

**NORTH BREVARD COUNTY HOSPITAL DISTRICT
OPERATING
PARRISH MEDICAL CENTER
BOARD OF DIRECTORS – REGULAR MEETING
DRAFT**

A regular meeting of the Board of Directors of the North Brevard County Hospital District operating Parrish Medical Center was held on January 9, 2012 in Conference Room 2/3/4/5, First Floor. The following members, representing a quorum, were present:

J. J. Parrish III, Chairman
Herman A. Cole, Jr.
Peggy Crooks
Billie Fitzgerald
Robert L. Jordan, Jr., C.M.
Patricia C. Manning, Ed.D.
Jerry L. Noffel
Lee Moore
Maureen Rupe

Member(s) Absent:
None

A copy of the attendance roster of others present during the meeting is appended to the file copy of these minutes.

CALL TO ORDER

Mr. Parrish called the meeting to order at 5:09 p.m.

PLEDGE OF ALLEGIANCE

Mr. Jordan led the Board of Directors, staff and public in reciting the Pledge of Allegiance.

PMC'S VISION – *Healing Families – Healing Communities*®

Mr. Parrish led the Board of Directors, staff and public in reciting PMC's Vision – *Healing Families – Healing Communities*®.

APPROVAL OF AGENDA

The following motion was made by Mr. Cole, seconded by Ms. Crooks and approved (9 ayes, 0 nays, 0 abstentions).

ACTION TAKEN: MOTION TO APPROVE THE AGENDA AS PRESENTED.

REVIEW AND APPROVAL OF MINUTES

The following motion was made by Mr. Jordan, seconded by Mr. Cole and approved (9 ayes, 0 nays, 0 abstentions).

ACTION TAKEN: MOTION TO APPROVE THE MINUTES OF DECEMBER 5, 2011 AS DISTRIBUTED.

RECOGNITIONS – Vesna Micic, M.D.

Mr. Parrish announced and expressed congratulations to Dr. Vesna Micic who was recently certified in child neurology.

Mihir R. Faldu, M.D.

Mr. Mikitarian introduced and recognized Dr. Mihir Faldu who was recently appointed to the associate medical staff and granted privileges in internal medicine. He summarized Dr. Faldu's educational background and reported that Dr. Faldu is affiliated with the Hospitalist Program at PMC. Dr. Faldu stated he is happy to be part of this community and is enjoying his work at PMC. A warm welcome was extended to Dr. Faldu.

Khadidja Koraibaa, M.D.

Mr. Mikitarian introduced and recognized Dr. Khadidja Koraibaa who was recently appointed to the active medical staff and granted privileges in internal medicine. He summarized Dr. Koraibaa's educational background and reported that Dr. Koraibaa is affiliated with the Hospitalist Program at PMC. Dr. Koraibaa expressed her appreciation and stated PMC is an excellent center. A warm welcome was extended to Dr. Koraibaa.

Jyothi Krishnamurthy, M.D.

Mr. Mikitarian introduced and recognized Dr. Jyothi Krishnamurthy who was recently appointed to the associate medical staff with privileges in family practice. He summarized Dr. Krishnamurthy's educational background and reported that Dr. Krishnamurthy is affiliated with the Hospitalist Program at PMC. Dr. Krishnamurthy stated it is a pleasure to be here. A warm welcome was extended to Dr. Krishnamurthy.

Rachel S. Terry

Mr. Parrish announced that after 47 years of service to PMC, Ms. Rachel Terry is retiring. He extended an invitation to all present to join the Board immediately following today's meeting for a special recognition reception honoring Ms. Terry. Ms. Terry was given a standing ovation.

Other

There were no other recognitions.

OPEN FORUM FOR PHYSICIANS

Dr. Ravi Rao expressed thanks to Ms. Terry for all the time she served and for her help to the physicians.

UNFINISHED BUSINESS

There was no unfinished business.

RECESS

Mr. Parrish recessed the meeting at 5:15 p.m. to convene the Education Committee meeting.

RECONVENE

Mr. Parrish reconvened the Board of Directors meeting at 5:30 p.m.

NEW BUSINESS – None

There was no unfinished business.

MEDICAL STAFF REPORT RECOMMENDATIONS/ANNOUNCEMENTS

Dr. Ravi Rao reviewed the Medical Executive Committee recommendations for approval. Discussion ensued and the following motion was made by Mr. Jordan, seconded by Ms. Crooks and approved (9 ayes, 0 nays, 0 abstentions)

ACTION TAKEN: MOTION TO APPROVE THE FOLLOWING MEDICAL EXECUTIVE COMMITTEE RECOMMENDATIONS:

- A. RECOMMEND THE BOARD OF DIRECTORS APPROVE POLICY 9500-37, RISK MANAGEMENT PROGRAM & PLAN, AS PRESENTED.
- B. RECOMMEND THE BOARD OF DIRECTORS APPROVE POLICY 9500-44, ORGAN/TISSUE DONATION FOR TRANSPLANTATION; BRAIN DEATH PROTOCOL, AS PRESENTED.
- C. RECOMMEND THE BOARD OF DIRECTORS APPROVE

