

Township Representatives Present: George “Bud” Banker, Bear Lake Township Representative; Jerry Cannon, Garfield Township Representative; Ruth Crawford, Rapid River Township Representative; Al Dimon, Kalkaska Township Representative; Sonja Dunham, Oliver Township Representative; Jerry Gaultier, Boardman Township Representative; Eric Hendricks, Orange Township Representative; Ray Hoffman, Coldsprings Township Representative; Carl Ingersoll, Springfield Township Representative; Emory “Dan” Johnson, Village of Kalkaska Representative; Bethel Larabee, Excelsior Township Representative; Dean McCulloch, Blue Lake Township Representative

Members At Large Present: Richard Hodgman, MD; Jeremy Holmes, DO; Michael Perreault, Kathy Ryckman; Bruce Zenner

Staff Members Present: Kim Babcock, Christine Bissonette, Renee Cunningham, Connie Farrier (in at 6:40 PM), Danielle Hamernik, Andrew Raymond, Kevin Rogols, Paul Shirilla, Teresa Smith, Laura Zingg

TOPIC	SUMMARY	ACTION ASSIGNMENT
	<p>Mr. Kevin Rogols made an announcement prior to the beginning of the meeting congratulating Mrs. Renee Cunningham for the recent award bestowed upon her as the “Nursing Administrator of the Year for Michigan”. A cake made by Chef Amy Britton was presented.</p> <p>The entire team is very proud of Mrs. Cunningham for her accomplishments in the Long Term Care industry.</p>	
Call to Order	Board Chair, Mr. Emory “Dan” Johnson called the meeting to order at 6:00 PM in the Dr. William W. Kitti Education Center at the Health Center.	
Consent Agenda	<p>Mr. Johnson requested that the minutes be removed from the Consent Agenda. The remaining items on the Consent Agenda were reviewed and approved.</p> <p><u>Motion was made and duly supported to approve the Consent Agenda, with the minutes from the September 26, 2017, Full Authority Board Meeting removed. All “AYE”. Motion carried.</u></p>	
Minutes – September 26, 2017 Full Authority Board Meeting	<p>The following information was added to the minutes on page 4, just prior to “Staff Appointments”:</p> <p>A discussion ensued about obtaining credentialing data in advance of the meeting. It was noted that a board member currently attends the monthly system credentialing committee meeting. Any board member is welcome to attend if they are interested. Action Assignment: Report back to the board on a revised process to present credentialing data.</p> <p><u>Motion was made and duly supported to approve the minutes from the September 26, 2017 Full Authority Board Meeting with the above noted changes. All “AYE”. Motion carried.</u></p>	
Munson Healthcare Update	Mr. Paul Shirilla was in attendance this evening and reported that he will be semi-retiring at the end of the year.	

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	<p>Challenges for the healthcare industry in the coming year include the following:</p> <ul style="list-style-type: none"> • Loss of the rural Medicaid pool funds, which will impact Kalkaska Memorial Health Center in the amount of \$416,000 • Potential changes in the auto no-fault system <p>Changes within the Healthcare System:</p> <ul style="list-style-type: none"> • Otsego Memorial – Munson Healthcare (MHC) continues to work on the due diligence process to purchase Otsego Memorial Hospital • West Branch Regional Medical Center has been looking for a system to join. They have decided to join with Mid-Michigan Health System. • Parking ramp at Munson Medical Center (MMC) is under construction. Valet parking is being offered to all patients. This project is anticipated to take approximately a year before it is completed. 	
<p>Board Education</p> <p style="padding-left: 40px;">Master Facility Plan</p>	<p>Mr. Rogols reported his appreciation for the board members participating in the recent Board Forums. Based on the input received during the forums we have made some changes to the design proposal for consideration. The plan consists of the following:</p> <ul style="list-style-type: none"> • The Medical Office Pavilion was being planned originally on the south end of the hospital building. Upon review of the site it was determined that physician services expansion would be better on the north end of the building, near the recent renovations in the clinic space. • The Emergency Department presently occupies valuable real estate in the middle of our building. The cost to expand in its current location would be approximately \$1.5 million. The Leadership Team reviewed options to place the Emergency Department in the current (KMA South) 	

