



MINUTES
Board of Directors Meeting
5:30 PM - Wednesday, January 29, 2025
Conference Rooms 1&2 and Zoom

The meeting of the Board of Directors of South Peninsula Hospital was called to order on Wednesday, January 29, 2025, at 5:30 PM, in the Conference Rooms 1&2 and Zoom.

1. CALL TO ORDER

President Aaron Weisser called the regular meeting to order at 5:30 pm

President Aaron Weisser called the regular meeting to order at 5:30 pm.

2. ROLL CALL

BOARD PRESENT: Aaron Weisser, Edson Knapp, Walter Partridge, Michael Dye, Bernadette Wilson, Beth Wythe, Preston Simmons, Matthew Bullard, Christopher Landess, and Kim Frost

BOARD EXCUSED: Matt Hambrick

ALSO PRESENT: Ryan Smith, CEO; Angela Hinnegan, COO; Anna Hermanson, CFO; Rachael Kincaid, CNO; Maura Jones, Executive Assistant; Sarah Roberts, MD, Chief of Staff; Helen Armstrong, Service Area Board President; Derotha Ferraro, Marketing Director; Barb Brodowski; Donna Rollins, PMHNP; Lucy Fisher, MD; Brenna Overson

**Due to the Zoom meeting format, only meeting participants who comment, give reports, or give presentations are noted in the minutes. Others may be present in the virtual meeting.*

2.1. A quorum was present.

3. REFLECT ON LIVING OUR VALUES

Derotha Ferraro, Marketing Director, shared a values story. In December, a woman in our service area, named Jody Simmons, who lives alone up on Baycrest, suffered a brain aneurysm. Jody wandered from her home and ended up missing after resting in a ditch. One of our employees, Travis, who is also an EMS responder, received a call that she had been missing for a while. Travis went to her home and then started walking from there looking for her. He found her and called the rest of the EMS crew, and they were able to rappel into the very deep ravine, rescue her, and bring her to the hospital, where she was treated and transferred to Providence. She returned to our hospital today to thank everyone.

4. WELCOME GUESTS & PUBLIC / INTRODUCTIONS / ANNOUNCEMENTS

Mr. Weisser welcomed all members of the public in attendance.

4.1. Rules for Participating in a Public Meeting

The rules for participating in a public meeting were included in the packet and provided in the meeting room.

5. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER

Lucy Fisher, MD, Psychiatrist, commented. She has been here at SPH for three years and has loved it. She has a fantastic team and amazing patients. Since October, the clinic has been homeless since the building was destroyed and can't be repaired. Despite Angela's superhuman efforts to find an adequate new location, we haven't been able to. They work out of cramped administration offices, and administrative staff are a quarter mile away. They are trying their hardest to minimize the impact on patients. It's hard for people to come for mental health care, and we want to provide a space that is welcoming, safe, private, and comfortable. Huge unmet need and demand for our services. Her colleague, Donna Rollins, is retiring in 4 months. It will be a huge loss. The likelihood of finding a qualified replacement during this time is unlikely when we do not have space. Concerned about our ability to provide services without a space. We understand medical office space is scarce and politically hard, but we ask you to give us a space.

Donna Rollins, Psychiatric Nurse Practitioner, commented. She started in January 2015. It's challenging in spaces that aren't as private, and it's hard for patients to find us. She has a decent place to be, but there's no way that patients can see our receptionist because they are at the other end of the hospital. It is hard to communicate within the office, and the patients are having difficulty finding us. We have found we're meeting a huge need in Homer. If we could hire more people, we'd be just as busy. Angela is doing an amazing job, and we're asking for impossible things, but we love helping Homer be healthier, and it's our privilege to do so.

6. APPROVAL OF THE AGENDA

Walter Partridge made a motion to approve the agenda as presented. Preston Simmons seconded the motion. Motion Carried.

7. APPROVAL OF THE CONSENT CALENDAR

Ms. Wythe read the consent calendar into the record.

