



MINUTES
Board of Directors Meeting
5:30 PM - Wednesday, February 28, 2024
Conference Rooms 1&2 and Zoom

The meeting of the Board of Directors of South Peninsula Hospital was called to order on Wednesday, February 28, 2024, at 5:30 PM, in Conference Rooms 1&2 and via Zoom.

1. CALL TO ORDER

Vice President Melissa Jacobsen called the regular meeting to order at 5:30pm.

2. ROLL CALL

BOARD PRESENT: Matthew Hambrick, Melissa Jacobsen, Edson Knapp, Walter Partridge, Aaron Weisser, Bernadette Wilson, Beth Wythe, Matthew Bullard and Jared Baker

BOARD EXCUSED: Preston Simmons

ALSO PRESENT: Ryan Smith (CEO), Angela Hinnegan (COO), Anna Hermanson (CFO), Rachael Kincaid (CNO), Dr. Christy Tuomi (CMO), Maura Jones (Executive Assistant), Dr. Landess (Chief of Staff) and Willy Dunne (Service Area Board).

**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. Ms. Jacobsen agreed to chair the meeting, since Mr. Weisser was attending via Zoom.

3. REFLECT ON LIVING OUR VALUES

Rachael Kincaid, CNO, shared how Homer Medical Center has been doing a lot of work to reduce wait times and has been successful. She also read comments from patients who had a stellar experience at the SPH Specialty Clinic.

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 public.

6. APPROVAL OF THE AGENDA

Ms. Wythe asked that the name of the policy in 7.5 be changed to reflect the new name of the policy, "CEO Emergency Succession Plan."

Beth Wythe made a motion to approve the agenda with the amendment to 7.5. Edson Knapp seconded the motion. Motion Carried.

7. APPROVAL OF THE CONSENT CALENDAR

Ms. Wythe read the consent calendar into the record.

- 7.1. Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for January 24, 2024**
- 7.2. Consideration to Approve January FY2024 Financials**
- 7.3. Consideration to Approve the Annual Report to the Contract Administrator**
- 7.4. Consideration to Approve the South Peninsula Hospital Respiratory Protection Plan**
- 7.5. Consideration to Approve revised policy EMP-09, CEO Emergency Succession Plan, as recommended by the Governance Committee**
- 7.6. Consideration to Approve a Retirement Proclamation for Patti Russell after 34 Years of Service to South Peninsula Hospital**

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

8. PRESENTATIONS

8.1. Retirement Proclamation for Patti Russell

Ms. Kincaid read a proclamation honoring Patricia Russell on her retirement after 34 years of service to South Peninsula Hospital.

9. UNFINISHED BUSINESS

There was no unfinished business.

10. NEW BUSINESS

10.1. Consideration to Approve New Medical Staff Privileges for Acupuncture as Recommended by the Medical Executive Committee

Dr. Christina Tuomi, CMO, reported. Dr. Hans Amen, one of the new family medicine physicians, is trained in battlefield acupuncture and would like to offer this modality to his patient population. The medical staff has conducted the appropriate research and developed acupuncture privileges to cover acupuncture performed at South Peninsula Hospital (SPH).

Beth Wythe made a motion to approve New Medical Staff Privileges for Acupuncture as Recommended by the Medical Executive Committee. Edson Knapp seconded the motion. Motion Carried.

10.2. Consideration to Approve South Peninsula Hospital (SPH) Resolution 2024-03, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of \$250,000 of Operating Cash to Fund the Relocation and Colocation of the General Surgery Clinic and Functional Medicine Clinic within the Main Hospital Building

Anna Hermanson, CFO, reported. This resolution requests operating cash to fund the colocation of the SPH General Surgery clinic and the Seaworthy Functional Medicine clinic in the space in the main hospital building in the Health Information Management department's former location. As this is the older part of the building, the renovations are costing more than anticipated. This is part of the series of moves required to free up space for a Childcare Center. It will also allow us to do new procedures in the General Surgery clinic.

