

**BOARD OF TRUSTEES MEETING MINUTES
OCTOBER 21, 2020**

Members present via Zoom: Bob Moody (Chair), Beth Llewellyn (Vice-Chair), Tom Sloan (Treasurer), Jim Brooke (Secretary), Larry McElwain, Pat Miller, Jim Brooke, Dr. Shari Quick, Beth Roselyn, Russ Johnson, Sheryle D'Amico, Traci Hoopingarner, Janette Kirkpatrick, Deb Cartwright, Brian Bradfield, Colleen Browne, Jared Abel, Michael Williams, Rebecca Smith, and Andy Ramirez (Hospital Counsel)

Other attendees via Zoom: Danae Johnson, Christine Reed, Amy Northrop, Autumn Bishop, Dr. Sherri Vaughn, Chad Lawhorn (LJ World), Shannon Kimball (community member) and several other community members.

Call to Order

The meeting was called to order at 8:35 a.m.

Opening Statement

The following opening statement was read by Danae Johnson, Director – Executive Administration:

“Good morning. Thank you for joining the LMH Health Board of Trustees meeting. Before we get started, we’d like to outline a few important procedural details for this meeting:

- LMH Health Board of Trustees welcomes community feedback on policies and issues affecting its clinics and the hospital. In order to ensure time is used efficiently, we will not take public comments during the meeting. However, comments may be shared with board members in a number of different ways, including the comments section of our webpage, by emailing trustees@lmh.org, by calling 785-505-6138, or by contacting individual trustees with the contact information listed on our website at lmh.org.
- During the meeting, each meeting participant will identify themselves using their first and last name prior to commenting.
- Roll call will be taken for voting on each item requiring board action.
- If members of the public wish to obtain meeting materials, please email trustees@lmh.org or call 785-505-6138.
- We will be having two executive sessions at this meeting. At the appointed time, the Board Chair will call for a motion to enter into each executive session. This motion will include the time that the open sessions of the meeting will resume. Executive sessions are reserved for Trustees and Hospital Executives only. Everyone else will be asked to leave the meeting during the executive sessions and is welcome to return to the meeting when open sessions resume.”

Approval of Agenda and Consent Agenda

The agenda for the October 21, 2020 meeting and consent agenda (see below) were presented for review with approval requested.

- The following were presented for approval as part of the consent agenda:
 - Oct. 21, 2020 Meeting Agenda
 - Board of Trustees Meeting Minutes, Sept. 16, 2020
 - Finance Committee meeting minutes, Sept. 21, 2020
 - Finance Committee meeting minutes, Oct. 19, 2020
 - Utilization Management Plan
 - Scope of Services Policy
 - Risk Management Plan
 - Medical Executive Committee recommendations:

MEDICAL STAFF & ALLIED HEALTH PROFESSIONAL STAFF - New Appointments:

Deborah Anderson, MD (Active Non-Admitting; Family Practice) – Initial appointment 10/21/2020 not to exceed 2 years.

Patrick Christopher, DDS, MD (Active Admitting; Surgery/Oral Maxillofacial) – Initial appointment 10/21/2020 not to exceed 2 years.

Kelly Stinson, MD (Consulting; Tele-Psychiatry) – Initial appointment 10/21/2020 not to exceed 2 years.

Chelsea Willis, DO (Active Non-Admitting; Family Practice) – Initial appointment 10/21/2020 not to exceed 2 years.

MEDICAL & LMH EMPLOYEE/ALLIED HEALTH PROFESSIONAL STAFF – Reappointments:

Charles Brooks, MD (Active Admitting; Medicine) – Reappointment 11/1/20 not to exceed 2 years.

Jonathan Coll, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Robert Fortuna, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Robert Gorman, MD (Active Admitting; Medicine) – Reappointment 11/1/20 not to exceed 2 years.

Steven Hendler, MD (Active Admitting; Medicine) – Reappointment 11/1/20 not to exceed 2 years.

Marshall Kelley, MD (Active Admitting; Pediatrics) – Reappointment 11/1/20 not to exceed 2 years.

David Lee, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Michael Lin, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Shari Quick, MD (Active Admitting; Medicine) – Reappointment 11/1/20 not to exceed 2 years.

