HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

MINUTES OF MARCH 15, 2012 MEETING (Open Session)

Attendees:

Authority Board Members: Ralph Rosenberg; Dr. Charles Lingle; Dr. John Inman, Jr.; Lamar Reese; Fred Ghiglieri; Dr. Eugene Sherman; Rev. H. B. Johnson; Legal Counsel, James E. Reynolds, Jr.; Also present were: Joel Wernick; Kerry Loudermilk; Joe Austin; Tommy Chambless; Tom Sullivan; Dr. Price Corr; Dr. Doug Patten; and Recorders, Annette Allen and Mary Barfield

Absent Authority Members:

John Hayes; Dr. Steven Wolinsky

Call to Order:

The meeting was called to order by Chairman Rosenberg at 7:30 A.M. in the Willson Board Room of Phoebe Putney Memorial Hospital.

Open Meeting and Establish a Quorum:

Mr. Rosenberg welcomed the Authority and established that a quorum was present, with seven members being in attendance.

Approval of the Agenda:

The proposed Agenda was reviewed and a motion made by Dr. Lingle and seconded by Lamar Reese, to adopt the Agenda as presented. The motion was approved by the Authority.

Approval of the Minutes:

The Minutes of the February 16, 2012 meeting, having been provided to the Members prior to the meeting, were presented for approval. A motion was made by Dr. Lingle and seconded by Fred Ghiglieri to approve the Minutes as provided. The motion was approved by the Authority.

Closing of the Meeting:

A motion was made by Dr. Sherman and seconded by Fred Ghiglieri to close the meeting in order to (i) discuss the granting, restriction or revocation of staff privileges at Phoebe North; (ii) discuss pending litigation with legal counsel; and (iii) discuss potential commercially valuable plans and proposal or strategy that may be of competitive advantage in the operation of Phoebe North and/or PPMH or their medical facilities.

Mr. Rosenberg polled the individual Authority Members whose votes are shown below:

Ralph Rosenberg	Yes
Dr. Charles Lingle	Yes
Dr. John Inman, Jr.	Yes
Fred Ghiglieri	Yes
Lamar Reese	Yes
Dr. Eugene Sherman	Yes
Rev. H. B. Johnson	Yes

The motion having passed, the meeting was closed.

Open Session Reconvened:

Dr. Corr had by this time been called away from the meeting.

Staff Privileges:

Because Dr. Corr had been called out of the meeting, Dr. Patten made the presentation of the recommendations of the Phoebe North Medical Staff. After the presentation, a motion was made by Dr. Sherman and seconded by Dr. Lingle to accept and approve the Medical Staff recommendations for the credentialing of certain Phoebe North Medical Staff as presented by Dr. Patten. A copy of the recommendations as approved is attached.

Financial Reports:

Kerry Loudermilk made a presentation of certain interim financial reports for Phoebe North and the Authority. A copy of the presentation is attached hereto.

Phoebe North Operations Report:

A presentation was made by Tom Sullivan, Chief Transition Officer, regarding the operation of and planning for Phoebe North. A copy of the presentation is attached to these minutes.

Maureen Jackson, Interim Chief Nurse, made a presentation regarding patient care. Tom Colabro, Patient Safety Officer of Phoebe Putney Health System, gave a presentation pertaining to safety and preventing falls. A copy of the presentation is attached to these minutes.

Dr. Patten advised that the Schumacher Group, specialists in providing emergency care, had been engaged to provide Emergency Services at Phoebe North, including the reasons for engaging an independent contractor for this service. A copy of the presentation is attached to these minutes.

Reports from Phoebe Putney Memorial Hospital:

Mr. Wernick gave a report principally pertaining to the operations of and plans for Phoebe North and PPMH. A copy of his presentation is attached.

It was necessary for Rev. H. B. Johnson to leave the meeting at approximately 9:00 A.M.

Consideration of Resolutions:

Jay Reynolds presented two Resolutions to the Board for its consideration. Drafts of each of the proposed Resolutions had been provided to the Authority members in advance of the meeting.

The first Resolution considered, dealt with authorization to provide legal notice for a public hearing to be conducted by the Authority concerning the possible lease of the former Palmyra Park Medical Center facilities. As explained, by statute, the notice is required to run at least three times, with the initial notice to appear at least 60 days prior to the hearing date. The hearing will be conducted in the latter part of May in order to comply with the notice requirements. Dr. Lingle made a motion, seconded by Mr. Reese to proceed with the notice and hearing date and all members in attendance approved.

The second Resolution dealt with the authorization to proceed with the accounting and consulting firm of PricewaterhouseCooper to engage it to conduct a study consistent

with the proposed engagement letter, a copy of which had been previously provided to the Authority members. Mr. Reese made a motion, seconded by Dr. Sherman, to proceed with the survey and execution of the Engagement Letter by the Authority Chairman and the Authority's legal counsel, Perry & Walters, LLP.

