



MINUTES
Board of Directors Meeting
5:30 PM - Wednesday, August 23, 2023
Conference Rooms 1&2 and Zoom

The Board of Directors of the South Peninsula Hospital was called to order on Wednesday, August 23, 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, Todd Boling, Melissa Jacobsen, Walter Partridge, Aaron Weisser, Bernadette Wilson, Secretary Julie Woodworth, Beth Wythe, and CEO Ryan Smith

BOARD EXCUSED: Julie Woodworth, Keriann Baker, Matthew Hambrick and Edson Knapp.

ALSO PRESENT: Mako Haggerty (Public Comment); Derotha Ferraro (Marketing Director); Angela Hinnegan (COO); Maura Jones (Executive Asst)
**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.*

A quorum was present.

3. REFLECT ON LIVING OUR VALUES

Derotha Ferraro spoke about South Peninsula Hospital's Community Health and Wellness Educator, Annie Garay, and what valuable services she provides to the community and how she is a great ambassador for the hospital.

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

Mako Haggerty expressed concerns about the way mandatory Department of Transportation drug testing is handled in the lab department. His concerns revolved around how long it takes to get results, and interactions with staff.

Ms. Cooper and Mr. Smith thanked Mr. Haggerty for bringing this concern forward.

6. APPROVAL OF THE AGENDA

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

7. APPROVAL OF THE CONSENT CALENDAR

Ms. Jacobsen read the consent calendar into the record.

- 7.1. Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for July 26, 2023**
- 7.2. Consideration to Approve July FY2024 Financials**
- 7.3. Consideration to Approve the Updated Bloodborne Pathogen Exposure Plan**
- 7.4. Consideration to Approve SPH Board of Directors Resolution 2023-23, A Resolution of the South Peninsula Hospital Board of Directors Authorizing Bank Account Signers**
- 7.5. Consideration to Approve SPH Resolution 2023-25, A Resolution of the South Peninsula Hospital Board of Directors Approving a Minor Alteration of Scope to Project 21SHB Remodel of Kachemak Bay Professional Building**

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

8. PRESENTATIONS

There were no presentations.

9. UNFINISHED BUSINESS

10. NEW BUSINESS

- 10.1. Consideration to Approve SPH Resolution 2023-24, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Operating Cash to Fund the Capital Lease of the Stryker Mako SmartRobotics System**

Staff Report: Angela Hinnegan, COO. We were getting anecdotal evidence that patients were going up the road for knee surgeries, because they have a surgical robot and we do not. We did the market share analysis, which backed up this claim. Ms. Cooper asked if this piece of equipment can be upgraded to do different surgeries, or if new equipment would need to be purchased. Ms. Hinnegan confirmed that other software/kits can be purchased for additional surgeries. For example, for \$200,000 you can purchase the tools and kits for hip surgeries. Mr. Partridge added that the Finance Committee reviewed and approved this resolution, and that the borough had been notified and was supportive.

Aaron Weisser made a motion to approve SPH Resolution 2023-24, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Operating Cash to Fund the Capital Lease of the Stryker Mako SmartRobotics System. 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>Excused</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Keriann Baker</i>	<i>Excused</i>
<i>M. Todd Boling</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Excused</i>
<i>Melissa Jacobsen</i>	<i>Yes</i>
<i>Edson Knapp</i>	<i>Excused</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Kelly Cooper</i>	<i>Yes</i>

10.2. FIRST READING: Consideration to Revise the Board of Directors Bylaws to Clarify Language Regarding Number of Votes Required for Censure or Removal of a Board Member.

Aaron Weisser reported on behalf of the Governance Committee. One of the committee's last items for the year was to review the supermajority requirements in the bylaws. The committee agreed with all situations in which a supermajority was required, but in that discussion, the committee called into question the clarity of the language around censure or removal of a board member. We are bringing forth this suggested bylaw revision to clarify that in a vote to censure or remove a board member, the member in question would not be included in the vote, or count towards the majority totals.

There were no comments or questions. This was the first reading of the proposed change, so no action could be taken.