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

Beth Wythe made a motion to approve South Peninsula Hospital (SPH) Resolution 2024-03, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of \$250,000 of Operating Cash to Fund the Relocation and Colocation of the General Surgery Clinic and Functional Medicine Clinic within the Main Hospital Building. Edson Knapp seconded the motion. A roll call vote was held:

<i>Jared Baker</i>	<i>Yes</i>
<i>Matthew Bullard</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Yes</i>
<i>Edson Knapp</i>	<i>Yes</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Preston Simmons</i>	<i>Excused</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Aaron Weisser</i>	<i>Yes</i>
<i>Melissa Jacobsen</i>	<i>Yes</i>

Motion Carried.

10.3. Consideration to Approve South Peninsula Hospital Resolution 2024-04, A Resolution of the South Peninsula Hospital Board of Directors Approving the Collective Bargaining Agreement Between South Peninsula Hospital, Inc. and the General Teamsters Local Union 959

Ms. Wythe and Dr. Knapp both declared conflicts of interest for this agenda item. Ms. Wythe and Dr. Knapp each have daughters who are employees of South Peninsula Hospital covered by the Collective Bargaining Agreement. They recused themselves.

Ms. Hermanson gave a report. The hospital negotiation team reached an agreement with the union's negotiation team. She highlighted some of the agreed upon items, including 5%, 4% and 4% increases over the next three years, staff continuing to receive annual step increases at 2080 hours, additions to shift premiums, an additional personal holiday, an increase in vision benefits and a \$700 ratification bonus. It is anticipated to cost approximately \$2.6 million annually.

Jared Baker made a motion to approve South Peninsula Hospital Resolution 2024-04, A Resolution of the South Peninsula Hospital Board of Directors Approving the Collective Bargaining Agreement Between South Peninsula Hospital, Inc. and the General Teamsters Local Union 959. Walter Partridge seconded the motion. A roll call vote was held:

<i>Jared Baker</i>	<i>Yes</i>
<i>Matthew Bullard</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Yes</i>
<i>Edson Knapp</i>	<i>Conflict of Interest</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Preston Simmons</i>	<i>Excused</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Conflict of Interest</i>
<i>Aaron Weisser</i>	<i>Yes</i>
<i>Melissa Jacobsen</i>	<i>Yes</i>

Motion Carried.

10.4. Consideration to Approve South Peninsula Hospital Resolution 2024-05, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Operating Cash to Lease Additional Clinic Space at 3726 Lake Street, Homer AK

Angela Hinnegan, COO, reported. This resolution requests a lease for additional clinic space in order to move the outpatient physical therapy presence offsite, so that their current location can be used for a women's health center. The hospital is recruiting a new OB/Gyn and there is not a space for another physician at any of the current clinics. It will also allow the hospital to co-locate the OB clinic and the West Wing.

Mr. Baker asked about the limitations surrounding the 250-yard rule. Ms. Hermanson responded that provider-based clinics must be within 250 yards of the hospital to secure the best reimbursement from the Center for Medicare & Medicaid Services (CMS). After speaking to an attorney, we may have the opportunity to have off-campus provider-based clinics, which would allow us to hold clinics further from the hospital while maintaining the cost-based reimbursement.

Beth Wythe made a motion to approve South Peninsula Hospital Resolution 2024-05, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Operating Cash to Lease Additional Clinic Space at 3726 Lake Street, Homer AK. Edson Knapp seconded the motion. A roll call vote was held:

<i>Jared Baker</i>	<i>Yes</i>
<i>Matthew Bullard</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Yes</i>
<i>Edson Knapp</i>	<i>Yes</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Preston Simmons</i>	<i>Excused</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Aaron Weisser</i>	<i>Yes</i>
<i>Melissa Jacobsen</i>	<i>Yes</i>

Motion Carried.

