

**HAXTUN HOSPITAL DISTRICT
Governing Board of Directors Regular Meeting
6/21/2010
7:00pm**

Notice to the Public

Notice and agenda of this meeting was posted on 6/17/10. Locations: Haxtun Hospital, Haxtun Town Hall, Haxtun-Fleming Herald, County Courthouse & Clerk's Office

Members:	P or A		P or A
Jessica Gales, Chairman	P	Dr. Statz, Chief of Staff	P
Paul Wernsman, Vice Chairman	P	Melinda Stocker, DON	P
Steve Hofmeister, Secretary/Treasure	P	Brenda Lechman, HR	P
Norris Harms, Member	P	Ricci Schweitzer, Recorder	P
Scott Thompson, Member	P	Dr. Jeff Lee ER/Trauma Director	P
Diane Fryrear, Interim CEO	P		
Sandra Lambrecht, CFO	P		

Agenda Items	Discussion	Action Needed	By Whom
Call to Order	Jessica called the meeting to order 7:04pm		
Invocation	Jessica lead Invocation		
Approval of Agenda	Remove from Agenda Materials Management report. Dr. Statz added an additional handout for Medical Staff Report regarding Physician-Led Hospital. Add additional prep for CEO Interviews. Steve moved to approve agenda as revised Paul seconded the motion.		
Remarks by Visitors	No remarks by visitors		
Approval of Minutes	Norris stated that there needs to be a correction to the Important Issues/Decisions to be Made by the Board Section of the previous months' minutes that Paul also mentioned strategic planning. Norris moved for the approval of the minutes as amended Steve seconded the motion.		
Chief of Medical Staff Reports	See Handouts from Dr. Statz: Norris stated that he was trying to think of something that they could do that would satisfy some of the needs that Dr. Statz has expressed. Norris stated that he thought Steve had said that it is the board's ultimately responsibility for the hiring and firing. Norris asked if they could add to the governing policies that any disagreements between the Medical Staff and the CEO that impinged on the quality of care should ultimately be the board's decision. It would be something that we could do. Recognizing that it requires that the board be ultimately responsibility for the quality of care for physicians that any disagreements between them and the CEO that impinge on care will be brought before the board and dealt with by the board. Dr. Statz stated that she has had some feedback from people that worked for the applicants and they said we should have the clinical part mapped		