Old Business:

Mr. Rosenberg advised that the Authority now has an office located on the First Floor at the main campus of Phoebe Putney Memorial Hospital, in close proximity to the administrative offices, and he invited everyone to go by and see the office. Many thanks go to Annette Allen for her hard work and overseeing this project and making it a reality.

Mr. Rosenberg also announced that a 100 year museum regarding Phoebe's history was located on the Second Floor of the Towers and that Thronateska Heritage Museum was also having an opening of a showing of Phoebe Putney Memorial Hospital history.

Dr. Patten asked that due to the purchase of Phoebe North, the Medical Staff ByLaws of Phoebe north be amended to remove the Risk Manager as an ex-officio member of the Executive Committee of the Medical Staff in its peer review process concerning medical staff. A motion to amend the Medical Staff ByLaws to remove the Risk Manager as a member of the Executive Committee of the Medical Staff was made by Dr. Lingle, seconded by Dr. Sherman and approved by all members present.

Adjournment:

There being no further business, the meeting adjourned at 9:15 A.M.

Mary S. Barfield, Recorder

AGENDA HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

Meeting of March 15, 2012 7:30 A.M. (Willson Board Room)

I.	Open meeting and establish quorum	Ralph Rosenberg
II.	Approval of Agenda	Ralph Rosenberg
III.	Consideration of Minutes of February 15, 2012 meeting (Draft previously provided to Members)	Ralph Rosenberg
IV.	Motion and vote to close meeting in order to (i) discuss the granting, restriction or revocation of staff privileges at Phoebe North; (ii) engage in privileged consultation with legal counsel; and, (iii) to discuss potentially commercially valuable plans, proposal or strategy that may be of competitive advantage in the operation of Phoebe North and/or PPMH or their medical facilities. Consideration of any official action to be taken following the re-opening of the meeting.	Ralph Rosenberg
V.	Presentation of Medical Staff recommendation's pertaining to credentialing of Phoebe North Medical Staff and consideration thereof by the Board	Dr. Price Corr
VI.	Presentation of interim financial reports on behalf of Phoebe Putney Memorial Hospital, Inc. and on behalf of Authority	Kerry Loudermilk
VII.	Phoebe North Operations Report	Tom Sullivan
VIII.	CEO Report on behalf of PPMH, Inc.	Joel Wernick
IX.	Consideration of Resolution to give legal notice and conduct public hearing concerning possible lease of former Palmyra Park Medical Center facilities	Jay Reynolds
X.	Consideration of Resolution authorizing execution of PricewaterhouseCoopers Engagement Letter	Ralph Rosenberg
XI.	Old Business	Ralph Rosenberg
X.	Adjournment	Ralph Rosenberg

Credentialing Appointments-March 2012 Phoebe North

Initial Appointments		
Name	Туре	Specialty
Ozita Cooper	MD	Emergency Medicine
Jeffrey Davenport	MD	Emergency Medicine
Carlton Hamilton	MD	Emergency Medicine
Tamara Scott-Gantz	CRNA	Anesthesia
Elizabeth Yesbick	FNP	Bariatrics

Re-	Appointments	
Name	Туре	Specialty
Willie Adams	MD	OB-GYN
Ashli Alexander	MD	Physiatry
Kermit Ary	DPM	Podiatry
Ralph Barnes	MD	Emergency Medicine
Lorenzo Carson	MD	Radiology
Grace Davis	MD	Pediatrics
El-Roy Dixon	MD	Ophthalmology
Joe Jackson III	MD	Family Practice
Travan Jasper	MD	Emergency Medicine
Thomas Joiner	MD	Cardiology
Matthew Grundfast	MD	Gastroenterology
Craig Murray	MD	General Surgery
Suzanne Shepherd	MD	Tele-Radiology
Thomas Ungarino	MD	IM/Pulmonology
Adrine Adams	CRNA	Anesthesia
Erin Baker	PA	Internal Medicine
Chris Bass	PA	Dermatology
Andre Boz	CRNA	Anesthesia
Alicia Creel	ST	General Surgery
Andrew Donnan	PA	Radiation Oncology
Lisa Graves	NP	Orthopedics
Chandra James	NP	Gastroenterology
Melanie Kegler	ST	General Surgery
Lester Leggette	PA-AA	Anesthesia
Patricia Marshall	NP	Gastroenterology
Jimmy Ratliff	ST	Orthopedics
Sheri Smith	PA	Orthopedics
Steven Snipes	PA	General Surgery

Other Credentialing		
Name	Type	Specialty
Crystal Gay	PA	ENT
Linda Katherine Hudson	MD	Internal Medicine

Resignations			
Name	Туре	Specialty	Effective Date
John Bagnato	MD	General Surgery	03/05/12