10.5. Consideration to Approve South Peninsula Hospital Resolution 2024-06, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Operating Cash to Fund the Lease of Olympus 3D Cameras and Power System

Ms. Hermanson reported. This resolution requests the funding for a piece of equipment that will allow SPH to offer new procedures within the OR. The cost of the lease will be more than covered by these additional surgeries that can be performed. It will also reduce surgical time and improve recovery times for other surgeries.

Beth Wythe made a motion to approve South Peninsula Hospital Resolution 2024-06, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of Operating Cash to Fund the Lease of Olympus 3D Cameras and Power System Edson Knapp seconded the motion. A roll call vote was held:

<i>Jared Baker</i>	<i>Yes</i>
<i>Matthew Bullard</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Yes</i>
<i>Edson Knapp</i>	<i>Yes</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Preston Simmons</i>	<i>Excused</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Aaron Weisser</i>	<i>Yes</i>
<i>Melissa Jacobsen</i>	<i>Yes</i>

Motion Carried.

10.6. Consideration to Approve South Peninsula Hospital Resolution 2024-07, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of \$215,000 of Operating Cash to Fund the Relocation of the Education Department, Training Center and SART/SANE Offices

Ms. Hinnegan reported This resolution allows for additional funding for the renovations to the Lake Street property SPH leased to house the Education, Training and SART/SANE programs, as part of the transition to free up the 203 W Pioneer Ave building for a Childcare Center. There were electrical deficiencies in the new space that needed to be fixed, which caused us to go over budget. This resolution requests the board allocate those funds for fixing the electrical deficiencies.

Beth Wythe made a motion to approve South Peninsula Hospital Resolution 2024-07, A Resolution of the South Peninsula Hospital Board of Directors Approving the Use of \$215,000 of Operating Cash to Fund the Relocation of the Education Department, Training Center and SART/SANE Offices. Walter Partridge seconded the motion. A roll call vote was held:

- Jared Baker* Yes
- Matthew Bullard* Yes
- Matthew Hambrick* Yes
- Edson Knapp* Yes
- Walter Partridge* Yes
- Preston Simmons* Excused
- Bernadette Wilson* Yes
- Beth Wythe* Yes
- Aaron Weisser* Yes
- Melissa Jacobsen* Yes

Motion Carried.

11. REPORTS

11.1. Chief Executive Officer

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

- Thank you to the board for voting to ratify the CBA, and thank you to the negotiation teams for their hard work and dedication.
- Thank you to everyone who attended the Rural Health Care Leadership conference earlier in the month, and to Ms. Kincaid, Dr. Tuomi, Dr. Christy Martinez, Sue Shover and everyone who worked on the sepsis initiative.
- Mr. Smith and Ms. Kincaid attended the Alaska Hospital and Healthcare Association legislative fly-in. They continue advocating for the Nurse Licensure compact.

- CPH has been working hard to bring a Medicaid demonstration project to the Kenai Peninsula.
- Lots of medical staff recruitment in psychiatry, OB, neurology, pediatrics, and others.
- Mr. Smith and Ms. Hinnegan continue to work with the Mayor and borough staff to put together a bond package that will include the Certificate of Need project, the housing project and infrastructure.

11.2. BOD Committee: Pension

Walter Partridge, Pension Committee Chair, reported. A memo is included in the packet to satisfy the annual reporting requirement for the committee. There were also two Pension policies attached. They are Pension Committee policies, not Board policies, so they do not require board approval, but they are included for your information. PEN-02 was updated, and it covers the new plans and spells out the criteria for measuring how well the plans are doing and defining roles. PEN-01 gives guidance to Newport and others on what to do with the defined benefit plan. No changes were recommended to this policy. At the Pension Committee meeting, Newport reviewed all the reports and measurements. There are a couple plans that are on the watch list, but are not doing too badly, so there are no recommendations for changes at this time.

