

**BOARD OF TRUSTEES MEETING MINUTES  
JANUARY 25, 2023**

**Members Present:** Tom Sloan (Chair), Pat Miller (Vice-Chair), Rob Chestnut (Treasurer), Dr. Shari Quick (Secretary), Beth Llewellyn Bob Moody, Tamara Cash, Kristin Salmans, Dr. Beth Roselyn, Dr. Jon Heeb and Dr. Lee Reussner

**Staff Members Present:** Russ Johnson, Sheryle D'Amico, Traci Hoopingarner, Deb Cartwright, Colleen Browne, Jared Abel, Rebecca Smith, Michael Williams, Brian Bradfield, Danae Johnson, Amy Northrop, Amy McCarter, Korianne Kaleikini and Erica Hill

**Others Present:** Andy Ramirez and Reed William, Hospital Counsel and Austin Hornbostel, LJ World

**Call to Order**

The meeting was called to order at 8:30 a.m.

**Opening Statement**

The following opening statement was read by Danae Johnson, Director – Executive Administration:

- “LMH Health Joint Conference Committee welcomes community feedback on policies and issues affecting LMH Health’s clinics and hospital. In order to ensure time is used efficiently, we will not take public comments during the meeting. However, comments may be shared with committee members and trustees in a number of different ways, including the comments section of our webpage, by emailing [trustees@lmh.org](mailto:trustees@lmh.org), by calling 785-505-6138, or by contacting individual trustees with the contact information listed on our website at [lmh.org](http://lmh.org).
- During the meeting, each Committee member will identify themselves using their first and last name prior to commenting.
- We will be having two executives session at this meeting. At the appointed time, the Board Chair will call for a motion to enter into executive session. This motion will include the time that the open session of the meeting will resume. These executive sessions are reserved for Trustees, the Hospital’s Senior Leadership, CEO and hospital counsel only. Everyone else will be asked to leave the meeting during executive sessions and is welcome to return to the meeting when open session resumes.
- If members of the public wish to obtain meeting materials, please contact [trustees@lmh.org](mailto:trustees@lmh.org) or call 785-505-6138.”

**Approval of Agenda and Consent Agenda**

The agenda for the January 25, 2023 meeting and consent agenda (see below) were presented for review with approval requested:

- Board of Trustees Meeting Minutes, Dec. 21, 2022 (Exhibit A)
- Finance Committee Meeting Minutes, Jan. 20, 2023 (Exhibit B)
- Human Resources Quarterly Dashboard – Q4 2022 (Exhibit C)
- Patient Safety and Performance Improvement Plan (Exhibit D)
- Clinical Excellence Dashboard 2023 (Exhibit E)
- Medical Executive Committee Recommendations (Exhibit F and H)

MOTION to approve the agenda and consent agenda.

Made by Dr. Shari Quick,

Seconded by Bob Moody.

Motion carried.

### **Chairperson of the Board Report**

Tom Sloan, Chair, welcomed the Board back to their first in person meeting in several years. Mr. Sloan also formally introduced Kristin Salmans and Tamara Cash, as this was their first in person Board meeting since their appointment.

### **Chief of Staff Report**

No report.

### **CEO Report and Executive Team Report**

- **CEO Comments:** Russ Johnson, President and CEO reported on the following topics.
  - **Chief Medical Officer:** Kirk Sloan, MD, has been named as the organization's Chief Medical Officer, effective March 6, 2023. Dr. Sloan comes to LMH Health from his role as Chief Medical Officer and lead hospitalist at St. Joseph Medical Center in Kansas City. The plan is for him to work half-time in his role as chief medical officer (CMO) and in a clinical capacity with our hospitalist program. As he is onboarding over the first six months or so, he will be working with Hal Taylor, MD, and Rebecca Smith, DO, to determine how to best integrate with the hospitalist team.
  - **Looking back and looking forward:** Mr. Johnson reported on the milestones the organization achieved over the last year and looked ahead to 2023. 2022 became a year where we pivoted emphasis from the COVID-19 pandemic, even though it remained an important factor in the organization and became more routine. Community partnerships were strengthened, which will serve us well into the future. Other great things happened at LMH Health included earning:
    - Accreditation from the National Accreditation Program for Breast Centers of the American College of Surgeons
    - MRI Breast Accreditation
    - Prestigious international Baby-Friendly designation,
    - A grade in safety from Leapfrog.
    - "Best Company to Work For" by Ingram's Magazine.
  - Looking ahead to 2023, Mr. Johnson also reported that the organization has shifted perspective to focus on the local environment and workforce. Leadership will continue to support ensuring that staff has a great place to work in a strong community hospital, both today and in the future.
  - Year-end budget update
- **Year End Financials:** Deb Cartwright, VP and Chief Financial Officer, shared preliminary budget results for the year. For all of the healthcare industry, 2022 was a challenging year financially. The intersection of supply chain, inflation and workforce brought in the neighborhood of \$14 million in expense challenges to LMH. LMH Health expects to close with a \$2.1 million loss in operations compared to budgeted earnings of 1%, resulting in a deficit of \$6.1 million. Ms. Cartwright explained the shortfalls were a result of a number of factors, including a lack of federal support for the pandemic response

