

Washington County Hospital
Board of Directors Meeting Minutes
Tuesday, January 26, 2010, 7:00 p.m.
Conference Rooms A and B

Members Present:
Dale Blohm, Chair
Greg Engele
J. W. Metcalf
Diane Nottmeyer
Rich Tomaszewski

Members Not Present:
Sandy Alfeldt, absent
David Behr, excused
Bill Manier, absent

Others Present:
Nancy Newby, CEO (exited 8:06 p.m.; returned 8:13 p.m.)
Ruth Kellerman, QA Coordinator (exited 7:38 p.m.)
Elaine Matzenbacher, CFO (exited 8:06 p.m.)
Kim Larkin, CIO (exited 7:38 p.m.)
Melodie Wilkey, HR Director (exited 7:38 p.m.)

Others Not Present:
Marc Zerbe, M.D., Medical Staff President, absent
Tammy Amizich, CNE, excused

Called to Order: 7:12 p.m.
Adjourned: 8:16 p.m.

Meeting Agenda

The agenda of the January 26, 2010, meeting of the Washington County Hospital Board of Directors was presented for review and approval.

The following amendment was made:

- Add VI., D. Correspondence

On a motion by Rich Tomaszewski and second by Diane Nottmeyer, the Board unanimously voted to approve the January 26, 2010, meeting agenda with the aforementioned amendment.

Previous Board Meeting Minutes
Finance Committee Meetings Minutes
Executive Committee Meeting Minutes

The following meetings minutes were presented for review and approval:

- Board meeting, December 29, 2009.
- Finance Committee meetings, November 12, December 10 and 29, 2009.
- Executive Committee meeting, December 29, 2009.

The following amendment was recommended:

Page/Location	Drafted Minutes and/or Remarks	Final Minutes (recommended changes double underscored)
Board minutes,Nancy reiterated that this was aNancy reiterated that this was a

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Page 1, Previous Board Meeting Minutes , first bulleted item, second line	Board recommended and Board approved purchase.	Board <u>an Administration</u> recommended and Board approved purchase.
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On a motion by Diane Nottmeyer and second by Greg Engele, the Board unanimously voted to approve the aforementioned meetings minutes with aforementioned amendment.

Financial and Statistical Report

Elaine Matzenbacher presented the Financial and Statistical Report for December 2009. Highlights of the report were:

Total Patient Revenue was \$1,886,787. Total Provisions were \$799,635. Total Net Operating Revenue was \$1,116,845. Total Operating Expenses were \$1,294,203. Income from Operations was (\$177,358), with YTD Income (\$367,667). Total Non-Operating Revenue was \$36,269, with YTD Total Non-Operating Revenue of \$363,045. Total Income was (\$141,089), with YTD Total Income of (\$4,622), as compared to a budgeted (\$116,259).

Additional noted items:

- Total Patient Revenues were 9.3% (\$193,491) under budget for the month of December. Swing and Extended Care were over for the month. Physician vacations may have contributed to lower revenues in the month.
- Contractual Adjustments were 13.8% under budget in the month. Charity for the month of December was \$10,820.
- Other Operating Revenue was slightly under budget in the month.
- Employee benefits were 50.2% (\$56,809) over budget this month- all related to current insurance claims. We made another accrual of \$35,000 for one third of the quarterly installment that we know will be due to Blue Cross in February. This assessment was for high claims in October, November and December.
- Bad debts were 35.1% over budget in December. We are planning to explore other options for bad debt collections with our collection agency.
- Total noncurrent cash and investments - \$1,402,320 compared to last year's \$652,994

On a motion by Greg Engele and second by J. W. Metcalf, the Board unanimously voted to approve the December 2009 Financial and Statistical Report.

Quality Report

Ruth Kellerman, quality coordinator, gave a presentation at the January 23, 2010, Board Retreat, so no new information was provided.

2009 Laboratory Competency Report

The Board reviewed the 2009 Laboratory Staff Competency Report, which is required by TJC (The Joint Commission).

On a motion by Diane Nottmeyer and second by Rich Tomaszewski, the Board unanimously voted to approve the 2009 Laboratory Staff Competency Report.

