

Meeting: Board of Directors

Date: August 27, 2009 Location: Conference Center Start time: 6:30 p.m. Adjourn time: 8:25 p.m.

Members present: Dixon Bond, Peggy Hoffman, Terry Gilbertson, John Lundblad, Brett Reese, Randy Reister, MD, James Schlichting, Curt Swenson

Members excused: Gina Franklin

Members absent:

Others present: Andy Yurek, Jon Denison, Tom Holt, MD, Ken Bank, Mary Crow, Roger Stapek, Scott Richardson, Bobbi Jenkinsb (Recorder)

Issue/Problem	Discussion/Conclusions	Action	Follow-up/Resolution
Call to Order	The meeting was called to order by John Lundblad at 6:30 p.m.	None.	Closed.
Quality & Patient Safety			
1. H1N1 Planning Report	Andy Yurek, Safety Director, reported on the significant planning for H1N1 and seasonal flu that has been going on throughout the organization (copy of slides attached).	Information only.	Closed.
2. Safety Committee	Minutes from the 08/04/09 Safety Committee meeting were included in the packets (copy attached).	Information only.	Closed.
Action Items			
1. Approval of Minutes of 07/30/09 Regular Board Meeting	Minutes from the 07/30/09 Board meeting were reviewed (copy attached). There were no changes noted to the minutes.	A motion was made, seconded and unanimously passed to approve as presented.	Closed.
2. Approval of CEO Position Profile	<p>A draft of the CEO Position Profile was emailed to the Board prior to the meeting. Another copy was handed out at the meeting reflecting the addition of a paragraph regarding the Birth Center. Ken Bank reported that Mark Madden from MSA Executive Search sent the first draft to Ken; and he put it into final form before forwarding it to the Board, but noted that he did not make any changes to "The Position", "Areas of First-Year Emphasis" or "The Ideal Candidate". Once the Board has reviewed the document and given input, the final draft will be forwarded to Mark. Ken noted that the deadline for accepting community input is September 7.</p> <p>Following discussion, the Board agreed to hold a Special meeting to review and give final approval to the Position Profile. It was agreed that the Board would review the Position Profile that they received tonight and submit written input on the document via e-mail at the following e-mail address by Wednesday, September 2: searchcommittee@northfieldhospital.org. The Position Profile will also be sent to the Search Committee and they will also be asked</p>	<p>Administration will e-mail the revised Position Profile to the Board and Search Committee, telling them where to direct the input and informing them of the timeline of submitting no later than September 2.</p> <p>The Board's Special meeting will be held on September 9 at 8:00 a.m. to review and approve the Position Profile before forwarding it to Mark Madden.</p>	Closed.