- 7.1. Consideration to Approve the South Peninsula Hospital (SPH) Board of Directors meeting minutes for December 18, 2024**
- 7.2. Consideration to Approve November and December FY25 Financials**
- 7.3. Consideration to Approve Board Committee Assignments for 2025**
- 7.4. Consideration to Approve the 2025 Board Agenda Calendar**

Beth Wythe made a motion to approve the consent calendar as read. Edson Knapp seconded the motion. Motion Carried.

8. PRESENTATIONS

- 8.1. FY2024 Financial Audit Presentation**

Joy Merriner from BDO presented the results of the SPH financial audit, which were included in the packet.

8.2. Community Outreach & Social Media

Derotha Ferraro, Marketing Director, presented the SPH marketing plan for 2025. Four main priorities for this year are increased community outreach, a new website, expanded use of social media, and enhanced marketing of our services and providers.

9. UNFINISHED BUSINESS

There was no unfinished business to discuss.

10. NEW BUSINESS

10.1. Consideration to Accept the Financial Audit for FY2024

Mr. Partridge reported. This is the audit you just heard about. Dr. Knapp congratulated Anna Hermanson on a fantastic job. It was a significant amount of work. Ms. Hermanson gave kudos to Kammy Austin and the accounting team. Mr. Bullard asked if there was an increase between 2023 and 2024 in the fees we charge. Ms. Hermanson replied that there was a 6% increase in aggregate CDM.

Michael Dye made a motion to accept the financial audit for FY2024. Preston Simmons seconded the motion. A roll call vote was held.

<i>Matthew Bullard</i>	<i>Yes</i>
<i>Michael Dye</i>	<i>Yes</i>
<i>Kim Frost</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Excused</i>
<i>Edson Knapp</i>	<i>Abstain</i>
<i>Christopher Landess</i>	<i>Abstain</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Preston Simmons</i>	<i>Yes</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Aaron Weisser</i>	<i>Abstain</i>

Motion Carried.

10.2. Consideration to Approve SPH Resolution 2025-01, A Resolution of the South Peninsula Hospital Board of Directors Approving the Capital Budget for FY2026

Anna Hermanson, CFO, reported that we are requesting \$3.141 million for our FY26 capital budget. Included in your packet is a list of the items that we're asking. Many of the items on this list are old, outdated items, items that are at the end of their life and need to be replaced to maintain operations in the hospital. Some of the items being requested also include updating our aging infrastructure within the organization. Of the \$3.14 million that has been

requested, \$2.5 million will come from property tax revenue, and approximately \$641,000 of that will come from the fund balance currently held by the borough. Mr. Partridge commented that they had quite a bit of discussion about this in the Finance Committee. Commend the group for the description of the items in the packet. It was very informative and helped us gain a better understanding. Ms. Hermanson also reviewed the SAB budget with the Finance Committee, which helped us understand the 601 and 602 accounts. Mr. Partridge reported that, following our discussion, the Finance Committee voted to forward this to the full board for their approval.

Bernadette Wilson made a motion to Approve SPH Resolution 2025-01, A Resolution of the South Peninsula Hospital Board of Directors Approving the Capital Budget for FY2026. Michael Dye seconded the motion. A roll call vote was held.

<i>Matthew Bullard</i>	<i>Yes</i>
<i>Michael Dye</i>	<i>Yes</i>
<i>Kim Frost</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Excused</i>
<i>Edson Knapp</i>	<i>Yes</i>
<i>Christopher Landess</i>	<i>Yes</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Preston Simmons</i>	<i>Yes</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Aaron Weisser</i>	<i>Yes</i>

Motion Carried.

