

**HUMBOLDT GENERAL HOSPITAL
DISTRICT BOARD OF TRUSTEES
DECEMBER 27, 2016 MEETING
SARAH WINNEMUCCA CONFERENCE ROOM**

BOARD PRESENT:

Mel Hummel, Chairman
Ed Hopfer, Secretary
Kevin Chatfield, Member (by telephone)
Michelle Miller, Member
Richard Cook, Member

Kent Maher, Legal Counsel

BOARD ABSENT:

Jim French, County
Comm. Member

MEDICAL STAFF PRESENT:

Brad Granath, M.D.
Leonard Perkinson, M.D.

GUESTS:

Rick Graham, Cecil Martin, Bill Hammargren, Lewis Trout, JoAnn Casalez, Melissa Murphy, Susan Rorex (Auxiliary), Mike Sheppard (Owners Representative), Terri Lightfoot, Millie Custer, Robin Monchamp, Marlene Brissenden, Jean Williams, Joel Murphy, Cheryl Upshaw (Humboldt Sun) and Bonnie Zabala.

CALL TO ORDER:

Board chairman Hummel called the December 27, 2016 board meeting to order at 5:31 p.m.

PUBLIC COMMENT:

Lewis Trout thanked the board for their efforts despite challenges and criticism and for putting patient care as a major concern.

Bill Hammargren stated he looked over the recruiter contract the board is considering and cautioned against the idea of the exclusive contract. Hammargren suggested the new board should decide how to move forward.

Terri Lightfoot, Engage Consulting, said she wanted to clarify the rumors that she is part of a Renown Health plan to take over Humboldt General Hospital. She said she has not been reimbursed for travel time, lodging, or time spent with community members, trustees or physicians in Humboldt County. There is a struggle for small rural hospitals to survive and she suggested a subscription to Modern Health Care. Lightfoot suggested taking time when selecting a CEO as healthcare is changing quickly.

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STAFF PRESENT:

Darlene Bryan, DON
Sandi Lehman, CFO
Eddy Davis, Controller
Pam Wickkiser, Administrative Director
Rose Green, HR Director
Mike Bell, IT Manager
Pat Songer, Administrative Director
Alicia Wogan, Administrative Assistant
Jeanette Grannis, PAD
Duane Grannis, Maintenance
Billie Lucero, Wellness Coordinator
Shauna Barsanti, Business Office Manager
Mark Reyka, Anesthesiologist
Melissa Lopez, Administrative Support

MEDICAL STAFF REPORT:

Dr. Granath reported that labor and delivery was busy, there were ten babies delivered and the hospital is humming along.

EMS UPDATE:

Administrative Director Songer stated in November there were 211 call outs, 15 inter-facility transports, 17 air ambulance flights and 13 car seats installed. Songer went over stats for the ambulance and calls for the communication center.

ADMINISTRATION REPORT:

CFO Lehman stated the Patient Access Department processed and approved 15 applications in November and adjusted \$29,657, staff responded to 808 questions in person, 729 by telephone, and there were three billing errors handled. The telephone volumes were from the manual numbers, they are working on providing numbers from the communication center.

CONSENT AGENDA:

Board member Cook stated he is not ever going to be happy with the August 23, 2016 board meeting minutes. He believes the minutes are biased because it leaves out the argument about making no comments concerning personnel matters. Cook believes it was a policy/liability matter and it is still not reflected in the minutes. Maher explained that the minutes as presented at this meeting were left as is because board member French said he wanted to listen to the audio before he offered any comments. It is unknown if French has listened to the audio. There was further discussion. Maher explained that by law, minutes are supposed to reflect the substance of what occurred at the meeting; they are not a verbatim transcript, which is why they do not include every comment or opinion. The minutes as presented reflect the overall substance of what occurred at that meeting.

Motion by board member Hopfer and second by board member Miller to approve the consent agenda as presented for the medical staff appointments-reappointments. Motion carried unanimously.

Motion by board member Hopfer and second by board member Hummel to approve the August 23, 2016 board meeting minutes as presented. Motion carried with Hopfer, Hummel and Chatfield voting aye, Cook voting nay and Miller abstaining because she was absent from the meeting.

FINANCIAL REPORTS:

Controller Davis presented the November 2016 financials. Questions from the board regarding PERS and net proceeds of mines were answered by CFO Lehman.

Motion by board member Chatfield and second by board member Hummel to approve the November 2016 financial reports as presented, which includes warrants and utilization reports. Motion carried unanimously.

