

GOVERNING BOARD MEETING MINUTES – 01/25/10

The regular meeting of the Dr. John Warner Hospital Board of Directors was held on Monday, January 25, 2010 at 6:00 p.m. in the Administrative Conference Room.

Present: Carolyn Peters, Cindy Saylor, Betty Ann Nelson, Bryan Puckett, and Harold Weinberg

Absent: Julie North

Others Present: John Wood, Rebecca Harley, Sandy Rice, Kathy Isaac, Donna Wisner, Mayor Wollet, Steve Myers, Janeen Burkholder, Julie Kelly, Belinda Rittenhouse, and Dr. Brit Williams

A. **CALL TO ORDER:** Carolyn Peters called the meeting to order at 6:05 pm.

B. **ROLL CALL:** Roll Call was taken.

C. **APPROVAL OF MEETING MINUTES:** The minutes of the December 28, 2009 regular meeting were distributed prior to the meeting. **A motion was made by Harold Weinberg to approve the minutes as presented. The motion was seconded by Cindy Saylor, a roll call vote was taken, all in favor, motion carried.**

D. **NEW BUSINESS:**

1. **Clinical Radiologist Transcription Contract** – Julie discussed how with the recent installation of the PACS system, the process for transcribing radiology reports was identified as being too slow since it is still primarily a paper process. Currently, some final reports are not signed for up to several days. Clinical Radiologists will transcribe radiology reports for the same cost as SOAP Transcription, the company that currently provides this service, and they will get the reports back to us within 4 hours, if received by 3 pm. SOAP has met their contractual obligations; however, the process did not flow very efficiently. We will continue to use SOAP for other transcription needs. **A motion was made by Harold Weinberg to approve the contract for transcription services from Clinical Radiology. The motion was seconded by Cindy Saylor, a roll call vote was taken, all in favor, motion carried.**
2. **Packet Info for the Press** – A member of the press has requested to receive information from the board packet in advance of the meeting to be better prepared for note taking during discussion. Discussion followed about the advantages and disadvantages of providing information prior to the meeting. Cindy wants to approve the information before it goes to the press. Kathy Isaac mentioned that several years ago Shirley prepared a brief press release outlining and giving context to explain the topics on the agenda. Harold expressed concern about abuse and BA was against giving information in advance. After more discussion, the board consensus was to begin providing the press releases again but each board member must first approve the information being handed out.
3. **Open Meetings Act** – Discussion tabled until materials are prepared for the board members.
4. **Reorganization of the Agenda** – Carolyn requested the order of the agenda be changed so old business comes before new business. It was the consensus of the board to reorganize the agenda to discuss committee reports directly after approval of meeting minutes, then old business, then new business.

E. COMMITTEE REPORTS:

1. Finance Committee

- a. December Financial Report – Donna reviewed the financial report. For the month, revenues under expenses were \$93,439. Year to date revenues under expenses were \$713,154. Donna noted that for the first time this fiscal year the surgery and anesthesia departments were slightly ahead of their budgeted revenue.

2. Personnel Committee – There was no report.

3. Buildings and Ground Committee – Bryan reported that this committee discussed the capital items Doug has requested and the contract with Architectural Expressions. Steve is in the process of reviewing that contract now and should have it ready for February’s meeting. Also discussed, was the performance of the maintenance department during the winter weather conditions thus far; they received kudos from the helicopter pilots for keeping the helipad in great condition during the worst of the weather conditions.

4. Foundation Committee – Committee was unable to meet due to weather.

5. Medical Staff Committee

- a. Credentialing - Kathy Isaac noted that the following appointment was reviewed and approved by the credentialing committee and the medical staff:

Initial Appointment – Active

Colette Whitby, MD

A motion was made by Bryan Puckett to approve the appointment as presented. The motion was seconded by Harold Weinberg, a roll call vote was taken, all in favor, motion carried.

- b. 2010 Performance Improvement Plan – Kathy requested approval of the 2010 Performance Improvement Plan after noting the only change was in the maintenance of the signed original records that will now be in administration. **A motion was made by Harold Weinberg to approve the plan as presented. The motion was seconded by Cindy Saylor, a roll call vote was taken, all in favor, motion carried.**

F. OLD BUSINESS:

1. Aramark Contract – The contract with Aramark was approved in November as it was presented. Since then Aramark has said they will not sign the mutual hold harmless or non-appropriation clauses. Belinda is working with Tim Followell, who has a good working relationship with the local Aramark Production Manager in the hopes that they can get Aramark to agree to the mutual hold harmless and non-appropriation agreements. The hospital can sign a contract with Aramark that will expire April 30 and then sign a new contract for the period of May 1-April 30 and that will avoid the need for the non-appropriation clause, if need be. Otherwise, if Aramark agrees to both terms and the board approves we will give St. John's 90 days notice for the linen service and start the Microfiber cleaning system as soon as both parties sign the contracts.

G. VICE PRESIDENTS REPORT: Carolyn asked everyone to remember Dr. White and to remember Dr. Duron as he copes with the loss of his colleague. Carolyn took an opportunity to express her

appreciation for the patience while she relearns the head position and shared that she visited the pain clinic's open house and that it is something we all can be proud of.

H. ADMINISTRATORS REPORT: John talked about attrition starting due to the hospital underpaying employees and the difficulty of hiring new employees because of that. The admin team is trying to budget in the beginning step to fix the gap. John is looking at projections for gross revenue; he reported we are seeing a 12% market shift in our favor and things are turning; we just need to do away with high professional fees.

I. MISCELLANEOUS:

1. Disclosure Questionnaire – Kathy requested time to review for consistency with the city's policy and plans to bring this topic back to the February meeting.
2. Adkisson Consultants/Search Process – Presentation postponed to a later date.

J. CLOSED SESSION:

A motion was made by Cindy Saylor to go into closed session for approval of executive session minutes, employment of an employee, salary schedules for one or more classes of employees, and pending litigation. The motion was seconded by Harold Weinberg, a roll call vote was taken, all in favor, motion carried.

A motion was made by Cindy Saylor to return to open session. The motion was seconded by Betty Ann Nelson, a roll call vote was taken, all in favor, motion carried.

Mayor Wollet has worked on a list of people the Adkisson Consultants should talk to in regards to the CEO search. The Mayor set up the use of rooms at the library for interviews and suggested the hospital do something to show appreciation to the library for the use of the rooms. The consultants are planning to take a different approach with the hospital staff and use a focus group style.

K. ADJOURNMENT:

Bryan Puckett made a motion to adjourn the meeting. Cindy Saylor seconded the motion, a roll call vote was taken, all in favor, motion carried.

Carolyn Peters, Vice President