

Bartlett Regional Hospital

Minutes

BOARD OF DIRECTORS MEETING

November 23, 2021 – 5:30 p.m.

BRH Boardroom / Zoom videoconference

CALL TO ORDER – Meeting called to order at 5:30 p.m. by Kenny Solomon-Gross, Board President

BOARD MEMBERS PRESENT (*Zoom attendees italicized*)

Kenny Solomon-Gross, President	<i>Rosemary Hagevig, Vice-President</i>	Mark Johnson, Secretary
<i>Brenda Knapp</i>	<i>Lance Stevens</i>	<i>Deb Johnston</i>
Hal Geiger	Iola Young	

ABSENT – Lindy Jones, MD

ALSO PRESENT (*Zoom attendees italicized*)

<i>Jerel Humphrey, Interim CEO</i>	<i>Kevin Benson, CFO</i>	<i>Kim McDowell, CNO</i>
<i>Dallas Hargrave, HR Director</i>	Vlad Toca, COO	<i>Karen Forrest, Interim CBHO</i>
<i>Keegan Jackson, MD, COS</i>	Michelle Hale, CBJ Liaison	<i>Barbara Nault, Legal Advisor</i>
Anita Moffitt, Executive Assistant	<i>Joy Neyhart, DO</i>	<i>Nathan Overson, Compliance</i>

APPROVE AGENDA – Mr. Solomon-Gross requested a change to the agenda. Spending limits of the Senior Leadership Team will be discussed after the Strategic Planning Discussion listed under new business.

MOTION by Ms. Hagevig to approve the agenda as amended. Mr. Johnson seconded. There being no objections, agenda approved as amended.

PUBLIC PARTICIPATION – None

CONSENT AGENDA - MOTION by Mr. Geiger to approve the consent agenda as presented. Mr. Johnson seconded. There being no objection, the October 26, 2021 Board of Directors meeting minutes and September 2021 Financials approved.

NEW BUSINESS

Strategic Planning Discussion – Mr. Solomon-Gross stated that we are at the point where we need to start planning our strategic planning retreat. He reported that he is trying to find someone to help facilitate it and proposed the retreat take place on Saturday, January 8th. Mr. Johnson stated he will not be in town but may be able to participate via telephone. He also recommends new appointees to the Board are in place before the meeting takes place. Mr. Stevens may have a conflict but it's too soon to tell. He will confirm as soon as possible.

Spending Limits of Senior Leadership Team – Mr. Solomon-Gross reported a board member had expressed concerns about the CEO's authority to engage in an earnest money agreement for a property. He noted this had been discussed extensively during an executive session. The amount was within her spending authority and the earnest money would give BRH a first right of refusal. Before engaging to purchase a piece of property, Board approval through a roll call vote would be required. Discussions would also be held at the BRH and Assembly Joint Committee meetings to assist in the process. Mr. Johnson suggested the Finance Committee revisit the spending authority for the CEO. He expressed concern that earnest money would fall under CEO spending authority as it potentially commits the hospital to far more than the spending authority. He recommends that policy state that CEO

could not use spending authority to commit the hospital to more than their spending authority. He also feels that earnest money agreements for property should be approved by the full board via a roll call vote and expressed concern of losing earnest money if Board votes to not purchase property. Mr. Geiger noted provisions may be put in earnest money agreements about the purchase being subject to approval of the Board and the Assembly. He agrees that the Board should have some control but expressed concerns about it having too much control over the management of the hospital. Ms. Knapp agreed with Mr. Geiger and stated that the CEO is simply negotiating an agreement which includes an amount that is pending approval of the Board. Ms. Hagevig agreed and stated we have already received pretty clear authority through the Borough attorney to proceed with a course of action in whatever we decide. Mr. Solomon-Gross stated that this topic will be discussed further under campus planning in executive session and expressed appreciation for Mr. Johnson's concerns. He also noted the Joint Committee meetings will allow concerns to be addressed before an item is presented to the Assembly for approval. In this instance, direction had been given to the CEO, in executive session, to engage in an earnest money agreement to allow us the first right of refusal. Mr. Johnson stated if we are committing money, there needs to be a recorded vote. Mr. Geiger expressed concerns about losing out on property purchases by making amounts public. Ms. Hagevig agreed with Mr. Geiger and referred Mr. Johnson back to earlier conversations with the borough attorney. BRH has been acting very properly, under the guidance of the attorney. Mr. Johnson clarified that the amount to be paid would not need to be announced but the board would determine if they would be willing to buy something if the price was right. Ms. Hagevig suggested further discussion about this topic will be held in executive session. Mr. Solomon-Gross noted the spending authority had last been updated and approved in 2019. It is in the process of being updated again and will be brought back to the board for review.

