

**GRAYS HARBOR COMMUNITY HOSPITAL
BOARD OF DIRECTORS REGULAR MEETING
November 22, 2016**

COMMISSIONERS PRESENT

Armando Juarez, Jr, District 2
Miles Longenbaugh, District 3
Pete Scroggs, At Large
Robert Torgerson, At Large 1
Becky Walsh, District 5
Maryann Welch, District 1

OTHERS PRESENT

Tom Jensen, CEO, GHCH
Joe Vessey, CFO, GHCH
Teresa Ramirez, Executive Assistant, GHCH
Members of the Public

ABSENT

Andrew Bickar, District 4

CALL TO ORDER

President Maryann Welch called the meeting to order at 6:01 p.m.

Public Comment – Agenda Topics

President Welch opened the meeting to members of the public for comment regarding topics listed on the agenda.

EDUCATION

John Warring and Eric Timmons, Union Shop Stewards, provided information on union and bargaining history, as well as feedback related to current negotiations.

CONSENT AGENDA

Minutes

- Minutes of October 25, 2016 Hospital Board meeting.
- Minutes of October 18, 2016 Board Quality Committee meeting.
- Minutes of October 20, 2016 Board Finance Committee meeting.

Action: A motion was made by Commissioner Walsh, seconded by Commissioner Longenbaugh and unanimously carried to approve the Consent Agenda.

DISCUSSION AND ACTION

Medical Staff Credentialing

Submitted was the Medical Staff Credentialing Report.

ACTION: A motion was made by Commissioner Torgerson, seconded by Commissioner Juarez, and unanimously carried to approve appointment of Sakina Hyder, DO, as Provisional Staff for a period of one year in the Specialty of Emergency Medicine.

ACTION: A motion was made by Commissioner Scroggs, seconded by Commissioner Walsh, and unanimously carried to approve reappointment of Cara Bardwell, PA-C from Provisional to Allied Health Professional for a period of two years in the Specialty of Hospitalist.

ACTION: A motion was made by Commissioner Walsh, seconded by Commissioner Juarez, and unanimously carried to approve reappointment of Leo Kesting, MD as Courtesy Staff for a period of two years in the Specialty of IM/Hem/Oncology.

ACTION: A motion was made by Commissioner Torgerson, seconded by Commissioner Walsh, and unanimously carried to approve reappointment of James Lechner, MD as Consulting Staff for a period of two years in the Specialty of IM/Hem/Oncology.

ACTION: A motion was made by Commissioner Juarez, seconded by Commissioner Scroggs, and unanimously carried to approve reappointment of (Potosek) Jamie McKenzie, MD from Provisional to Consulting Staff for a period of two years in the Specialty of IM/Hem/Oncology.

ACTION: A motion was made by Commissioner Torgerson, seconded by Commissioner Walsh, and unanimously carried to approve reappointment of John Olsen, MD as Courtesy Staff for a period of two years in the Specialty of IM/Cardiology.

ACTION: A motion was made by Commissioner Scroggs, seconded by Commissioner Longenbaugh, and unanimously carried to approve reappointment of Scott Werden, DO as Provisional Staff for a period of two years in the Specialty of IM/Cardiology.

ACTION: A motion was made by Commissioner Walsh, seconded by Commissioner Torgerson, and unanimously carried to approve reappointment of David (Zingwei) Sui, MD as Consulting Staff for a period of two years in the Specialty of IM/Hem/Oncology.

ACTION: A motion was made by Commissioner Scroggs, seconded by Commissioner Walsh, and unanimously carried to approve reappointment of Patrick Henderson, DO as Active Staff for a period of two years in the Specialty of ENT.

ACTION: A motion was made by Commissioner Torgerson, seconded by Commissioner Scroggs, and unanimously carried to approve reappointment of Gregory Allen, MD as Courtesy Staff for a period of two years in the Specialty of Radiation Oncology.

ACTION: A motion was made by Commissioner Juarez, seconded by Commissioner Walsh, and unanimously carried to approve reappointment of Joseph Hartman, MD as Courtesy Staff for a period of two years in the Specialty of Radiation Oncology.

ACTION: A motion was made by Commissioner Walsh, seconded by Commissioner Torgerson, and unanimously carried to approve reappointment of James Raymond, MD as Courtesy Staff for a period of two years in the Specialty of Radiation Oncology.

Resignations were noted:

- Julie McCormick, DO in the Specialty of Emergency Medicine.
- Sean White, MD in the Specialty of Pediatrics.

COMMITTEE REPORTS

Board Quality Report

Commissioner Scroggs provided report on the November Committee meeting, with information encompassing:

- Education on MAST (Mandatory Annual Safety Training).
- Process taken to address potential HIPAA violations.
- CipherHealth, the new automated discharge system.

Board Finance Report

Commissioner Longenbaugh provided report on the November Committee meeting.

