

**BAY AREA HOSPITAL DISTRICT BOARD MEETING**  
**October 10, 2023 MINUTES**  
*Bay Area Hospital Myrtle Conference Room @ 6:05 pm*

**BOARD EDUCATION SESSION** – Tour Cath Lab expansion space

**CALL TO ORDER**

Mr. Troy Cribbins, Board Chairperson, called the Bay Area Hospital (BAH) District Board meeting to order at 6:02 pm. A quorum was present.

**BOARD ATTENDANCE**

Chairperson Troy Cribbins; Barb Taylor; Tom McAndrew, MD; Patrice Parrott; Carma Erickson-Hurt

**ABSENT**

None

**STAFF ATTENDANCE**

Brian Moore, CEO; Jennifer Collins, CNO; Kelli Dion, CQO; Clay England, CHRO; Lee Saltzgaber, MD, CMO; Mary Lou Tate, CFO; Patrick Varga, CIO; Kim Winker, Director of Marketing; Dr. El Youssef, Chief of Staff  
Denise Bowers, EA

**LEGAL COUNSEL**

Megan Kronsteiner, Esq.

**PUBLIC ATTENDANCE AND INPUT**

None

**REPORT OF THE BOARD CHAIRPERSON COMMENTS – Mr. Troy Cribbins**

Chairperson Cribbins shared some heartfelt comments about our hospital leaders and staff:

“Every day I’m reading of another small or medium sized hospital that is closing; or a CEO or executive team that just walks out. I think, suffice it to say, this is a challenging time in healthcare. I want to take a minute to remind us to remain diligent, as while we are making the right moves, we are not out of it (sic) yet. I want to really thank the executive team here, as well as all our day-to-day clinicians for showing up day after day and working really hard to take care of our community during these challenging times. My point is, that it’s not just us (struggling) – it’s the entire nation. I would say that you guys are doing an excellent job in keeping us moving forward.”

Chairperson Cribbins opened the floor for additional comments from the board members; the following items were shared:

- Ms. Barb Taylor – likes seeing Compliance reporting as a separate agenda item; also appreciates hearing what is normal in compliance and how Bay Area Hospital compares;
- Dr. Tom McAndrew – would like to see more editorializing from Ms. Linda Howard, The Fox Group, on the Compliance Report;
- Ms. Carma Erickson-Hurt – Requests that Ms. Howard provide a deeper dive into which departments are behind on educational modules and what the topics are.

**COMPLIANCE REPORT – Ms. Linda Howard, The Fox Group**

Ms. Howard reviewed the Compliance Report as presented in the packet. Questions were asked and answered.

**Action Taken by the Board:** Ms. Barbara Taylor moved to approve the Compliance Report as presented in the board packet. Dr. Tom McAndrew seconded, and the motion was carried on call of vote.

**CONSENT AGENDA**

The consent agenda included

- Board Meeting Minutes - September 12, 2023
- Board Education Session Minutes – September 12, 2023
- Board Work Session Minutes – September 13, 2023
- Financial Recovery Minutes – September 6, 2023, September 20, 2023
- Finance Committee Approved Minutes – August 29, 2023
- MEC Approved Minutes – August 30, 2023
- Quality Approved Minutes – August 29, 2023

**Action Taken by the Board:** Dr. Tom McAndrew moved to approve the Consent Agenda as presented in the board packet. Ms. Patrice Parrott seconded, and the motion carried on a call of vote.

**QUALITY AND PATIENT SAFETY COMMITTEE (QPSC) REPORT – Ms. Mary Lou Tate, CFO**

Ms. Tate filled in for Ms. Dion while she was out on leave, and reviewed the topics covered in the recent QPSC meeting as presented in the Executive Summary of the QPSC included in the board packet. There were no questions asked by the board.

The Annual Scope of Services was included in the packet for the board to review and approve at tonight's meeting. Ms. Tate asked Ms. Dion, who was present in the meeting, to review the summary document of changes to this year's scope of services document. There was no discussion and Ms. Dion requested a voting action from the Board.

**Action Taken by the Board:** Dr. Tom McAndrew moved to approve the Quality and Patient Safety Scope of Services for 2023 as presented in the board packet. Ms. Barbara Taylor seconded, and the motion carried on call of vote.

**CHIEF EXECUTIVE OFFICER REPORT – Mr. Brian Moore, CEO***Financial Turnaround*

Mr. Moore stated that Ms. Tate took a look back into our early cash projections and is happy to share that we are on track with those projections, so our model and execution of our turnaround plan have been validated.

Mr. Moore brought up the need for a special board meeting to approve the final loan restructuring documents, as they are not yet ready and were not presented this evening as hoped. Mr. Moore asked the board for day/time preference for this meeting, which will not be publicly noticed until we have the documents in hand. After some discussion, the date of Friday, October 20 at noon was chosen. The executive assistant was directed to send out a placeholder to the board and executive team calendars for this meeting.

*Potential Tax Polling*

As we examine options to position Bay Area Hospital well for the next 50 years, Mr. Moore has been working to assemble a team to potentially poll the community on the topic of a tax bond. Mr. Moore has brought on Larry Tramutola, who has worked on this type of project for decades. Mr. Tramutola would like to interview key stakeholders to assess the position of Bay Area hospital and give the board actionable information used to decide if the voters would consider financial support of Bay Area Hospital November 2024. Mr. Moore will

send out a letter to precede the invitations to these 20-minute interview sessions with Mr. Tramutola. .