MEDICAL STAFF REPORT – Dr. Jackson noted that the minutes from the November 2nd Medical Staff meeting are in the packet. She reported the following: Providers are in the process of learning new ways of checking troponins, Dr. Benjamin and some ER physicians are working on an algorithm for the providers to follow. IT had sent a survey to the medical staff to solicit feedback about Meditech Expanse. Results are trickling in. Scott Chille and the EHR Committee will provide feedback at the December Medical Staff meeting. Meditech trainers will be on campus in mid-December to provide training. A letter of support on behalf of the medical staff recommending Dr. Jones' reappointment to the Board had been submitted. Dr. Carlee Allen has replaced Dr. Gartenberg as Chair of the Provider Health and Wellness Committee. Discussions about how frequently the EHR Committee should meet has been tabled until next month. Dr. Vanderbilt reported the recent inspection conducted by the College of American Pathologists (CAP) went well. He made a recommendation for providers to be cautious and use blood products judiciously due to a chronic shortage of blood products in Juneau.

COMMITTEE REPORTS:

Planning Committee – Draft minutes from the November 5th meeting in the packet. Mr. Stevens reported that marketing will be discussed in more detail at our December 3rd meeting.

Board Quality Committee – Draft minutes from the November 10th meeting in the packet. No comments or questions.

Finance Committee – Ms. Johnston noted the draft minutes from the November 12th meeting, included in the packet, accurately reflect the conversations of the meeting. There was a fair amount of time spent talking about Capital Improvement Projects (CIP). Modifications have been made to our 6-year plan that needs to go forward to the Assembly. ***MOTION by Ms. Johnston that the Board approve the 6-year Capital Improvement Plan and move it forward to the Assembly. Ms. Knapp seconded.*** Mr. Johnson objected. He feels the \$40 Million project listed in FY25 needs a lot more planning. ***Mr. Johnson made an AMENDMENT to the MOTION for the Capital Improvement Plan to move the \$40 Million project under the category "future" without defining a fiscal year. Ms. Hagevig seconded for purposes of discussion.*** Ms. Johnston clarified that the \$40 Million is for the North addition. This is a planning document and if funds are not committed early for a project this large, we wouldn't even be able to fund the planning stages. Experience says

\$40 Million will not be expended in a single year and she's in favor of keeping it where it is so we can start the project planning. Ms. Hagevig expressed support of keeping it where it is. Mr. Humphrey requests the board keep it where it is to allow the hospital to plan for the future. Ms. Hale noted that Bartlett's CIP has vastly improved over the last few years, the Assembly can now look at it and have an idea how things are to happen. She agrees it's fine to have a target date that may change, it happens all the time in CBJ CIP overall. Mr. Stevens noted this aligns with the Gantt chart in Bartlett's master facility plan. These are moving targets and we need the flexibility for design and development as part of the process. Mr. Solomon-Gross expressed support of leaving it as written and requested a roll call vote for the amendment.

