

# Bartlett Regional Hospital

## Minutes

### BOARD GOVERNANCE COMMITTEE MEETING

November 21, 2022 – 1:00 p.m.

Zoom videoconference/Boardroom

**CALL TO ORDER** – Meeting called to order at 12:00 p.m. by Hal Geiger.

**BRH BOARD & COMMITTEE MEMBERS (\*) PRESENT** – Hal Geiger\* (Committee Chair), Iola Young\*, Lisa Petersen\*, Brenda Knapp, and Kenny Solomon-Gross (Board President).

**BRH STAFF & OTHERS** – David Keith, CEO, Kim McDowell, CCO, Tracy Dompeling, CBHO, Sam Muse, Interim CFO, Dallas Hargrave, HR Director, Nathan Overson, Director of Compliance/Risk and Suzette Nelson, Executive Assistant.

*Ms. Young made a MOTION to approve the agenda. Ms. Peterson seconded and the agenda was approved*

*Ms. Young made a MOTION to approve the minutes from October 13, 2022. Ms. Peterson seconded and minutes were approved.*

**PUBLIC PARTICIPATION** – None

**LAND ACKNOWLEDGEMENT** – Ms. Hardin presented to the committee a proposed land-acknowledgement statement that she drafted together with Hal Geiger, Ricardo Worl (from the Sealaska Heritage Institute) and David Sheakley-Early (a Juneau teacher and Tlingit speaker). With some minor word changes, below is the draft land-acknowledgement statement that will be presented to the full board of directors for review:

*Gunalchéesh* to the Tlingit, Haida and Tsimshian people. We respectfully acknowledge them as the original inhabitants of Southeast Alaska. Bartlett Regional Hospital is located on the homelands of the Áak'w Kwáan. We are grateful to provide services in your ancestral homeland and to be a part of this community.

**DRAFT LANGUAGE FOR BOARD MEMBER ATTESTATION** – Mr. Overson stated that he worked with Mr. Geiger to draft a new proposed attestation statement. This new statement will replace earlier language that only acknowledged the training for the hospital compliance program. The new statement also includes additional language for the CBJ conflict of interest policy and for a code of ethics. The committee all agreed that board members should sign and attest to these things during each board member's orientation process. The committee will circle back next month with the goal to present a draft statement to the board in December.

Ms. Knapp suggested the following topics be added to the attestation statement:

1. Duty of care,
2. Duty of loyalty,
3. Duty of obedience.

### Board Training in 2023

The committee also briefly discussed recommendations for board training. There was some support for again recommending off-site training with the Governance Institute. Another suggestion was to ask Sam Muse to offer some kind of training on financial management in addition to the annual compliance training. This issue of board training will also be revisited at the next committee meeting.

**THE STRATEGIC PLAN (2.2 & 2.3)** – Mr. Keith shared that he will tentatively do a strategic plan update in mid-January. He would like to do is collect all the information from the department managers and physicians and add any other issues and concern. There will be an update off campus, but as of right now, they are still having the dialogue.

**BOARD COMMENTS AND QUESTIONS** – The committee members shared their appreciation for Mr. Geiger's extensive efforts to this committee.

**NEXT MEETING:** December 20<sup>th</sup>, 2022 at 1pm

**ADJOURNMENT:** 1:55pm