Kevin Rudny, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Jason Shou, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Sanjeevi Vridhachalam, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Michael Lin, MD (Consulting; Radiology) – Reappointment 11/1/20 not to exceed 2 years.

Kathleen Weatherstone, MD (Consulting; Pediatrics) – Reappointment 11/1/20 not to exceed 2 years.

Amanda del Valle, APRN (LMH Employee; Medicine) – Reappointment 11/1/20 not to exceed 2 years.

FOCUSED PRACTITIONER PRACTICE EVALUATIONS:

David Robbins, MD – (Cardiology) – For privilege addition of “Cardiac Loop Recorder”.

Anna Marshall, APRN – (Spine) – For privilege addition of “Surgical Tech/First Assist”.

PRIVILEGE &/or STATUS CHANGES & RESIGNATIONS:

Candee Adams, APRN – AHP/Sponsors: Sunflower Neonatology – Resignation effective 8/26/2020.

Megan Amyx, APRN – LMH Employee/Sponsors: Internal Medicine Group) – Requests termination of maternity leave effective 9/8/2020.

Kara Joice, PA – Status change to LMH Employee effective 9/14/2020 (Transferring to OrthoKansas from LMH E.D.) Requesting privilege additions of “orthopedic duties.”

Roxanne Smith, Dental Assistant – AHP/Sponsors: Pediatric Dentistry – Resignation effective 9/20/2020.

Hospitalist Physicians & APPs – Transferring to LMH Employees effective 10/1/2020.

MOTION to approve the agenda and consent agenda.

Made by Tom Sloan,

Seconded by Pat Miller.

Motion carried.

Chairperson of the Board Report

Bob Moody, Chair, thanked the Board for the trust placed in him as the new chairman. He asked that everyone feel welcome to come to him with questions or concerns. He thanked all of the Trustees for volunteering their time to the hospital.

- **Resolution In Support of Emergency Services and Hospitalist Contracts:** Tom Sloan introduced a resolution in support of emergency services and hospitalist contracts. Mr. Sloan made a motion to adopt the resolution.

October 21, 2020

Resolution In Support of Emergency Services and Hospitalist Contracts

WHEREAS, the LMH Health (LMH) Board of Trustees wish to recognize the LMH negotiating team for their commitment to LMH healthcare providers, the fiscal health and responsibility of LMH, the Douglas County community members and the charitable responsibilities required by the Elizabeth Watkins Trust in negotiating contracts with the Lawrence Emergency Medical Association (LEMA) and the Hospitalists; and

WHEREAS, these negotiations were a team effort, the Trustees would like to specifically recognize Russ Johnson, President and Chief Executive Officer; Traci Hoopingarner, Vice President - Clinical Care & Chief Nursing Officer; Deb Cartwright, Vice President & Chief Financial Officer; and Andy Ramirez, LMH Counsel, for their recognition of and diligent efforts to balance the financial interests of LMH, LEMA and the patients relying on the Emergency Department, the Hospitalists and all other LMH providers and services; and

WHEREAS, the Trustees also acknowledge and recognize the contributions of Dr. Scott Robinson, LEMA President, and Robert Fielder, LEMA Advisor, for their leadership in negotiating economic and healthcare benefits for LEMA healthcare providers, LMH and our community to achieve a viable and sustainable partnership with LMH; and

WHEREAS, the Trustees acknowledge and recognize the contributions of Dr. Hal Taylor and Dr. Jason Kimball, Medical Directors of the Hospitalists, for their leadership in negotiating beneficial employment agreements for the community, the Hospitalists and LMH.

BE IT RESOLVED, that the Board of Trustees of LMH Health endorse the contracts negotiated and executed with LEMA and the Hospitalists and commend the Healthcare Providers and LMH Senior Leadership Team for their recognition that the health of our community relies on fiscally responsible partnerships between health care providers and LMH.

Adopted by the LMH Health Board of Trustees on October 21, 2020.

MOTION to approve the resolution as presented.

Made by Tom Sloan,

Seconded by Jim Brooke.

Motion carried.

Chief of Staff Report

- No report.

