

GOVERNING BOARD MEETING MINUTES – 03/22/10

The regular meeting of the Dr. John Warner Hospital Board of Directors was held on Monday, March 22, 2010 at 6:00 p.m. in the Administrative Conference Room.

Present: Julie North, Cindy Saylor, Bryan Puckett, Betty Ann Nelson, Jered Hooker, Harold Weinberg and Randy Workman

Absent: None

Others Present: Rebecca Harley, Doug Smith, Sally Waite, Heidi Cook, Sandy Rice, Kathy Isaac, Donna Wisner, Steve Myers, Janeen Burkholder, Belinda Rittenhouse, Linda Koeberlein, Melonie Tilley, Mayor Wollet, Tom Dougherty, Donna Robison, Phyllis Underwood, Tami Spencer, Lauren Wiseman and Larry Schleicher

A. CALL TO ORDER: Julie North called the meeting to order at 6:00 pm.

B. ROLL CALL: Roll Call was taken.

C. APPROVAL OF MEETING MINUTES: The minutes of the February 22, 2010 regular meeting were distributed prior to the meeting. **A motion was made by Betty Ann Nelson to approve the minutes as presented. The motion was seconded by Cindy Saylor, a roll call vote was taken, five in favor, two abstained, motion carried.**

The minutes of the March 3, 2010 reconvened 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 Betty Ann Nelson, a roll call vote was taken, five in favor, two abstained, motion carried.**

D. COMMITTEE REPORTS:

1. Finance Committee

- a. February Financial Statements – Donna reviewed the financial report. For the month, revenues over expenses were \$27,681. Year to date revenues under expenses were \$647,482.
- b. Cooling for Server Room – Larry has received three bids for the purchase and installation of a 5-ton cooling unit for the Server Room. He explained the need for more cooling due to the addition of other servers being placed in that room. Since all three bids are within 10% of each other, the local vendor will be chosen. **A motion was made by Randy Workman to approve the purchase and installation thru Black's Electric for \$9,647. The motion was seconded by Betty Ann Nelson, a roll call vote was taken, all in favor, motion carried.**
- c. Stryker Stretcher – Heidi reported that she is looking to purchase two new Stryker Stretchers with the grant money from the Hospital Preparedness Program. The total for this purchase is \$11,785.16 and will be paid with HPP grant dollars. **A motion was made by Betty Ann Nelson to approve the purchase. The motion was seconded by Randy Workman, a roll call vote was taken, all in favor, motion carried.**

- d. FY 2011 Budget – Donna reviewed the budget summary for both the capital and operating budgets. She gave any reasons for changes from the previous year’s budget and answered any questions asked by the board members. After some discussion, **a motion was made by Harold Weinberg to approve the FY 2011 Budget as presented. The motion was seconded by Bryan Puckett, a roll call vote was taken, all in favor, motion carried.**
2. Personnel Committee – Belinda reported the Personnel Committee is planning to meet on April 20, 2010 in the Administrative Conference Room.
3. Buildings and Ground Committee – Doug reported that the maintenance department is in transition, moving their focus from heating to cooling. The committee plans to meet next in April.
4. Foundation Committee – Tom Dougherty reported that at the last meeting, the committee selected October 16, 2010 as the tentative date for the annual Gala. Betty Ann expressed thanks for all the work the foundation committee does.
5. Medical Staff Committee – Nothing to Report.

E. OLD BUSINESS:

1. Dr. Scerba Employment Contract – Deferred to closed session.
2. Dr. Gu Employment Contract – Deferred to closed session.
3. Aramark Contract – Belinda reported that Aramark’s legal department would not agree to the non-appropriation and mutual hold harmless clauses in the proposed contract. One option is to sign a one-year contract, which eliminates the need for the non-appropriation clause and the mutual hold harmless clause is not a deal breaker for us. The other option is to find a different vendor. Belinda will work on finalizing the contract and hopes to have it ready for board approval in the next couple of weeks.

F. NEW BUSINESS:

1. Foundation Liaison – Julie North appointed Randy Workman as Board Liaison to the Foundation Committee. **A motion was made by Cindy Saylor to approve the appointment. The motion was seconded by Harold Weinberg, a roll call vote was take, all in favor, motion carried.**

G. PRESIDENT’S REPORT: Julie thanked the board members for the extra time they have given for extra meetings lately. She asked that if anyone receives resumes for the CEO position to give them to her and she will pass them along to Adkisson Consultants.

H. ADMINISTRATOR’S REPORT: Sally reviewed some key points, including February financial performance, the SHIP grant, and the newly hired sleep lab technician. Sally has closely examined the budget that was put together before she stepped into her current position and also reacquainted herself with the current staff, whom which she found quite capable.

I. MISCELLANEOUS: The new email accounts that have been set up for all board members should be used as the primary electronic communication avenue from this point forward.

J. CLOSED SESSION:

A motion was made by Bryan Puckett to go into closed session for approval of executive session minutes, employment of an employee, Purchase of Real Estate, Collective Bargaining, and

Pending Litigation. The motion was seconded by Randy Workman, a roll call vote was taken, all in favor, motion carried.

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

E. OLD BUSINESS:

1. Dr. Scerba Employment Contract – Deferred to next months meeting.
2. Dr. Gu Employment Contract – Deferred to next months meeting.

K. ADJOURNMENT:

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

Cindy Saylor, Secretary