Roll call vote taken. Mr. Solomon-Gross, Ms. Hagevig, Ms. Knapp, Mr. Geiger, Mr. Stevens, Ms. Johnston and Ms. Young voted no to the amendment. Mr. Johnson voted yes. **Amendment to move the \$40 Million to "future" category failed 7-1.**

Mr. Solomon-Gross requested a roll call vote for the **Motion that Board approve the 6-year Capital Improvement Plan and move it forward to the Assembly.** Roll call vote taken. Mr. Solomon-Gross, Ms. Hagevig, Ms. Knapp, Mr. Geiger, Mr. Stevens, Ms. Johnston and Ms. Young voted yes to the motion. Mr. Johnson voted no. **Motion approved 7-1.**

Board Compliance and Audit Committee – Draft minutes from the November 15th meeting are in the packet. Ms. Young reported there was a very spirited discussion about the PYA compliance review audit. A committee for new service lines has been formed as well as a committee for the 340B program. Resources in compliance have been stretched thin and Mr. Humphrey has agreed to increase compliance resources by a .5 FTE. An annual board compliance training session is to take place in the near future. Mr. Solomon-Gross thanked Ms. Young for her passion for this committee. He also noted that the Compliance Director has requested a meeting with the Board President, Committee Chair and CEO. This meeting is to take place on Tuesday, November 30th. The board will be given an update after the meeting. The next Compliance and Audit Committee meeting is scheduled to take place at 1:00pm on December 20th.

BRH and Assembly Joint Committee – Draft minutes from the November 19th meeting in the packet. Mr. Solomon-Gross reported this was the first meeting of this committee. The committee's charge was discussed and an executive session was held to discuss campus planning. The goal of this committee is to keep the Assembly informed of what is going on so everyone is on the same page and things go smoothly when Bartlett presents something to the Assembly for approval. He met with Mayor Weldon and Committee Chair, Alicia Hughes-Skandijis, after the meeting to make sure all are on the same page. The mayor has requested format changes for future meetings but overall the meeting went well.

MANAGEMENT REPORTS:

Legal Report – Ms. Nault reported that since the last meeting, there have been conversations with Mr. Humphrey to help get him up to speed on a few items that have come across his desk. She has been doing support work for Ms. Forrest on a handful of things including navigating recent changes to state regulations for telehealth prescribing, working on consent for treatment of minors and also in consultation with HR, contracts for staff and staffing services. She is working with Contracts Manager, Compliance Officer and Chief Operating Officer to review and potentially update the contract process for the hospital. Additional updates to be provided during executive session.

HR Report – Mr. Hargrave reported the vaccine mandate is about 1 ½ weeks old and is ongoing as new employees are brought onboard. The December 15th vaccination deadline is before the next Board meeting so an update as to how it went will be provided. Mr. Geiger asked how religious exemptions are reviewed. Religious exemptions must qualify as a sincerely held religious belief. Each request is thoroughly reviewed and with legal input, a determination is made. Of the 13 religious exemptions requested, only one has been denied. Exemptions range in a variety of different religions. Ms. Young initiated conversation about accommodations for exemptions granted. There will be regular testing (currently weekly) defined by Infection Prevention and Employee Health based on current COVID status, recommendations by the CDC and requirements by CMS. Masking 100% while at work, not eating in common areas and daily screening also required. BRH bears the cost of testing if done in house. If testing done elsewhere, the employee would bear the cost. Mr. Solomon-Gross noted the most current Organizational Chart is included in the packet under the HR report.

CNO Report – No questions or comments.

CBHO Report – Ms. Forrest reported she is working to ensure we have the psychiatric coverage we need. Dr. Gartenberg retired on November 5th, her Medical Director duties have been divided among several providers. We have hired a new psychiatrist who will move to Juneau and begin providing services in January. She is board certified in adult and child/adolescent psychiatry. We are now accepting statewide referrals for admission to the mental health unit. The window renovation for Rainforest Recovery Center has been completed and we are now back up to 8 beds instead of 6. Ms. Young asked how the benefits or utility of the half time pediatrician position is being objectively measured. Ms. Forrest says this is still under development and does not have all of the information needed to answer at this time. She will include a response in next month's written board report. In response to Ms. Young's question about level of acuity changes for Withdrawal Management Unit (WMU), Ms. Forrest responded it has been resolved. The highest level of acuity will go into the hospital for stabilization before transferring to the WMU. Ms. Young then initiated conversation about billing for inpatient and outpatient services and Rainforest Recovery Center (RRC) medications. She stated the new service lines committee needs to look at what has been implemented in the past year to make sure that we are on the right track. Mr. Solomon-Gross noted this will be discussed at Tuesday's meeting with the Compliance Officer and CEO. In response to Ms. Knapp, Ms. Forrest reported we have not admitted any patients from statewide referrals yet. Word is getting out and calls are coming in.

