

South Peninsula Hospital Board of Directors Application

To help us select the best possible candidates for membership on the Board, we ask that you provide some demographic information, then review the information provided and answer a few questions. Once the Governance Committee has had an opportunity to review your application, you may be contacted to schedule an interview. Included with the application are the board's Conflict of Interest policy and Responsibilities of Board Members policy.

Community members are encouraged to submit an application at any time of year, but September 30th is the deadline for submissions to be considered for an interview for the next year's routine appointments.

Name: _____

Nickname: _____

Business or Employer Name: _____

Occupation: _____

Home Address: _____

Phone Number(s): _____

E-Mail: _____

How long have you lived in the area?: _____

Background

Through our strategic planning process, the Board has identified its Mission, Vision, Values, and Goals.

Mission

South Peninsula Hospital promotes community health and wellness by providing personalized, high quality, locally coordinated health care.

Vision

South Peninsula Hospital is the healthcare provider of choice with a dynamic and dedicated team committed to service excellence.

Core Values

Compassion – We provide compassionate patient- and resident-centered quality care, and a safe and caring environment for all individuals.

Teamwork – We work together as a dynamic, collaborative team embracing change and speaking as one.

Commitment – We are responsible and accountable for supporting the vision, mission, values, strategies and processes of our organization.

Respect – We show respect for the dignity, beliefs, perspectives and abilities of everyone.

Trust – We are open, honest, fair and trustworthy.

Time Commitment

Serving on the South Peninsula Hospital Board is a considerable time commitment. Monthly board meetings (the last Wednesday of the month) may last 4-5 hours, including time for board education, presentations and meetings. Preparation for the meetings may require 1 to 2 hours of your time to review materials. In addition to the monthly board meeting, members are expected to serve on two committees, which will require additional time each month for preparation and participation.

You will also be expected to participate in continuing education, which may include online modules, annual board retreats on a Friday or Saturday, and occasional state or national conferences, in addition to volunteering for hospital . **Before filling out an application, please be sure you have the time to dedicate to the board.**

Questions: Current Board Members

Are you a current board member seeking to renew for a new term?

_____ YES

_____ NO

If yes, please answer the following and submit ONLY pages 1 & 2 of this questionnaire. If no, please skip the two questions below and complete pages 3-5.

1. Are there any changes in either your capacity for or commitment to board service at SPH?
2. Is there anything you would like the Board to know about your future plans for the board, or your role on it?

1. Why are you interested in serving on the South Peninsula Hospital Board?

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Conflict of Interest

1. An “independent” board member is one who does not receive more than \$10,000 per year from South Peninsula Hospital in compensation or other payments AND does not have a family member who receives more than \$10,000 per year from South Peninsula Hospital. *Family members* include spouse; brother or sister (by whole or half-blood); spouses of brothers or sisters (by whole or half-blood); ancestors, children (including legally adopted); grandchildren, great grandchildren, and spouses of children, grandchildren and great grandchildren. If you are elected as a board member of South Peninsula Hospital, do you qualify as an independent board member? (Answering no to this question does not disqualify you from serving.)

_____ **YES**_____ **NO**

2. Avoiding conflicts of interest or the appearance of a conflict of interest is critical to maintaining the community’s confidence in the Board of Directors. The Board’s Conflict of Interest policy is provided with this application. Are you aware of any conflicts or *perceived* conflicts of interest in serving on this board?

References

Two references are required for successful board applicants to be considered for appointment. Please provide names and contact information for two references and a member of the board will reach out to them.

#1 Name: _____ Phone Number: _____

Relationship to you: _____

#2 Name: _____ Phone Number: _____

Relationship to you: _____

Please acknowledge the following by initialing in the space provided:

_____ I have reviewed the time obligations and believe I have enough time to devote to serving on the SPH Board of Directors.

_____ I have reviewed the Responsibilities of a Board Member policy and do not anticipate a problem fulfilling these responsibilities.

_____ I understand that I will be subject to a background check through the State of Alaska system upon submitting my application, which requires fingerprinting. This is the same process SPH employees undergo. Per requirements of the Center for Medicare & Medicaid, I will also have to submit my name, date of birth, social security number and certify that I have not been involved in fraud.

Please return this completed application via email to admin@sphosp.org or sphbod@sphosp.org, or in person at the SPH Administration Office at 4251 Hohe Street.

