**CASCADE MEDICAL**
PARTNERS IN YOUR HEALTH

Minutes of the Board of Commissioners Special Meeting
Cascade Medical Center – Arleen Blackburn Conference Room
Public Hospital District No. 1 – February 22, 2017

**Present**: Mary Helen Mayhew, President; Bruce Williams, Commissioner; Mall Boyd, Commissioner; Helen Rayfield, Commissioner; Tom Baranouskas, Commissioner; Diane Blake, CEO; Jill Barich, Executive Assistant
**Guests**: Neil McReynolds, Consultant

| Topics | Actions/Discussions |
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| **CALL TO ORDER** | ▪ President, Mary Helen Mayhew called the meeting to order at 9:05 AM |
| **AGENDA APPROVAL** | ▪ Mall moved to approve the agenda.<br>▪ Bruce seconded the motion<br>▪ Motion was approved. |
| **Opening Remarks** | ▪ Thank you to Neil McReynolds for assisting us with our Board Self-Assessment and for donating a large portion of your time to review the results with us. |
| **Purpose and plan for the session** | ▪ It is helpful when Boards want to learn and work to so their job better.<br>▪ Each board is different for a variety of reasons, including personalities, the organization, etc.<br>▪ The board may want to think about creating a list of Board Expectations. |
| **Review Survey Results** | ▪ Boards need to be focused on the right issues<br>o Go to conferences, read industry news, listen to the CEO and management.<br>▪ Boards should be "Strategic Thinkers" as a group. |
| **What are the characteristics of high-performing Boards** | ▪ Committees should be doing a lot of the work and looking at how things have gone, so more time can be spent strategic thinking at Board meetings.<br>▪ Committees should provide high level written reports to the full board so the verbal report at the meeting is an overview of the report.<br>▪ Committee Charters and Work plans should be reviewed and discussed by the full board to ensure the committee is focused on what the board believes is important.<br>▪ Committees should make recommendations to the full board and do the work so the full board doesn't spend valuable time with work that could be done by the committee.<br>▪ Conduct meeting evaluations at the end of each meeting.<br>▪ Boards that are forward thinking are getting education at Board meetings, hearing from management what other facilities are doing, attending conferences.<br>o Know what trends may affect us.<br>o What are the needs of our community? Are we meeting those needs?<br>o Are we prepared for the things that may come?<br>o Can we recruit the right talent to run our facility?<br>▪ Have a strategic question on every agenda to discuss.<br>▪ Education on important topics. |
| **Expectations for the Cascade Medical Board** | ▪ The Board should think about developing a Board Expectations document and share it with people prior to joining the board.<br>▪ Full Board Expectations:<br>o Help management move projects forward if there is something important to you.<br>o Ask management questions to open dialogue on issues.<br>o One of the most important things boards can do is ask questions to |

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| | increase your awareness and bring a different perspective.<br>○ Diverse backgrounds, in all aspects, helps bring different perspectives.<br>○ Provide information back to the CEO that you hear from community members. Be the eyes and ears of the hospital.<br>○ Relationships in the community are important, and we need to develop new relationships with various groups in the community. |
| **What should be the board's role in strategic planning and how should it be done?** | ▪ Strategic Planning – Commissioners feel this is a full board function. For our board a lot of this work is done at our annual retreat.<br>▪ The Board's role is the over-arching, forward thinking goals of the organization. Commissioners need to remember not to get into the roles of management.<br>▪ Spend time at the annual retreat on strategic topics and provide questions for the Board to think about in advance.<br>▪ CM's annual objectives and long term objectives are our strategic plan. The dashboard is the tool to show the progress on achieving those goals. |
| **What should you do to improve the effectiveness of your committees?** | ▪ Committee work – things like the DOH Audit and Audit Findings should be reviewed at the committee level so the progress in correcting the findings can be tracked. The Committee Chair should work with the management liaison to get these items on the agenda.<br>▪ Look at other facilities committee agendas to see if they do things differently that would work for us. |
| **Characteristics of high performing boards** | ▪ Constructive partnership with management<br>▪ Strategic Thinking – get background information out early for people to read with some questions to think about and allow enough time at the meeting to discuss.<br>▪ Be mission driven<br>▪ Culture of inquiry – help management think through decisions<br>▪ Independent mindedness – think independently<br>▪ Transparency<br>▪ Integrity<br>▪ Sustaining Resources<br>▪ Results oriented<br>▪ Intentional board practices – add more value to the organization and community.<br>▪ Continuous learning<br>▪ Revitalization – how do you keep fresh thinking? |
| **Other governance issues identified by board** | ▪ None discussed |
| **Closing comments** | ▪ Very good session and participation. Thank you Neil for taking time to meet with us today. |
| **ADJOURNMENT** | ▪ There being no further business, Tom moved to adjourn the meeting.<br>▪ Bruce seconded the motion.<br>▪ The meeting was adjourned at 12:00 PM. |

Mary Helen Mayhew, President

Helen Rayfield, Secretary