BUSINESS ITEMS-OTHER REPORTS:

1. Hospital Administration / proposal to contract for the professional services of the Hunter Ambrose recruitment and executive search firm to provide candidates to be considered for employment as the administrator-chief executive officer for the hospital district / Administrator

Administrator Bryan stated that last month board chairman Hummel put a committee together to determine if an executive search firm was the preferred way to recruit or if the organization should do their own recruiting, and to work toward developing a CEO job description. Bryan went over the process the

committee used. The committee unanimously felt a search firm was the best option due to concern with obtaining a candidate pool and keeping the process moving along. The search firms were narrowed down from six firms to two by reviewing the fee structure, the placement guarantee, and the experience with Critical Access Hospitals in rural areas. The HR Director reviewed contracts for exclusiveness and other items. BE Smith and Hunter Ambrose were the top two choices. Three references were contacted for each choice. Bryan explained the data and gave detailed information on Hunter Ambrose. Their fee is an all-inclusive rate at \$28,000. Board member Miller said she liked Hunter Ambrose because they are all inclusive, that is, everything is covered by the rate. There was a discussion on candidates, timeframes, and the contracts. Dr. Granath said feels the committee did their due diligence on the CEO search process.

Motion by board member Hopfer and second by board member Miller to approve the proposal with Hunter Ambrose as presented. Motion carried unanimously.

2. Hospital Administration-Physician Recruitment / physician inquiries, scheduled visits and proposed terms and conditions for providing physician services / Administrator

Administrator Bryan stated two midlevel providers have been interviewed for the Walk In Clinic and they may look at making an offer to one of them. Miller asked if hiring a midlevel provider would help to provide Saturday hours. Dr. Perkinson said that a midlevel provider would replace the locum tenens in the Walk In Clinic. At this point there is no plan for Saturday service.

TRUSTEE COMMENTS-STAFF REPORTS:

Board member Hopfer said serving on the board has been a rewarding experience and thanked the staff, the community and the other board members. Hopfer asked about the termination agreement with Administrator Parrish. Legal Counsel Maher advised it has been signed by all parties.

Board member Miller thanked the departing board members for their influence and the changes that were made. Miller asked about an issue that came up in the audit report regarding a Medicaid overpayment. Legal Counsel Maher stated that an attorney who specializes in Medicaid was hired and staff is working at her direction. Maher said the issue is very complicated and is not simple to understand. The attorney and the auditor can make a report to the board as to exactly what's going on. Miller said she wants a special board meeting scheduled for January because she contacted the legal counsel and they will not discuss the issue unless it is with the entire board at a meeting. Maher stated staff is waiting to hear back from the auditor to get his dates of availability, as he will be part of the explanation process. Miller said she has spoken with the auditors and hospital staff and would like a chance to speak with the attorney. A board meeting was tentatively set for January 18, 2017 at 5:30 pm.

Board member Chatfield said it has been a pleasure to serve on the board and with the community and hospital staff to make the hospital what it is today. Chatfield recommended incoming board members be quick to listen, slow to speak and gather all the information possible and sort through the nonsense to come up with a common sense decision that will be the best for the community. Chatfield suggested that doing the right thing in spite of what some other people think should be done will be the biggest challenge for the new board.

Board member Cook stated this board rose to the occasion and he's proud of them for doing that no matter what the outcome is.

Board chairman Hummel stated he is proud of the work that has been done and commends the people who work in the hospital and are dedicated to the community.

PUBLIC COMMENT:

Jean Williams thanked the board for a fantastic job. Williams offered her opinion on finding a COO.

Joel Murphy said he was on the recruitment committee and there were good opinions offered, excellent questions asked and it was a good experience. He said everyone has the same goal of wanting what is best for the community. He offered his thoughts on a COO and the CEO selection firm.

Dr. Perkinson stated there's been some confusion with the changes and where everyone stands, and he is here to offer some education. He said the thought that the medical staff has control over the entire hospital is flawed. Medical staff deals with medical matters and the physicians and practitioners that work in the hospital. The board has control of the acute and outpatient care matters and medical staff as a group has control over inpatient care. The board doesn't have control over medical staff. Perkinson encouraged the board to understand the different components of patient care because it is important to know who has responsibility. Everyone at the hospital has one goal in mind and that is to care for patients. He said he couldn't imagine being placed on a board that he knows nothing about. It is not expected that the board know everything, but it is expected that the board educate itself and talk to the people who are involved with patient care because they are the experts.

Terri Lightfoot agreed with what Perkinson said. Lightfoot thanked the departing board members and said it is great to see everyone working together for the patients.

Board chairman Hummel adjourned the December 27, 2016 meeting of the Humboldt County Hospital District Board of Trustees at 7:08 p.m.

APPROVED:

ATTEST:

Mel Hummel, Chairman

Alicia Wogan, Administrative Assistant