and increased cost of supplies and drugs. The Omicron surge in early 2022 was also a substantial driver of the organization's year-end results.

### **Open Discussion**

Tom Sloan, Board Chair, shared that HB 2023, a bill to increase penalties for assault against healthcare workers, has been introduced in the Kansas Legislature. Mr. Sloan asked the Board for their approval for LMH to send a letter to the legislature outlining LMH Health's continued support.

MOTION to approve a letter outlining LMH's support of HB 2023 being sent to the Kansas Legislature made by Kristin Salmans,  
Seconded by Bob Moody.  
Motion carried.

### **Executive Session 1**

- Motion to recess into executive session. The subject of the executive session will be to discuss with legal counsel the legal terms of a contract with the University of Kansas Health System as authorized by Sections 75-4319(b)(2) of the Kansas Open Meetings Act which authorizes consultation with the hospital's attorney on matters deemed privileged by the attorney-client privilege. This executive session will include hospital counsel, the Board of Trustees, the CEO and members of the Senior Leadership Team. We will reconvene the open meeting at 10:00 a.m."

MOTION made by Pat Miller,  
Seconded by Kristin Salmans.  
Motion carried.

- Motion to recess into executive session. The subject of the executive session will be to discuss with legal counsel the legal terms of a contract with the University of Kansas Health System as authorized by Sections 75-4319(b)(2) of the Kansas Open Meetings Act which authorizes consultation with the hospital's attorney on matters deemed privileged by the attorney-client privilege. This executive session will include hospital counsel, the Board of Trustees, the CEO and members of the Senior Leadership Team. We will reconvene the open meeting at 10:15 a.m."

MOTION made by Pat Miller,  
Seconded by Bob Moody.  
Motion carried.

- Motion to recess into executive session. The subject of the executive session will be to discuss with legal counsel the legal terms of a contract with the University of Kansas Health System as authorized by Sections 75-4319(b)(2) of the Kansas Open Meetings Act which authorizes consultation with the hospital's attorney on matters deemed privileged by the attorney-client privilege. This executive session will include hospital counsel, the Board of Trustees, the CEO and members of the Senior Leadership Team. We will reconvene the open meeting at 10:30 a.m."

MOTION made by Pat Miller,  
Seconded by Bob Moody.  
Motion carried.

### **Executive Session 2**

- Motion to recess into executive session. The subject of the executive session will be to discuss personnel matters as authorized by Sections 75-4319(b)(1) of the Kansas Open Meetings Act which authorizes protected discussion on personnel matters of nonelected personnel. This executive session will include hospital counsel, the Board of Trustees, the Chief People Officer and the CEO. We will reconvene the open meeting at 11:00 a.m.”

MOTION made by Pat Miller,  
Seconded by Beth Llewellyn.  
Motion carried.

- Motion to recess into executive session. The subject of the executive session will be to discuss personnel matters as authorized by Sections 75-4319(b)(1) of the Kansas Open Meetings Act which authorizes protected discussion on personnel matters of nonelected personnel. This executive session will include hospital counsel, the Board of Trustees, the Chief People Officer and the CEO. We will reconvene the open meeting at 11:10 a.m.”

MOTION made by Pat Miller,  
Seconded by Bob Moody.  
Motion carried.

### **Recommendations from Executive Compensation Committee\***

Motion was made to approve the following recommendations made by the Executive Compensation Committee:

1. Maintain CEO’s current base pay, which aligns the regional market midpoint for CEOs who work in similarly-sized hospitals.
2. Award CEO 95.11% of his Variable Compensation.

MOTION made by Beth Llewellyn,  
Seconded by Pat Miller.

### **Adjournment**

With no further business presented, a motion was made to adjourn the meeting at 11:10 a.m.

MOTION made by Pat Miller,  
Seconded by Bob Moody.  
Motion carried.

Respectfully submitted,



Dr. Shari Quick, Secretary of the Board