

**LEWIS COUNTY HOSPITAL DISTRICT NO. 1  
BOARD OF COMMISSIONERS' MEETING**

February 25, 2015 at 4:00 p.m.  
Morton General Hospital  
Conference Room 1

**MINUTES**

**PRESENT:** Commissioner Marc Fisher, Secretary Kenton Smith, Board Chair Sheri Hendricks, Commissioner Judy Ramsey, Commissioner Ross Jones via Skype and Superintendent Seth Whitmer.

**CALL TO ORDER**

Board Chair Hendricks called the meeting to order at 4:00 p.m.

**APPROVAL OR AMENDMENT OF AGENDA**

Superintendent Whitmer requested to amend the agenda to add presenting an award before comments and remarks. Board Chair Hendricks requested to add the Strategic Plan to old business and the Travel Expense Reimbursement Policy to new business.

Commissioner Fisher made a motion to approve the agenda as amended. Secretary Smith seconded and the motion passed unanimously.

**SPECIAL REBRANDING PRESENTATION-DESAUTEL HEGE COMMUNICATIONS**

Due to technical difficulties, Superintendent Whitmer requested we postpone the presentation until the next board meeting on March 25<sup>th</sup>, 2015.

**COMMENTS & REMARKS**

**Audience:** The audience was given an opportunity to ask questions and voice concerns. Brenda DeArth read a statement in reference to the recent newspaper article in the Chronicle.

**Commissioners:** Commissioner Fisher proposed that the board review the resolutions passed at prior meetings. The board will take into consideration.

**EXECUTIVE SESSION**

Executive Session began at 4:22 p.m. for thirty minutes to review the Quality Report. Executive session ended at 4:53 p.m. No decisions were made.

The board returned to open session at 4:53 p.m. Commissioner Fisher moved and Commissioner Ramsey seconded to approve the Quality Improvement Oversight Meeting Minutes that were presented in Executive Session. The motion passed unanimously.

**CONSENT AGENDA**

The Consent Agenda included the following:

Minutes of the **January 28, 2015** Regular Board Meeting (*Action*)

Minutes of the **February 9, 2015** Special Board Meeting (*Action*)

Minutes of the **January 21, 2015** Finance Committee Meeting (December) (*Action*)

Minutes of the **February 23, 2015** Finance Committee Meeting (January) (*Action*)

Warrants **60494-60786** in the amount of **\$2,621,014.08** dated December 2014 (*Action*)

Warrants **60787-61027** in the amount of **\$2,017,485.14** dated January 2015 (*Action*)

Commissioner Ramsey made a motion to accept the amended minutes for January 28<sup>th</sup>, 2015 for correcting the location from the Upstairs Conference Room to Conference Room 1, as well as correcting the January 21<sup>st</sup>, 2015 Finance Meeting Minutes to reflect Commissioner Jones participated by phone.

Commissioner Fisher seconded and the motion passed unanimously.

### **OLD BUSINESS**

**Re-Districting by Population:** The board brainstormed over a couple different options; however, deferred to the next board meeting.

**Strategic Plan:** The board discussed reviewing the Strategic Plan on a quarterly basis. They would like to continue to use the current maintenance dashboard to measure certain metrics.

At 5:25 p.m. Board Chair Hendricks requested a ten minute break.

The board returned to open session at 5:35 p.m.

### **NEW BUSINESS**

**2015 Quality Plan:** Jerri Andersen presented the plan in Executive Session. Commissioner Fisher made a motion to approve **Resolution 15-07** and Commissioner Ramsey seconded. The motion passed unanimously.

**2015 Risk Management Plan:** Jerri Andersen presented the plan in Executive Session. The board requested to add a Community member as is not listed in Risk Management Plan. Commissioner Fisher made a motion to approve Risk Management Plan as amended for **Resolution 15-08** and Commissioner Jones seconded. The motion passed unanimously.