10.3. Consideration to Approve SPH Resolution 2025-02, A Resolution De-obligating Funds from Capital Projects and Re-obligating to New Projects

Anna Hermanson, CFO, reported that sometimes capital projects don't happen, or they are paid out of operations, or they are not classified as capital projects. Since the money was appropriated for specific projects, we must reobligate it to spend on other projects. We're requesting to deobligate so that we can utilize it for the new anesthesia monitors required with the Epic conversion. We also have electrical challenges. Mr. Partridge reported that this was reviewed and approved by the Finance Committee.

Christopher Landess made a motion to approve SPH Resolution 2025-02, A Resolution De-obligating Funds from Capital Projects and Re-obligating to New Projects. Walter Partridge seconded the motion. Motion Carried.

10.4. Consideration to Approve SPH Resolution 2025-03, A Resolution of the South Peninsula Hospital Board of Directors Approving the 2024 Discretionary Contribution for the Non-union 403(b) Plan

Anna Hermanson, CFO, reported that we do this every year. The union plan is set in the CBA. The non-union is not; this is what we normally do. Mr. Partridge reported

that the Finance Committee had reviewed this matter and would be brought to the full board.

Michael Dye made a motion to approve SPH Resolution 2025-03, A Resolution of the South Peninsula Hospital Board of Directors Approving the 2024 Discretionary Contributions for the Non-union 403(b) Plan Preston Simmons seconded the motion. A roll call vote was held.

<i>Matthew Bullard</i>	<i>Yes</i>
<i>Michael Dye</i>	<i>Yes</i>
<i>Kim Frost</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Excused</i>
<i>Edson Knapp</i>	<i>Abstain</i>
<i>Christopher Landess</i>	<i>Abstain</i>
<i>Walter Partridge</i>	<i>Yes</i>
<i>Preston Simmons</i>	<i>Yes</i>
<i>Bernadette Wilson</i>	<i>Yes</i>
<i>Beth Wythe</i>	<i>Yes</i>
<i>Aaron Weisser</i>	<i>Abstain</i>

Motion Carried.

10.5. Consideration to Approve SPH Resolution 2025-04, A Resolution of the South Peninsula Hospital Board of Directors Approving the Purchase of Property Located at 3714 Greatland Street, Homer, AK 99603

Ryan Smith, CEO, reported that when the Hohe building flooded, we relocated Serene Waters out into the Marley building as a temporary space. Then that building flooded. We approached the borough to purchase this property, but they were not interested in purchasing properties off the contiguous campus for medical services. We began working on a space on Ocean Drive, but encountered water intrusion during the renovation process. We met with the mayor and asked them to reconsider this building, as we were out of options. He agreed that they would consider the purchase, and the borough is now negotiating the purchase. Mr. Partridge reported that there was considerable discussion at the Finance Committee, and they voted to approve moving it to the full board with a recommendation to approve.

Preston Simmons made a motion to approve SPH Resolution 2025-04, A Resolution of the South Peninsula Hospital Board of Directors Approving the Purchase of Property Located at 3714 Greatland Street, Homer AK 99603 Walter Partridge seconded the motion. A roll call vote was held.

<i>Matthew Bullard</i>	<i>Yes</i>
<i>Michael Dye</i>	<i>Abstain</i>
<i>Kim Frost</i>	<i>Yes</i>
<i>Matthew Hambrick</i>	<i>Excused</i>
<i>Edson Knapp</i>	<i>Yes</i>
<i>Christopher Landess</i>	<i>Yes</i>

<i>Walter Partridge</i>	Yes
<i>Preston Simmons</i>	Yes
<i>Bernadette Wilson</i>	Yes
<i>Beth Wythe</i>	Yes
<i>Aaron Weisser</i>	Yes

Motion Carried.

10.6. Consideration to Approve a Bylaws Amendment to Update Article III, Section 5 to Change the Affirmative Votes Required to Censure or Remove a Board Member from 75% to 2/3, and to Update Article VIII to Remove References to the Retired Medical Staff Development Plan

Beth Wythe reported that this is the culmination of the 2024 review of all the bylaws. Matt and Bernie did a great job of reviewing all the bylaws. These were the final changes that had yet to be approved.

