

**BEAUFORT MEMORIAL HOSPITAL BOARD OF TRUSTEES
BOARD MEETING – OPEN SESSION**

MINUTES – November 28, 2018

BOARD MEMBERS PRESENT: David House (Chair); David Tedder (Vice-Chair); Andrea Allen (Secretary); Bill Himmelsbach; Kathy Cooper; Stephen Larson, M.D.; Norman Bettel, M.D.; Faith Polkey, M.D.; and Terry Murray

OTHERS PRESENT: Russell Baxley; Alice Howard; Sarah Dyson; Karen Carroll; Kurt Gambla, D.O.; Ken Miller; Shawna Doran; Chris Ketchie; Brian Hoffman; Allison Coppage; Daniel Mock; Debbie Schuchmann; Laurie Martin; Courtney McDermott; Shannon Holwadel; Susan Roos; Megan Mack; Ashley Hildreth; and Anna Sobiech

Absent: Paul Sommerville

Guests: Robert Achurch (Howell Gibson Hughes)

CALL TO ORDER: Mr. House called the meeting to order at 7:30 a.m., and stated that the Press had been notified. A motion was made by Mr. Tedder to go into Closed Executive Session at 7:30 a.m. with the eight Board members to discuss Strategic Planning, and Personnel Matters. The motion was seconded by Mrs. Allen, and unanimously approved.

MOTION: A motion was made by Mr. Tedder to go into Executive Session at 8:04 a.m. to discuss Quality Improvement, Medical Staff Credentialing, Strategic Planning, Contractual Arrangements, Legal and Personnel Matters. The motion was seconded by Mrs. Cooper, and unanimously approved. The meeting re-convened to Open Session at 9:03 a.m.

MOTION: A motion was made by Mr. Tedder, seconded by Mr. Himmelsbach to take action to make an affirmed defining that an emergency or existential circumstance exists that requires the Board to take final action without public notice under section 30-4-80A. The agenda item to be added to be identified is consideration of executive compensation matters concerning the CEO/President as discussed in Executive Session. Also adding a motion to approve the action of the Board of Directors to approve the executive compensation adjustments regarding the CEO/President as discussed in Executive Session. Two thirds of the majority present.

CONSENT AGENDA – Approval of Minutes for October 31, 2018, Committee Reports & Minutes, and Staff Reports. Mrs. Cooper made a motion, which was seconded by Mr. Tedder to adopt the agenda, amendment to the minutes and reports as presented. Unanimous approval.

COMMITTEE CHAIR ISSUE IDENTIFICATION: Mr. Himmelsbach provided a finance update and overview of the discussion the Finance Committee had with the Vizient representative regarding medical supply costs.

BMH FOUNDATION: Sarah Dyson reported on the Foundation Annual Meeting that was held in November and thanked all who attended. The Foundation is also grateful for the generous gift made by an anonymous donor for the Surgical OR renovation. January 17, 2019 is set for the ribbon cutting for the KCC relocation. Mrs. Dyson also indicated that the annual appeal letters were mailed. Invitations for the Valentine Ball, which will be held on February 8 and 9, 2019, will be mailed out after December 25th.

MEDICAL STAFF: Dr. Bettel indicated that there were no outstanding issues.

MEDICAL STAFF – Credentials: The following practitioners requested appointment: Elya, Marwan, MD, Locum Tenens/Medicine-Hospitalist-Critical Care; Ogunsulire, Joseph, MD, Locum Tenens/ Medicine-Hospitalist; Johnson, Kristen, PA-C, Allied Health Professional/Medicine-GI (Joining BPP); Thomas, James Ross, CRNA, Dependent Practitioner/Anesthesiology; Hurt, Christopher, MD, Consulting/Radiology-VRC; Lile, Robert, MD, Consulting/Radiology-VRC; Mallow, Jason, MD, Consulting/Radiology-VRC; Montaser, Anoosh, MD, Consulting/Radiology-VRC; Pierce, Ann Marie, MD, Consulting/Radiology-VRC; Santacana Laffitte, Guido, MD, Consulting/Radiology-VRC; Jacobs, Leigh, NP, Allied Health Professional/Medicine-Nephrology (Nephrology Associates-Dr. Coleman); Head, Barbara, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine); Johnson, Donna, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine); Rittenberg, Charles, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine); Sullivan, Scott, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine); Wineland, Rebecca, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine); Goodier, Christopher, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine); Newman, Roger, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine); Chang, Eugene, MD, Consulting/OB/GYN-Maternal Fetal Medicine (Telemedicine).