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	<p>physician office building, at a cost of approximately \$736,000.</p> <ul style="list-style-type: none"> • Members expressed concerns with the proposed entrance from Third Street to the campus on the west side of the Education Center. The Leadership Team is looking at other design options for the entrance into our north campus. • Many members requested that options be reviewed to add a basement to house the mechanical equipment. In response, a 3,500 square foot basement has been designed on the northeast corner of the building to house the mechanical equipment. This option would cost approximately \$431,000 net of savings attributable to the change. A full basement would cost approximately \$1.2 million. • Cost to structure the new building to accommodate a third story at some point in the future would approach \$180,000 • A member present wondered if the new building would be adjoining a present basement. It would not directly adjoin an existing basement, though a “connecting corridor” would be possible at an additional expense. <p>Mr. Rogols asked for direction from the Board of Trustees on how they would you like us to proceed. There were 2 alternate options presented:</p> <ul style="list-style-type: none"> • Alternate A: Place the mechanical systems in the basement sized accordingly at a cost of \$431,000, or • Alternate B: Reinforce the Medical Pavilion to support a future third floor, at a cost of \$180,000 and place mechanical systems in an appropriately sized basement at a cost of \$431,000. The total for this option would be \$611,000. <p><i>A motion was made and duly supported to choose option A. A roll</i></p>	

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	<p><u>call vote was taken as follows: George “Bud” Banker, no; Jerry Cannon, no; Ruth Crawford, yes; Al Dimon, no; Sonja Dunham, yes; Jerry Gaultier, yes; Eric Hendricks, yes; Ray Hoffman, yes; Carl Ingersoll, no; Bethel Larabee, yes; Dean McCulloch, no; Richard Hodgman, MD, yes; Jeremy Holmes, DO, abstain; Michael Perreault, no; Kathy Ryckman, yes; Bruce Zenner, no; Emory “Dan” Johnson, no. “8” – No votes, “8” – Yes votes, “1” – Abstain. Motion failed.</u></p>	
	<p>Additional discussion ensued. Upon request, Mr. Rogols further stated that given unlimited resources, the Senior Leadership Team recommends Alternate B. Unfortunately, given limited recourses and a desire to maintain resources for Phase 2 (LTC expansion) the Senior Leadership Team <u>does not recommend either Alternate.</u></p> <p>Much discussion ensued regarding many different options. In response to several questions regarding safety, Mrs. Farrier stated that maintenance/engineering staff are comfortable with maintaining roof based mechanical equipment.</p> <p><u>Motion was made and duly supported to move forward with the Senior Leadership Team’s original recommendation of scenario F in the amount \$12,636,596 which excludes both alternates.</u></p> <p><u>A roll call vote was taken as follows: George “Bud” Banker, yes; Jerry Cannon, yes; Ruth Crawford, no; Al Dimon, yes; Sonja Dunham, yes; Jerry Gaultier, yes; Eric Hendricks, no; Ray Hoffman, yes; Carl Ingersoll, no; Bethel Larabee, yes; Dean McCulloch, yes; Richard Hodgman, MD, no; Jeremy Holmes, DO, yes; Michael Perreault, yes; Kathy Ryckman, yes; Bruce Zenner, yes; Emory “Dan” Johnson, yes. “4” – No votes, “13” – Yes votes. Motion carried.</u></p>	