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	<p>to submit input in the same way by September 2.</p> <p>Input from the Board, Search Committee and the community will be incorporated into a revised Position Profile, which will be sent to the Board prior to the Special Board meeting.</p> <p>Dixon Bond reviewed the timeline for the next steps. The Search Committee is not expected to meet again for a couple of months, at which time they will review a proposed slate of candidates.</p>																																																																							
3. Approval of Revisions to Internal Medicine Core Privileges	Ken Bank reviewed revisions to the Internal Medicine Core Privileges (copy attached). Current core privilege form lists ACLS as a requirement under the "formal training" section. The revisions allow practitioners who intend only to consult to obtain privileges without ACLS.	A motion was made, seconded and unanimously passed to approve the revised form as presented.	Closed.																																																																					
4. Approval of Applications for Medical Staff Membership/ Privileges	<p>Dr. Holt reviewed the following medical staff files:</p> <table border="0" data-bbox="389 814 893 928"> <thead> <tr> <th colspan="3" style="text-align: center;"><u>Appointment</u></th> </tr> <tr> <th style="text-align: center;"><u>#</u></th> <th style="text-align: center;"><u>Specialty</u></th> <th style="text-align: center;"><u>Category</u></th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">3658</td> <td style="text-align: center;">Teleradiology</td> <td style="text-align: center;">Courtesy</td> </tr> </tbody> </table> <table border="0" data-bbox="389 940 893 1327"> <thead> <tr> <th colspan="3" style="text-align: center;"><u>Reappointments</u></th> </tr> <tr> <th style="text-align: center;"><u>#</u></th> <th style="text-align: center;"><u>Specialty</u></th> <th style="text-align: center;"><u>Category</u></th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">3470</td> <td style="text-align: center;">Family Practice</td> <td style="text-align: center;">Active</td> </tr> <tr> <td style="text-align: center;">7096</td> <td style="text-align: center;">Dermatology</td> <td style="text-align: center;">Courtesy</td> </tr> <tr> <td style="text-align: center;">3477</td> <td style="text-align: center;">Emergency Medicine</td> <td style="text-align: center;">Active</td> </tr> <tr> <td style="text-align: center;">7002</td> <td style="text-align: center;">Family Practice</td> <td style="text-align: center;">Active</td> </tr> <tr> <td style="text-align: center;">3490</td> <td style="text-align: center;">Internal Medicine</td> <td style="text-align: center;">Active</td> </tr> <tr> <td style="text-align: center;">7051</td> <td style="text-align: center;">Oral Surgery</td> <td style="text-align: center;">Courtesy</td> </tr> <tr> <td style="text-align: center;">3487</td> <td style="text-align: center;">Family Practice</td> <td style="text-align: center;">Active</td> </tr> </tbody> </table> <table border="0" data-bbox="389 1339 893 1495"> <thead> <tr> <th colspan="3" style="text-align: center;"><u>Advancement from Provisional</u></th> </tr> <tr> <th style="text-align: center;"><u>#</u></th> <th style="text-align: center;"><u>Specialty</u></th> <th style="text-align: center;"><u>Advanced</u></th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">3470</td> <td style="text-align: center;">Family Practice</td> <td style="text-align: center;">X</td> </tr> <tr> <td style="text-align: center;">3487</td> <td style="text-align: center;">Family Practice</td> <td style="text-align: center;">X</td> </tr> </tbody> </table> <table border="0" data-bbox="389 1507 893 1843"> <thead> <tr> <th colspan="3" style="text-align: center;"><u>Extension of Provisional</u></th> </tr> <tr> <th style="text-align: center;"><u>#</u></th> <th style="text-align: center;"><u>Specialty</u></th> <th style="text-align: center;"><u>Category</u></th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">3589</td> <td style="text-align: center;">History & Physical Only</td> <td style="text-align: center;">X</td> </tr> <tr> <td style="text-align: center;">3586</td> <td style="text-align: center;">History & Physical Only</td> <td style="text-align: center;">X</td> </tr> <tr> <td style="text-align: center;">3595</td> <td style="text-align: center;">Teleradiology</td> <td style="text-align: center;">X</td> </tr> <tr> <td style="text-align: center;">3582</td> <td style="text-align: center;">Teleradiology</td> <td style="text-align: center;">X</td> </tr> <tr> <td style="text-align: center;">3569</td> <td style="text-align: center;">Internal Medicine</td> <td style="text-align: center;">X</td> </tr> </tbody> </table>	<u>Appointment</u>			<u>#</u>	<u>Specialty</u>	<u>Category</u>	3658	Teleradiology	Courtesy	<u>Reappointments</u>			<u>#</u>	<u>Specialty</u>	<u>Category</u>	3470	Family Practice	Active	7096	Dermatology	Courtesy	3477	Emergency Medicine	Active	7002	Family Practice	Active	3490	Internal Medicine	Active	7051	Oral Surgery	Courtesy	3487	Family Practice	Active	<u>Advancement from Provisional</u>			<u>#</u>	<u>Specialty</u>	<u>Advanced</u>	3470	Family Practice	X	3487	Family Practice	X	<u>Extension of Provisional</u>			<u>#</u>	<u>Specialty</u>	<u>Category</u>	3589	History & Physical Only	X	3586	History & Physical Only	X	3595	Teleradiology	X	3582	Teleradiology	X	3569	Internal Medicine	X	A motion was made, seconded and unanimously passed to approve the appointment, reappointments and advancement from provisional status as recommended by the Credentials Committee and the MEC.	Closed.
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Discussion Items			
1. 2010 Board Meeting Schedule	<p>The Board meeting schedule for 2010 was included in the Board packets (copy attached). Ken Bank noted that the meetings are scheduled on the last Thursday of the month unless it conflicts with a holiday. The meetings in November and December were moved up one week due to Thanksgiving and Christmas holiday periods.</p> <p>Dixon Bond inquired whether six weeks is too much time between the December and January meetings. He noted that this is expected to be a busy time for the Board related to recruitment of a new CEO.</p>	Following discussion, it was decided to leave the meeting dates as presented. If the Board needs to meet between the December and January meetings, they can call a Special meeting.	Closed.
2. CEO Recruitment Update	Ken Bank reported that Mark Madden was here last week and met with the MEC, Management Team, Board members, administrators and the CEO Search Committee. He gathered information that was incorporated into the Position Profile that was presented at the meeting tonight.	Information only.	Continue to keep the Board updated on the recruitment process.
3. CSMR Project Update	<p>Ken Bank explained that the architects are responsible for taking the plans through the necessary approval processes. They did not understand that because CSMR is treated like a department of the hospital, it is governed by CMS Conditions of Participation, and the plans need to be approved by Minnesota Department of Health (MDH). Mark Hansen from Mohagen Hansen Architectural Group contacted MDH and was told they are short staffed and what normally would take two to three weeks to get approved could take a few months. They did agree to meet Mark and discuss the plans. During this conversation, they only had one question related to a smoke partition between the modality room and the rest of the building. Mark's recommendation to us was not to stop the project. It will still be four to six weeks before we get an official letter from MDH, but he does not see this as a high risk.</p>	Project will continue moving forward.	Closed.
Informational Items			
1. Medical Staff Report	Dr. Holt reported that the meeting with Mark Madden from MSA Executive Search and the MEC went well. There was nothing controversial addressed at the meeting.	Information only.	Closed.
2. Administrative Report			
<ul style="list-style-type: none"> July Statistical Reports 	July revenues were \$157,000 under-budget while deductions from revenue were \$43,000 over-budget and operating expenses were \$318,000 under-budget. Operating income was (\$104,000) vs. a budget of (\$224,000), and total net income was (\$12,000) vs. a	Information only.	Closed.

