

Jefferson County Public Hospital District No.2
Board of Commissioners
Special Session Minutes
April 5, 2016
Jefferson Healthcare Conf Room
2500 W. Sims Way suite 302

Call to Order

The meeting was called to order at 10:33 am by Chief Governing Officer Buhler. Present were Commissioners Buhler, De Leo, Dressler, Kolff and Ready. Also present were Bertha Cooper, Facilitator, and Suzy White, Administrative Assistant. The meeting was officially audio recorded by Jefferson Healthcare.

Commissioner Buhler announced the purpose of this work session to review and possibly revise Jefferson Healthcare Governance policies and bylaws.

Ms. Cooper reviewed the agenda for today's meeting.

Commissioners discussed revisions to The Board Book prepared by Ms. Cooper with edits by Commissioners De Leo and Kolff.

Board/CEO Interaction

With no objections consensus was reached on the edits discussed in the Board/CEO Interaction section. Commissioners Buhler and Dressler will make revisions.

Board/JHC Employee Interaction

With no objections consensus was reached on the edits discussed in the Board/JHC Employee Interaction section. Commissioners Buhler and Dressler will make revisions.

At 11:59 am Commissioner Buhler announced a 10 minute recess. At 12:09 pm Commissioner Buhler reconvened the meeting. Commissioners agreed to continue working through lunch.

Strategic Plan

With one objection, Commissioner De Leo, consensus was reached on the edits discussed in the Strategic Plan section. Commissioner Buhler will make revisions.

Commissioner De Leo made a motion that the schedule be incorporated in the Strategic Plan section. Commissioner Ready seconded the motion.

Commissioner Dressler made an amendment to the motion to add Board preferred schedule. Commissioner Ready seconded the amendment.

Action: Amendment passed unanimously.

Main motion by Commissioner De Leo and seconded by Commission Ready, that the schedule be incorporated in the Strategic Plan section.

Action: Motion passed 4 to 1. Commissioner De Leo opposed.

CEO Performance Evaluation

With no objections consensus was reached on the edits discussed in the CEO Performance Evaluation section.

Board Agenda Creation

Commissioners discussed the board agenda creation edits submitted by Commissioner Buhler. Commissioner De Leo made a motion to adopt the Board Agenda Creation section as presented by Commissioner Buhler with two minor edits. Commissioner Dressler seconded the motion.

Action: Motion passed 3 to 2. Commissioners Ready and Kolff opposed.

Board Self Evaluation

With no objections consensus was reached on the edits discussed in the Board Self-Evaluation section.

Board Officers

Commissioners discussed adding a policy to rotate positions of the Chair and Secretary. With no objections consensus was reached on adding the proposed statement to the Board Officers section: The board shall annually rotate the positions of secretary and chair so that each Commissioner has an equal opportunity to serve in those positions.

Preamble

Commissioners discussed the current mission, vision, values and the goals developed by the Board. Commissioners agreed to create a preamble or purpose statement to add to The Board Book. With no objections consensus was reached on the edits discussed in the preamble section of Commissioner Kolff's revisions. Commissioner Buhler will make revisions.

Board Development and Keeping The Board Informed

With no objections consensus was reached on the edits discussed in the Board Development and Keeping the Board Informed section.

Community Collaboration

With no objections consensus was reached on the edits discussed in the Community Collaboration section.

CEO Succession Plan

With no objections consensus was reached on the edits discussed in the CEO Succession Plan section.

Code of Conduct

With no objections consensus was reached on the edits discussed in the Code of Conduct section.

Ms. Cooper reviewed the completed sections of The Board Book: Preamble, Table of Contents, Mission, Vision, Values, It's the Law, The District, The Board, A Commissioner, Board Code of Conduct, Board Operating Budget, Board Officers, Board Meetings, Board Agenda Creation, Board Appointed Officers, Medical Staff Appointments, Community Collaboration, Board Development and Keeping the Board Informed, Board/CEO Interaction, Board/JHC Employee Interaction, Strategic Plan, CEO Performance Evaluation, CEO Succession Plan, Board Self-Evaluation. Suggestion was made to have legal review prior to adoption of The Board Book.

Commissioner Buhler will make revisions and send out a first draft of the final Board Book.

Adjourn:

Commissioner Kolff made a motion to conclude the meeting. Commission De Leo seconded the motion.

Meeting concluded at 2:56 p m.

Approved by the Commission:

President of Commission: Jill Buhler _____

Secretary of Commission: Marie Dressler _____