Beth Wythe made a motion made a motion to approve a Bylaws Amendment to Update Article III, Section 5 to Change the Affirmative Votes Required to Censure or Remove a Board Member from 75% to 2/3, and to Update Article VIII to Remove References to the Retired Medical Staff Development Plan. Edson Knapp seconded the motion. A roll call vote was held.

<i>Matthew Bullard</i>	Yes
<i>Michael Dye</i>	Yes
<i>Kim Frost</i>	Yes
<i>Matthew Hambrick</i>	Excused
<i>Edson Knapp</i>	Yes
<i>Christopher Landess</i>	Yes
<i>Walter Partridge</i>	Yes
<i>Preston Simmons</i>	Yes
<i>Bernadette Wilson</i>	Yes
<i>Beth Wythe</i>	Yes
<i>Aaron Weisser</i>	Yes

Motion Carried.

11. REPORTS

11.1. Chief Executive Officer

Ryan Smith, CEO, reported. We added items to our meeting with the Mayor. We requested a commitment to utilize service area funds that had previously been budgeted to complete the drawings for the pharmacy/infusion project. They are working on contracting with the architects, so it will be ready when we secure funding. We did drop off nuclear med for right now until we find a new path. We also informed him that the capital budget does not address most of the infrastructure concerns identified in the facilities assessment report. We

have a long list of items, approximately 15 to 20 million, which we're not currently addressing. We asked what the plan is going forward on these items. Is it a bond package or increasing the mil levy? He committed to working with us on either or both of those through those community forums.

Mr. Smith reported on the power outage update. We worked with the borough to get the backup generator that is parked out front. That will stay here through March because NCAT still has to change out the load breakers. In the interim, we're replacing transformers. We told the borough that we felt like we needed a second set of eyes on this. They contract with Respect out of Anchorage. We're paying them 23k to walk alongside the NCAT people to advise the borough and us on this going forward.

Mr. Smith reported on the housing project. Borough didn't want to build housing but agreed to participate in a long-term lease. Went through an RFP, and the borough entered into a letter of intent with Bill Hand to build 25 units on the property. We said we would support this and lease these units from you if you are successful. There's still a lot of noise around it and the process of the Conditional Use Permit. Wanted the board to be aware.

Mr. Smith reported on the hospitalist transition continues. Dr. Gerstle, a Hospitalist consultant, was here and worked with Dr. Roberts, surgeons, and ED docs on the "scope of practice." That's all coming soon. There's been a lot of work done to get locums hospitalists on board and do that scheduling. Starting in February, we're going to be in a transition period.

Mr. Smith reported regarding a conversation with Mr. Weisser about making sure that we have good access to our self-pay patients on our website and making it easy. We'll continue to work on that. Mr. Weisser added that the conversation that is most intense is all people in the self-pay category. Had some conversation about how we can communicate better what is available to them. For people who don't advocate for themselves well.

Mr. Smith reported that the Long Term Care won the Bronze award, and Rachael Kincaid and Katie Martin submitted a 25-page application for the Silver Award. It's a great document about what we're doing in LTC. We'll put it in the packet for March.

For CEO Succession Planning, Angela would be the interim CEO in the sudden absence of the CEO

Mr. Smith reviewed the Balanced Scorecard. Have been working to identify what it would take for us to get an overall star rating; we will determine in the next couple of months if we will keep this indicator on the balanced scorecard.

11.2. BOD Committee: Finance

Walter Partridge, Chair, reported that the committee met last week. The agenda was all of the resolutions that were reviewed today.

11.3. BOD Committee: Governance & Education

Beth Wythe, Chair, reported. We put together a tentative schedule for training for next year. Potentially holding a Board Retreat at the end of April. We received confirmation that either Todd or GovernWell would be able to come in and support us during the retreat. Additionally, in March, we will have Todd or someone from GovernWell conduct a pre-meeting training for us. We have a dinner with the doctors scheduled for March. We completed the review and revision of the bylaws this year, which we approved at this meeting. All of the finance, quality, and medical staff policies were completed in 2024. No further updates in these policies are recommended at this time. The self-management policies are scheduled for 2025.

