



Board of Directors' Meeting of Thursday, July 26, 2018

Call to Order

The meeting of the Board of Directors of Henry Hospital District was called to order by Chair Olson at 8:05 p.m. at the hospital conference room. Members present were: Directors Duane Olson, Ann DeSmith, Julie Atwell, Denise Ward, Janelle Pettit, Dr. Don Ford, Jack Schlindwein, and Mike Zerull. Director James Mickley had an excused absence. Also, in attendance were Mark Kuhn, Chief Executive Officer, Kevin Stringer, HealthTech Vice President; Laura Domino, Vice President of Patient Care Services; Jodie Criswell, Vice President of Fiscal Services; Lisa DeKezel, Vice President of Physician and Outpatient Services; Dick Stone, hospital attorney; and Kathy Tank, Executive Assistant. Rebecca Hutchinson, Quality/Risk Manager attended as a presenter. Charlene Massarolo, Health Information Manager attended the closed session.

Consent Agenda

Chair Olson referred to the following consent agenda:

- a. Executive Medical Staff meeting minutes of July 19, 2018
- b. Strategic Planning Committee meeting minutes of July 18, 2018
- c. Quality Council Committee meeting minutes of July 11, 2018
- d. Finance Committee meeting minutes of June 28, 2018
- e. Board meeting minutes of June 28, 2018
- f. Closed Session minutes of June 28, 2018
- g. Executive Medical Staff meeting minutes of June 27, 2018
- h. Operations Review

Chair Olson asked if there were any revisions or corrections for items in the consent agenda. Director Atwell asked for the strategic planning committee meeting minutes to be revised and reflect that she was not an attendee at the strategic planning committee meeting. It was also noted to correct the spelling of Director Mike Zerull's name. A **motion** was made and seconded: To approve the consent agenda as revised. The **motion passed.**

Committee Business

Quality Council

Quarterly Quality Report

Rebecca announced that she recently attended a DNV conference and she thanked the board for their decision to transfer to DNV a couple of years ago.

Rebecca referred to the quarterly quality report in the board packet. She shared highlights from the report, including favorable performance for the period. Discussion ensued. A **motion** was made and seconded: To approve the quarterly quality report. The **motion passed.**

Finance Committee

Director DeSmith stated that the finance committee was held prior to the board meeting. There was only one action item. The finance committee recommended approval of the proposed ED remodel project and to move forward with design and implementation with O'Shea Builders and not to exceed \$1.3M. A **motion** was made and seconded: To authorize to move forward with the letter of agreement for the design and implementation of the ED remodel project with O'Shea Builders, with a cost not to exceed \$1.3 M. On a roll call vote the **motion passed** unanimously. The finance committee also discussed financing options for the remodel project.

The finance committee received the June financials and a financial update for the clinics. Director DeSmith stated that the reports were provided for information only and no action was required.

Strategic Planning Committee

Chair Olson stated that the strategic planning committee met last week. He referred to the management action plan – 2nd quarter update in the board packet. He asked if there was any further discussion. A **motion** was made and seconded: To approve the management action plan 2nd quarter update. The **motion passed**.

Looking Forward

Solar Energy Proposal and Next Steps

Mark presented a solar energy proposal that was recently received. He stated that he has researched the benefits of solar energy and contacted Moxie Solar, a Quad Cities company who was very prompt in providing background, sizing, payback and a quote. Mark highlighted that the hospital rooftops would have a capacity of 1,904 panels. He stated that the solar panels could provide 1/3 of the electricity needed by the hospital. He noted that we do not qualify for federal tax savings or accelerated depreciation since we are tax exempt and critical access, therefore payback of the solar panel installation would be 15 years. He stated that if we partnered with a for-profit partner through a power purchase agreement (PPA) both parties could collaborate to maximize the advantage of solar. He stated that Moxi Solar met with the city of Geneseo and more due diligence is necessary. He stated that the panels have a warranty for 25 years. Discussion ensued regarding helicopter safety and the maintenance of the panels. Mark stated that the main outcomes for the solar project would be to lower electric costs and for the hospital to be a green facility.

Chair Olson stated that the Question & Answer document is included in the materials. Chair Olson stated that no action was required, and the solar energy proposal was to bring awareness to the board at this time.