11.3. BOD Committee: Finance

Walter Partridge, Finance Committee Chair, reported. The committee reviewed two finance policies and recommended no changes. The committee also reviewed several of the resolutions brought to the board tonight, as well as the finances for January. Revenues were up, as were workload indicators. Operating margin was 4.5% vs. the target 3.5% and the total margin was 0.

11.4. BOD Committee: Governance

Beth Wythe, Governance Chair, reported. The Governance Committee had some changes to leadership and membership so this committee meeting was largely dedicated to getting organized. The committee did a thorough review of the consultant call, and assigned a subcommittee to do a bylaw review.

11.5. BOD Committee: Education

Education Committee did not meet in February, but is scheduled to meet in March.

11.6. Chief of Staff

Dr. Landess had nothing to report.

11.7. Service Area Board Representative - Willy Dunne

Willy Dunne reported on behalf of the Service Area Board (SAB). He welcomed the new board members. The SAB met on February 8th and passed a recommendation to the borough assembly to adopt the capital budget. He thanked Ms. Hermanson for supplying the itemized list with descriptions well in advance of the meeting. He also appreciated Brandi Harbaugh, KPB Finance Director, for attending the last two meetings to help with questions surrounding the adoption of the budget and sending it to the assembly. He added the mill rate for 601 fund will go down this year because of increased property values.

One SAB member, Francie Roberts, attended the Rural Healthcare conference this year and found it very helpful and educational. Helen Armstrong was appointed to the SPH Foundation board as a liaison.

12. DISCUSSION

There were no additional items for discussion.

13. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER

There were no comments from the audience.

14. COMMENTS FROM THE BOARD

14.1. Chief Executive Officer

Mr. Smith congratulated Patti Russell on her retirement.

14.2. Board Members

Ms. Wilson, Mr. Bullard, Mr. Hambrick and Dr. Knapp had no comments. Mr. Weisser thanked Ms. Jacobsen for chairing the meeting since he had to Zoom into the meeting from out of state. He requested any feedback regarding committee assignments or interest in participating in other committees. He thanked the team that traveled to the Rural Health Care Leadership Conference and the hospital for allowing him the opportunity to attend. Ms. Wythe congratulated Patti Russell on her years of service at SPH. Mr. Baker congratulated Ms. Russell as well and seconded Mr. Weisser's comments regarding the conference. Ms. Jacobsen thanked everyone for the productive and efficient meeting.

15. INFORMATIONAL ITEMS

15.1. Medical Staff Dinner at Land's End, 3/6 at 6pm

Ms. Jacobsen reminded the board of the Board of Directors & Medical Staff dinner at Land's End on March 6th.

15.2. Administrative Forms to be Completed

Ms. Jacobsen asked anyone who had not completed the annual forms to please return them to Ms. Jones.

15.3. Annual Board Calendar

The annual calendar of board agenda items will be included in every board packet for informational and planning purposes.

15.4. Board of Directors Work Session: April 12/13 at Church on the Rock Office

Ms. Jacobsen reminded the board of the upcoming work session with Jamie Orlikoff and staff members.

16. ADJOURN TO EXECUTIVE SESSION

The board adjourned to executive session at 6:25pm.

17. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

The board moved back into open session at 7:35pm.

17.1. Credentialing

After review of the applicant's files through the secure online portal, Beth Wythe moved to approve the following positions in the medical staff as requested and recommended by the Medical Executive Committee. Walter Partridge seconded the motion. Motion carried.

Reappointments

Nathan Kincaid, MD; General Surgery; Active Staff

Naveed Nausheen, MD; Teleradiology; Telemedicine Privileges only

Appointments

Jessica Jule, CRNA; Anesthesia; Active Staff

18. ADJOURNMENT

The meeting adjourned at 7:37pm.

Respectfully Submitted,

Accepted:

DocuSigned by:

Maura Jones

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Maura Jones, Executive Assistant

DocuSigned by:

[Signature]

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Aaron Weisser, President

Minutes Approved:

DocuSigned by:

Mary E. Wythe

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Mary E. Wythe, Secretary