

Community Medical Center
2827 Fort Missoula Road
Missoula, MT 59804

Board of Directors Meeting
November 21, 2013
Meeting Record

Recorder: Caroline Deak,
Executive Assistant

PRESENT: Scott Stearns; Tanya Ask; Mark Gamaas, MD; Scott Hacker; Bill Johnston (via telephone); Jan Parks; Suzanne Peterson; Robert Phillips; Mike Stewart, MD; John VanStrydonck

EX OFFICIO: Steve Carlson, President/CEO; David Lechner, MD, CPG President and Chief Medical Officer; Jay Lowder, MD

NOT PRESENT: Frank D'Angelo; Barry Kenfield, CMC Foundation President

GUEST(S): Stan Moser, Executive Vice President; Carsten Beith, Cain Brothers; Rob Schile, Clifton Larson Allen (auditor)

TOPIC	DISCUSSION	FOLLOW-UP	RESPONSIBLE PERSON
<u>Call to Order</u>	Mr. Scott Stearns, Chair, called the CMC Board of Directors meeting to order at 12:05pm.		
<u>Agenda</u>	The Agenda stood as presented. All referenced materials are filed with the permanent record.		
<u>Consent Agenda</u>	A MOTION was made, seconded, and carried to approve the October 25, 2013 Board of Directors meeting record.		
<u>Quality and Patient Safety</u>	Mr. Stearns gave an overview of the patient satisfaction results, with CMC receiving an overall FY13 top box score of 80.4. Community's HCAHPS top box score for Overall Rating is 78.93 and 82.89 for Willingness to Recommend. Compared to all organizations in the Avatar database, this ranks Community at the 76 th and 81 st percentiles respectively.		
<u>Medical Staff Report</u>	<p>Dr. Lowder discussed the credentials policy, and it was decided this item will be deferred to the December board meeting, so board members have time to review before voting.</p> <p>A MOTION was made, seconded, and carried to approve the three initial applicants, one change in status, two changes in privileges, and five resignations as recommended by MEC and the Quality and Patient Safety Committee.</p> <p>A MOTION was made, seconded and carried to approve the ten reappointments as recommended by MEC and the Quality and Patient Safety Committee.</p> <p>A MOTION was made, seconded, and carried to approve the seven privilege lists as recommended by MEC and the Quality and Patient Safety Committee.</p>		
<u>Committee Reports</u> <u>Audit and Finance</u>	Mr. VanStrydonck presented an overview of the financial report. He asked the board to approve the corporate resolution which would allow David Richhart, CMC Vice President of Fiscal Services, to make disbursements on behalf of CMC from the Banc of America Public Capital Corp for the construction of the radiation oncology building.		

<p><u>Planning</u></p> <p><u>Governance Committee</u></p> <p><u>Financial Report</u></p> <p><u>President's Report</u></p>	<p>A MOTION was made, seconded, and carried to approve the seconded motion from the CMC Board Audit and Finance Committee, authorizing David Richhart, Vice President of Fiscal Services for Community Medical Center, to sign on behalf of the corporation for payments to the Banc of America Public Capital Corp (Lender) for the construction of the radiation oncology building project.</p> <p>Mr. Rob Schile, auditor with from Clifton, Larson, Allen, presented the results of the 2013 audit.</p> <p>The planning committee did not meet in November.</p> <p>Mr. Bill Johnston stated the executive committee met and reviewed the CEO evaluation. In addition, a board orientation presentation was completed this month for board members who had not received it.</p> <p>Mr. Moser gave a financial comparison of CMC to the Bidder 4</p> <p>Mr. Carlson gave an overview of the status of CMC's offer to sell units of Big Sky Surgery Center. Mr. Carlson will be meeting with Dr. Karl Westenfelder from Five Valleys Urology to discuss sale options of CMC shares. The sale equates to 0.75 units offered by CMC.</p> <p>A MOTION was made, seconded, and carried authorizing CMC management to sell 0.75 units of Big Sky Surgical Center in the amount of</p> <p>Mr. Carlson provided an update of the recruitment for a plastic surgeon, and the ongoing discussion with neurosurgeons.</p> <p>Mr. Carlson presented information on SSB Solutions; individuals who specialize in bringing physicians and hospitals together. He requested permission from the board to hire them to assist with current employment model projects.</p> <p>A MOTION was made, seconded, and carried authorizing Steve Carlson to engage SSB Solutions toward the objective of exploring employment models.</p> <p>Mr. Carsten Beith, from Cain Brothers provided a site visit overview and details of a Bidder 4 joint venture opportunity.</p>		
<p><u>Adjournment</u></p>	<p>Mr. Stearns adjourned the meeting at 1:37pm.</p>		
<p><u>Executive Session</u></p>	<p>The executive session began at 1:38pm.</p>		

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Approved by Scott Stearns, Chair

SIGNATURE