

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

SPH Conference Rooms

November 18, 2009

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 – 6:01 p.m.*******

*******Out of Executive Session – 6:54 p.m.*******

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

President Barbara Howard called the regular meeting to order at 7:05 p.m.

Present:	Kelly Cooper	Vickey Hodnik
	Nina Allen (7:30 p.m.)	Kent Haina
	Walter Partridge	Bernadette Wilson
	Barbara Howard	Matt North
	Julie Woodworth	

Also Present: Robert Letson, CEO
Lori Meyer, Acting CFO, Controller/Materials Manager
Paul Mitchell, Director of Support Services
Sara Karnos, Administrative Assistant
Judy Lund, SAB Chair
Jan Hanenberger, Homer Secretarial Services

A quorum was present.

Announcements, Welcome Guests & Public

President Howard welcomed everyone. CEO Letson introduced Paul Mitchell, the hospital's new Director of Support Services, who joined the SPH staff November 10th. Mr. Mitchell had been at Mat-Su Regional Medical Center in Palmer, Alaska, and has several years of support services experience. Mr. Mitchell was glad to be part of the SPH team. President Howard also thanked Sara Karnos for all her help, and welcomed Judith Lund, SAB Chair. There were no other announcements.

Approval of Agenda

Woodworth/Wilson moved/seconded:
To approve the agenda as submitted. Motion passed.

Comments of Audience

No comments.

Approval of Consent Agenda

Woodworth/Cooper moved/seconded:

To approve the Consent Agenda including the minutes of October 28, 2009.

Board Secretary Wilson read the consent calendar item into the record:

- A. Consideration to Approve the Minutes of October 28, 2009 Regular Board of Directors Meeting.

Motion passed.

Presentations:

A. KPB Quarterly Presentation

President Howard mentioned the presentation will be given on December 1st by CEO Letson to the KPB Assembly and Mayor Carey. It will consist of: updates on the expansion project, new services being offered at SPH, what has been happening at SPH, the first quarter financial report, and a look at what is on the horizon at the hospital. Mr. Letson then shared the PowerPoint presentation with the BOD and asked for comments. Some suggestions were provided by the members.

Reports:

A. Service Area Board Meeting Representative

Chair Judy Lund reported at the last SAB meeting:

- Newly elected members were sworn in and Barbara McBride, was appointed to Seat C. Seat G is still vacant.
- Officers elected: Judith Lund – President, Ralph Broshes – Vice President, Tammy Ackerman – Secretary, Diann Martin – Treasurer.
- Mako Haggerty, newly elected KPB Assembly Represented, attended their last meeting.
- Michelle Waneka, Director of Kachemak Bay Family Planning Clinic, provided a presentation. The SAB is exploring widening their support of the clinic to include testing for more than HIV such as sexually transmitted diseases.
- Budget is being reviewed to see if the SAB could possibly continue the support the Community Health Needs Assessment project.
- SAB will try to keep a focus on looking at conservation as they review capital projects, and asked the BOD to help with encouraging conservation.

B. Chief Executive Officer

Other than his written report, CEO Letson mentioned he had provided a laydown this evening containing a summary of the Healthcare Reform Bill. Questions and answers followed.

D. Chief Financial Officer

Lori Meyer provided a laydown report. She mentioned she is not sure why October was a very poor month for collections and net AR days are at 70. Cash on hand is at 47 days. There were no questions.

E. Board President

President Howard reported:

- She recently had dinner with Senator Gary Stevens and asked him what is the best way to get projects noticed when they are in session in Juneau. He suggested that borough and city representatives spend the last 10 days in Juneau before the session closes, establish a relationship with representatives and senators, and talk about projects for Homer.

F. Board Committees:

Finance

Mr. Partridge reported:

- There was a negative earnings before interest, taxes, depreciation, and amortization of about \$2,600, which brings them down to \$601,000. This is less than what it was at this time last year but still healthier than a few years ago.
- There is concern about the net AR days and days cash on hand but things are looking better.
- Payment will be coming from the Denali Commission for the digital mammography machine.
- ER usage was up.
- Committee is working on reducing losses in Home Health Services.
- Resolution 10-14 was reviewed and a few wording changes were made and is a laydown this evening. Committee recommends approval.
- Committee reviewed the analysis done regarding employees going outside of SPH for services that are provided at SPH. There are not many going outside and over the last 21 months only 52 have occurred with no real trend showing. Other procedural areas are still being investigated.
- Discussed investigating hospital protection coverage in three areas: cyber risk, comparing checks written versus checks cleared, and identity theft.
- Administration renewed the hospital professional liability insurance coverage and saved \$31,000 from last year's fee.
- Resolution 10-16 is a requirement that must be in place to request the Denali Commission for money. It states the hospital is in agreement with and will comply with their funding requirements and rules when asking for money. Committee recommends adoption.

Ms. Woodworth recommended adding electronic fraud to hospital protection coverage. There were no other comments or questions.

Governance

No report.

Membership

Ms. Woodworth reported Dr. Hodnik has verbally confirmed she will continue on the board. Letters should go out to all the board members asking if they intend to reapply and advertising for possible new members should be placed in the newspapers.

Quality Improvement

Ms. Wilson had no report.

Marketing/Website

Mr. Haina mentioned:

- Health Fair was a big success.
- Hospital ID badges will be changed to include the new sunburst logo.

Construction.

No report.

Strategic Plan

No report.

Education

Mr. Partridge reported the committee met on November 9th and on November 11th had a very good telephonic conference with Belinda Breaux, and now have a draft agenda for the Retreat. The committee will be asking her to be with them for the two full days of the Retreat. Ms. Wilson added that the workshop on Saturday, November 21st, will start with breakfast at 7:30 a.m., with the workshop running from 8:00 a.m. until 4:00 p.m.