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Cash Management & Investment Policy	<p>Mr. Andrew Raymond reviewed the updated Cash Management and Investment of Surplus Funds policy. Minor changes were made, and are noted in red on the document. This policy update will allow the opportunity to explore options and provide the opportunity for greater return with different organizations.</p> <p><u>Motion was made and duly supported to approve the Cash Management and Investment of Surplus Funds as presented. A roll call vote was taken as follows: George “Bud” Banker, yes; Jerry Cannon, yes; Ruth Crawford, yes; Al Dimon, yes; Sonja Dunham, yes; Jerry Gaultier, yes; Eric Hendricks, yes; Ray Hoffman, yes; Carl Ingersoll, yes; Bethel Larabee, yes; Dean McCulloch, yes; Richard Hodgman, MD, yes; Jeremy Holmes, DO, yes; Kathy Ryckman, recused herself; Bruce Zenner, yes; Emory “Dan” Johnson, yes. “15” – Yes votes, “1” recusal. Motion carried.</u></p>	
Chronic Disease Management Plan	<p>Mrs. Laura Zingg reviewed the Chronic Disease Management’s proposal for growth with the members present. The Executive Summary was provided in the board packet in August for review.</p> <p>Growth in our Chronic Disease Management Program would benefit our community as follows:</p> <ul style="list-style-type: none"> • Care Management is a requirement of our Patient Centered Medical Home and benefits the organization with payment from the State innovation Model program. This revenue provides us with the opportunity to provide services that will benefit the community. • Adult Wellness Program – This has the potential to generate funds and assist patients in the community. • Revenues from the above programs would assist Kalkaska Memorial Health Center to provide our community with these needed services. 	

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	<ul style="list-style-type: none"> ○ Mental Health Services ○ Chronic Pain Management ○ Diabetes Education – which includes a diabetes clinic and medical nutritional therapy. Investigate weight loss and cooking programs. <p>We are requesting to expand our Chronic Disease Management Program as follows:</p> <ul style="list-style-type: none"> ● Addition of a full-time registered dietician <ul style="list-style-type: none"> ○ Split time between the diabetes clinic, diabetes education and medical nutrition therapy ● Addition of a full-time registered nurse <ul style="list-style-type: none"> ○ Split time between adult wellness visits and care management <p><u>Motion was made and duly supported to approve the growth of the Chronic Disease Management Program as outlined in the presentation. All “AYE”. Motion carried.</u></p>	
<p>Committee Reports</p> <p style="padding-left: 40px;">Building Committee</p>	<p>Minutes from the Board Building Committee Meeting held on October 16, 2017, were included in the packet for review.</p>	
<p style="padding-left: 40px;">Executive Committee Meeting Update</p>	<p>Mr. Johnson will be providing an update from the meeting during his Board Chair Report.</p>	
<p>Board Chair Report</p>	<p>Mr. Johnson provided an update on the audit report that was approved at the September 26, 2017, Full Authority Board Meeting, with the exemption of the Management Representation Letter. The issues related to the management</p>	

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	<p>representation letter has been resolved, with the letter being signed and submitted.</p> <p>The Executive Committee of the board recently met to discuss several items that weren’t covered at our September meeting due to the lack of time. Discussions involved the following items:</p> <ul style="list-style-type: none"> • We would like to add an Audit & Finance Committee, which will meet quarterly with the CEO and CFO to review the financial reports in detail. It has been determined that the Executive Committee will serve this role. • Discussed the organization’s capability of raising the operating tax levy in the future to help stabilize the financial operations of the hospital <u>if needed.</u> Historically the operating millage has been as high as 4/10 mil. It was reduced several years ago to 1/10 mil and then lowered to 1/100 mil, where it stands today. 4/10 mil would generate approximately \$290,000 annually. Mr. Johnson noted that this topic is informational only and that there are no current intentions to exercise this option. • Discussed the growing number of employees on the board, which currently stands at 4. It is felt that this should be the upper limit of employees serving on the board, recognizing that the Townships have a high degree of independence in appointing representatives to the board. It was suggested that a policy be put in place recommending no more than 4 employees serve on the Full Authority Board at any one time, and that this be communicated to the Townships when they are considering the appointment a new representative to the board. • Discussed the need for a review of the Full Authority Board Bylaws, once the new Medical Staff Bylaws have been approved. • Board Chair and Vice-Chair will meet soon with Mr. Ed Ness and Mr. 	