The State of Alaska Background Check form is also included. Prior to your interview with the Board, you must complete the form and obtain fingerprints. Please reach out to Maura Gibson, Executive Assistant at mgibson@sphosp.org or 907-235-0241 to coordinate fingerprinting.

	SUBJECT: Conflict of Interest	POLICY #: SM-01
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Scope: Board of Directors Approved by: Board of Directors		Original Date: 9/24/03 Effective: 12/17/25
Revised: 5/28/08; 11/16/11; 3/4/19; 8/25/21; 7/24/24 Reviewed: 1/24/24; 12/17/25		Revision Responsibility: Board of Directors

PURPOSE:

To protect the organization and board members by providing guidance for reducing or eliminating the potential of actual and perceived conflicts of interest.

DEFINITION(S):

Actual conflicts of interest include, but are not limited to:

- Being employed by South Peninsula Hospital (SPH), or having family member(s) that are employed by SPH,
- Receiving, or having a family member that receives direct or indirect transactions which are reportable on Form 990, Schedule L including loans, excess benefit transactions, grants assistance or business transactions.
- Being employed by, or an officer for any related organization,
- Other activities or associations that may create a direct or indirect conflict

Family members include spouse/domestic partner; brother or sister (by whole or half-blood); spouses/domestic partners of brothers or sisters (by whole or half-blood); ancestors, children (including legally adopted); grandchildren, great grandchildren, and spouses/domestic partners of children, grandchildren, and great grandchildren.

Excess benefit transactions are those in which remuneration to an individual or business exceeds the value of the services provided.

Related organizations are organizations that stand in a parent/subsidiary relationship, brother/sister relationship, or supporting/supported organization relationship.

Potential conflicts of interest may include, but are not limited to:

- Close personal relationships with individuals that are covered by the items listed above, or
- Activities or relationships that may appear to be covered by the items listed above.
- For additional considerations for physician board members see Attachment A.

POLICY:

- Board service carries with it a requirement of loyalty and fidelity to the hospital. It is the responsibility of the members of the board to govern the hospital's affairs honestly and economically, exercising their best care, skill, and judgment for the benefit of the hospital.
- Any duality of interest or possible conflict of interest can best be handled through full disclosure of such interest, together with abstention from any discussion or vote where the interest is involved.
- Each board member is responsible for identifying actual or perceived conflicts of interest at the appointed time on the agenda.
- A board member who believes another member has a conflict or personal interest and hasn't disclosed it, may move that the member has a conflict so the board can discuss the matter.

PROCEDURE:

- The board has identified potential conflict of interest situations in the "Conflict of Interest Questionnaire." Candidates for appointment shall complete the questionnaire prior to appointment. Responses to the questionnaire will be considered by the board when evaluating candidates.

	SUBJECT: Conflict of Interest	POLICY #: SM-01
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Scope: Board of Directors Approved by: Board of Directors		Original Date: 9/24/03 Effective: 12/17/25
Revised: 5/28/08; 11/16/11; 3/4/19; 8/25/21; 7/24/24 Reviewed: 1/24/24; 12/17/25		Revision Responsibility: Board of Directors

2. Any duality of interest or possible conflict of interest on the part of board members will be disclosed to the other members of the board and made a matter of record, annually or when the interest becomes a matter of board action. Members will file a Conflict of Interest Questionnaire at the Annual Meeting each January.
3. Any board member having a duality of interest or possible conflict of interest on any matter will not participate in discussions regarding the matter or vote on the matter. He/she must leave the room prior to the discussion and vote, and will not be counted in determining the quorum for the vote. The minutes of the meeting will reflect that a disclosure was made, the absence from the room, and the quorum situation. The minutes will reflect the return of the member to the room following the completion of the discussion and vote.
4. The foregoing requirements will not be construed as preventing the board member from stating his/her position in the matter, nor from answering pertinent questions of other board members, since his/her knowledge may be of assistance.
5. Following the declaration of conflict, a motion and second will be made that the member has a conflict of interest. The Board may discuss the matter and ask questions of the conflicted member. Following the discussion, a roll-call vote of the remaining board members will be taken. The conflicted member will not vote. If the motion passes, the member deemed to have a conflict must leave the room while the board takes up the matter. This process will also be followed when a board member identifies a conflict or potential conflict of another board member.