BOD Representative to SAB Meeting

No report.

Pension Plan

No report.

Unfinished Business

A. Consideration to Affirm Resolution 10-13, Approving Lease Agreement for Infusion Pumps

Mr. Partridge mentioned this item was discussed at the last meeting and remanded back for preparation of a board resolution. Since the members voted electronically a motion to confirm is now needed.

Cooper/Hodnik moved/seconded:

To confirm the electronic vote for Resolution 10-13, approving the five-year lease agreement with Baxter International for Infusion Pumps.

The role call vote: Yes – Howard, Wilson, Cooper, North, Hodnik, Partridge, Woodworth, Haina, Allen
No – 0

Motion passed.

B. Consideration to Approve Resolution 10-14S, Vendor Selection for Third Party Administrator Services of 403(b) Plan

Mr. Partridge reported at the October BOD meeting members agreed to approve G. Russell Knobel & Associates but it required a resolution which was not available at that time. The committee made wording changes and provided a laydown this evening replacing the one that was in their packets. Reason for wording changes is that they are not paying for a full third party

administration of the 403(b), but they are only paying for services that are legally required which are the Plan Document and Summary Plan Description.

Cooper/Allen moved/seconded:

To adopt Resolution 10-14S, accepting G. Russell Knobel & Associates proposal for 403(b) Third Party Plan Document and Summary Plan Description in the amount of \$1,500 to be charged to account 61215000.

The role call vote: Yes – Haina, Howard, Partridge, Cooper, North, Wilson, Allen, Hodnik, Woodworth
No – 0

Motion passed.

C. Consideration to Approve Resolution 10-15, Critical Access Hospital Program Evaluation for Fiscal Year 2009

CEO Letson reported this evaluation is required for a CAH annually. A draft evaluation was presented at the October meeting and there were some suggestions for additions and revisions which have been made to the document.

Partridge/Haina moved/seconded:

To adopt board Resolution 10-15, a resolution of the South Peninsula Hospital Board of Directors approving the Critical Access Hospital Program evaluation for fiscal year 2009. Ms. Wilson suggested changes/corrections:

1. On page 37 of the packet, third bullet under Item 3, New Services, it reads “*SPH assumed operations of the Sleep Lab during in September 2008.....*”, one of the underlined words should be removed.
2. On page 38 of the packet, seventh bullet under Item 6, Accomplishments, it read “*Auxiliary garden installed.*” Change to Hospital Auxiliary installed a Serenity Garden.

The role call vote: Yes – Cooper, Hodnik, Allen, Haina, Partridge, Woodworth, Wilson, Howard, North
No – 0

Motion passed.

New Business

A. Consideration to Approve Resolution 10-16, Making Certain Assurances and Commitments to the Denali Commission Regarding Denali Commission Policies

CEO Letson reported this is the resolution which the board must approve each year stating that SPH will comply with the Denali Commission Policies.

Haina/North moved/seconded:

To pass and adopt Resolution 10-16, making certain assurances and commitments to the Denali Commission regarding Denali Commission policies.

The role call vote: Yes – Howard, Wilson, Cooper, North, Hodnik, Partridge, Woodworth, Haina, Allen

No – 0

Motion passed.

Discussion: None

Comments from the Audience

None

Comments from Chief Finance Officer

Lori Meyer had no further comments.

Comments from Chief Executive Officer

Robert Letson had no further comments.

Comments from Homer Secretarial Services

- Ms. Hanenberger thanked the staff, Medical Staff, BOD and SAB for all their hard work, and wished everyone and their families a very nice Thanksgiving.

Comments from the Service Area Board Representative

- Judith Lund thanked the board and was glad to be present this evening.

Comments from the Board

- Julie Woodworth thanked the board for the lovely birthday card, is very excited the VA Clinic was approved, and apologized regarding the membership letters and advertising that were missed.
- Matt North is looking forward to the Retreat and wished everyone a Happy Thanksgiving.
- Vickey Hodnik is looking forward to the Retreat, is excited about the VA Clinic, and wished everyone a Happy Thanksgiving.
- Kent Haina wished everyone a Happy Thanksgiving and if traveling wished them a safe trip.
- Bernadette Wilson is looking forward to upcoming educational opportunities and wished everyone a Happy Thanksgiving.
- Nina Allen apologized for missing part of the meeting and also regarding the membership letters and advertising. She had a most extraordinary opportunity today to be part of the Mental Health Trust Authority Advocacy Summit which was pretty amazing and great to be part of.
- Walter Partridge wished everyone a Happy Thanksgiving and is also looking forward to the Retreat.
- Kelly Cooper thanked everyone for all their time given, Ms. Meyer and Ms. Karnos for their hard work, and wished everyone a Happy Thanksgiving.
- Barbara Howard enjoyed the presentation and is proud of the services provided to the community, and felt the BOD was fortunate to have the grant that helps bring the excellent consultants for educational opportunities.

Executive Session

Nothing further.

Actions Resulting from Executive Session

Wilson/Haina moved/seconded:

That Dr. Linda Ireland is reappointed to the Courtesy Medical Staff of South Peninsula Hospital.
Motion passed.

Wilson/Haina moved/seconded:

That Dr. Brian Plasil be approved for Locum Tenens Pathology Privileges as requested. Motion passed.

Adjournment

Meeting adjourned at 8:15 p.m.

Respectfully submitted,

Accepted:

Janet E. Hanenberger
Homer Secretarial Services
Minutes Approved: _____

Barbara Howard, President

Bernadette Wilson, Secretary