	<p>out clearly so there won't be any disagreements. Norris stated that he was concerned with the issues raised by Dr. Statz (CEOs demanding things that would impair care) Dr Statz stated that she has a lot of respect for the board and will do what they agree upon to the best of her ability but it needs to be stated clearly because it is very vague. She stated that she understand that they need time to discuss this and work out the best possible solution. Diane and Steve searched through the Special District Association of Colorado Laws Notebook to see where it states that it is the board's responsibility for all the hiring and firing. Steve stated that he felt it was appropriate that whoever is being interviewed be aware of where they are heading and that this might be a possibility or something similar. Paul stated that he agreed and that it's mainly the collaboration. Norris stated that Physician-Led could be a red flag for a CEO. Norris asked what about using the term involved instead of lead? Jessica asked Dr. Statz what does Physician-Led mean to her. Dr Statz stated that the physician is an integral part of the bigger decisions that directly impact patient care. Paul stated that the part I like is to change to physician supported planning. The CEO is actually to support the physicians as well. It has to be a works both ways. The CEO needs to be put on notice that they need to work with the other departments. I think its some good input. Norris said he thought it speaks to the larger system of collaboration not just physicians and CEO but other departments. A lead who involves people is really what to look for. Paul stated that then the board would oversee the collaboration. Norris said that as they talk with the CEO it won't be a two way it will be universal communication with all the other departments. Jessica asked Dr. Statz if she has talked to the her coworkers about their feelings on this. Dr. Statz said that she has talked to several of the visiting doctors not really the DOCS WHO CARE but more of the ones who are here on a more regular basis. She said that several do feel it would be a good model for the physician and recruitment plan. So there is someone with a lead role there who understands what they are going through. Jessica asked Diane what she thought about it as the Interim CEO. Diane stated that she thinks that the CEO should not have say in the medical care of patients. I see issues though with two heads of an organization at the same time. Dr. Statz said that if it does that it would be the time to go to the board and they can be the one head. Diane stated that it's worth looking for a CEO that would consider it. Steve found in the Special District Association of Colorado Law Notebook he read: that the board has the power to have the management, control, and supervision of all the business and affairs of the special district as defined in the article and all construction, installation, operation and maintenance of special district improvements: to appoint, hire, and retain agents, employees, engineers, and attorneys. Jessica asked if maybe it was in the bylaws where it was more clearly stated. Norris stated that he doesn't want Dr. Statz to think that he disagrees with the notion. The best leadership is always collaboration. Jessica asked so where do we go from here? Our goal is to get something in place, how can we do that in a timely manner? Find an administrator to adopt some level of it. Norris said that the CEO and Dr. Statz can sit together and work on it until they find something they are both comfortable with. They need to put something together that's firm and then we do our do diligence with the legal part of it. Paul stated that Dr. Statz is concerned with going into the interviews and the hiring of the CEO without it clearly defined. Dr. Statz said that she suspects it's done in a lot of hospitals whether it is on paper or not. Steve said that maybe we should check with Wray and see what they have in place. Dr. Statz said that she had heard that the CEO in Wray</p>		
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	<p>comes into the clinic quite a bit to check in. Paul asked if the more medical staff leading was defined or is it just being allowed. It looks to me that the board is the only party responsible to making this work. Steve found the article in the Law Notebook 32-1-1002.5 which states the board of any health assurance district has any or all of the following powers for and on behalf of such district: To organize, operate, control, direct, manage, contract for furnish, or provide, directly or indirectly, health care services to residents of the health assurance district who are in need of such services. Steve also said if we as a board allow the CEO to run over the doctors we aren't doing our job as a board. Jessica said that something possible to explain to the CEO is that we expect you to allow physicians to have direct input and we are looking for a collaborative relationship between you. Jessica said that she feels like we are just treading water. I think we just have to check it off make a plan that this is what we do step by step by this date. We need to make the CEO aware like Paul and Steve said and see if they seem receptive and then at that point get the legal perspective if needed and the put it into place. Scott said that he really thinks also that we need to look into what is going on at other hospitals to see what is working for them. Norris moved to do as Jessica said. Diane asked what it is. Norris said that a collaborative approach across the whole hospital especially with the physicians. Jessica asked who wants to call the other hospitals. Norris said he would talk to Dave Garness. Jessica said she can talk to some people down in Wray. Norris said that something he liked was that we talked to different references for the same person and merged the outcomes. Steve said that he could give Judy Gunner a call. Paul asked if they could get a list of the different hospital board members for Wray, Julesburg, and Holyoke. Dr. Lee said that Estes Park would be a good one to talk to as well because they are in a very similar environment of the Physician Led. Norris moved that when we interview CEO's they will expect collaboration with everyone especially medical staff as it impinges quality care. Steve seconded the motion. Sandy said she thought a business plan is also important for Dr. Statz not just quality of care but other aspects of the running of the clinic. Steve asked Dr. Lee what type of input he has at Estes Park still. Dr. Lee stated that when he was practicing up there he was in private practice but they had a good working relationship with the CEO at the time. The Medical Staff which were responsible for patient care and CEO responsible for running of the hospital with the day to day. The CEO could suspend the physicians privileges pending review if something had happened which could possibly endanger a patient. Norris asked what input do you have on the situation here. Dr. Lee said that he sees a lot of potential. This is a great opportunity for this community. One of the key things from his perspective is the long term strategic plan for community and how to meet their needs going forward. Jessica asked what we want to do with our findings when we talk to the different hospitals. Dr. Statz asked when the CEO interviews set up for. Diane informed her one is set for June 28th at 7pm and the other at 7pm on June 29th. Steve asked Dr. Statz if she could make those interviews. Dr Statz stated that she is on call but can be there. Steve said I would like to have you there and possibly Dr. Jolley. It was suggested to meet at Steve's Office and conduct the interviews there. Dr. Statz said that she will certainly invite Dr. Jolley unsure however if she will want to attend. Paul said that it would be more as an observer especially if something happened and you had to step out she would be there. That way after the process we could maybe talk about something that we might have missed also. Steve said to make sure that both the interviews were posted by next Thursday and that they are going to be held</p>		
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	at his office.		
Medical Staff Privileges (If Any)	No Report		
Department Reports	No Report (No Materials Management Report)		
Grant Report	See Grant Report. Diane stated that the application for the USDA Grant has been sent in we have not heard back at this time.		
Interim CEO Report	See Report: Diane stated that she did talk to Linda Alexander today and talked about the interview process and found that interviews can be conducted in Executive Session. We will need to make sure to discuss the pros and cons of each and discuss salary options and excursions it lets you be fully into the instruction of negotiations for Executive Session. The Final discussion and vote will be held in public session. Diane also stated that if someone from the public pushes for public interviews you can just make sure to limit input. When we are down to the final 3 we need to post a notice that we have it down to 3 people. Linda gave me a notice form. Just make sure to do it 2 weeks prior to the hiring. Also it was suggested to keep notice for records on what date it was posted. One question from Norris about the CEO report was with EMR is there some federal money available for it or can you hold off until you get it? Diane stated along with Sandy that it will be through the cost report process. Steve made a comment on the email from Doug Hargrave relative to the USDA Grant that he is not in favor of having someone design project who wants to bid on it. Diane said that he understands that he probably would not get it. Steve asked are we going to wait till we are approved for the grant before we do the design or are we going to go ahead and do it. This should be added to the agenda for the next meeting. Sandy stated that Wilbur has talked to me since May 2005 that the boilers were a concern. Sandy said that we went into what projects were needed most. We identified the projects and started looking for grants. Steve suggested that something to ask CEO is what is there are of expertise. Diane also suggested their experience with EMR. Dr. Statz said that's something with Kurt Loveless that if he doesn't get or accept the CEO position to keep him in the back of your mind possibly as a consultant because that is what he used to do. Steve moved to approve time sheet format Norris seconded the motion. Diane stated that they also wrote up an ad for COO and will post that. Steve moved to approve Diane's time Norris seconded the motion. Paul asked what the organization chart was for. Diane stated that it is just for your information so you know what is in place. Paul asked if we can put all the people where they go so we know who is there. Diane said they would.		
CFO Financial/Statistical Report	SEE HANDOUTS (Sandy we would really like to get the wireless in before the decision is made for EMR) It was asked when do we have till and Sandy said 2013. Sandra said that there are 2 more resolutions to go over who access to safe deposit with tapes and also the nursing home activities fun. Norris moved to adopt the resolutions Steve second the motion. Sandy also brought up the Fire hall payment. She stated that she talked to Bill Garretson and that we have paid \$6000 and that we still need to pay \$9000 so they can start applying for other grants. Steve asked Sandra if we can afford to do that at this time. Sandra said they could at this time. Steve moved to pay it off early and Norris seconded the motion. Sandra stated that as soon as she gets financials statements she'll have Ricci email them out to the		

