

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

A regular meeting of the North Brevard County Hospital District operating Parrish Medical Center was held on June 1, 2009 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.
Lee Moore
Jerry L. Noffel
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 4:47 p.m. Dr. Manning led the Board of Directors, staff and public in the Pledge of Allegiance. Mr. Parrish led in reciting PMC's vision statement – *healing families, healing communities*.

APPROVAL OF AGENDA

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

ACTION TAKEN: MOTION TO APPROVE THE AGENDA AS PRESENTED.

REVIEW AND APPROVAL OF MINUTES

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 MINUTES OF THE MAY 4, 2009 MEETING AS DISTRIBUTED.

RECOGNITIONS – Spirit of Philanthropy Lifetime Achievement Award – Patricia C. Manning, Ed.D.

On behalf of the Jess Parrish Medical Foundation, Ms. Smirl recognized Dr. Manning for her lifetime achievements in making positive differences with the community. Ms. Smirl and Mr. Parrish presented Dr. Manning with the Spirit of Philanthropy Lifetime Achievement award and certificate. On behalf of the Board of Directors, Mr. Parrish extended congratulations to Dr. Manning for this well deserving award. Dr. Manning expressed her thanks and stated that although she could not attend the award ceremony, she was there in spirit.

Circle of Giving

Ms. Smirl and Mr. Bill Moore discussed the recent Circle of Giving campaign, where the signature project was the Parrish Senior Solutions. The two-week campaign resulted in a 37% employee participation rate where the goal of \$100,000 was reached. Committee co-chairs Kathie Coon and Rev. Gerald Smith were acknowledged.

Sadie Brantley, RN, 2009 Nurse of the Year

Mr. Loftin introduced Ms. Sadie Brantley as the 2009 Nurse of the Year. He announced that Ms. Brantley received a \$1,000 scholarship from PMC for continuing education, and a designated parking spot for the year, which Ms. Brantley in turn donated to raise funds for the recent Circle of Giving campaign. Ms. Smirl presented Ms. Brantley with a certificate, \$100, and a commemorative brick as a token of appreciation from the Jess Parrish Medical Foundation. Ms. Brantley expressed her thanks and generously gave back the \$1,000 scholarship and the \$100 to go toward the Karla Foster Scholarship fund for a future nurse.

Sachin R. Shenoy, M.D.

Mr. Parrish reported that Sachin R. Shenoy, M.D. is a diplomate in Neurology as announced by the American Board of Psychiatry and Neurology. Congratulations were extended to Dr. Shenoy. On behalf of the Board of Directors, a letter of congratulations will be sent to Dr. Shenoy.

Other

Dr. Manning expressed thanks to the many individuals who sent emails, cards, flowers, etc. to her while she was away for surgery. She expressed thanks to Ms. Hudgens, Ms. Hagar and Ms. Fairchild for their assistance in setting up her computer so she could use it during her absence. Mr. Parrish welcomed Dr. Manning back.

Mr. Mikitarian announced that Ms. Rupe received the Daughters of the American Revolution Conservation Community award. Congratulations were extended to Ms. Rupe.

OPEN FORUM FOR PHYSICIANS

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

OPEN FORUM FOR PUBLIC

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

UNFINISHED BUSINESS – None

NEW BUSINESS – None

MEDICAL STAFF REPORT RECOMMENDATIONS/ANNOUNCEMENTS – Revision to the General Medical Staff Rules and Regulations

Dr. Carrillo reviewed the Medical Executive Committee recommendation and clarified that the revision is regarding the “Department of Surgery” penalties for tardiness. Discussion ensued and the following motion was made by Mr. Cole, seconded by Mr. Moore and approved (9 ayes, 0 nays, 0 abstentions).

ACTION TAKEN: MOTION TO APPROVE THE REVISION TO THE GENERAL MEDICAL STAFF RULES AND REGULATIONS REGARDING THE DEPARTMENT OF SURGERY PENALTIES FOR TARDINESS – 4TH OCCURRENCE, AS PRESENTED.

CONSENT AGENDA

Mr. Parrish noted the revised consent agenda; no items were removed. Discussion ensued and the following motion was made by Ms. Crooks, seconded by Ms. Rupe and approved (9 ayes, 0 nays, 0 abstentions).

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

- A. BUDGET AND FINANCE COMMITTEE**
 - 1. RECOMMEND THE BOARD OF DIRECTORS APPROVE THE FY 2010 CAPITAL BUDGET IN THE AMOUNT OF \$3,000,000.**
 - 2. RECOMMEND THE BOARD OF DIRECTORS APPROVE THE MEMBERSHIP OF TIM SKELDON TO THE PENSION ADMINISTRATIVE COMMITTEE FOR A THREE YEAR TERM FROM JULY 1, 2009 TO JUNE 30, 2012.**

3. **RECOMMEND THE BOARD OF DIRECTORS APPROVE THE MEMBERSHIP OF MICHELE SCHNEIDER (COMMUNITY REPRESENTATIVE) TO THE PENSION ADMINISTRATIVE COMMITTEE UNTIL THE PENSION ADMINISTRATIVE COMMITTEE CAN FIND A REPLACEMENT, BUT NO LATER THAN DECEMBER 31, 2009.**
4. **RECOMMEND TO THE BOARD OF DIRECTORS TO DECLARE THE EQUIPMENT LISTED IN THE REQUEST FOR DISPOSAL OF OBSOLETE OR SURPLUS PROPERTY FORMS AS SURPLUS AND OBSOLETE AND DISPOSE OF SAME IN ACCORDANCE WITH FS274.05 AND FS274.96.**

