

## BOARD OF TRUSTEES MEETING MINUTES RECORD

DATE:	LOCATION:	START	ADJOURN
January 6, 2020	Dosher Hood Building	4:00 pm	5:30pm
<b>MEMBERS PRESENT:</b> Robert Howard, Chair Debbie Wood, Vice-Chair Linda Pukenas, Secretary Dr. Scott Starks Dr. Terry Pieper, Chief of Staff Karen Taylor Jwantana Gardner-Frink		<b>NON MEMBERS PRESENT:</b> Tom Siemers, CEO Dan Porter, CFO Carol Northup, RN, CNO, COO Lynda Stanley, President, Doshier Foundation Megan Shrewsbury, Clerk of the Board Terry Pope, State Port Pilot Kate Inman, Practice Network Administrator Dr. Leigh Vaughan, Chair, Physician Advisory Board Ilene Evans, Marketing Dr. Brad Hilaman Dr. Robert Zukoski	

	AGENDA ITEM	DISCUSSION/CONCLUSIONS	ACTION
1.	Call To Order	Robert Howard, Chair called the meeting to order at 4:00pm.	
2.	Roll Call	Linda Pukenas Called Roll Roll Reflected Above. A quorum was present	
3.	Agenda and Statement	Robert Howard, Chair "If any member of the Board knows of any conflict of interest or the appearance of a conflict of interest with respect to matters on the agenda, to please so state it as this time."	<b>MOTION:</b> <b>To accept agenda items as listed.</b> Motioned by: Linda Pukenas Seconded by: Debbie Wood All Present in Favor <b>The Motion Carried</b>
4.	Approval of Minutes	Minutes to be approved: December 2, 2019	<b>MOTION:</b> <b>To accept minutes of December 2, 2019</b> Motioned By: Linda Pukenas Seconded: Karen Taylor All Present in Favor <b>The Motion Carried</b>
5.	Special Presentations	<ul style="list-style-type: none"> <li>• Marketing Update – Focus Groups: Ilene Evans <ul style="list-style-type: none"> <li>○ November 2019 – Marketing conducted an online community survey and focus groups with 21 participants to determine the effectiveness of our communication strategy</li> </ul> </li> </ul>	

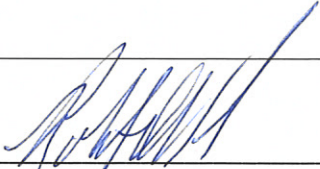
		<ul style="list-style-type: none"> <li>○ Key messages getting missed – physicians in the community, services offered</li> <li>○ Need more repetition with more ads and more media posts</li> <li>○ Gaps identified: <ol style="list-style-type: none"> <li>1. Lack of understanding of role of Critical Access Hospital in a community; Re-education on roles as stabilizing someone and sending them out; get them to come to Doshier first and prepare for transfer; Ilene to work with Carol Northup on how to communicate to the community</li> <li>2. Website difficult to navigate: Ilene is speaking to the web designer to add more buttons on what people want to find easier (find primary care provider, wound care center)</li> <li>3. Request for more community visibility and more personal touch – vast amount of loyalty for hospital and proud of hospital and history in the community – with love comes expectation – visibility should not be hard to do – events to add to roster of speaking commitments in the next year-boat show, etc. listen to people and answer questions, etc.</li> </ol> </li> <li>○ Consistent talking points every quarter to push out to the community- something big going on that we want to discuss with the community</li> <li>● Guardian of Excellence Award – Press Ganey: Kate Inman and Dr. Leigh Vaughan <ul style="list-style-type: none"> <li>○ Maintained score in the 95<sup>th</sup> percentile or above on likelihood to recommend</li> <li>○ Robert Howard, Chair presented award to Dr. Leigh Vaughan</li> </ul> </li> </ul>	
5.	Management Reports	<p><b><u>Foundation Report/Brunswick Wellness Report - Lynda Stanley</u></b></p> <ul style="list-style-type: none"> <li>● \$25,0000 donation from Noren Foundation – they have no ties to the community, but have donated approximately \$140,000 due to Melody Ryan who serves on Foundation board and believes in the Foundation and the hospital <ul style="list-style-type: none"> <li>○ 5 categories for the donations <ol style="list-style-type: none"> <li>1. Professional development</li> <li>2. BCC scholarship as long as healthcare related</li> <li>3. board development</li> <li>4. patient and staff engagement - work with Carol on iPad's for patients</li> <li>5. Employee assistance fund</li> </ol> </li> </ul> </li> <li>● Heart to Heart Feb 6<sup>th</sup> – them is “Laughter is Good for the Heart”- comedian to talk and present to women</li> </ul>	