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	Paul Shirilla of Munson Health Care (MHC) to discuss the role of Kalkaska Memorial Health Center (KMHC) as an affiliate, non-owned hospital.	
<p>CEO Report</p> <p>ED Law Enforcement Information</p>	<p>Mr. Rogols introduced Mrs. Christine Bissonette to discuss the next topic.</p> <p>Mrs. Bissonette noted that there were some concerns from board members regarding the issue in Utah where law enforcement arrested a staff member when they refused to draw blood on an unresponsive patient as requested by law enforcement.</p> <p>There was a ruling by the Supreme Court approximately 1 year ago that noted law enforcement is required to have a search warrant before any request is honored by a healthcare provider. It was noted that KMHC employees are aware that a search warrant is needed before honoring law enforcement requests. It was also noted that the security staff are very responsive to any security needs, especially with behavioral health situations.</p>	
<p>Acme Project Discussion</p>	<p>Mr. Rogols noted that we have a conference call scheduled with an attorney from Denver Colorado in the next week. Due to the fact that we are still collecting information related to this topic we would like to discuss at our next meeting.</p>	<p>Place the Acme Project on the December 5th Full Authority Board Meeting agenda.</p>
<p>Medical Staff Report</p> <p>Chief of Staff Report</p>	<p>Dr. Holmes reported that we continue to work on the changeover from NextGen to the CERNER ambulatory EHR system. It is believed that this may be ready for implementation within the next 6 months or so. We are planning to use the same EHR system for Long Term Care as well.</p> <p>Dr. Holmes also noted that there continues to be increased burdens on providers with ER, LTC and office responsibilities. Some of the providers in the practice would like to stop providing services to the Long Term Care units. Dr. Holmes, Dr. Hodgman and Mr. Rogols have been meeting to brainstorm on</p>	

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	how we can move forward with providing care from birth to death. Looking at options on how to change the on-call process for all these services.	
	Upon proper motion meeting was recessed at 7:39 PM for a short 5 minute break. Upon proper motion meeting was re-convened at 7:46 PM.	
Go Into Closed Session – CEO Evaluation	<u>Motion was made and duly supported to go into closed session at 7:46 PM to consider a periodic personnel evaluation of, a public office, employee, staff member, or individual agent. A roll call vote was taken as follows: Bud Banker, yes; Jerry Cannon, yes; Ruth Crawford, yes; Al Dimon, yes; Sonja Dunham, yes; Jerry Gaultier, yes; Eric Hendricks, yes; Ray Hoffman, yes; Bethel Larabee, yes; Dean McCulloch, yes; Richard Hodgman, MD, yes; Jeremy Holmes, DO, yes; Kathy Ryckman, yes; Bruce Zenner, yes and Emory “Dan” Johnson, yes. All “AYE”. Motion carried.</u>	
Come Out of Closed Session	<u>Motion was made and duly supported to go into closed session at 8:07 PM. A roll call vote was taken as follows: Bud Banker, yes; Jerry Cannon, yes; Ruth Crawford, yes; Al Dimon, yes; Sonja Dunham, yes; Jerry Gaultier, yes; Eric Hendricks, yes; Ray Hoffman, yes; Bethel Larabee, yes; Dean McCulloch, yes; Richard Hodgman, MD, yes; Jeremy Holmes, DO, yes; Kathy Ryckman, yes; Bruce Zenner, yes and Emory “Dan” Johnson, yes. All “AYE”. Motion carried.</u>	
CEO Evaluation	<u>Motion was made and duly supported to approve the CEO goals for FY 2018. All “AYE”. Motion carried.</u>	
	Discussion with MHC and we want to be at the table for the future. Need to have a plan.	
Open Dialogue From Members	No questions from members at this time.	
Questions & Comments From Members	No guests were in attendance at this meeting.	

Full Authority Board Meeting October 24, 2017

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TOPIC	SUMMARY	ACTION ASSIGNMENT
& Guests		
Upcoming Events/Conferences	Blood Drive on November 9 th in the Cardiac Rehab Gym Free Community Sharps Disposal Day on December 6 th from 8:30 AM – 10:30 AM at the hospital main entrance.	
Adjournment	Upon proper motion, meeting was adjourned at 8:10 PM.	

Respectfully submitted,

Dean McCulloch
Board Secretary/Treasurer