

**SOUTH PENINSULA HOSPITAL, INC.
REGULAR BOARD MEETING**

SPH Conference Rooms

April 28, 2010

Call To Order

The BOD went into Executive Session to discuss personnel and financial matters prior to the start of the regular meeting.

*******Into Executive Session – 6:19 p.m.*******

*******Out of Executive Session – 6:58 p.m.*******

******* Regular Session – 7:05 p.m.*****.**

President Kelly Cooper called the regular meeting to order at 7:05 p.m.

Present:	Vickey Hodnik	Walter Partridge
	Kelly Cooper	Matt North
	Bernadette Wilson	Nina Allen
	Matt Hambrick	Julie Woodworth

Excused: Kent Haina

Also Present: Robert Letson, CEO
Kim Greer, RN
Robbie Coffey, RN
Sara Karnos, Administrative Assistant
Larry Shirts, Director of Support Services
Nantia
Jan Hanenberger, Homer Secretarial Services

A quorum was present.

Announcements, Welcome Guests & Public

President Cooper welcomed everyone and introduced Larry Shirts, new Director of Support Services. Announcements were:

- May 1 is SPH Clean-up Day.
- May 10 – 14 is National Hospital Week. List of activities for the week was provided to the members.
- May 15 is the hospital's Annual Awards Banquet at 6:00 p.m. at Wasabi's.

President Cooper then presented a token of appreciation from the BOD to Sara Karnos and Marilyn Romans for all the help they provide to the board.

Approval of Agenda

Partridge/Allen moved/seconded:

To approve the Agenda. Motion passed.

Comments of Audience

There were no comments.

Approval of Consent Agenda

Secretary Wilson requested pulling Item C, Consideration to Approve Governance Committee Charter. It will now be Item D, under New Business.

Hambrick/Woodworth moved/seconded:

To approve the revised Consent Agenda. Motion passed.

Board Secretary Wilson read the Consent Agenda items into the record:

Consideration to Approve the Minutes of March 24, 2010 Board of Directors Meeting.

Consideration to Approve HW-092, Purchasing Authority.

Consideration to Approve Finance Committee Charter.

Consideration to Approve Education Committee Charter.

Presentations:

A. Bainbridge Video Presentation: The Board's Relationship with the Medical Staff

Mr. Partridge mentioned after the Education Committee reviewed several of the Bainbridge presentations, they felt this video dealt with issues the board has been involved with recently, and felt the information would be beneficial. Some issues were credentialing and privileges, and quality of patient care. Comments followed.

Reports:

A. Service Area Board Representative

Chair Judith Lund reported:

- Ryan Ridge was appointed to the SAB filling Seat G. The SAB now has a full board.
- Rotating schedule has now been established so that every SAB member will attend at least one BOD meeting during the year.
- Budget process is moving forward.
- SAB approved the resolution for reallocation of funds for the surgery doors.
- SAB had a discussion regarding the Jamie Orlikoff presentation. His comments were disappointing to the members.

Chair Lund thanked the BOD members for all their hard work.

B. Chief Executive Officer

Other than his written report CEO Letson mentioned:

- National Hospital Week is coming up. KPB Mayor Carey will be attending the BBQ.
- Legislative items that passed at the last minute that will have impact on the hospital are:
 1. Bill limiting nurse overtime.
 2. Law for a Trauma Care Fund which will be offering hospitals an incentive to seek trauma designation. SPH will be checking into this.
- Ms. Ferraro and Mr. Letson will be contacting the Rasmuson Foundation on behalf of the MRI project.
- SPH will be sharing benchmarking information with the Kodiak hospital to help compare services.

Comments, questions, and answers followed.

C. Chief Financial Officer

Acting CFO Meyer was unable to attend and CEO Letson provided the following information for March:

- Profit of \$7,822.00 from operations.
- EBITDA was a positive \$201,000, and year-to-date a positive \$408,000.
- Gross patient revenue was under budget by 2.3%.
- AR days dropped to 67 days and days of cash on hand increased to 51.

D. Board President

President Cooper mentioned appreciating all the additional time the members are giving during a very busy time and reported:

- Last week's mixer was very well attended.
- Budget workshop was very successful and thanked Mr. Letson and Ms. Meyer for all their hard work.
- Ms. Woodworth, Mr. North, Mr. Letson, and Ms. Cooper will be meeting with board representatives and the CEO of CPH to share ideas and best practices. Report will be provided at next month's meeting.

E. Marketing Report

Written report included in the packet. Nothing more added.

F. Board Committees:

Finance

Mr. Partridge had nothing further to add to his written report. There were no questions.

Governance

Ms. Woodworth reported they are:

- Working on a calendar for the year.
- Reviewing By-laws
- Updating committee policies.

- Creating placemats with “vision, mission and goals”.
- Reviewing credentialing procedures.
- Working on board evaluation.
- Planning Doctors’ dinner.

Next meeting is May 5 at 4:00 p.m.

Education

Mr. Partridge touched on a few highlights of his written report. There were no questions.

BOD Representative to Service Area Board Meeting

Ms. Woodworth was unable to attend.