#### *MEC Minutes/Unfinished Business from the May 2023 Board Meeting*

Mr. Moore brought back to the board the March 2023 MEC Minutes, which were removed from the Consent Agenda of the May 2023 Board meeting due to the need to ensure that the medical staff was taking a consistent approach in emergency department call responsibilities across various specialties. With those questions answered, the minutes can move forward as originally presented for approval by the BAHHD board. Mr. Moore made the recommendation that the board approve the minutes to move South Coast Orthopedic Physicians to active status and requested a motion.

**Action taken by the Board:** Ms. Barbara Taylor moved to approve the MEC minutes of the March 2023 MEC meeting, as originally presented and removed from the May Board Consent Agenda and as included in the October 2023 board packet. Ms. Carma Erickson-Hurt seconded the motion virtually and it carried on a call of vote.

There was a brief follow-up discussion, with questions asked and answered and it was affirmed that no changes were necessary to the medical staff bylaws as a follow-up to tonight's vote.

#### *Legislative Update*

Oregon Association of Hospitals and Health Systems (OAHHS) has a new name – they have rebranded to be Hospital Association of Oregon (Hospital Association). Mr. Moore also reported results of recent groundbreaking legislation made that the Hospital Association partnered in to help revise the language of the nurse staffing bill – House Bill 2697 – a bill that will make significant advances in hospital staffing and patient care. House Bill 2697, which establishes first-in-the-nation nurse-to-patient and certified nursing assistant nurse-to-patient ratios in state statute for a wide range of hospital settings including emergency departments, intensive care units, labor and delivery units, operating rooms, and others. The bill also establishes committees for other hospital care providers like respiratory therapists, psychologists, pharmacists, environmental services workers, and many others to create clear standards to improve staffing for the entire hospital care team. The hospital staffing bill, House Bill 2697, becomes effective Sept. 1, but will be implemented in phases through July 1, 2026. Questions were asked and answered.

House Bill 3396-B was also important to hospitals because it included a \$25 million workforce package to increase the clinical capacity of Oregon's hospitals and healthcare facilities. It also includes the creation of a task force to look for solutions to hospital's discharge challenges so that patients can be in the best care setting for their needs.

#### *Annual Organizational Goals – Patient Experience – Ms. Jennifer Collins*

Ms. Collins reviewed the October Patient Experience Update slide as presented in the packet and shared FY23 data stating that our goal for 2023 was 68.6% a 9 or 10 on top box score and we ended at 61.6%. Ms. Collins shared that changes and adjustments have been made, not enough to let us end where we wanted to but we are meeting national benchmarks. In the Emergency department we have been consistent with patient experience and service work such as thank you cards and other process improvement projects. We hit benchmark in 4 of 5 domains. There will be customer service and service recovery training for the whole campus; we've done additional work on the Commit To Sit program, adding in Hospitalists. Leaders are now also rounding regularly on patients, and the Executive Team is as well.

#### **CHIEF FINANCIAL OFFICER REPORT – Ms. Barbara Taylor, Finance Committee Chairperson**

##### *Capital Request*

Ms. Taylor asked Ms. Mary Lou Tate, CFO to present the capital request over threshold to the board, as recommended by the Finance Committee at their last meeting as follows:

Threshold – Boilers for Inpatient Tower - \$465,000

**Action taken by the Board:** Ms. Barbara Taylor moved to approve the capital request over threshold, of \$465,000.00 as presented in the packet. Dr. Tom McAndrew seconded the motion and it carried on call of vote.

#### *Financial Update*

August 2023 is the 1<sup>st</sup> month in 31 months to show POSITIVE Operating Income. August 2023 financials showed an Operating Income of \$611 Thousand and overall income at \$456 Thousand. Operating EBIDA – POSITIVE \$1.64 Million. Cash and Cash equivalents balance as of August 2023 is \$67.83 million, an increase of \$1.89 Million from prior months. The Finance Committee meeting has been moved to Monday, October 30, 2023. Ms. Taylor mentioned that the board members should plan to attend this meeting and hear about the audit. Comprehensive documents on the hospital's finances were included in the packet. There were no questions from the board.

#### **MEDICAL STAFF CREDENTIALS REPORT – Dr. Lee Saltzgaber**

This report was reviewed in Executive Session.

#### **EXECUTIVE SESSION**

The Board went into Executive Session as authorized by ORS 192.660(2) at 7:00 pm to:

- (c) consider matters pertaining to the function of the medical staff at a public hospital*
- (f) consider information or records that are exempt by law from public inspection*
- (h) consult with legal counsel concerning the legal rights and duties of the District with regard to current litigation or litigation likely to be filed*

#### **OPEN SESSION**

Chairperson Cribbins reopened the meeting into public session at 7:04 pm.


**Action taken by the Board:** Dr. McAndrew moved to approve the Credentialing Report as presented in the packet. Ms. Parrott seconded the motion and it carried on call of vote.

#### **MEDICAL STAFF REPORT – Dr. Raphael El Youssef, Chief of Staff**

Dr. El Youssef asked the board if there were any questions of him regarding the medical staff. He mentioned that at the last MEC meeting, productivity was covered and there has also been significant improvement in how medical staff has been recredentialed; Dr. El Youssef thanked Dr. Lee Saltzgaber, CMO and Ms. Deborah Herman, Medical Staff Office Supervisor for their diligence in modernizing Bay Area Hospital's privileging and recredentialing processes. Dr. El Youssef shared positive feedback from two of the new orthopedic physicians. Finally, Dr. El Youssef stated that Dr. Rogalsky has had a very high volume of late, favoring the 7:00 am and 3:00 pm surgery blocks.

#### **ADJOURNMENT**

There being no further business, the District Board meeting was adjourned at 7:06 pm.

  
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Troy Cribbins, Board Chairperson

  
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Patrice Parrott, Secretary

Date: 11/14/23

Date: 11/14/2023