**POLICY 9900-56, TEMPORARY PRIVILEGES: LOCUM TENENS,
AS PRESENTED.**

- D. RECOMMEND THE BOARD OF DIRECTORS APPROVE POLICY 9900-57, EMOTIONALLY ILL, ACUTE ALCOHOLIC SYNDROME, DRUG DEPENDENT (ADDICTS), AS PRESENTED.**
- E. RECOMMEND THE BOARD OF DIRECTORS APPROVE POLICY 9900-70A, MEDICAL RECORDS COMPLETION POLICY, AS PRESENTED.**
- F. RECOMMEND THE BOARD OF DIRECTORS APPROVE POLICY 9900-70B, MEDICAL RECORDS COMPLETION POLICY, AS PRESENTED.**
- G. RECOMMEND THE BOARD OF DIRECTORS APPROVE IMPLEMENTING A POLICY REQUIRING CME FOR PHYSICIANS WHO PERFORM FLUOROSCOPY REQUIRING MEDICAL EDUCATION. POLICY TO BE DRAFTED BY THE RADIATION SAFETY COMMITTEE.**
- H. RECOMMEND THE BOARD OF DIRECTORS APPROVE THE REVISION TO POLICY 9900-43, POLICY FOR MONITORING AND MANAGEMENT OF PATIENTS RECEIVING SEDATION FOR SHORT-TERM THERAPEUTIC, DIAGNOSTIC, OR INVASIVE PROCEDURES, ADDING THE ANESTHESIOLOGY MEDICAL DIRECTOR AS THE DRIVER OF POLICY.**
- I. RECOMMEND THE BOARD OF DIRECTORS APPROVE THE REVISION TO POLICY 9950-02, GUIDELINES FOR CRITERIA FOR NEW TECHNOLOGY/PROCEDURES/ADDITIONAL PRIVILEGES – ADDING SUBJECT TO FPPE AND OPPE.**
- J. RECOMMEND THE BOARD OF DIRECTORS APPROVE THE REVISION TO POLICY 9950-03, GUIDELINES FOR CRITERIA FOR EXTENSION OF ESTABLISHED TECHNOLOGY – ADDING SUBJECT TO OPPE AND FPPE.**

Discussion ensued relative to the MEC recommendation to approve the Medical Staff Bylaw amendments as outlined in the December 12, 2011 memorandum. Mr. Bittman recommended the Board of Directors deny the proposed amendment of Article XVII, Conflict Management. He stated that all other proposed amendments are fine. Mr. Bittman discussed his reason for the objection to the last sentence in Article XVII, and stated if this sentence was removed, Article XVII would be acceptable. Discussion ensued and the following motion was made by Dr. Manning, seconded by Mr. Cole and

approved (9 ayes, 0 nays, 0 abstentions).

***ACTION TAKEN:* MOTION TO APPROVE THE MEDICAL STAFF BYLAW AMENDMENTS AS OUTLINED IN THE DECEMBER 12, 2011 MEMORANDUM WITH THE EXCEPTION OF ARTICLE XVII, CONFLICT MANAGEMENT.**

Resignation – Authrine Whyte, M.D.

Dr. Ravi Rao reported that Authrine Whyte, M.D. resigned from the medical staff. This was presented for information only; no action was required.

CONSENT AGENDA

Mr. Parrish asked if anyone from the Board or public wished to remove any item(s) from the revised consent agenda. Mr. Jordan removed item B.2. Discussion ensued and the following motion was made by Mr. Jordan, seconded by Mr. Cole and approved (9 ayes, 0 nays, 0 abstentions).

***ACTION TAKEN:* MOTION TO APPROVE THE FOLLOWING CONSENT AGENDA ITEMS:**

A. AUDIT COMMITTEE

- 1. RECOMMEND THE BOARD OF DIRECTORS ACCEPT THE FISCAL YEAR 2011 AUDITED FINANCIAL STATEMENTS, REPORT ON COMPLIANCE AND INTERNAL CONTROLS, MANAGEMENT LETTER, AND DEBT COMPLIANCE LETTER.**

B. EXECUTIVE COMMITTEE

- 1. RECOMMEND THE BOARD OF DIRECTORS AUTHORIZE MANAGEMENT TO ENTER INTO A TERM SHEET OR NON-BINDING LETTER OF AGREEMENT WITH MBA DEVELOPERS.**

Mr. Jordan reviewed the Executive Committee recommendation to authorize legal counsel to investigate the allegations concerning the recruitment agreements between NBMS and Ravi Rao, M.D., Surya Rao, M.D. and Biju Mathews. Discussion ensued and the following motion was made by Ms. Fitzgerald, seconded by Mr. Cole and approved (9 ayes, 0 nays, 0 abstentions).

