angela for all the work she has put into the CON application. This resolution would show the Board of Director's support for the CON.

Mr. Partridge added this was discussed and approved at Finance Committee.

Beth Wythe made a motion to approve SPH Resolution 2023-15, A Resolution of the South Peninsula Hospital Board of Directors Supporting the Hospital's Request for a Certificate of Need to Add the Service Line of Nuclear Medicine to South Peninsula Hospital, Relocate the Pharmacy and Expand and Relocate Infusion Services. Edson Knapp seconded the motion. Motion Carried.

A roll call vote was conducted:

Aaron Weisser	Yes
Julie Woodworth	Yes
Walter Partridge	Yes
Keriann Baker	Yes
M. Todd Boling	Yes
Matthew Hambrick	Yes
Melissa Jacobsen	Yes
Edson Knapp	Yes
Bernadette Wilson	Yes
Beth Wythe	Yes
Kelly Cooper	Yes

10.3. Consideration to Approve SPH Resolution 2023-13, A Resolution of the South Peninsula Hospital Board of Directors Approving the Request of \$613,020 of Plant Replacement and Expansion Funds to Support Upgrades to the Generator Annunciator and Switch Gear

This resolution was discussed and approved at last month's Finance Committee meeting, but was pulled from the April board meeting agenda because the borough notified us at the last minute that they did not see Davis-Bacon wages were addressed in the quote. After consulting with the contractor, they had already taken this into consideration so there was no change to the quote. We did add some language around sole sourcing. This will approve this necessary project to bring us into regulatory compliance, which must be completed by January 2024 per CMS.

Beth Wythe made a motion to approve SPH Resolution 2023-13, A Resolution of the South Peninsula Hospital Board of Directors Approving the Request of \$613,020 of Plant Replacement and Expansion Funds to Support Upgrades to the Generator Annunciator and Switch Gear. Edson Knapp seconded the motion. Motion Carried.

A roll call vote was conducted:

<i>Aaron Weisser</i>	<i>Yes</i>
<i>Julie Woodworth</i>	<i>Yes</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Keriann Baker</i>	<i>Yes</i>
<i>M. Todd Boling</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Yes</i>
<i>Melissa Jacobsen</i>	<i>Yes</i>
<i>Edson Knapp</i>	<i>Yes</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Kelly Cooper</i>	<i>Yes</i>

10.4. Consideration to Approve SPH Resolution 2023-16, A Resolution of the South Peninsula Hospital Board of Directors Approving a Plan Amendment for the 403b Plans to Adhere to the Requirements of the Secure Act and the Coronavirus Aid, Relief, and Economic Security Act

Ms. Hinnegan reported. This resolution will make required regulatory updates to the 403b plan in order to adhere to the requirements of the Secure Act and the Coronavirus Aid, Relief, and Economic Security Act. A similar resolution was passed for the 457 plan earlier this year. Mr. Partridge noted this was reviewed and approved by the Pension Committee at its May meeting.

Beth Wythe made a motion to approve SPH Resolution 2023-16, A Resolution of the South Peninsula Hospital Board of Directors Approving a Plan Amendment for the 403b Plans to Adhere to the Requirements of the Secure Act and the Coronavirus

Aid, Relief, and Economic Security Act. Melissa Jacobsen seconded the motion. Motion Carried.

10.5. Consideration to Approve SPH Resolution 2023-17, A Resolution of the South Peninsula Hospital Board of Directors Supporting the Issuance of Bonds to support the addition of the Nuclear Medicine Service Line and expansion of Pharmacy and Infusion Into Shelled Space and the Purchase of a New Electronic Medical Record.

Ryan Smith, CEO reported. With the cost estimate of the CON project and other infrastructure projects starting to come in, we realized there would not be enough unobligated PREF funds to complete all of the necessary projects, and so we discussed the possibility of going out to bond this year. We suggested the CON project, as well as a new Electronic Health Record (EHR.) We have very tight deadlines in order to get this done in 2023, so we have already asked for the support of the Service Area Board, and we are now asking for the Board of Director's support so that if we are able to find a sponsor and move forward, we will have all the necessary requirements.

Mr. Partridge noted this was discussed at length in Finance Committee and approved. There was some discussion surround the history of the hospital going out for bonds, as well as some discussion of the EHR.

Beth Wythe made a motion to approve SPH Resolution 2023-17, A Resolution of the South Peninsula Hospital Board of Directors Supporting the Issuance of Bonds to support the addition of the Nuclear Medicine Service Line and expansion of Pharmacy and Infusion Into Shelled Space and the Purchase of a New Electronic Medical Record. Vice President Melissa Jacobsen seconded the motion. Motion Carried.

