

**HARBOR REGIONAL HEALTH COMMUNITY HOSPITAL
BOARD OF DIRECTORS REGULAR MEETING
December 28, 2021**

COMMISSIONERS (Voting)

- (X) Michael Bruce, District 2
- (X) Chris Thomas, District 1
- (X) Scott Dilley, At Large 2
- () Lynn Csernotta, District 3
- (X) David Quigg, At Large 1
- (X) Andy Bickar, District 4

OTHERS (Non-Voting)

- (X) Tom Jensen, CEO
- (X) Niall Foley, CFO
- (X) Dr. Anne Marie Wong, CMO
- (X) Melanie Brandt, CNO
- () Elizabeth Tschimperle, Exec. Dir. HMG
- (X) Chris Majors, Director Public Relations
- () Dr. Charles Best, Chief of Staff
- () Dr. Rachel Sell, Chief of Staff Elect
- (X) Cindy Reynolds, Exec. Asst.

Members of the Public

EDUCATION

The December Board Education was postponed until January 2022.

CALL TO ORDER

Chairman Bruce called the meeting to order at 1:00p. Due to the COVID Pandemic's ongoing restrictions, today's meeting was conducted via Zoom.

Excused Absences

Commissioner Csernotta provided notice she would not be in attendance in today's meeting.

ACTION: A motion was made by Commissioner Dilley, seconded by Commissioner Quigg, and unanimously carried to approve Commissioner Csernotta's absence.

CONSENT AGENDA

Submitted under the Consent Agenda were the Hospital Board Draft Minutes of November 23, 2021.

ACTION: A motion was made by Commissioner Quigg, seconded by Commissioner Dilley, and unanimously carried to approve the Consent Agenda.

BOARD DISCUSSION AND ACTION

Chairman's Report

2021 CEO Evaluation

Chairman Bruce reported the 2021 CEO Evaluation Form will be provided to Commissioners via email following the meeting. Commissioners were asked to complete and submit their evaluation forms to Hospital Administration. The evaluation forms will be tallied and then reviewed with the CEO.

Board Adhoc Candidate Committee

Chairman Bruce reported the Board Adhoc Candidacy Committee convened in December and candidate interviews have been conducted for replacement of the District 5 Commissioner vacancy. A Special Meeting of the Board will be called on Monday, January 10, 2022, at 6:00pm to receive recommendation from the Adhoc Committee. If any Commissioner is unable to participate on that date, another date will be selected.

ACTION: A motion was made by Commissioner Bickar, seconded by Commissioner Dilley, and unanimously carried to call a Special Meeting of the Board on January 10, 2022, at 6:00pm to accept recommendation from the Adhoc Committee.

2022 Election of Officers and Committee Assignments

Chairman Bruce brought forward the 2022 Officer Nominations. Commissioner Quigg made recommendation the 2021 Officers, President and Secretary/Vice President, remain the same through 2022. Commissioner Quigg further recommended the Committee Chairs, Board Quality and Board Finance, remain the same through 2022.

Board President:

Secretary/Vice President:

ACTION: Commissioner Quigg nominated Commissioner Michael Bruce as Board President and Commissioner Chris Thomas as Board Secretary/Vice President. The nomination was seconded by Commissioner Dilley, and unanimously carried to approve the appointment of Commissioner Michael Bruce as President and Commissioner Chris Thomas as Vice-President/Secretary for 2022.

Board Committee Chairs

Chairman Bruce brought forward the recommendation from Commissioner Quigg for the current Board Committee Commissioners to continue in their respective roles for 2022.

Board Quality: Commissioner David Quigg, Chair

Board Finance: Commissioner Scott Dilley, Chair

ACTION: The Board of Commissioners agreed to accept the recommendation and unanimously passed to approve the recommendation as presented.

Medical Staff Credentialing

There were no Medical Staff Credentials to be reviewed and approved for December.

COMMITTEE REPORTS

Board Quality Report

Commissioner Quigg provided report on the December Board Quality Committee meeting. Of note;

- 1) Standing reports (monthly, quarterly, and semi-annual) were received and reviewed.
 - o Quality, Risk, Compliance, and Privacy
 - o ED Left without Being Seen; the Administrative team has been working collaboratively with local EMS and healthcare organizations to identify the best process for divert which includes updating the divert policy.
 - o Emergency Operations

- Sepsis; The Sepsis Committee is currently evaluating the feasibility of implementing artificial intelligence software for sepsis prediction which would use technology to support positive patient care outcomes.
 - Cath Lab Quality Assurance; Hospital Administration is working with the service line to increase available services within the clinic.
 - Code Blue
- 2) Mr. Halstead continues to provide monthly report out on ED and Inpatient Patient Survey comments. Administration shares areas for improvement and special thanks with staff and providers that are highlighted in the patient comments.

Board Finance Report

Commissioner Dilley provided report on the December Board Finance Committee meeting. Of note;

Highlights for November 2021:

- (+) Received \$3.6M Rural Provider stimulus funds in November.
 - Our allocation of the \$8B allocated to rural health providers from the American Rescue Plan passed in February 2021
- (-) Outpatient Volumes
 - OP registrations 23% below target MTD; 16% below target YTD
 - ED visits 19% below target MTD; 15% below target YTD
- (-) Inpatient Volumes
 - Admissions 15% below target MTD; 16% below target YTD
 - Patient Days 1% above target MTD; 15% below target YTD
 - IP surgical cases 45% below target MTD; 24% below target YTD
 - OP surgical cases 2% below target MTD; 10% above target YTD

Consolidated Financial Summary:

Net Operating Revenue:	\$ 7,736,796
Total EBIDA Expenses:	\$ 8,165,189
EBIDA Gain (Loss)	\$ (428,393)
Net Operating Gain (Loss):	\$ (823,165)
Net Income Gain (Loss):	\$ 2,672,761

Financials / Statistics:

- Staffing challenges continue to affect volumes.
- Expenses have remained elevated (staffing, supply costs).
- Days Cash on Hand is 90+.

GHCH Board Foundation Report

The December Board Foundation meeting was cancelled due to the holidays.

Executive Suite Summary Report

Submitted was the Executive Suite Summary Report, as well as the HMG Provider Report for December. Of note;

- The COVID staffing crisis continues.

- Special thanks was given for staff and leadership who have assisted during the current snow storm.
- The Amerigroup contract has been signed by the organization and is pending final implementation of services. The target start date is January 1, 2022.

OLD BUSINESS

None.

NEW BUSINESS

Board Education

The January Board Education will be selected at a later date.

2022 Annual Calendar

Hospital Administration has provided the 2022 Annual Calendar to the Commissioners.

GOOD OF THE ORDER

None.

PUBLIC COMMENT – General Topics

Chairman Bruce reported no public comments were received in advance of the meeting.

ADJOURNMENT

Chairman Bruce called for meeting adjournment.

All Board members were in unanimous agreement to adjourn the meeting.

The meeting adjourned at 1:19pm.

MINUTES AND ATTACHMENTS APPROVED AND ADOPTED THIS 25th day of January, 2022.

ATTEST:



Cindy Reynolds
Executive Assistant



Commissioner Thomas
Board Secretary