



**MINUTES**  
**Board of Directors Meeting**  
**5:30 PM - Wednesday, July 26, 2023**  
Conference Rooms 1&2 and Zoom

The Board of Directors of the South Peninsula Hospital was called to order on Wednesday, July 26, 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 5:30pm.

**2. ROLL CALL**

**BOARD PRESENT:** President Kelly Cooper, Keriann Baker, Todd Boling, Melissa Jacobsen, Edson Knapp, Walter Partridge, Aaron Weisser, Bernadette Wilson, Julie Woodworth, Beth Wythe.

**BOARD EXCUSED:** Matthew Hambrick

**ALSO PRESENT:** Ryan Smith (CEO), Rachael Kincaid (CNO), Angela Hinnegan (COO), Anna Hermanson (CFO), Christina Tuomi (CMO), Maura Jones (Executive Assistant), Mike Tupper (KPB Assembly), Lane Chesley (KPB Assembly), Brent Hibbert (KPB Assembly), Peter Micciche (KPB Mayor), John Hedges (KPB Project Manager), Brandi Harbaugh (KPB Finance Director)  
*\*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.*

**A quorum was present.**

**3. REFLECT ON LIVING OUR VALUES**

Rachael Kincaid, CNO, shared a Living Our Values story. A patient in distress recently presented at the loading dock, and non-clinical staff had to react quickly to help. They did an excellent job and helped the patient get to the care they needed.

**4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS**

**5. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER**

There were no comments from the audience at this time.

**6. APPROVAL OF THE AGENDA**

*Melissa Jacobsen made a motion to approve the agenda. Walter Partridge seconded the motion. Motion Carried.*

**7. APPROVAL OF THE CONSENT CALENDAR**

Aaron Weisser read the consent calendar into the record.

- 7.1. **Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for June 28, 2023**
- 7.2. **Consideration to Approve June FY2023 Financials**
- 7.3. **Consideration to Approve the revised Utilization Management Plan, as updated by a workgroup to reconcile it to CMS regulations and update it to current best practice.**
- 7.4. **Consideration to Approve revised SPH Board Policy EMP-05, Hiring or Terminating Individuals in Key Positions, defining those individuals as all those in Chief Executive positions, and changing the notification timeline to 48 hours.**

*Aaron Weisser made a motion to approve the consent calendar as presented. Melissa Jacobsen 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 Approve Annual Critical Access Hospital (CAH) Quality Assessment and Performance Improvement Evaluation for 2023**

Ryan Smith reported. Included in the packet is a copy of 2023's Critical Access Hospital QAPI Evaluation. The Quality Management department creates this document each year with input from staff all over the facility. Ms. Cooper expressed her appreciation for Sue Shover (Quality Director) and her team for putting this document together.

*Aaron Weisser made a motion to approve the Annual Critical Access Hospital (CAH) Quality Assessment and Performance Improvement Evaluation for 2023 Melissa Jacobsen seconded the motion. Motion Carried.*

## **11. REPORTS**

### **11.2. BOD Committee: Finance**

Walter Partridge, Finance Committee Chair, reported. The Finance Committee met last week and reviewed the financials for the month.

### **11.3. BOD Committee: Governance**

Aaron Weisser, Governance Committee Chair, reported on the committee's progress towards completing the task list compiled at last fall's board work session. The committee has clarified Conflict of Interest policies, and added

relevant language to board membership forms. We have reinstated Board/Medical Staff dinners, with one scheduled for August. We have separated the CEO Evaluation process from the Governance Committee, and developed a job description for the Board President, which was approved at the previous board meeting. We decided not to move forward with making any changes to the statement in the bylaws that we follow Robert's Rules of Order, though this can be revisited in the future if the board wishes to adopt its own meeting rules. The committee made changes to the officer terms, but elected not to institute term limits for membership. We considered the idea of having a President-elect instead of a Vice President, but decided against that option. At the next meeting, we'll look at supermajority requirements in our policies and bylaws. We will also circle back to recusal requirements when we have new legal counsel identified for the board.

#### **11.4. BOD Committee: Education**

Melissa Jacobsen, Education Committee Chair, reported. The Education Committee did not meet this month. The board education software, iProtean, has been acquired by Veralon, and we're planning to meet with new representatives next month.

#### **11.5. Chief of Staff**

Dr. Tuomi reported on behalf of Dr. Landess. We have welcomed several new physicians over the past month and are happy to have them on board. The Emergency Room and patient floor have been very busy lately.