- Financials
 - Inpatient Revenue \$9.6M / Outpatient Revenue \$14.6M / ED Revenue \$7.3M.
 - Expenses; Salaries \$3.6M / Benefits \$1.4M / Professional Fees \$841k / Agency Fees \$256k
 - Net Income came in at \$646k in the red / Year-to-date the hospital is in the red \$2.3M.

Other Committee Business:

- Submitted was the revised Charity Care Policy and Application being recommended by Board Finance for Board approval. The policy is modeled after WSHA's publicized, templated policy and application form for organizations to personalize to their organization.

Action: A motion was made by Commissioner Longenbaugh, seconded by Commissioner Torgerson, and unanimously carried to approve the Charity Care Policy and Application.

ADMINISTRATION

Executive Suite Summary

Submitted was the Executive Suite Summary Report.

Commissioner Welch referenced the Hospital achieving the *Best Care Award*, of which a celebration is being planned in the near future. In addition, a reception is being planned and an announcement of a date and time will be provided for the unveiling of a portrait in the ED of Dr. Macs.

OLD BUSINESS

The dates for Employee Forums have been revised since the mailing of the November Board calendar:

| | |
|------------------------------------|---|
| Tuesday November 29 th | 10:00am East Campus - Conf Room F 1:30pm West Campus - Conf Room C |
| Thursday, December 1 st | 7:30am West Campus - Conf Room C 3:00pm East Campus - Conf Room F |

NEW BUSINESS

December Board Education; Defining Telehealth – Larry Kahl, COO

Holiday Social; The Medical Staff / Board Holiday Social is scheduled for December 2nd at 6:30p at the Aberdeen Mansion.

PUBLIC COMMENT – General

President Welch opened the meeting to public comment from members of the community regarding issues that were not part of the agenda.

NEXT MEETINGS

Tuesday, November 20th, 2016 at 1:00p in Conference Room C.

EXECUTIVE SESSION

President Welch announced at 6:51p that the Board of Commissioners will hold an Executive Session for no more than 25 minutes under RCW 42.30.110 (1) (g) to discuss the Performance Review of the CEO.

ACTION: A motion was made by Commissioner Torgerson, seconded by Commissioner Walsh, and unanimously carried to convene an Executive Session, followed by Commissioners reconvening in public session.

At 7:15p the Executive Session concluded.

ACTION: A motion was made by Commissioner Torgerson, seconded by Commissioner Walsh, and unanimously carried to reconvene the public meeting at 7:22p.

Submitted was Resolution 2016-06; Amended & Restated Employment Agreement for Thomas Jensen, being recommended by Board Finance for Board approval.

Action: A motion was made by Commissioner Longenbaugh, seconded by Commissioner Walsh.

President Welch brought forward Mr. Jensen's leadership in confronting many challenging issues with creative solutions. He has been recognized as a leader in healthcare in the state, and his leadership has been appreciated for the organization.

Commissioner Walsh expressed appreciation for Mr. Jensen's strategic planning, most recently related to a complicated USDA loan to address facility needs, e.g., OR room, MRI suite, helipad, and private patient rooms. These improvements will allow for the hospital to attract surgeons and providers.

Having served on the nonprofit board and now the PHD Board, and witnessing the organization being hit with one punch after another, Commissioner Scroggs brought forward Mr. Jensen's hard work behind the scenes to do the best he can for the organization, e.g. formation of the district, legislative changes for increased Medicaid reimbursement, etc.

Commissioner Longenbaugh indicated that several salary surveys were reviewed in an effort to arrive at Mr. Jensen's wage, which is within market range (50th percentile relative to other hospital CEO's). Effective January 1st, 2017, Mr. Jensen's salary will be \$348,545.00.

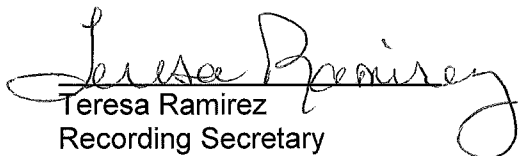
The motion and second were unanimously carried to approve Resolution 2016-06; Amended & Restated Employment Agreement for Thomas Jensen.

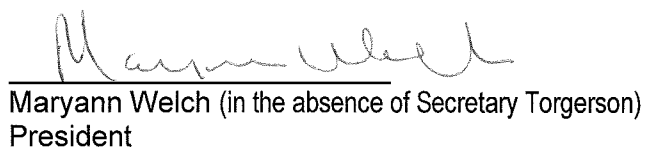
ADJOURNMENT

A motion was made by Commissioner Scroggs, seconded by Commissioner Walsh, and unanimously carried to adjourn the meeting at 7:30 p.m.

APPROVED AND ADOPTED THIS 20th day of December, 2016.

ATTEST:


Teresa Ramirez
Recording Secretary


Maryann Welch (in the absence of Secretary Torgerson)
President