Annual Review of Hospital Board Membership

- An annual review of Board membership terms was conducted. The terms of Bill Manier and Diane Nottmeyer and a vacated position are due to expire April 30, 2010.
- Diane and Bill have agreed to reappointment. Nancy will convey this information to Washington County Board Chairman Dave Meyer to submit to the Washington County Nominating Committee.

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- Harry Jankowski submitted his resignation in writing to Dave Meyer, chairman of the Washington County Board. Dave has accepted it and will forward it to the Washington County Board Nominating Committee.
- Chair Dale Blohm then appointed Board members, with their consent, to a Board office/committee as follows (a copy of revised list of Officers and Committee FY 2009-2010 placed on file):
 - Treasurer – Greg Engele
 - Finance Committee – Greg Engele, chair; Rich Tomaszewski, member
 - Buildings and Grounds Committee – Bill Manier and J. W. Metcalf, members
 - Nominating Committee – David Behr, member
 - Personnel, Recruitment and Management Contract Review Committee – Rich Tomaszewski, member

FY2010-2011 Budget Calendar

Elaine presented the FY2010-2011 Budget Calendar. She reported that supervisors will use the calendar for budget preparation.

RHC Mid-Level Provider

- Nancy reported that Pat Carr, APN, has accepted the WCH RHC mid-level provider full-time position. She will start in mid-February. Following orientation, Pat will pilot Saturday hours for six months. Her resume was provided and reviewed by Board members.
- Rachel Aholt, APN, changed to part-time status in August 2009. RHC criteria require that a mid-level provider be in the clinic a minimum of 30 hours per week. Pat's employment will fulfill that criterion.

SSM Affiliation Agreement Renewal

Nancy reported that renewal of the SSM Affiliation Agreement has come due. There are no changes from the current agreement. This is a win/win arrangement. Advantages for WCH are that (1) specialists from St. Louis provide outpatient clinics, and (2) WCH may participate in group buying purchases. SSM benefits as a tertiary care provider.

On a motion by Diane Nottmeyer and second by Greg Engele, the Board unanimously voted to renew the SSM Affiliation Agreement for a period of three years.

Statement of Economic Interest

In accordance with Illinois Public Act 88-187, WCH Board of Directors is required to file a Statement of Economic Interest with the Washington County Clerk's Office. Board members will complete the required forms, return to Nancy, in order to send to the clerk's office. A receipt will be mailed back for WCH records.

Community Comments/Questions and Answers

In response to inquiries, Nancy provided answers/clarification regarding:

- RHC mid-level provider – clarification of provider work status and hours.
- Board member resignation – Dave Volz, *Nashville News* reporter, stated he had received a Board resignation letter from Harry Jankowski and asked if WCH had any comments. Nancy questioned the letter Dave had. Nancy reported that she and Dale Blohm met with Dave Meyer, Washington County Board chair, and that Dave's letter from Harry was different from the one WCH had received. Nancy further explained that the information requested by Harry had been compiled and was presented at the January 21 Finance Committee meeting. However, Harry resigned earlier in the day on January 21; subsequently, he did not attend the meeting.

Closed Meeting

At 7:38 p.m. on a motion by J. W. Metcalf and second by Greg Engele, the Board took a roll call vote to enter closed session under Open Meetings Public Act 88-621 Sections 2(C)(21). Blohm AYE, Engele

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AYE, Metcalf AYE, Nottmeyer AYE, Tomaszewski AYE. Motion carried.

At 8:13 p.m. on a motion by J. W. Metcalf and second by Greg Engele, the Board took a roll call vote to leave closed session and re-enter open session. Blohm AYE, Engele AYE, Metcalf AYE, Nottmeyer AYE, Tomaszewski AYE. Motion carried.

Board Closed Meeting Minutes

Executive Committee Meeting Minutes

The following meetings minutes were presented for review and approval:

- Board closed minutes, December 29, 2009.
- Executive Committee closed minutes, December 29, 2009.

On a motion by Greg Engele and second by Rich Tomaszewski, the Board unanimously voted to approve the aforementioned meetings minutes.

Adjournment

On a motion by Diane Nottmeyer and second by J. W. Metcalf, the Board unanimously voted to adjourn the meeting at 8:16 p.m.

Respectfully submitted,
Richard Tomaszewski, Secretary
Board of Directors