Unfinished Business

A. MRI Update and Consideration to Approve Board President Assistance

CEO Letson reported the MRI building project quote for the stick built option has not yet been provided by the KPB Construction Department. Due to the timeframe involved, and possible problems on the way, Mr. Letson requested the board grant approval for the BOD President to communicate to the KPB Mayor the importance of the matter.

Woodworth/Wilson moved/seconded:

To approve the initiation of communications between the South Peninsula Hospital Board President and the Kenai Peninsula Borough Mayor to expedite the MRI building project. Comments followed. Motion passed.

New Business

A. Review of Strategic Action Plan Quarterly Report

CEO Letson provided a brief review and information of the written report included in the meeting packets. Questions and answers followed.

B. Consideration to Approve Resolution 2010-10-A, Resigning SPH from ASHPIN, LLC

CEO Letson reported there has not been anything happening with the group for nine months. CPH has already resigned.

Hambrick/Woodworth moved/seconded:

To approve Resolution 2010-10-A resigning South Peninsula Hospital from ASHPIN, LLC. Motion passed.

C. Consideration to Approve Board Policy SM-08, Committee Responsibilities Revision

Ms. Woodworth provided a brief report on behalf of the Governance Committee.

Partridge/Allen moved/seconded:

To accept the Governance Committee recommendation to amend SM-08 policy on Committee Responsibilities. Comments followed with a friendly amendment by Ms. Wilson to move CEO Evaluation, the third bullet on page two of three under Governance Committee,

along with the bullets below it, to appear under Ad Hoc Committee on page three of three. The maker of the motion and the second accepted the friendly amendment. Motion passed

D. Consideration to Approve Governance Committee Charter

Ms. Wilson provided her reasons for pulling this item from the consent agenda and suggested the following changes under Reports:

- Second bullet, annual board education plan, be removed.
- Sentence where it read, “Annual review of average attendance, and each director’s attendance at board meetings, ~~education sessions~~, and (if possible) community events”, in the third bullet, the words *education sessions* be removed. There were no objections.

Wilson/North moved/seconded:

To approve the Governance Committee charter with removal under Reports: second bullet that says annual education plan, and under third bullet, education sessions. Motion passed.

Discussion: Joint Conference Committee – Julie Woodworth

Ms Woodworth provided ideas for an ad hoc Joint Conference Committee made up of three BOD members, two Medical Staff, and the CEO, CFO, CNO and QI managers. Discussion with various suggestions and ideas followed. Matt Hambrick, Walter Partridge and Matt North volunteered to represent the BOD at the first meeting. Ms. Woodworth will draft a sample charter.

Comments from the Audience

- Robbie Coffey would like information on Jamie Orlikoff’s presentation, thanked the board for all their work, and felt the Joint Conference Committee sounded like a good addition.
- Sara Karnos thought it was a great meeting and thanked the board for the card.
- Nantia introduced herself and mentioned she was there observing the interaction of the board for a college paper.

Comments from Chief Finance Officer

No comment.

Comments from Chief Executive Officer

Robert Letson had no further comments.

Comments from Homer Secretarial Services

Jan Hanenberger thanked everyone for all that they do for the hospital, and mentioned she has received nine CEO evaluations.

Comments from the Service Area Board Representative

Judith Lund mentioned she would be out of town during the next SAB meeting.

Comments from the Board

- Vickey Hodnik felt it was a good meeting and they had a few new things to learn.

- Matt North is excited to hear what the KPB Mayor has to say about the MRI building and felt it was a great meeting.
- Bernadette Wilson felt the educational presentation this month was very timely. She appreciated CFO Meyer’s presentation of the Operating Budget to the board last evening, and felt all the departments did well in preparing the 2011 budget. She mentioned hearing a number of good comments about the mixer last week.
- Walter Partridge appreciated Ms. Ferraro getting the Rasmuson Foundation interested in the MRI situation.
- Julie Woodworth enjoys reading the hospital’s monthly newsletter, was happy to hear that there now is regular pastor care at LTC, and thanked Nantia for attending the meeting this evening.
- Kelly Cooper reminded everyone of the BBQ and Awards Banquet during National Hospital Week, and encouraged everyone to attend and show their support.

Announcements as a result of the Executive Session

Wilson/Hambrick moved/seconded:

For approval of the following practitioners as recommended by the MEC for reappointment:

- Dr. Mark Barnett, Anesthesiology, Consulting Medical Staff
- Dr. Vickey Hodnik, Dentistry, Courtesy Medical Staff
- Dr. Thomas Kramer, Cardiology, Courtesy Medical Staff

And a change in status for Dr. Thomas Wells, Radiology, from Active Medical Staff to Honorary Medical Staff. Motion passed.

The regular meeting adjourned at 8:37 p.m. A break was taken before going into Executive Session.

Executive Session

*****Into Executive Session – 8:42 p.m.*****

*****Out of Executive Session – 9:17 p.m.*****

Actions Resulting from Executive Session

There were no further actions.

Adjournment

Cooper/Hambrick moved/seconded to adjourn. Meeting adjourned at 9:17 p.m.

Respectfully submitted,

Accepted:

 Janet E. Hanenberger
 Homer Secretarial Services
 Minutes Approved: _____

 Kelly Cooper, President

 Bernadette Wilson, Secretary