

MINUTES

Board of Directors Meeting

6:30 PM - Wednesday, September 24, 2025

Conference Rooms 1&2 and Zoom

The meeting of the Board of Directors of South Peninsula Hospital was called to order on Wednesday, September 24, 2025, at 6:30 PM, in the Conference Rooms 1&2 and Zoom.

1. CALL TO ORDER

President Aaron Weisser called the regular meeting to order at 6:30pm.

2. ROLL CALL

BOARD PRESENT: Aaron Weisser, Edson Knapp, Walter Partridge, Michael Dye, Bernadette Wilson, Beth Wythe, Preston Simmons, Matthew Bullard, Christopher Landess, Kim Frost

BOARD EXCUSED:

ALSO PRESENT: Ryan Smith, CEO; Amber Gall, CNO; Dr. Sarah Roberts (Chief of Staff), Maura Gibson (Exec. Asst.)

**Only meeting participants who comment, give report or give presentations are noted in the minutes. Others may be present.*

A quorum was present.

3. REFLECT ON LIVING OUR VALUES

Amber Gall, CNO, reported. She shared a story of collaboration with the local emergency services when a patient needed to get to Central Peninsula Hospital, but due to weather the helicopter could not fly. KESA was able to provide an ambulance to transport the patient and SPH sent two of their personnel with the truck to manage the advanced care.

4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS

Mr. Weisser welcomed everyone. Rules for Participating in a Public Meeting were provided in the virtual packet and in the room.

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

Michael Dye made a motion to approve the agenda as presented. Beth Wythe seconded the motion. Motion Carried.

7. APPROVAL OF THE CONSENT CALENDAR

Beth Wythe read the consent calendar into the record.

- 7.1. Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for August 27, 2025**
- 7.2. Consideration to Approve August FY2026 Financials**
- 7.3. Consideration to Approve PEN-001 Employee Investment Policy, PEN-002 403b and 457 Plan Investment and F-07 Pension Plan Investment.**
- 7.4. Consideration to Approve Policies SM-11 Employee Recognition and SM-12 Board Member Stipends with No Changes as Recommended by the Governance Committee**
- 7.5. Consideration to Approve a Proclamation for Fidoysia Reutov on her Retirement after 23 Years at South Peninsula Hospital**

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

8. PRESENTATIONS

- 8.1. Presentation of a Proclamation to Fidoysia Reutov on her Retirement after 23 Years at South Peninsula Hospital**

Aaron Weisser read a proclamation for Fidoysia Reutov on her retirement after 23 years at South Peninsula Hospital. He presented her with a copy of the proclamation and expressed his appreciation for her service on behalf of the board.

9. UNFINISHED BUSINESS

There was no unfinished business.

10. NEW BUSINESS

- 10.1. Consideration to Approve the revised Medical Staff Bylaws, as amended by the SPH Medical Staff**

Sarah Roberts, Chief of Staff, reported. The medical staff has been working on a comprehensive revision of the bylaws for the past year. The revisions were approved by the general medical staff at their meeting two weeks ago.

Beth Wythe made a motion to approve the revised Medical Staff Bylaws, as amended by the SPH Medical Staff. Christopher Landess seconded the motion. Motion Carried.

- 10.2. FIRST READING of an Amendment to the SPH Board of Directors Bylaws to Remove the Reference to Robert's Rules and Replace with Succinct Meeting Rules that Reflect Current Practice (no action required)**

The complete text of the revised bylaws were provided to the board for a first reading. The revision will remove the reference to Robert's Rules of Order and replaces it with succinct meeting rules that reflect the board's current practice. The second reading and vote on the bylaws amendment will occur at the October meeting.

11. REPORTS

11.1. Chief Executive Officer

Ryan Smith, CEO, gave a verbal report. He thanked everyone who attended the AHHA Annual Conference from the board. SPH's Long Term Care facility was awarded the AHCA/NCAL Silver Award at the conference.

11.2. BOD Committee: Finance & Pension

Walter Partridge, Finance & Pension Committee Chair, reported. The committee met last week. They discussed the Pension policies, and since the Pension Committee has been combined with Finance Committee, and is no longer a separate body acting as a trustee for the Pension Plan, the Pension Policies would now be considered board policies. They were placed on the consent agenda for full board approval. They also discussed the finances, which were impacted by the Epic transition, and a grants report.