B. AD HOC COMMITTEE (SUBSEQUENTLY AMENDED)

1. **RECOMMEND THE BOARD OF DIRECTORS AUTHORIZE THE BOND AD HOC COMMITTEE TO CONSIDER AND DECIDE WHETHER TO ENTER INTO A SWAP AGREEMENT FOR AN AMOUNT UP TO THE REMAINING AMOUNT OF THE OUTSTANDING BONDS NOT CURRENTLY COMMITTED TO A SWAP TRANSACTION WITH SUCH AUTHORITY EFFECTIVE AS OF JUNE 1, 2009 AND CONTINUING THROUGH THE DATE OF THE AUGUST BOARD MEETING.**

C. EXECUTIVE COMMITTEE

1. **RECOMMEND THE BOARD OF DIRECTORS ACCEPT THE CEO'S WAIVER OF ANY COMPENSATION INCREASE AS PROVIDED IN HIS EMPLOYMENT AGREEMENT AS PRESENTED.**

COMMITTEE REPORTS – Ad Hoc Committee

Ms. Crooks discussed the Committee's recommendation relative to the swap and extended an invitation to all Board members to attend the next Committee meeting. Discussion ensued relative to the Ad Hoc Committee's authority to move forward to enter into a swap agreement. The following motion was made by Mr. Cole, seconded by Mr. Jordan and approved (9 ayes, 0 nays, 0 abstentions).

ACTION TAKEN: MOTION TO RECONSIDER THE CONSENT AGENDA ITEM UNDER THE AD HOC COMMITTEE.

Discussion ensued and the following motion was made by Mr. Cole, seconded by Mr. Moore and approved (9 ayes, 0 nays, 0 abstentions).

ACTION TAKEN: MOTION TO AMEND THE AD HOC COMMITTEE RECOMMENDATION ON THE CONSENT AGENDA TO READ THAT THE AD HOC COMMITTEE HAS THE AUTHORITY TO MEET AND CONTINUE TO PURSUE A SWAP TRANSACTION WITH THE REMAINING AMOUNT OF THE OUTSTANDING BONDS NOT CURRENTLY COMMITTED TO A SWAP TRANSACTION AND RECOMMEND PURSUING A SWAP TRANSACTION TO THE BOARD OF DIRECTORS AT A SPECIAL BOARD MEETING, TO BE CONVENED AT MANAGEMENT’S CONVIENCE, BY TELEPHONE OR IN PERSON, TO ACT UPON AND ESTABLISH THE PARAMETERS OF THAT SWAP.

Discussion ensued relative to noticing the meetings and the importance of having a quorum for the telephonic full board meeting.

Budget and Finance Committee

Mr. Cole reported that all items were covered.

Executive Committee

Mr. Jordan reported that all items were covered.

Planning, Physical Facilities and Properties Committee

Ms. Rupe reported that all items were covered.

PROCESS AND QUALITY REPORT

Mr. Parrish noted the Game Plan documents 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 2010
 - 1. Percentage of “Excellent” Patient Satisfaction Scores (Graphs 1 & 2)
- B. People Goal – Achieve and Maintain Engagement Scores in Top 10% Nationally by 2010
 - 1. Level of Care Partner Engagement by Length of Service (Graphs 1 & 2)
- C. Quality Goal – Achieve and Maintain Quality Indicators in Top 10% Nationally by 2010 through the Constant Pursuit of Perfection

1. Compliance with the Pneumonia Core Measures
 2. Compliance with the Heart Failure Core Measures
- D. Growth Goal – Achieve and Maintain 10% or Less Outmigration in Primary Service Area by 2010
1. Growth in Certain Orthopedic/Neurosurgery and Women’s Procedures
 2. Growth in Interventional Cardiology Procedures
 3. Parrish Home Health Quarterly Medical Director Report
 4. Request for Assistance in Physician Recruitment – For Information Only
 - Naresh V. Mody, M.D./Biju T. Mathews, M.D.
- E. Finances Goal – Achieve and Maintain Credit Rating in Top 10% Nationally by 2010
1. Financial and Statistical Reports – April 2009
 2. Potential Cost Savings Identified by Division
 3. Cost Savings Realized by Division

Other Related Management Issues/Information

No additional items were presented.

Hospital Attorney Report

Legal Counsel had no additional items to present. A copy of the May 21, 2009 letter summarizing the GrayRobinson April 2009 invoice was included in the agenda packet for informational purposes. A copy of this letter is appended to the file copy of these minutes.

Announcements of Meetings

Mr. Parrish noted the following upcoming meetings, reported that the July meetings have been canceled.

1. Ad Hoc Credentials Review Committee Executive Session
August 3, 2009
Vice President – Nursing Conference Room
12:00 p.m.

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2. Budget and Finance Committee
August 3, 2009
Executive Conference Room
1:00 p.m.
3. Board of Directors Executive Session
August 3, 2009
Executive Conference Room
(To commence no earlier than 2:00 p.m.)
4. Executive Committee
August 3, 2009
Executive Conference Room
5. Educational, Governmental and Community Relations Committee
August 3, 2009
First Floor, Conference Center
6. Planning, Physical Facilities and Properties Committee
August 3, 2009
First Floor, Conference Center
7. Board of Directors
August 3, 2009
First Floor, Conference Center
(To commence no earlier than 4:30 p.m., immediately following the last
Committee meeting)

OTHER

Ms. Crooks congratulated Dr. Manning for receiving the Spirit of Philanthropy Lifetime Achievement awards, stating that it went to a very deserving person.

Mr. Jordan discussed the recent legislative decision relative to the Brevard County School millage rate.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 5:33 p.m.

Billie Fitzgerald
Secretary