ADDITIONAL CONSIDERATIONS:

N/A

REFERENCE(S):

1. IRS Form 990

CONTRIBUTORS:

Governance Committee, Board of Director

	SUBJECT: Conflict of Interest	POLICY #: SM-01
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Scope: Board of Directors Approved by: Board of Directors		Original Date: 9/24/03 Effective: 12/17/25
Revised: 5/28/08; 11/16/11; 3/4/19; 8/25/21; 7/24/24 Reviewed: 1/24/24; 12/17/25		Revision Responsibility: Board of Directors

South Peninsula Hospital, Inc. Operating Board (“the Board”) recognizes the value of including Medical Staff members on the Board, therefore, up to two Board seats may be filled by Medical Staff members.

- Physician (Medical Staff) Board Members will represent the mission, goals, and values of SPH and bring the knowledge of medicine, clinical experience, public health and the medical community to the Board.
- Medical Staff Board Member candidates will apply for open seats using the standard candidate application procedures.
- Physician Board Members will not serve in officer roles on the Board
- Physician Board Members will follow the conflict-of-interest procedures and will additionally be recused from the following Board decisions:
 - Physician compensation including pay for performance considerations
 - CEO compensation
 - Approval of the annual audit
 - Legal matters of which the Physician or a family member is the subject
- Physician Board Members cannot serve on or have family relationships with members of the Physician Peer Review Committee
- Physician Board Members may not be employed in Chief Executive positions with SPH.

 South Peninsula Hospital	SUBJECT: Responsibilities of Board Members	POLICY #: SM-02
		Page 1 of 1
Scope: Hospital-Wide Approved by: Board of Directors		Original Date: 9/24/03 Effective: 7/30/25
Revised: 5/28/08; 9/24/14; 11/17/15; 8/25/21; 7/30/25 Reviewed: 1/24/24		Revision Responsibility: Board of Directors

PURPOSE:

Defining roles and responsibilities of the Board of Directors.

DEFINITION(S):

N/A

POLICY:

- A. The power and authority of the board comes from the board as a whole; individual members do not have decision making or directive authority unless specifically designated by the board. The Board of Directors alone has directive or tasking authority over the CEO.
- B. Board Member Responsibility: Be a conscientious member of the board, helping the board to fulfill its responsibilities for directing the hospital, fulfilling its mission, protecting and furthering its assets, and being accountable to the public at large for the ethical conduct of all hospital affairs.

PROCEDURE:

1. Be loyal to the hospital, always furthering the interests of the hospital in its pursuit of its mission, and disclosing and avoiding any potential conflict of interest.
2. Be diligent in the fulfillment of board responsibilities; always be prepared for decisions addressed by the board; prepare to attend and actively participate in board meetings and in continuing education opportunities. Make an effort to become knowledgeable about healthcare issues and trends and South Peninsula Hospital operations.
3. Stay focused at board meetings; come prepared; be a good listener; participate and ask questions to gain knowledge; maintain ethics and values.
4. Be prudent in all decisions made on behalf of the hospital, employing judgment consistent with generally accepted standards and/or practices for the issue at hand, based on the information that is available.
5. Support the decisions and policies of the board until such time as those decisions or policies are changed by an official action of the board.
6. Help define and then support the roles delegated to management and the medical staff and to assure that accountability mechanisms exist to receive reports on the delegated duties.
7. Be a champion of the South Peninsula Hospital Values and Behaviors.
8. Engage in regular self-evaluation processes of the board and be responsible to notify the board president or nominating committee at such time as the member determines that he/she cannot continue to carry out the duties of the position.
9. Be aware that all public comments and actions, whether or not made as a representative of South Peninsula Hospital, may be perceived as such and may have a negative impact on the hospital's reputation in the community.
10. Respect the confidentiality of the boardroom.
11. When talking points have not been previously agreed upon by the Board, refer all media inquiries for public statements to the hospital's PR/Marketing Director.
12. When talking points have not been previously agreed upon by the Board, direct all non-media requests for operational information or assistance to the CEO or Acting CEO or designee.

ADDITIONAL CONSIDERATION(S):

N/A

REFERENCE(S):

1. South Peninsula Hospital's Values & Behaviors as adopted by the Board of Directors

CONTRIBUTOR(S):

Operating Board; Chief Executive Officer