	board she said that it will be done by June 30 th . Paul moved to resend the motion made in the previous meeting to not move the money to the bond payment to leave it where it is. Steve seconded the motion.		
DON Report	See handout		
Old Business	New Approved Employee Handbooks were passed out to the board		
New Business	<p>Under the New business the CCC Spring Legal Updates were gone over during the CEO report. Diane stated that Linda is also going to get the conflict of interest template to her. Diane asked if they wanted to go over anything for Strategic planning. Do we want to put down a time to discuss it? Norris said we might want some help with it. We used to have some guidance someone who had protocols on how to get there. I don't know if we need some outside help but is there help available. Diane said I think Rural Solutions. Diane will be checking in with them. Diane will also be asking about Tabor. Norris asked isn't there something that works into a universal EMR where hospitals will interface. Sandra said that the goal is to get it into the facility and then to sometime get it there to interface with the other hospitals. Norris wanted to know if the questions that I have about the EMR system going to be answered before we have to go to it.</p> <p>CEO Prep: Jessica made copies of possibly questions (Passed out copies) she said that she thought it was a good starting point. Possibly send something about the town to each one of them also. Norris said we need to find out if their spouses are going to come or if they can come, Diane said that Ricci can call them and find out. Department heads will have questions and qualities they are looking in a CEO to the board after the Department Directors Meeting by Friday at the latest. Jessica suggested meeting about half hour before to review the things they want to make sure to discuss in the interview. Norris suggested possibly creating a reception before the meeting. Ricci will check with the applicants if they could possibly come earlier to see around town. Steve said that 4pm reception if possible at the hospital. Light Dinner and then meeting at Steve's office at 6pm to go over questions and prepare for the interview. Agenda for the executive session will be preinterview discussion of content and then the Executive Session. Steve moved to enter into an executive session on the 28th and 29th of June pursuant to §24-6-402(4)(e), C.R.S, for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators concerning the interviews for the Interim CEO applicants meeting at 6pm Monday and 7pm Tuesday. Norris seconded the motion.</p>		
Executive Session (If Needed)	Executive Session scheduled for Monday June 28 th and June 29 th . Steve moved to enter into an executive session on the 28 th and 29 th of June pursuant to SS24-6-402(4)(e), C.R.S, for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators concerning the interviews for the Interim CEO applicants meeting at 6pm Monday and 7pm Tuesday. Norris seconded the motion.		
Action Following Executive Session (If Needed)			
Adjournment	Steve Moved we adjourned Paul late Tuesday. Paul seconded 9:17		