**Committee Appointments:** Each of the commissioners agreed with the updates as follows:

#### **2015 Organization & Officers of the Board of Commissioners**

Board Chair: Sheri Hendricks

Board Secretary: Kenton Smith

<b>Committee</b>	<b>Administration Rep.</b>	<b>Board Rep.</b>	<b>Committee Chair</b>
Finance	CFO	Judy Ramsey	Ross Jones
QI Oversight	CQO	Judy Ramsey	Marc Fisher
Bylaws	CEO	Kenton Smith	Marc Fisher
Plant Planning	COO	Marc Fisher	Ross Jones
Strategic Planning	CEO	All Board of Commissioners	NA

<b>Other Board Representation</b>	<b>Board Rep</b>
Foundation	Marc Fisher
State Representation	Ross Jones

**Conflict of Interest:** Commissioner Ramsey noted that Janice Holmes is her daughter and she works at Edward Jones where the hospital's retirement accounts currently reside. Commissioner Fisher noted Jeff Thorton is his nephew. Board Chair Hendricks noted none, Commissioner Jones noted none and Secretary Smith noted none.

**PDC Filing Reminder:** Commissioners need to have this completed by April 15, 2015.

**Employee Retention Rate:** Commissioners reviewed over 2014 data.

**Travel Expense Reimbursement Policy:** Commissioners received clarification on couple items regarding receipts.

### **SUPERINTENDENT REPORT**

Superintendent Whitmer publically apologized by stating the following:

- I would like to publicly state that if there are any that I have offended or treated harshly I sincerely apologize. It is not the character that I strive to live to treat people in such a manner. If anyone feels I have treated them this way, please know that it was not done on purpose or intentionally. Even though I have given what I feel are generous severance to those I have had to separate from the organization I understand that these people may still feel wronged. However, I still want to reach out to them and to anyone else that feels I have treated them harshly and publicly apologize to them for any hard feelings they may have towards me.

Some have accused me of bad mouthing Ron DeArth, my predecessor. This is not true. I have the utmost respect for Ron DeArth. He built a new hospital for this community and made it successful for many years. I am grateful for the work he did. However, a new set of eyes and a new set of listening ears, sees and hears things that were not seen or heard before. Ron was an experienced CFO and CEO. He had worked for the hospital and had been a part of this community for many years. I admire and applaud him for the work he has done.

Superintendent Whitmer reviewed his report and highlighted the following:

- Employee Retention.
- Trialing Hospitalists with Dr. McCurry.
- Hosted our third East Lewis County Economic Development Committee Meeting.
- New CFO, Scot Attridge starts 3/2/15.
- New Interim Business Office/HIM Manager, Denise LaForce started on 2/23/15.
- Electronic Time System, Kronos will launch 3/16/15.
- New Phone System, Shortel will go live 3/18/15.

## **BOARD COMMITTEE REPORTS**

### **Financial Report**

- **December 2014:** There was a preliminary close for December. There may be adjustments for certain payers. We anticipate December statements will be finalized at the end of May of 2015.
- **January 2015:** The board appreciated the one page financial snapshot. The board requested a more comprehensive break down of the patient visits.

Commissioner Jones made a motion to approve the financial reports and Commissioner Fisher seconded. The motion passed unanimously.

**Bylaws Committee Report:** Commissioner Fisher and Secretary Smith reviewed The Order of Business section. The board agreed that the committee should continue to review the bylaws and upon completion a resolution of action will be taken on all of the updates.

**Hospital Foundation Report:** Diane Markham shared that the Mommy Shower was a huge success. The upcoming Ladies Brunch is on 4/25/15. The foundation is currently reviewing their bylaws and the budget committee is finishing their budget.

At 6:50 p.m. Board Chair Hendricks requested a ten minute break.

The board returned to open session at 7:00 p.m.

### **EXECUTIVE SESSION**

Executive Session began at 7:00 p.m. for one hour to review a public employee. At 8:00 p.m. Board Chair Hendricks extended Executive Session for ten minutes. No decisions were made.

At 8:10 p.m. Board Chair Hendricks requested a five minute break.

The board returned to Executive Session at 8:15 p.m. for two hours to review a public employee.

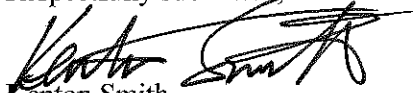
The board returned to open session at 10:15 p.m.

Commissioner Ramsey made a motion to approve purchase plan 360 and establish a meeting between Board Chair Hendricks, Superintendent Whitmer and the representative from plan 360. Commissioner Fisher seconded and the motion passed unanimously.

**ADJOURNMENT**

Commissioner Fisher moved and Board Chair Hendricks seconded to adjourn the meeting at 10:20 p.m. The motion passed unanimously.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Kenton Smith', written over a horizontal line.

Kenton Smith  
Board Secretary