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	budget of (\$145,000).		
<ul style="list-style-type: none"> EMS Call Volumes 	The monthly EMS volume report was included in the packets (copy attached). July was a stronger month.	Information only.	Closed.
<ul style="list-style-type: none"> Operations Report 	Roger Stapek reported that he has started the 2010 budgeting process.	Information only.	Closed.
3. Regional Clinics Update	<p>Mary Crow reported on the following:</p> <ul style="list-style-type: none"> ➤ Dr. Suchomel, Family Practice, will be starting in the Farmington Clinic in December. She is coming from Cannon Falls and has ten years experience. ➤ Rhonda Meyer, Nurse Practitioner, is working in Lonsdale and working well with Dr. Randall. ➤ Dr. Matson's last day is next Monday. She will continue to work for us on a part-time basis. ➤ We are looking at creative ways to help the pediatricians take delivery room coverage. 	Information only.	Closed.
4. Committee Reports			
<ul style="list-style-type: none"> Public Relations 	<p>The Public Relations Committee met tonight prior to the Board meeting as discussed:</p> <ul style="list-style-type: none"> ➤ City Video Project presented last month by Rhonda Pownell ➤ Hospital's Centennial Celebration occurring next year ➤ Breast Care Center Open House taking place next month on the same night as the hospital Board meeting ➤ Women's Health Center billboard located on 35W North near County Road 70. ➤ Hospital Awareness Campaign. ➤ Hospital Awareness campaign ➤ Media Mix <p>Dixon Bond questioned whether the Public Relations Committee or Scott Richardson should review the CEO Position Profile. The Board agreed it would be beneficial to get Scott's input.</p>	Scott Richardson will review the Position Profile and give input along with the Board.	Closed.
<ul style="list-style-type: none"> Governance & Planning 	Minutes from the 06/30/09 Governance & Planning Committee meeting were distributed to the Board (copy attached).	Information only.	Closed.
<ul style="list-style-type: none"> Budget & Finance 	The Budget & Finance Committee did not meet during the last month.	None.	Closed.

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Roundtable Discussion	<p>Terry Gilbertson briefly reported on an article written by Ezekiel Emanuel, health advisor to President Obama, regarding universal healthcare. Terry would like to find out more about this topic, but does not have access to a medical library. Mary Crow noted that the hospital has access to a medical library and could do a literature search for Terry.</p> <p>Dr. Holt reported on a conference he attended where Ezekiel Emanuel spoke and he talked about the government not making these decisions for people, but would like to see support for the process of healthcare professionals talking to their patients about healthcare options. Currently, physicians are not being paid for such a consult.</p>	<p>Terry will forward the article to Administration to copy and send to the Board.</p> <p>Mary will work with Terry on a literature search.</p>	Closed.
Board Recess	The Board took a short recess before going into Executive Session.	None.	Closed.
Executive Session	Everyone except Board members and the administrative staff were excused from the Executive Session.	None.	Closed.
Reconvene Public Session			
1. Actions from Executive Session	<p>Following the Executive Session, the Board reconvened in Public Session. John Lundblad reported that the Board:</p> <ul style="list-style-type: none"> ➤ Approved minutes from the 07/30.09 Executive Session. ➤ Discussed a personnel issue and a strategic marketing issue. 	Information only.	Closed.