***ACTION TAKEN:* MOTION TO APPROVE THAT THE BOARD OF DIRECTORS AUTHORIZE LEGAL COUNSEL TO INVESTIGATE THE**

ALLEGATIONS CONCERNING THE RECRUITMENT AGREEMENTS BETWEEN NBMS AND RAVI RAO, M.D., SURYA RAO, M.D., AND BIJU MATHEWS.

COMMITTEE REPORTS – Quality Committee

Mr. Lee Moore summarized the items discussed/presented at today's Quality Committee meeting to include the review of the Dashboard and reported that PMC remains in the top quartile in meeting the quality objectives in the Core Measures, Hospital Acquired Conditions, and Emergency Department Care, and we are on track for the Patient's Hospital Experience. The committee also was provided an update on the surgical care improvement project and reviewed central line blood stream infections data. The committee recommended that the Board of Directors accept the amendment to the Board of Directors Bylaws defining the Quality Committee with the exception that the Chairman be chosen by the members of the Committee rather than the President of the Medical Staff, the Board Chairman, and the President/CEO. Discussion ensued and the following motion was made by Dr. Manning, seconded by Ms. Rupe and approved 5 ayes, 4 nays [Mr. Cole, Ms. Crooks, Mr. Noffel, Mr. Parrish], 0 abstentions.

ACTION TAKEN: MOTION TO APPROVE THE PROPOSED BYLAWS AMENDMENT DEFINING THE QUALITY COMMITTEE WITH THE EXCEPTION THAT THE CHAIRMAN BE CHOSEN BY THE MEMBERS OF THE QUALITY COMMITTEE.

Audit Committee

Ms. Crooks reported that all items were covered during the meeting.

Budget and Finance Committee

Mr. Cole reported all items were covered during the meeting and on the consent agenda.

Executive Committee

Mr. Jordan reported all items have been covered.

PROCESS AND QUALITY REPORT

Mr. Parrish noted the Process and Quality Report included in the agenda packet. No additional information was presented. Copies of the following Game Plan documents are appended to the file copy of these minutes.

- A. Service Goal – Achieve and Maintain HCAHPS Patient Satisfaction Scores in Top 10% Nationally by 2012

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1. HCAHPS Scores (Graphs 1 & 2)
- 2.
- B. People Goal – Achieve and Maintain Engagement Scores in Top 10% Nationally by 2012
 1. Employee Health Clinic Utilization
- C. Quality Goal – Achieve and Maintain Quality Indicators in Top 10% Nationally by 2012 through the Constant Pursuit of Perfection
 1. Compliance for Heart Attack and Heart Failure
 2. Compliance for Pneumonia and Surgery
 3. Quality Dashboard – January 2012
- D. Growth Goal – Achieve and Maintain 10% or Less Outmigration in Primary Service Area by 2012
 1. Orthopedic Market Share
 2. Urology Market Share
 3. Request for Physician Assistance – For Information Only
 - Florida Cardiovascular Association/H. James Wang, M.D.
- E. Finances Goal – Achieve and Maintain Credit Rating in Top 10% Nationally by 2012
 1. Financial and Statistical Reports – November
 2. Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA) Margin
 3. Operating Margin

Other Related Management Issues/Information

No items were presented.

Hospital Attorney

Legal counsel had no report this evening. A copy of the December 20, 2011 letter summarizing the November 2011 invoice was included in the agenda packet for information only. No action was required. A copy of this letter is appended to the file copy of these minutes.

Announcements of Tentatively Scheduled Upcoming Meetings

Mr. Parrish noted the tentative schedule of upcoming meetings

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1. Ad Hoc Credentials Review Committee Executive Session
February 6, 2012
Vice President – Nursing Conference Room
10:00 a.m.
2. Quality Committee
February 6, 2012
Executive Conference Room
11:00 a.m.
3. Budget and Finance Committee
February 6, 2012
Executive Conference Room
1:00 p.m.
4. Board of Directors Executive Session
February 6, 2012
Executive Conference Room
(To commence no earlier than 2:00 p.m.)
5. Executive Committee
February 6, 2012
Executive Conference Room
6. Educational, Governmental and Community Relations Committee
February 6, 2012
First Floor, Conference Center
7. Planning, Physical Facilities and Properties Committee
February 6, 2012
First Floor, Conference Center
8. Board of Directors
February 6, 2012
First Floor, Conference Center
(To commence no earlier than 4:30 p.m., immediately following the last
Committee meeting)

OTHER

No other items were presented.

CLOSING REMARKS

Mr. Cole noted the upcoming “Night at the Museum” fundraiser sponsored by The Women’s Center North Guild and stated this event will be held on February 4, 2012 at 5:30 p.m. at the Knight’s Armament Museum. He stated that tickets can be purchased from Ms. Myer, Dr. Manning, Ms. Terry, Ms. Woosley, himself or any guild member. Mr. Cole encouraged all to attend.

OPEN FORUM FOR PUBLIC

No items were presented during the open forum for the public.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 5:58 p.m.

Billie Fitzgerald
Secretary