COO Report – Mr. Toca reported an outpatient pharmacy computer system is required in order to bill Medicaid for medications dispensed to patients in RRC. The computer system is in place and Medicaid enrollment application has been submitted. Once application is approved, RRC can go back 1 year to bill for medications they had previously been unable to bill for. It was recently discovered that RRC had been deemed an inpatient unit but is actually an outpatient unit. This error has had an impact in several areas, not just the pharmacy. Hospitalists cannot provide services in RRC so patients with a higher acuity level are transferred to an inpatient unit in BRH. Ms. Young noted the importance of looking at the Applied Behavioral Analysis and Crisis Stabilization Units to make sure they are set up correctly. Mr. Toca is working with unit directors, pharmacy, compliance and Ms. Forrest to ensure all service lines are compliant and set up correctly. Mr. Toca reported that Sara Dunn has passed her Advanced Oncology Certified Nurse Practitioner (AOCNP) test and can now apply for privileges to place orders for our infusion department in our Meditech system. In response to difficulties in recruitment of staff, Diagnostic Imaging (DI) is using casual staff from other areas of the hospital to fill vacancies. These employees are vetted and if qualified, may be transferred into that department in a permanent position. There have been no strong applicants for DI, Lab or Food Services and these departments are working hard to keep up with the demand for services. In response to Mr. Stevens' question about numbers listed in Sleep department, Mr. Toca reported that this is the revenue for that department. Mr. Stevens noted that the Lab has reported profits and would prefer that only Finance reports profits, departments should only report revenue. Mr. Geiger asked how the analyst determined the increased traffic to the webpage via Facebook. Every time a BRH Facebook link is clicked, it gets redirected to the BRH website. Analytics provide information about what the hook was (job posting, services, etc.) and provides us with information such as the region, gender and age of the people looking. In response to Ms. Knapp's question about the status of COVID numbers not being reported accurately to CBJ, Mr. Humphrey reported CBJ has taken ownership and has corrected the problem. Mr. Solomon-Gross expressed concerns about available wound care services. (SEARHC no longer provides wound care and BRH has two therapist going on maternity leave soon.) The PT Director is able to provide some wound care coverage and is actively recruiting therapists that can do it. Schedules have been changed to accommodate extended and weekend hours in the department and staff cross training done to help address the needs. BRH and Hospice have long wait lists. Dr. Jackson reported that a lot of providers don't have training in specialized wound care and rely heavily on wound care nurses and therapists. They are getting creative by taking on-line courses and relying on telemedicine to help do what they can for the community and reduce that burden.

CFO Report – Ms. Knapp asked if the requested \$20 Million bond is sufficient to cover the projects it was intended to with the increased cost of the ER addition and ventilation upgrade. Mr. Benson reported that \$10 Million of the bond will go to this project with BRH funding the additional costs out of its fund balance. The other \$10 Million will be used for the Crises Stabilization Building. In response to Mr. Johnson, Mr. Benson reported the prefab triage structure will be removed as the expanded ER will provide space for triaging incoming ER patients.

CEO Report – Mr. Humphrey reported he has been in healthcare for about 35 years and has never had a direct call from a governor before. He, Mr. Hargrave and Ms. McDowell were informed by the governor that the emergency FEMA nurses provided by the state would be leaving in January. We already knew this but appreciated receiving the call.