11. REPORTS

11.1. Chief Executive Officer

Ryan Smith, CEO, reported. The balanced scorecard was included in the packet, but no updates were made from the previous month. Mr. Smith and Ms. Hinnegan gave the quarterly report to the Kenai Peninsula Borough Assembly, and also met with Mayor Micciche and John Hedges. Mr. Smith updated the group on current projects in process, as well as new medical staff members.

11.2. BOD Committee: Pension

Walter Partridge, Pension Chair, reported. The Pension Committee met last week. Representatives from Newport gave an excellent on all of the plans. They gave updates on future concerns and regulatory changes and lawsuits. The plans are well funded and they did not recommend any changes to our plans as they currently stand. Ms. Hinnegan also reviewed her summary report of results for the quarter, with a positive 6% for the quarter.

11.3. BOD Committee: Finance

Walter Partridge, Finance Chair, reported. The Finance Committee met last week, and reviewed the financials for July. There were very high volumes for the month, which translated to a lot of hard work for staff. The committee also reviewed and approved the resolution on the agenda tonight.

11.4. BOD Committee: Governance

Aaron Weisser, Governance Chair, reported. The Governance Committee met last week. The Doctors Dinner will be held next Tuesday at 6pm and we hope to see everyone in attendance. There was some discussion about whether the event should be an informal social affair, or if there should be a structured time for medical staff members to express any concerns. The board was generally supportive of a social gathering without a structured format. The committee also reviewed policy EMP-09, CEO Succession Plan. Beth Wythe has volunteered to work on revisions and bring those back to the committee. Derotha Ferraro will be putting out the advertisements for the open board seats.

11.5. BOD Committee: Education

Melissa Jacobsen, Education Chair, had nothing specific to report. iProtean has not been used to its full potential this past year, so the board has decided to put it on hold and not renew the contract at this time, pending new board members and discussion of how to use the program to its full potential.

11.6. Service Area Board Representative

There was no Service Area Board representative present for this meeting.

12. DISCUSSION

13. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER

There were no further comments from the audience.

14. COMMENTS FROM THE BOARD

(Announcements/Congratulations)

14.1. Chief Executive Officer

Mr. Smith congratulated Dr. Eneboe on his Paton Award, from AHHA. He also congratulated Kim Greer on being honored through Providence's "Celebrating Nurses 2023."

14.2. Board Members

Bernadette Wilson wished Ms. Cooper a Happy Birthday. She shared that a dear friend had a spouse hospitalized both in Anchorage and in Homer and had only glowing comments about his treatment in Homer. Aaron Weisser noted there will be no Governance Committee meeting next month as he'll be out of town. He gave kudos to the committee for their hard work over the year, and to Ms. Wilson for always bringing the historical perspective to the conversation. Walter Partridge also wished Ms. Cooper a Happy Birthday and expressed appreciation for all the leadership reports. He appreciated the business plan for

the Mako surgery robot. Ms. Cooper expressed her gratitude for care she had received at the hospital.

15. INFORMATIONAL ITEMS

16. ADJOURN TO EXECUTIVE SESSION (IF NEEDED)

The board adjourned to Executive Session at 6:32pm.

17. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

The board came out of Executive Session at 7:18pm.

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)

Anderson, Frederick, DO; Telerad – vRad; Courtesy Staff
Gutstein, Laurie, MD; Telerad – vRad; Courtesy Staff
Pratt, Alan, MD; Telerad – vRad; Courtesy Staff

Reappointment

Adcox, Brent, MD; Orthopedic Surgery; Active Staff
Ault, Kathryn, CNM; Midwifery; Active Staff
Ellis, Diane, MD; OB/GYN; Courtesy Staff
Mentzer, Kurt, MD; Orthopedic Surgery; Courtesy Staff
Rife, Jill, DNP, MSN; Family Medicine; Active Staff
Williams, Anna, ANP; Family Medicine; Active Staff

Appointment

Bush, Lisbeth MD; Radiology (RCI); Courtesy Staff
Wong, Steven MD; Oncology (CPH); Courtesy Staff

18. ADJOURNMENT

The meeting was adjourned at 7:19pm.

Respectfully Submitted,

DocuSigned by:



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Maura Jones, Executive Assistant

Accepted:

DocuSigned by:



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Kelly Cooper, President

Minutes Approved: 9/27/2023

DocuSigned by:



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Julie Woodworth, Secretary

