

GOVERNING BOARD SPECIAL MEETING MINUTES 12/21/10

A special meeting of the Dr. John Warner Hospital Board of Directors was held on Tuesday, December 21, 2010 at 6:00 p.m. in the Administrative Conference Room.

Present: Julie North, Cindy Saylor, Jered Hooker, Randy Workman, Harold Weinberg and Deb Tilley

Absent: Betty Ann Nelson

Others Present: Earl Sheehy, Rebecca Harley, Heidi Cook, Donna Wisner, Belinda Rittenhouse, Kathy Isaac, Larry Schleicher, Steve Myers, Dr. Scerba, Dixie Walden and Dave Holt

- 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 November 22, 2010 regular meeting and the minutes of the December 2, 2010 special meeting were distributed prior to the meeting. **A motion was made by Harold Weinberg to approve both sets of minutes as presented. The motion was seconded by Cindy Saylor, a roll call vote was taken, five in favor, one abstained, motion carried.**
- D. COMMITTEE REPORTS:**
1. Finance Committee
 - a. November Financial Statements – Donna reviewed the financial report. For the month, revenues over expenses were \$222,132. Year to date revenues over expenses are \$404,609. Donna noted that in the month of November the hospital received a one-time Medicaid stimulus payment of \$427,041, as well as all four quarterly payments for the Rural Adjustment Payments (RAP) for a total of \$84,741. Donna also mentioned the hospital received a donation from the Foundation of \$2,910 for the purchase of a HoverMatt Air Transfer System for the emergency and radiology departments. After reviewing the budget process schedule, Donna informed the board that the CRNA pass-through for reimbursement was approved for the calendar year 2011.
 2. Personnel Committee – Nothing to report
 3. Buildings and Ground Committee – Earl mentioned he plans to approve a change order for the PT building that will cover the entire south side of the building, instead of half that side, with wainscoting.
 4. Foundation Committee – Dixie mentioned the Foundation board has begun working on next year's Gala and thinking about other fund-raising projects.
 5. Medical Staff Committee

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

Reappointment – Consulting

John Burr, MD

A motion was made by Randy Workman to approve the appointment as presented. The motion was seconded by Cindy Saylor, a roll call vote was taken, all in favor, motion carried.

E. OLD BUSINESS:

F. NEW BUSINESS:

1. Expansion of Network Infrastructure – Larry requested the board approve the purchase of two data switches, a 96-port one for the server room and a 48-port one for the Emergency Room, for a total cost of \$15,173.64. With the planned implementation of the electronic health records scheduled to begin next month, the Information Services department has discovered the need to increase the number of data switches in both these locations. **Randy Workman motioned to approve the purchase of both data switches from STL Communications for the cost given. Harold Weinberg seconded the motion, a roll call vote was taken, all in favor, motion carried.**
2. Revcord Maintenance Contract – The one-year warranty on the audio recorder is due to expire at the end of January 2011. After explaining about the problems the recorder has had, Larry requested the board approve a three-year maintenance contract with Nelson Systems for \$5,518.06. The board consensus was for Larry to research the cost of replacing the recorder with another brand and for him to bring that information back to them at next month's board meeting.
3. Network Penetration Scanning Contract – This contract is for a third party vendor to perform a network penetration scan, as required by the hospitals credit card processing service. We currently have a basic scan performed quarterly by the processing service; however, the proposed scan by Wipfli would be more detailed. Wipfli's bid was significantly lower than the other bids received due to their ICAHN member-pricing offer. **A motion was made by Julie North to approve the contract with Wipfli for \$2,650. Randy Workman seconded the motion, a roll call vote was taken, all in favor, motion carried.**
4. What is the Role of the Finance Committee – Earl asked the board to consider what they see as the role of the Finance Committee. Currently about 95% of what is said at the Finance Committee meeting is repeated at the board meeting. It was suggested that managers give their full presentations at the Finance Committee meetings and then a synopsis will be reviewed at the board meeting, with an opportunity to ask questions of the manager, before a vote is asked for from the board. Also discussed were the vacant positions on both the Finance and Personnel Committees. Randy Workman agreed to serve on the Finance Committee, Cindy Saylor will be the new chair of the Finance Committee and Julie North will try to attend the next Personnel Committee meeting.

G. PRESIDENT'S REPORT: Julie thanked everyone for his or her support and commitment. Randy thanked Administration for the Poinsettia plant.

H. ADMINISTRATOR'S REPORT: Earl provided a report prior to the meeting, which he reviewed.

1. Quality Report – Kathy reviewed the three categories we had sufficient data to report on in the Comparative Report from HealthGrades.

I. MISCELLANEOUS:

J. CLOSED SESSION:

A motion was made by Randy Workman to go into closed session for approval of executive session minutes and employment of an employee. The motion was seconded by Cindy Saylor, a roll call vote was taken, all in favor, motion carried.

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

K. ADJOURNMENT:

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

Cindy Saylor, Secretary