#### **11.6. Service Area Board Representative**

Amber Cabana reported on behalf of the Service Area Board (SAB). The SAB did not meet last month so there was not much to report. The next scheduled meeting is August 10th. There will be several open seats on the board this fall, so there has been a recruitment effort.

## **12. DISCUSSION**

### **13. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER**

Mayor Micciche spoke to the board. He shared how important South Peninsula Hospital is to the borough, and how they plan to be partners with SPH, as owners of the hospital. He explained that although they was not comfortable going out to bonds this year, the borough did come up with other options for SPH to move forward with their projects, and the borough will support going out for a bigger bond project in 2024.

John Hedges, KPB Purchasing & Contract Director, gave an update on the current process of assessing the SPH facility and targeting the highest priority for replacement and restoration of the aging plant.

Mayor Micciche and Ryan Smith discussed how the borough and hospital leadership could support each other. Mr. Smith mentioned that we are operating a declining

asset and what the hospital needs going forward is for the borough to help move quickly on projects to help with the aging plant. He appreciates Mayor Micciche and Mr. Hedges for meeting with him to support the hospital on its goals to update the electronic medical record, to find consistent housing for staff and physicians, and to move forward with the certificate of need project.

Lane Chesley, KPB Assembly member, suggested that South Peninsula Hospital give their quarterly report on a different day from Central Peninsula Hospital, to allow more discussion with assembly member. He also encouraged hospital representation at committee meetings.

Brent Hibbert, KPB Assembly member, encouraged the hospital administration and board to share information with Lane Chesley and Mike Tupper, so they can continue to update the assembly.

Mike Tupper, KPB Assembly member, encouraged the board to consider membership term limits, as a way to make sure a board doesn't turn into an echo chamber.

#### **14. COMMENTS FROM THE BOARD**

(Announcements/Congratulations)

##### **14.1. Chief Executive Officer**

Mr. Smith had no further comments.

##### **14.2. Board Members**

Julie Woodworth appreciated the governance report and the balanced scorecard update. Dr. Knapp thanked the mayor and borough representatives for being present. Bernadette Wilson welcomed the new physicians and congratulated the finance team on meeting their goals of Days in Accounts REceiveable and Days Cash on Hand. She thanked the mayor and his team for attending the meeting, and for their support. She thanked Mr. Weisser for everything the Governance Committee has accomplished. Aaron Weisser thanked the kitchen crew for hte excellent dinner. Melissa Jacobsen thanked the mayor and his staff for attending the meeting. Walter Partridge expressed his appreciation for the financial staff at the hospital. Beth Wythe thanked the mayor for attending the meeting, and appreciates that he is stepping up to help the hospital with long term needs. She congratulated the hospital staff for all the improvements in the scorecard. Kelly Cooper thanked Mayor Micciche for making the trip to Homer. She also thanked hospital staff working on making the outpatient order process more smooth. As a patient of the hospital, she has noticed a marked improvement.

#### **15. INFORMATIONAL ITEMS**

##### **15.1. AHHA Annual Conference September 20-21st**

<https://www.alaskahha.org/conference>

#### **16. ADJOURN TO EXECUTIVE SESSION (IF NEEDED)**

The board adjourned to executive session at 7:00pm, and returned to open session at 7:55pm.

**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 approve the following positions in the medical staff as requested and recommended by the Medical Executive Committee. Melissa Jacobsen seconded the motion. Motion carried.*

Reappointment (Telemed)

Desai, Kinjal MD; Telestroke/Neurology; Telemedicine  
Goueli, Hisam MD; Telepsych/Psychiatry; Telemedicine  
Mao, Yi MD; Telestroke/Neurology; Telemedicine  
Skolnick, Alan MD; Cardiology/Remote Echo Interp; Courtesy Staff

Reappointment

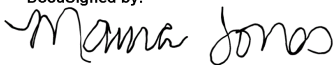
Marsh, Miranda CRNA; Anesthesia; Active Staff


**18. ADJOURNMENT**

The meeting was adjourned at 7:57pm.

Respectfully Submitted,

Accepted:

DocuSigned by:  
  
FC6CF6041CAE4DF...  
Maura Jones, Executive Assistant

DocuSigned by:  
  
352FEAD016F54B4...  
Kelly Cooper, President

Minutes Approved: 08/23/2023

DocuSigned by:  
  
40F15ADB220F4CF...  
Julie Woodworth, Secretary