CEO Report and Executive Team Report

- **CEO Report:** Russ Johnson, President and CEO, reported that as the hospital looks ahead to the fourth quarter of 2020 and the beginning of 2021, and as the leadership team thinks about preparing a capital and operational budget for 2021, they are keeping the status of the pandemic top of mind. There is unlikely be significant mitigation before the latter half of 2021 because the initial rounds of vaccines will likely be targeted very narrowly. In the meantime, LMH Health has started construction on a new drive-through facility, which will be an important part of the infrastructure needed to administer the vaccine.
- **Crisis Center Update:** Janette Kirkpatrick, VP Clinical Excellence, gave an update on the Crisis Recovery Center. Her report included an overview of the governing structure and operational activities for the center. LMH and Bert Nash have been working closely together to make this center a reality. The groundbreaking will be held on October 23rd.
- **Commission on Cancer:** Dr. Chad Tate, spoke about the Commission on Cancer accreditation that LMH recently received. He reported that there are a number of rigorous requirements that must be filled to become an accredited hospital and LMH met them all and became accredited last month. Being an accredited hospital will build patient confidence in LMH.
- **Provider Recruitment and Retention:** Sheryle D'Amico, VP Physician Enterprise, briefed the group on LMH's provider recruitment and retention strategy. She reviewed her recruiting guiding principles and the key position focuses for 2020 and 2021.
- **2021 Budget Update and YTD Financial Performance:** Deb Cartwright, VP and CFO, gave a brief update on LMH's current financials and reminded the board about the Board Budget Workshop coming up on 12/3.

COVID and Unified Command Update

Traci Hoopingarner, VP Clinical Care and CNO, gave a brief report on the operational COVID response activities as well as the number of COVID patients who are currently in inpatient care at the hospital.

Mr. Johnson gave a brief update on the work that LMH Health and the Health Department have been collaborating on regarding surveillance testing for educators, first responders and healthcare providers.

Executive Session to discuss personnel and conflict of interest matters

- Motion was made to recess into executive session, excluding Dr. Shari Quick. The subject matter of the executive session is to discuss with counsel the legal issues surrounding a conflict of issue pursuant to the attorney client privilege exception, KSA 75-4319(b)(2) of the Kansas Open Meetings Act which authorizes consultation with the hospital's attorney on matters deemed privileged by the attorney-client privilege with the open meeting reconvening at 10:05 a.m.
MOTION made by Beth Llewellyn,
Seconded by Pat Miller.
Motion carried.
- Motion was made to extend executive session with the open meeting reconvening at 10:10 a.m.
MOTION made by Tom Sloan,
Seconded by Pat Miller.
Motion carried.

Conflict of Interest Consideration: Dr. Shari Quick

- Motion was made that upon the judgment of the Chief Executive Officer of the LMH Health and a disinterested majority of the Board of Trustees, that it is in the best interests of the Board of Trustees to do so, that the board, pursuant to section 3.7-3C of the governing bylaws, waive the existing conflict on the contract the hospital has with newly appointed Trustee Dr. Shari Matejka Quick, which includes:
 1. The Professional Services Agreement for Medical Director of Rehab Services to LMH Health;

And further that Dr. Quick shall as a condition of this waiver be prohibited from participating in any way in the negotiations with the hospital regarding the above contract until such time as she is no longer a Trustee of the hospital.

MOTION made by Tom Sloan,
Seconded by Larry McElwain.
Motion carried, with Dr. Shari Quick abstaining.

Executive Session to discuss legal implications of the terms of a professional services agreement

- Motion was made to recess into executive session to discuss with counsel the legal issues surrounding a conflict of issue pursuant to the attorney client privilege exception, KSA 75-4319(b)(2) of the Kansas Open Meetings Act which authorizes consultation with the hospital's attorney on matters deemed privileged by the attorney-client privilege with the open meeting reconvening at 10:30 a.m.

MOTION made by Tom Sloan,
Seconded by Larry McElwain.
Motion carried.

Adjournment

With no further business presented, a motion was made to adjourn the meeting at 10:30 a.m.

MOTION made by Pat Miller,
Seconded by Beth Llewellyn.
Motion carried.

Respectfully submitted,

A handwritten signature in black ink that reads "Jim Brooke".

Jim Brooke, Secretary of the Board