CBJ Liaison report – Ms. Hale reported that modified mitigation measures were introduced at last night’s Assembly meeting. They have been referred to the Committee of the Whole for discussion on November 29th and will be presented at the December 13th Assembly meeting for public comment. The Emergency Operations Center (EOC) is struggling with when a pandemic becomes an endemic illness and how to handle our situation if case counts continue to go down. Mr. Johnson asked if anyone had looked at whether there was an impact on local infection rates during the cruise ship season. Ms. Hale said anecdotally, cruise ship passengers had a much higher vaccination rate than the community of Juneau and were probably more on top of infections. Dropping the mask mandates during the summer and the arrival of the Delta variant probably contributed to the increased numbers more than the cruise ships. The Assembly approved pay for the BRH Board members beginning in January. Most of the Assembly members attended the Alaska Municipal League meeting in Anchorage last week. Ms. Hale reported that she has stepped down as a Board member on the AK Municipal League but there are still two CBJ Assembly members on that board; Ms. Triem is the Treasurer and Ms. Gladziszewski won the seat for the City and Borough types of government. In closing, she encouraged everyone to reach out to her to provide feedback on the mitigation measures.

PRESIDENT REPORT – Mr. Solomon-Gross reported that he and Mr. Hargrave had met with advisor, Kim Russel. Ms. Russel is to help with the process of looking for a new CEO. Mr. Hargrave said it’s an opportunity to have someone that has been a CEO for the last 25 years, who is running her own consulting firm and has really been focusing on Healthcare Executive recruitment and retention, to add a different perspective in the CEO recruitment process. Different rates of pay for her services were presented based on whether the board is interested in a onetime education session on December 9th or if they would like to engage her to help through the whole recruitment selection process. Mr. Hargrave thinks it’s a good idea to have someone guide the board through the whole process, Ms. Knapp and Ms. Young agree. Mr. Stevens feels that she’ll add a lot of value and then noted her retainer will need to include time and dollar limits. Mr. Hargrave will include those details in the contract. Mr. Solomon-Gross reported he has been working on lots of different things since last month’s Board meeting; CEO recruitment, regular meetings with Mr. Humphrey and conversations with several different providers about things going on in the hospital. He reminded the Board that there will be an election of officers at next month’s Board meeting. Discussion held about new Board members being in place before elections take place. Ms. Hale reported the full Assembly, sitting as the Human Resources Committee will most likely be conducting board applicant interviews on December 15th and 16th.

BOARD CALENDAR – December calendar reviewed. Mr. Johnson reported that he will be gone from December 2-10, most of January and half of February. He also noted that a Physician Recruitment Committee meeting to be held at 12:00pm on November 30th had been added to the November calendar after the last Board meeting was held.

BOARD COMMENTS AND QUESTIONS – None

EXECUTIVE SESSION – *MOTION by Mr. Geiger to recess into executive session to discuss several matters as written in the agenda:*

- *Those which by law, municipal charter, or ordinance are required to be confidential or involve consideration of records that are not subject to public disclosure, specifically the Credentialing report, Medical Staff Meeting minutes and the patient safety dashboard*

And

- *To discuss possible BRH litigation, specifically a candid discussion of facts and litigation strategies with the BRH and Municipal attorney. (Unnecessary staff and Medical Chief of staff may be excused from this portion of the session.)*

And

- *To discuss information presented that the immediate knowledge of which would clearly have an adverse effect upon the finances of BRH; that being a discussion about campus planning. (Unnecessary staff and Medical Chief of staff may be excused from this portion of the session.)*

Mr. Johnson seconded. The Board entered executive session at 7:20 p.m., after a 5-minute break. They returned to regular session at 7:29 p.m.

MOTION by Ms. Hagevig to approve the credentialing report as presented. Mr. Geiger seconded. There being no objections, credentialing report approved.

ADJOURNMENT: 7:30 p.m.

NEXT MEETING: 5:30 p.m. – Tuesday, December 28, 2021