

Bartlett Regional Hospital

**Governance Committee Meeting Minutes
Tuesday, May 12, 2020; 1:30 p.m.
Bartlett Regional Hospital - Boardroom**

Called to order at 1:32 p.m. by Brenda Knapp, Committee Chair

Attendance:

Committee Members: Brenda Knapp, Rosemary Hagevig and Kenny Solomon-Gross

Board Members present: Marshal Kendziorek

BRH Staff: Chuck Bill, CEO, Megan Costello, CLO, Rose Lawhorne, CNO, Bradley Grigg, CBHO, Nathan Overson, Compliance Director, and Suzette Nelson Executive Assistant

Ms. Hagevig made a MOTION to approve the minutes from February 11, 2020.

Mr. Solomon - Gross seconded and they were approved with no objections.

Ms. Knapp recapped the suggested Bylaws changes and had the committee outline their proposed modifications.

Ms. Costello noted that the Compliance reports are different than the Quality reports. If we combine the meetings, it would likely be one longer meeting with two separate reports.

There were no findings for a legal requirement to have two separate Board Committees, but there are different requirements for the Compliance Program and the Quality Program. The different functions are reflected in the current bylaws which explain the roles of each committee.

In regards to Public Notice, it is her understanding that CBJ is looking at changing this in the CBJ charter and code for the notification requirements, as the Juneau Empire has been having some issues, and may be going under. Her recommendation is that we change this bylaw to reflect that notice and will be completed for all meetings and committee meetings in accordance with the CBJ Code requirements, and additionally will be posted on the BRH website. (That way it will change depending on what the CBJ code requires.)

Ms. Knapp suggested a possible Bylaws change reducing the number of required board meetings from one per month, or twelve per year, to no less than ten per year. This change would also require a change in Title 40. This would give the Board latitude in setting meeting dates when achieving a quorum might be difficult but would not preclude having a meeting every month as is done now. Since most attendees were participating via Zoom video conferencing, the committee decided to table discussion of the possible change in number of required meetings until later, preferably when everyone is able to be around the table.

Ms. Hagevig made a MOTION to table the recommended meetings per year that the Board shall meet. Mr. Solomon - Gross seconded and motion approved with no objection.

Next Meeting: June 16, 1:00 pm

Adjourned at 2:43 p.m.