11.3. BOD Committee: Strategic Planning & Community Relations

The Strategic Planning & Community Relations Committee did not meet in September.

11.4. BOD Committee: Governance

Beth Wythe, Governance Committee Chair, reported. Policies SM-09 and SM-10 are provided with revisions, focused on realigning with the new committee structures and information regarding to orientation. Included in the packet is also a new policy regarding Investigation of CEO Misconduct. The committee realized there was no process for handling this situation, and created this policy. It is provided for initial review. The committee is also completing interviews with board candidates for 2026 and continuing to review the bylaws.

11.5. BOD Committee: Quality

Preston Simmons, Quality Committee Chair, reported. The committee met and discussed emergency preparedness, and also laid out the Quality Committee calendar for the next 12 months.

11.6. Chief of Staff

Dr. Sarah Roberts, Chief of Staff, reported. The medical staff met, and heard a presentation on the new Childcare Center. In addition to the bylaws, the medical staff has been working on updating the Rules and Regulations as well. They are looking forward to the Board and Medical Staff Dinner in October.

11.7. Service Area Board Representative

Tamara Fletcher reported on behalf of the Service Area Board (SAB). The SAB met in September, with no unfinished or new business. There are three seats up for election on October 7th. Kathryn Ault has also stepped down, so

someone will be appointed to replace her after the election. Ms. Fletcher reported she was able to attend the AHHA conference and found it very informative.

12. DISCUSSION

There were no 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

(Announcements/Congratulations)

14.1. Chief Executive Officer

Mr. Smith had no further comments.

14.2. Board Members

Preston Simmons congratulated Long Term Care on their Silver award. Dr. Edson Knapp expressed appreciation for Mr. Simmons and his leadership on the new Board Quality Committee. Mike Dye shared that he enjoyed the conference. Bernadette Wilson congratulated Long Term Care, and shared that she enjoyed the conference and the generative discussions with the board. Beth Wythe also enjoyed the conference, and asked Committee Chairs to review charters between now and the end of the year. She reminded the board that they will be hosting an Ice Cream Social for staff on October 23rd. Aaron Weisser felt the self-assessment efforts with Governwell have been very fruitful and allow the board to improve.

15. INFORMATIONAL ITEMS

There were no informational items.

16. ADJOURN TO EXECUTIVE SESSION (IF NEEDED)

The board adjourned to Executive Session at 7:00pm.

17. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

The board moved back into open session at 7:15pm.

17.1. Consideration to Approve Resolution 2025-21, Approving the Medical Staff Credentialing for September, 2025

Beth Wythe made a motion to approve Resolution 2025-21, Approving the Medical Staff Credentialing for September, 2025 to include:

The reappointment of:

*Ahmed Abuzaid, MD
Devry Garity, PNP*

*Cardiology-TeleEcho
Pediatrics*

*Courtesy-AKH&VI
Active*

<i>Michael Hennigan, MD</i>	<i>Internal Medicine</i>	<i>Courtesy</i>
<i>Adam Hecht, MD</i>	<i>Radiology</i>	<i>TeleRad-vRad</i>
<i>Jacob Kelly, MD</i>	<i>Cardiology-TeleEcho</i>	<i>Courtesy-AKH&VI</i>
<i>Gregory Kenyherz, MD</i>	<i>Radiology</i>	<i>TeleRad-vRad</i>
<i>Jessica Malone, MD</i>	<i>Internal Medicine</i>	<i>Courtesy</i>
<i>Michael Rethy, MD</i>	<i>Radiology</i>	<i>TeleRad-vRad</i>
<i>Gene Quinn, MD</i>	<i>Cardiology-TeleEcho</i>	<i>Courtesy-AKH&VI</i>
<i>Sarah Truitt, MD</i>	<i>Ob/GYN</i>	<i>Courtesy</i>
<i>Renda Knapp, MD</i>	<i>Ob/GYN</i>	<i>Active</i>

And the appointment of:

<i>Ian Lawrence, MD</i>	<i>Internal Med & Pediatrics</i>	<i>Active</i>
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Bernadette Wilson seconded the motion. Edson Knapp, MD recused himself from the motion, as his wife is included in the credentialing for this month. Motion Carried.

18. ADJOURNMENT

The meeting adjourned at 7:45pm.

Respectfully Submitted,

Accepted:

Maura Gibson, Executive Assistant

Aaron Weisser, President

Minutes Approved: 10/29/2025

Mary E. Wythe, Secretary