Conflict of Interest Disclosures

Chair Olson referred to the Conflict of Interest Disclosure Statements. Per the conflict of interest policy, the board members are to review the disclosure statements. He asked if there were any comments or concerns, hearing none, no action was required.

Draft Proposed Medical Staff Bylaws

Laura stated that she, Charlene, Lisa and Rebecca have worked together on updating the draft Medical Staff Bylaws. The template they used was provided by Barbara Weiner, attorney. Laura stated that Charlene was instrumental in leading the initiative and content review.

Charlene gave a brief overview of the changes proposed for the Medical Staff Bylaws and noted the current bylaws are 74 pages and the proposed are 48 pages. The draft Medical Staff Bylaws have been distributed to physicians on the medical staff bylaws committee for review. She stated that the proposed bylaws will be presented at the August 14 full medical staff meeting. Once the medical staff approve the bylaws the board will then need to approve them. Mark commended Lisa, Laura and Charlene for their efforts. The goal was to simplify and meet current regulations, but not take away from the content. Charlene stated that once the bylaws are approved the next step will be to update the Medical Staff Rules and Regulations.

Administrative Reports

HealthTech/CEO Report

Mark Kuhn referred to his CEO report in the board packet. His report highlighted organization accomplishments over the past 9 months. Mark thanked the board, senior management, and the entire hospital team for their support and getting the work done.

Patient Care Services Report

Laura Domino referred to the patient care services report and shared a few highlights. She stated that the ED and hospitalist contracts have been distributed. She has worked closely with Dr. Jeffries on the updated agreements. She also announced that she continues to recruit for more ED physicians. Laura discussed current surgical and endoscopy volumes and stated that there is opportunity for growth. There will be increased utilization with the addition of OB/GYNs beginning in September. Mark stated that he is proposing for NP's, PA's, and ancillary managers to attend the medical staff meetings and to also look at other strategies to educate nurse practitioners and physician assistants of our services.

Laura announced that Justin Frank, imaging manager, informed her today that the bone densitometry machine is down and cannot be repaired. The equipment was purchased used and operated for 11 years. Laura stated that they would like to replace the unit as soon as possible. The cost of the new equipment has been included in the capital budget in the amount of \$60,000; recent quotes received have been under this amount. Additional quotes have also been requested. Chair Olson asked the board to grant permission for the capital request to be submitted to the executive committee. The board discussed and agreed for the executive committee to vote on the capital request with a full report at the August board meeting.

Physician and Outpatient Services

Lisa DeKezel referred to the physician and outpatient report in the board packet. She also announced she has submitted the UnityPoint Clinic Lease renewal and is waiting for feedback. She stated that provider recruitment is going well. The third OB/GYN will visit next Friday and the group is currently working on lease arrangement for the OB/GYN clinic. Lisa

stated that the current Annawan Clinic is not ADA compliant and this is required to become a rural health clinic, so they are looking at two other potential buildings to relocate to.

Shining Star

Kathy Tank announced that Tara Ward, Patient Accounts Representative, was the August Shining Star recipient. The Health Information department received the August department of the month.

Board Action

Approval of June Bills

Chair Olson referred to the bills. The total bills for the month of June are \$2,548,555.34. A **motion** was made and seconded: To approve payment of the bills for the month of June in the amount of \$2,548,555.34. On a roll call vote the **motion passed** unanimously.

Recess to Closed Session

A **motion** was made and seconded: To recess to closed session at 9:14 p.m. to discuss credentialing of physicians or other healthcare professionals; and compensation, discipline, performance or dismissal of a contracted employee; and reconvene to open session. On a roll call vote the **motion passed** unanimously.

Reconvene into Regular Session

A **motion** was made and seconded: To reconvene the regular meeting of the Board at 9:24 .p.m. The **motion passed**.

Credentialing of Physicians or Other Healthcare Professionals

A **motion** was made and seconded: To approve the medical staff appointments and reappointments that were discussed in closed session. All appointments/ reappointments will be effective July 31, 2018. The **motion passed**.

Adjournment

A **motion** was made and seconded: To adjourn the meeting at 9:25 p.m. The **motion passed**.

The preceding is my understanding of the issues discussed. Please contact me with any concerns or questions.

Respectfully submitted by,

Kathy Tank
Executive Assistant