Reappointment: Amlicke, James, MD, Consulting/Orthopedics; Bell, Robert, MD, Active/Anesthesiology; Browning, Jared, MD, Consulting/ Radiology-VRC; Daniel, John, MD, Active/Anesthesiology; Hohenwarter, Susan, MD, Active/Anesthesiology; Martin, Jennifer, NP, Allied Health Professional/ Medicine-Internal Medicine; Reichel, Marc, MD, Active/Anesthesiology; Shook, Marshall, MD, Active/Medicine-Cardiology; Spearman, William, MD, Active/Anesthesiology; Thompson, Gary, MD, Active/Anesthesiology.

Change of Staff Status: Dawson, Rosalind, MD, Active Staff-Community Active/ Medicine-Internal Medicine.

Resignations: Taylor, Sarah, MD, Consulting/ Telemedicine; Handel, Daniel, MD, Consulting/ Telemedicine; Burke, William, DMD, Navy Active/ Surgery-Oral Surgery; Woollen, Stephanie, MD, Active/ Medicine-Internal Medicine.

Mr. Tedder made a motion, which was seconded by Mrs. Cooper to accept the Credentials Committee recommendations as presented. Unanimous approval.

ACTION ITEMS, POLICIES, DISCUSSION OR SUPPLEMENTAL INFORMATION:

Mr. House reported that the Executive Committee met and made a recommendation on the CEO/President's compensation to his 2018 bonus as well as his salary recommendation for 2019. The recommendation was discussed in Executive Session.

MOTION TO APPROVE THE EXECUTIVE COMPENSATION ADJUSTMENTS REGARDING THE CEO/PRESIDENT AS DISCUSSED IN EXECUTIVE SESSION AND RECOMMENDED BY THE EXECUTIVE COMMITTEE. Mr. Tedder made the motion, which was seconded by Mrs. Allen. Unanimous approval.

Mrs. Cooper indicated that the Governance Committee would like to bring forth the names of Katherine McDonagh, Ph.D. and Kendall Erickson as recommendations for Board approval and, if the Board approves, to bring forth the two nominations to County Council as candidates to replace the Board seat which will be vacated by Mrs. Terry Murray.

MOTION TO ACCEPT THE RECOMMENDATION OF THE GOVERNANCE COMMITTEE AS PRESENTED – Mrs. Cooper made the motion, which was seconded by Mr. Tedder. Unanimous approval.

Mr. Tedder indicated that the BMH Quality and Safety Plan was reviewed by the Quality Committee. He indicated that the changes that are presented are stylistic changes rather than major substantive changes.

MOTION TO ACCEPT AND APPROVE THE BMH QUALITY AND SAFETY PLAN AS PRESENTED BY THE QI COMMITTEE. Mr. Tedder made the motion, which was seconded by Mrs. Cooper. Unanimous approval.

Mr. Tedder indicated that the Risk Management Plan was reviewed by the Quality Committee. He indicated that the changes that are presented are stylistic changes rather than major substantive changes.

MOTION TO ACCEPT AND APPROVE THE RISK MANGEMENT PLAN AS PRESENTED BY THE QI COMMITTEE. Mr. Tedder made the motion, which was seconded by Mrs. Cooper. Unanimous approval.

Mr. House referenced the articles of interest.

MANAGEMENT REPORT – Mr. Baxley provided a brief KCC relocation update indicating that the first patient was seen today. Patients will be seen at both locations until December 15, 2018 at which point KCC in Port Royal will be closed.

Labor and Delivery Update – still on target for March 2019 finish date.

LDI Follow Up – The Leadership and Development Institute was successful. The book entitled “Crucial Accountability” was provided to the management group (managers, directors, and third year SEAs) discussions were held regarding implementation in day to day management within the organization. This book is being offered to Board Members if they so choose.

Balanced Score Card Update – Mr. Baxley reported that the Balanced Score Card was updated for the new year and contains new goals. Mr. Baxley explained the benefits of the service goals that were raised on the patient satisfaction.

Mr. House reminded the Board that the final meeting of the year will be held on December 12, 2018. This will be a joint meeting with Finance. He also reminded members to fulfill their requirements regarding webinars. Governance conferences will be pursued in 2019 for Board Members.

ADJOURN: The meeting adjourned at 9:24 a.m.

Respectfully submitted,

Andrea Allen
Secretary