

BOARD OF TRUSTEES MEETING MINUTES RECORD

DATE:	LOCATION:	START	ADJOURN
7/6/2020	Dosher Hospital 2 nd floor Conference Room	4:00 pm	530pm
MEMBERS PRESENT: Robert Howard, Chair Debbie Wood, Vice-Chair Linda Pukenas, Secretary Dr. Terry Pieper, Chief of Staff Jwantana Gardner-Frink Karen Taylor Randy Jones		NON MEMBERS PRESENT: Dr. Brad Hilaman, CEO/CMO Lynda Stanley, President, Dosher Foundation Susan Tabor, Clerk of the Board Terry Pope, State Port Pilot Dr. Robert Zukoski	

	AGENDA ITEM	DISCUSSION/CONCLUSIONS	ACTION
		<i>Due to COVID-19, board members joined via video conference call</i>	
1.	Call To Order	Robert Howard, Chair called the meeting to order at 4:00 pm. It was noted that Dr. Hilaman would be joining late, as he is in surgery.	
2.	Roll Call	Linda Pukenas Called Roll Roll Reflected Above. A quorum was present	
3.	Approval of Minutes	Minutes to be approved: June 1, 2020	MOTION: To accept minutes of June 1, 2020 <i>Linda Pukenas</i> Seconded: <i>Randy Jones</i> All Present in Favor The Motion Carried
4.	Approval of 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 at this time."	No conflicts of interest.
5.	Management Reports		
		<u>President/Foundation Report/Brunswick Wellness Report - Lynda Stanley</u> <ul style="list-style-type: none"> Ms. Stanley reported that she will be providing her Foundation/Brunswick Wellness Coalition/Leadership report as well as Dr. Hilaman's 	

report in his absence.

Foundation:

- The Foundation Board will meet via “Zoom” on July 21st and the guest speaker will be Board Chair Robert Howard.
- New Board Member orientation has also been scheduled for July 21st.
- The NCHA Fill the Gap grant was denied, but has been resubmitted following edits.
- The Executive Committee, Planned Giving, Visibility and Major Gifts Committees all met in June. They are creating strategies to address fundraising in light of COVID and group size limitations.
- The Golden Leaf Project mandatory webinar has been completed and a kick off meeting (required webinar) scheduled for the week of July 20th. A timeline will be provided following the kickoff meeting.

Brunswick Wellness Coalition:

- Doing business a little different, been doing a lot of virtual work.
- The Virtual Walk with a Doc and Health Hacks went very well with 105 views in June. Focus was seasonal fruits and vegetables.
- Gained 2 UNCW public health students to assist with Collective Impact Model research and development of a comprehensive marketing/visibility plan
- The Giving Garden, a BWC partnership with Southport Kiwanis yielded over 100 pounds of produce that is being delivered to food pantries for distribution in just two weeks.

CEO Report/CMO Report – Lynda Stanley presented on behalf of Dr. Brad Hilaman

COVID-19:

- COUNTY: 661 Positives (5x increase), 6 deaths.
- STATE: 74,529 positives (tripled since last month) and 1398 deaths (40% increase since last month).
- We are peaking now and according to the model we are looking at, we are on target.
- No admissions for COVID at Doshier.
- PPE – received 30K surgical masks, but we are

still in need for the N95 masks. As of now we are in good shape and will continue to monitor very closely.

NETWORK PROVIDERS:

- Network physicians are continuing to see patients in their offices with appropriate social distancing/precautions and some virtual visits. Patients are being asked to wait in their cars until called.
- Doshier café remains closed to the public
- For employees, tables/seating is appropriately distanced.

OPERATING ROOM:

- Very busy and almost back to full volume.
- In June back up to 100% with eyes. We now have a plan in place.
- We anticipate the arrival of our new General Surgeon, Dr. Paul Armstrong, about the 3rd week of July (starts July 15th). He will be practicing in the office where Dr. Zukoski used to be located. He will offer a full line of General surgical procedures as well as endoscopies.

COMMUNITY

- Marketing plans for Dr. Manrique-Kiniry and Dr. Armstrong are in the early stages of implementation. Several Media print ads were placed in late June. In July, will focus on radio: new surgeons. MARCOM is also looking into the possibility of TV spots.
- In addition to our new physicians, the Therapy Department will be the other area of marketing focus for the summer months. Professional photos scheduled for July 22.
- The "President" mailing, which goes out to new-to-the-area residents, was on pause for a few months but will begin again in July. This is a brief introductory letter that is signed by hospital leaders and includes our "Every Patient - Every time" tri fold brochure.
- We are increasing video as a way to reach the community, both on Facebook and via YouTube. Ilene has uploaded several recent videos to the Doshier YouTube channel, which has been inactive for several years.

CT CANNER STATUS:

- A new 64 slice CT scanner is in the budget for 2020-2021.
- Current unit is about 16 years old and we have been and continue to experience a lot of down time.
- We are in the process of getting everything lined up.
- Will use a portable rental unit while the new one is being installed and remodeling completed.

CFO Report – Dan Porter, CFO**Financial Report**

The financial reports were included in the meeting packet. Mr. Porter noted that the figures we are seeing are from May.

Ratios

- Days Cash on Hand 277.6
 - Operations 100.0
 - Restricted 41.1
 - HHS Stimulus (D4) 46.1
 - P3 32.0
 - Payment Advance 57.9
 - NCHF Grant 0.5
- Days Revenue in A/R 52.4
- Current Ratio (w/o COVID) 4.5

Volume indicators for May.

- Total revenue was down 14%
- IP revenue down 52 % and OP revenue down 5%
- Clinic revenue down 33%.
 - Payor mix was mixed.
 - Expenses have remained positive. Favorable month and YTD. 885K+

For the month, Excess from Operations <\$541k>

Operations YTD <\$3.3M>

Total Excess Over Expenses YTD <\$1.5M>

- In May, we started seeing the rebounding of COVID. Two areas that haven't totally come back yet are inpatients as well as imaging.
- The gross revenue number to break even is \$11.5M a month.
- In July, looking ahead, expecting everything to be back on par (pre-COVID).

		In addition, Ms. Stanley noted that we have attestation statements due: July 8, July 22, Aug. 3, and Aug. 17 The Intent is to attest to those funds and hold those funds, not knowing what COVID will bring.	
6.	New Business	<u>Credentialing Addendum</u> <ul style="list-style-type: none"> The Credentialing Addendum was presented by Dr. Terry Pieper and approved as presented. 	MOTION: To accept the Credentialing presented as indicated on the Credentialing Addendum. <i>Debbie Wood</i> Seconded by: <i>Randy Jones</i> All In Favor The Motion Carried
7.	CLOSED SESSION	MOTION: 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.	MOTION: To move to closed session in accordance with the indicated statutes. <i>Linda Pukenas</i> Seconded: <i>Debbie Wood</i> The Motion Carried at 4:25 pm
8.	OPEN SESSION ADDITIONAL BUSINESS	The board voted unanimously to authorize the President and CEO to finalize negotiations and to execute a contract with RSM US LLP.	Motion to come out of Closed Session: <i>Randy Jones</i> Seconded: <i>Jwantana Frink</i> Motioned By: <i>Linda Pukenas</i> Seconded By: <i>Randy Jones</i> All in favor The Motion Carried
9.	ADJOURN	The meeting was adjourned a 5:30pm.	MOTION: To Adjourn the Board of Trustees Motioned By: <i>Linda Pukenas</i> Seconded By: <i>Debbie Wood</i> All In Favor. The Motion Carried

	Board Minutes Accepted	<hr/> Robert Howard, Chair	
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