		<ul style="list-style-type: none"> <li>• 2020 Foundation calendar distributed</li> <li>• 2019 Giving Report distributed</li> <li>• Dr. Leigh Lane – new executive director for BWC will be introduced at the annual meeting Wednesday January 8, 2020 at 2pm</li> </ul>	
		<p><b><u>CEO Report – Tom Siemers, CEO</u></b></p> <ul style="list-style-type: none"> <li>• Dr. Lorraine Gauthier, Family Practice– starts February 10<sup>th</sup> at Oak Island clinic to replace Dr. Holland –coming from VA system outside of Charlotte;</li> <li>• Sarah Ward – starts Sept. 2020; finishing up residency</li> <li>• Met with Rep from Sen. Tillis’ office – interested in promoting partnerships between VA Medical Centers and local providers <ul style="list-style-type: none"> <li>○ Tom toured VA clinic and met with the administrator and expressed interest in how facilities could partner together</li> <li>○ Joe Agovino helped set up meeting with Tillis’ rep – set up meeting later this month to discuss further partnership opportunities</li> </ul> </li> </ul>	
		<p><b><u>CMO Report – Dr. Brad Hilaman</u></b>  <b><u>(NOTE: CMO minutes taken by Linda Pukenas)</u></b></p> <ul style="list-style-type: none"> <li>• Necessary changes needed for the Medical Staff Bylaws due to DMV</li> <li>• Discussed the need for the DMV rule that says surgeons must note in file at the end of surgery to be strongly enforced. They can’t leave it up to their PAs etc. <ul style="list-style-type: none"> <li>○ If they do not do, then the patients will not be able to be discharged home or to the floor/room.</li> <li>○ In the long run, this change is better for patient and doctor</li> <li>○ Operative notes</li> <li>○ Physicians will be notified via an electronic form <ul style="list-style-type: none"> <li>▪ Robert Howard suggested that Dr. Hilaman ask Susan Tabor to send a text to the physicians telling them to look for an email that affects their patients</li> <li>▪ All agreed this was a good idea as sometimes people miss emails or do not read them</li> </ul> </li> </ul> </li> <li>• Echoed Tom’s update on the new GYN surgeon <ul style="list-style-type: none"> <li>○ She is sending the contract that was sent to her to her attorney</li> <li>○ Stated she could be here at the latest March 1<sup>st</sup></li> <li>○ Still a couple issues, but optimistic that they can probably be worked out</li> </ul> </li> <li>• Prospective new surgeon and his wife had some good questions – all were able to be answered <ul style="list-style-type: none"> <li>○ Prospect noted interest in the Wound Care Center</li> <li>○ Could start after July 6<sup>th</sup></li> </ul> </li> </ul>	