A roll call vote was conducted:

<i>Aaron Weisser</i>	<i>Yes</i>
<i>Julie Woodworth</i>	<i>Yes</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Keriann Baker</i>	<i>Yes</i>
<i>M. Todd Boling</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Yes</i>
<i>Melissa Jacobsen</i>	<i>Yes</i>
<i>Edson Knapp</i>	<i>Yes</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Kelly Cooper</i>	<i>Yes</i>

11. REPORTS

11.1. Chief Executive Officer

Ryan Smith, CEO, gave a verbal report. Some of the highlights include:

- Long Term Care had a very successful survey with only two minor tags

- Lots of recruitment to include:
 - Susan Jackson, FNP - General Surgery Outpatient Clinic
 - Pam Williams, DO - OB/Gyn Clinic
 - Tiffany Park - Imaging Director
- Switched insurance TPA from Premera to Moda. Biggest concern is that Providence is not network with Moda. In talks with Providence to see if we have other options.
- Conducting a survey on cultural health for the leadership group, and are asking board members to complete the survey as well.

11.2. BOD Committee: Pension

Walter Partridge reported. The committee met last Thursday and reviewed the report on results of 1st quarter for all the accounts. We had a positive quarter, which was a nice change. 5% pretty much across the board. We paid a \$10mil premium to the company taking over about 70 vested and retired employees in the DBP. The \$10 million may adjust because there's a final true up. We also talked about the pension resolution that came before the board today.

11.3. BOD Committee: Finance

Walter Partridge reported. The committee met last Thursday and discussed the board resolutions on the agenda tonight. We reviewed the finances, and we performed better than budgeted. The margin was -4.5%, but we'd budgeted for -12%. The income was on target, and expenses were above target and we had some high deductions due to Medicare true ups. We are still under 55 days A/R and up to 87 days cash on hand.

11.4. BOD Committee: Governance

Aaron Weisser reported. The committee met las week. We are working on a job description for the board president position. We decided to put aside the discussion of meeting rules and Robert's Rules or Order until we can discuss it further with Jamie Orlikoff. We've started on plans for a Doctor's Dinner, and are trying to find a good location. Policy review continues on a 3-year schedule. We're reviewing the CEO spending authority policy, but because it's a finance policy we've asked the finance committee to make recommendations.

11.5. BOD Committee: Education

Melissa Jacobsen reported. The education committee hasn't met since the last board meeting. We are scheduling an upcoming meeting to discuss iProtean and the retreat for the fall. We're going to stop having iProtean modules assigned until the September meeting.

11.6. Service Area Board Representative - Helen Armstrong

Helen Armstrong reported. The Service Area Board met on May 11th and discussed a resolution that parallels the one passed tonight regarding the bonds. We'll be meeting on June 8th specifically to take action on that resolution. We are expecting three members to let their terms lapse this fall, so will be looking for new members.

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

14.2. Board Members

Bernadette Wilson expressed gratitude for the care she received at SPH as a patient. Beth Wythe congratulated Long Term Care on the survey and thanked Ms. Hinnegan for her work on the Certificate of Need. She also thanked Ms. Ostman for her story about creating joy. Dr. Boling thanked Administration for their improvements for the General Surgery Clinic. Walter Partridge congratulated Long Term Care and thanked the directors for their reports. Aaron Weisser was impressed with the care he received at one of the clinics this week. Dr. Knapp expressed gratitude for the leadership team.

15. INFORMATIONAL ITEMS

16. ADJOURN TO EXECUTIVE SESSION (IF NEEDED)

The board adjourned to executive session at 6:42pm.

17. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

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)

Anscheutz, Richard MD; Cardiology/Echo Interp; Courtesy Staff
Farooq, Mohammed MD; Telestroke/Neurology; Telemedicine
Lee, Mimi MD; Telestroke/Neurology; Telemedicine

Reappointments

Boling, M. Todd DO; General Surgery; Active Staff

Appointments (Telemed)

Krueger, William MD; Radiology (RCI); Courtesy Staff

Appointments

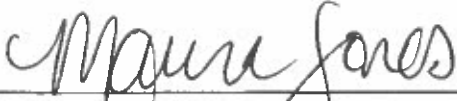
Housley, Jaclyn FNP; Family Med (Peak); Courtesy Staff
Williams, Pamela DO; OB/GYN; Courtesy Staff

18. ADJOURNMENT

The meeting was adjourned at 7:29pm

Respectfully Submitted,

Accepted:



Maura Jones, Executive Assistant



Kelly Cooper, President

Minutes Approved: 06/28/2023



Julie Woodworth, Secretary