Aaron would like to add two items to the next Governance Committee agenda: reconsideration of the bylaw allowance for three out-of-service seats on the board. Potential formation of an Executive Committee. Kim Frost will join the Finance Committee.

11.4. Chief of Staff

Sarah Roberts, MD, welcomed new MEC members. Worked to implement a motion we made last fall, requiring all patient-facing providers to maintain current BLS status. We'll be adding that to every single delineation of privileges for every specialty. We'll put that in one package. Dr. Roberts added that MEC has terminated the naturopath's privileges for ordering tests at our hospital. Patients can use request-a-test. Three pediatric hospitalists in Mat-Su Valley who would like to continue inpatient privileging have been excited to come down here.

11.5. Service Area Board Representative

Helen Armstrong reported that the Service Area Board has been working on budgets. Brandi Harbaugh came from the borough and provided us with the preliminaries, and that's what we'll be reviewing and going through all the resolutions.

12. DISCUSSION

13. COMMENTS FROM THE AUDIENCE ON ITEMS OF ANY MATTER

14. COMMENTS FROM THE BOARD
(Announcements/Congratulations)

14.1. Chief Executive Officer

14.2. Board Members

15. INFORMATIONAL ITEMS

16. ADJOURN TO EXECUTIVE SESSION (IF NEEDED)

The meeting adjourned to executive session at 7:52.

17. ANNOUNCEMENTS AS A RESULT OF EXECUTIVE SESSION

17.1. Consideration to Approve SPH Resolution 2025-05, A Resolution of the South Peninsula Hospital Board of Directors Approving Medical Staff Credentialing for January 2025

Beth Wythe made a motion to approve SPH Resolution 2025-05, A Resolution of the South Peninsula Hospital Board of Directors Approving Medical Staff credentialing for January 2025, to include the appointment of:

<i>Robert Cadoff, MD</i>	<i>Urology Courtesy</i>
<i>Scott Ebenhoeh, DO</i>	<i>Internal Med/Cards Courtesy</i>
<i>Maureen Filipek, MD</i>	<i>Diagnostic Radiology Courtesy</i>
<i>Lisa Gray, DO</i>	<i>Internal Med/Cards Courtesy</i>
<i>Linda Ireland, DO</i>	<i>Internal Med/Cards Courtesy</i>
<i>Marek Martynowicz, MD</i>	<i>Internal Med/Pulmonology Courtesy</i>
<i>Jonathan McDonagh, MD</i>	<i>Cardiology Courtesy</i>
<i>Jeremy Serreyn, DO</i>	<i>Emergency Medicine Courtesy</i>
<i>Jeffrey Simerville, MD</i>	<i>Urology Courtesy</i>
<i>Stanley Watkins III, MD</i>	<i>Cardiology Courtesy</i>

Christopher Landess seconded the motion. Motion Carried.


17.2.


Beth Wythe made a motion to grant the officers of the Board authority to act on behalf of the full Board of Directors to approve medical staff appointments and reappointments for February 2025, as recommended by the medical staff, provided they raise no concerns per the Category 1 credentialing pathway in the Medical Staff bylaws. All approved credentialing will also be brought to the full board at the March meeting. Michael Dye seconded the motion. Motion Carried.

18. ADJOURNMENT

Respectfully Submitted,

Accepted:

Signed by:

46582D5E-F6BD4DD
 Nyla Lightcap, Executive Assistant

DocuSigned by:

7FEF264282014C5
 Aaron Weisser, President

Minutes Approved: 3/26/25

DocuSigned by:

CC3FBAE68D8C4FA
 Mary E. Wythe, Secretary