		<ul style="list-style-type: none"> <li>○ Would be a very good addition</li> <li>○ Per Robert Howard – “time kills a deal;” let’s get him locked down</li> <li>○ Dr. Hilaman to work with Kate</li> <li>• Dr. Hilaman and Tom have some ideas on revenue growing strategies <ul style="list-style-type: none"> <li>○ Both met for 4 hours the previous week</li> <li>○ Tom wants it to be prioritized based on revenue</li> </ul> </li> <li>• March 1, 2020 – Dr. Hilaman will have more focus on his role as CMO</li> </ul>	
		<p><b><u>CFO Report – Dan Porter, CFO</u></b></p> <p><b><u>Financial Report</u></b> The financial reports were included in the meeting packet.</p> <p>Days Cash on Hand: 109.1 Days Revenue in A/R: 63.3</p> <ul style="list-style-type: none"> <li>➤ Volume indicators fell for November. <ul style="list-style-type: none"> <li>○ Total revenue down 4%.</li> <li>○ IP was down 2% % and OP figures were down 4%.</li> <li>○ Clinic revenue down 1%.</li> </ul> </li> <li>➤ Payor mix trend was mixed.</li> <li>➤ Expenses were favorable.</li> </ul> <ul style="list-style-type: none"> <li>• For the month, Excess from Operations &lt;\$228k&gt;</li> <li>• Operations YTD &lt;\$384k&gt;</li> <li>• Total Excess Over Expenses YTD \$47k</li> <li>• December trending at \$10.1M gross revenue.</li> </ul>	
		<p><b><u>Marketing Committee Report-Debbie Wood, trustee</u></b></p> <ul style="list-style-type: none"> <li>• Discussed focus groups and marketing plan</li> <li>• Next meeting January 21, 2020 in hospital administrative conference room</li> </ul>	
		<p><b><u>Clinical Operations Report- Carol Northup, CNO</u></b></p> <ul style="list-style-type: none"> <li>• Lab – CLIA survey: received notification of accreditation through January 2022</li> <li>• Waiting on DNV survey</li> </ul>	
6.	New Business	<p><b><u>Credentialing Addendum</u></b></p> <ul style="list-style-type: none"> <li>• The Credentialing Addendum was presented by Dr. Terry Pieper and approved as presented.</li> <li>• Expedited credentialing approved</li> </ul>	<p><b>MOTION:</b> <b>To accept the Credentialing presented as indicated on the Credentialing Addendum.</b> Motioned by: Dr. Terry Pieper Seconded by : Dr. Scott Starks</p>

		<p>Medical Staff bylaws: MEC – comply w/ DNV credentialing requirements – verbiage; no real changes</p> <ul style="list-style-type: none"> <li>➤ Monthly “Joe” Letter to Ed Baldiga and Dr. William Meacham</li> <li>➤ Confidentiality Agreements and Conflict of Interest Statements Distributed</li> <li>➤ Board signatures: Certificate of Appreciation – Sherri Marshall</li> <li>➤ Committee assignments to be determined- chair of each committee to set up calendar and give to Megan Shrewsbury to send out invites</li> </ul>	<p>All In Favor <b>The Motion Carried</b></p> <p><b>MOTION:</b> <b>To accept the Medical Staff Bylaw Revisions.</b> Motioned by: Dr. Terry Pieper Seconded by: Debbie Wood All in Favor <b>The Motion Carried</b></p>
	<b>ADDITIONAL OPEN SESSION</b>	<p><b>(NOTE: Additional open session minutes taken by Linda Pukenas)</b> Dr. Brad Hilaman and Dr. Robert Zukoski arrived at 5pm, unaware of the time change</p> <ul style="list-style-type: none"> <li>• Reputation and reality of our billing services discussed <ul style="list-style-type: none"> <li>○ Noted by a number of those present that “no billing service could do worse.”</li> <li>○ The need to look closely into this area of the hospital was stressed</li> <li>○ Suggested that Healogics could do a review of the paying process</li> </ul> </li> <li>• Doctors should be able to look over invoices. <ul style="list-style-type: none"> <li>○ Noted to be very difficult to get copies of the invoices or expenses</li> </ul> </li> <li>• Number of Trustees stated that they know the “we’ll write it off” scenario has been heard numerous times</li> </ul>	
<b>7.</b>	<b>CLOSED SESSION</b>	<p><b>MOTION:</b> In accordance with N.C. General Statute 143-318.11(a) (1) to discuss (a) confidential credentialing and peer review information protected under N.C. General Statute 131 E- 97.2 (b) confidential healthcare contracts protected under N.C. General Statute 131 E-99 and (c) confidential competitive healthcare information protected under N.C. General Statute 131 E-97.3.</p>	<p><b>MOTION:</b> <b>To move to closed session in accordance with the indicated statutes.</b> Motioned By: Debbie Wood Seconded: Dr. Terry Pieper All in Favor</p>



			<b>The Motion Carried</b>
8.	<b>OPEN SESSION ADDITIONAL BUSINESS</b>	The Trustees returned to Open Session	
9.	<b>ADJOURN</b>	The meeting was adjourned at 5:30pm.	<b>MOTION:</b> <b>To Adjourn the Board of Trustees</b> Moteded By: Dr. Scott Starks Seconded By: Jwantana Gardner- Frink All In Favor. <b>The Motion Carried</b>
	<b>Board Minutes Accepted</b>	 <hr/> Robert Howard, Chair	