**Mason District Hospital Board of Director’s Meeting Administrative Conference Room November 28, 2018 @ 7:00 AM**

**Members Present:** **Members Absent**: **Others Present:**

R. Fornoff, Chairman D. Bryant D. Kosier, CEO R. Hackman, Vice Chairman L. Bonnett, CFO

D. Houghton, Treasurer D. Bull, CNO M. Balbinot, Secretary A. Ewalt

R. Atwater T. Yetter, MD

F. Hofreiter A. McDaniel

W. Blessman J. Shults, Recorder

J. Hurley

1. **CALL TO ORDER** Mr. Fornoff, Chairman called the meeting of the Board of Directors of Mason District Hospital to order at 6:59 AM, Wednesday, November 28, 2018 in the Administrative Conference Room.
2. **QUORUM** It was established that a quorum was present.
3. **APPROVAL OF MINUTES**

**Mr. Hurley moved the approval of the monthly meeting minutes of October 24, 2018. Seconded by Mr. Houghton. The Ayes carried the motion.**

1. **AUXILIARY REPORT**

Mrs. McDaniel reported that the Gift Nook Open House would be held at the City Center on December 6th from 4 PM to 7 PM and Friday, December 7th starting at 6:30 AM. She reported that the money raised would go towards the additional comfort piece of the 3D Mammogram. She reported that they would like to reach their goal by the Annual Luncheon.

She reported that there would be no Annual Christmas Luncheon held this year.

1. **STAFF REPORTS**

**A. Accountable Care Organization Update**

Mrs. Ewalt reviewed the handout with the Board. (Copy attached and considered part of the permanent minutes on file in Administration).

 **B. Administrator’s Report**

Mr. Kosier updated the Board on the activities taking place at the organization since the last Board Meeting, (a copy of the Administrator’s Report is attached to and considered part of the permanent minutes on file in Administration).

Mr. Kosier reported that discussions are taking place in regards to Dr. Queenan and Dr. Barnhart coming for clinics. He reported that he would like for both Drs. Barnhart and Queenan to come and talk to the Physicians about what they can do for a Specialty Clinic.

Discussion took place in regards to seeing if Dr. White would be interested in being part of our rural healthcare or offering to help manage his insurance. It was recommended that this be discussed with Dr. White.

Mr. Kosier reported that Michelle Barclay was offered the position of Clinic Director and she would be starting February 1, 2019. It was reported that Mrs. Layton would be retiring in May 2019.

Mr. Kosier reported that Michael Lannery has been hired as the new Radiology Director. It was reported that Mrs. Boggs would be retiring in February or March 2019.

Mr. Kosier reported that he recently attended an ICAHN conference along with Mr. Fornoff and Mrs. Balbinot.

Mr. Fornoff reported that they discussed several important topics like the Board’s responsibilities, Physician recruitment / compensation and Physicians compliance / noncompliance, Board minutes and the Board meeting with the Medical Staff on a regular basis.

He reported that some meetings needed to be set up with the Board and Medical Staff and that it would be nice if a representative from ICAHN could come and give a presentation about some of the topics which were discussed at this meeting.

Mrs. Bull reported that Mr. Troxell received a letter from Detective Austin Atheny recognizing Duane Carr and Travis Hasselbacher for their involvement in the recovery from the tragic incident at the river. A copy of the letter was placed in their personnel files.

 **C. Financial Report**

Mrs. Bonnett briefly reviewed the Financial Report for October 2018, (a copy of the Financial Report is attached to and considered a part of the permanent minutes on file in Administration).

Mrs. Bonnett briefly reviewed the Treasurer’s Report which showed Total Board Designated Cash and Investments to be $ 1.6 M.

Mrs. Bonnett briefly reviewed the Historical Statistics of FY 2012 – 18, (a copy of the report is attached to and considered part of the permanent minutes on file in Administration).

**D. Medical Staff Report**

The Medical Executive Committee of the Medical Staff met on September 10, 2018. At

thattime the Medical Staff recommended that the following individuals be granted

 privileges as indicated:

• Jason Carmichael, MD – Privileges in Radiology with additional privileges for

 Image-guided percutaneous biopsies, aspirations &

 drainage procedures

• Robert Schuh, MD – Privileges in Radiology with additional privileges for

 Image-guided percutaneous biopsies, aspirations &

 drainage procedures, Interpretation of Mammography,

 breast needle localization and IV Sedation

• Mickey Chabak, MD – Privileges in Radiology and IV Sedation

• SIU Telehealth Providers (See attached)

**Mr. Blessman made a motion to grant Medical Staff membership and privileges as recommended by the Medical Staff. Seconded by Mrs. Balbinot. The Ayes carried the motion.**

 **b. Medical Staff Bylaws Change – Acceptance of Electronic Signatures**

Mr. Kosier reported that this change was for us to be able to accept electronic

signatures for credentialing purposes.

**Mr. Houghton made a motion for approval. Seconded by Mr. Hofreiter. The Ayes carried the motion.**

Discussion took place in regards to complaints from the community about employees parking on Franklin Street. After discussion, it was suggested that a recommendation to solve this be brought back to the next meeting.

1. **OLD BUSINESS**
2. **Condition of Participation Policies**

Ms. Bull reviewed the handouts with the Board in regards to the meetings and the

policies which were reviewed. (Copy attached and considered part of the permanent minutes on file in Administration).

**Mr. Blessman made a motion for approval. Seconded by Mr. Hurley. The Ayes carried the motion.**

1. **CEO Evaluation and Recommendation**

To be discussed in Executive Session.

1. **NEW BUSINESS**
2. **Amendment to the MDH Board of Directors Bylaws with respect to the duties &**

**compensation of the Administrator of the hospital**

Mr. Fornoff reported that after reviewing the Bylaws, it was suggested that they need looked at and changes made to them. It was reported that the current Bylaws were written back in 1994.

It was suggested that the staff look at the Bylaws and get a copy of some other hospitals to compare to. It was suggested that the Board members be sent a copy of the current Bylaws to review as well.

It was reported that this amendment was more of a policy and not an amendment to the Bylaws. It was suggested that staff review this policy and bring it back to the next meeting to see if they want to adopt it.

Mr. Houghton reported that Mr. Chaplin gave a presentation at the church in regards to suicide rates for high schoolers. It was suggested that he be asked if he would be interested in giving a presentation at the school here and then contact the Superintendent at the school to see if they would be interested or not.

1. **OTHER**
2. **December Meeting**

Mr. Kosier reported that the regular meeting in December would be December 26, 2018. He asked the Board if they would like to not have the meeting in December and wait until January.

The Board decided not to meet in December and to have a committee meeting prior to the January regular Board meeting.

1. **EXECUTIVE SESSION Mr. Hofreiter moved to enter Executive Session at approximately 7:53 AM, for the purpose to discuss legal and personnel matter. Seconded by Mr. Hackman. The Ayes carried the motion.**
2. **RECONVENE**

The regular Board Meeting reconvened at approximately 8:43 AM.

1. **ADJOURN:**

**Mr. Atwater made motion to adjourn the session at 8:43 AM. Seconded by Mr. Hofreiter. The Ayes carried the motion.**

**Respectfully Submitted,**

**Marty Balbinot, Secretary**

**Board of Directors**