FINANCIAL HIGHLIGHTS
HOSPITAL AUTHORITY CONSOLIDATED
FISCAL YEAR ENDING JULY 31, 2012

	February-12		Operating Summary		Year-to-Date	
Actual	Budget	Variance	(in thousands)	Actual	Budget	Variance
\$19,744	\$21,872	(\$2,128)	Revenues	53,402	\$45,241	\$8,161
17,010	16,798	212	Deductions	42,177	34,766	7,411
268	55	213	Other Operating Revenue	3,765	114	3,650
\$3,002	\$5,129	(\$2,127)	Net Operating Revenue	\$14,989	\$10,590	\$4,400
5,075	5,664	(589)	Expenses	13,436	11,477	1,958
(\$2.073)	(\$535)	(\$1,538)	Operating Income (Loss) Before Intercompany	\$1,554	(\$888)	\$2,442
\$0	\$0	0\$	Intercompany	\$0	\$0	\$0
(\$2.073)	(\$535)	(\$1.538)	Operating Income (Loss)	\$1,554	(\$888)	\$2.442
` 0	`o	0\$	Non-Operating Income	0	0	0\$
o	0	o	Investment Income	0	0	0
50	20	0	Interest Expense	100	100	0
(20)	(50)	0	Net investment income (Loss)	(100)	(100)	
(\$2,123)	(\$585)	\$ (1,538)	Net Income	\$1,454	(\$988)	\$ 2,442
(\$1,792)	(\$260)	(\$1,532)	EBITDA	2,421	(\$338)	\$2,759
-72.38%	-12.37%		Operating Margin %	9.03%	-10.27%	
-69.05%	-10.42%		Operating Margin %(excl Int Exp)	10.37%	-8.38%	
-59.68%	-5.07%		EBITDA %	16.15%	-3.19%	
		Actual	Statistics	Actual		
		215	Admissions	644		
		1,281	Patient Days	3,861		
		5.96	ALOS	00'9		
		2,379	Equivalent OP Days	969'5		
		3,340	E.C. Visits	8,501		
		3.12	FTE's per Adj Occ Bed	3.50		

Hospital Authority of Albany-Dougherty County BOARD MEETING

March 15, 2012



PN OPERATIONS ACTIVITIES

Employee Orientation – Total 415

Nursing Orientation - Total 26

Continued Consolidation

∨ Risk Management

Focus on Quality & Service



HCAHPS

Standardized Survey Tool

Tied to Quality/Clinical Outcomes

Pay for Performance

VBP



PHOEBE NORTH

PRESS GANEY

Database

Resources

Survey OP Areas

PHOEBE

W.O.W.

Welcome/Over Communicate/Warmth

Standards/Accountability

Tools and Resources

CREATING A CULTURE OF SAFETY PHOEBE NORTH CAMPUS

NO PASSING ZONE & FALLS REDUCTION INITIATIVE



Patient Safety Officer, Phoebe Putney Health System Thomas Calabro, RN, BSN, CCRN

Patient Falls: A Quality of Care Issue

- Patient Safety Goals to reduce the risk of patient nationally, incorporated falls in the National prevalence & associated adverse outcomes The Joint Commission - Due to the high injuries (The Joint Commission, 2005)
- Centers for Medicare & Medicaid Services (CMS) in 2008, designated falls as a Hospital Acquired receive payment for treating injuries caused by Condition (HAC) where hospitals will not falls that occur in hospitals.



The Road to Success

- Comprehensive Falls Reduction Initiative
- -Creating a Culture of Safety
- -Patient & Family Education
- -Community Outreach
- New Expectations of Staff





Go Live – March 5



the call light. What if it's your husband, your parent, or your child? something. Your lifeline, your best way of getting help, is to use enough. Imagine being a patient in the hospital; you're already When you really need help it seems help can't get there fast How quickly do you want someone to answer the call, now? sick and not feeling well, perhaps you are in pain or need





PHOEBE

Lab, or ANY other area at Phoebe, we want you to STOP, knock, A NO PASSING ZONE means that every member of the Phoebe Family is expected to answer a call light anytime they see one or hear someone call for help. If you work in Plant Operations, Marketing, Information Technology, EVS, or Dietary, Nursing, introduce yourself and ask if the patient needs anything.



Purposeful Rounding

- Data indicates patients fall as a result of pain, to retrieve an object (placement). specific needs: Restroom, positioning,
- Staff will check on patients hourly during the day and every two hours at night.
- During staff rounds we will ask 5 **Ouestions**

Potty Position Pain Placement Prompting





TAKE PRECAUTIONS. PREVENT FALLS.



Falls Campaign April 2, 2012 New

Physician audience:

- Flat Screens in Physician lounge specific messaging
- Flyers in mailboxes

General/community audience:

Flat screens throughout hospitals

- Safety messaging fall prevention tips Yellow sock awareness for patient compliance

Patient Room Identifier

Safety bar magnet on doors of falls risk patients

Public Service Announcement

- Do It For Life TV spot - safety tips to prevent falls at home

Web site

- Campaign logo with tips to prevent falls at home
- Information on yellow sock campaign to create awareness

Staff Education

- New tools to assess the patient's risk for falls
- Best Practice Interventions proven to reduce falls

Publications

- Keynotes newsletter to Golden Key members
- Guide to Patient Services

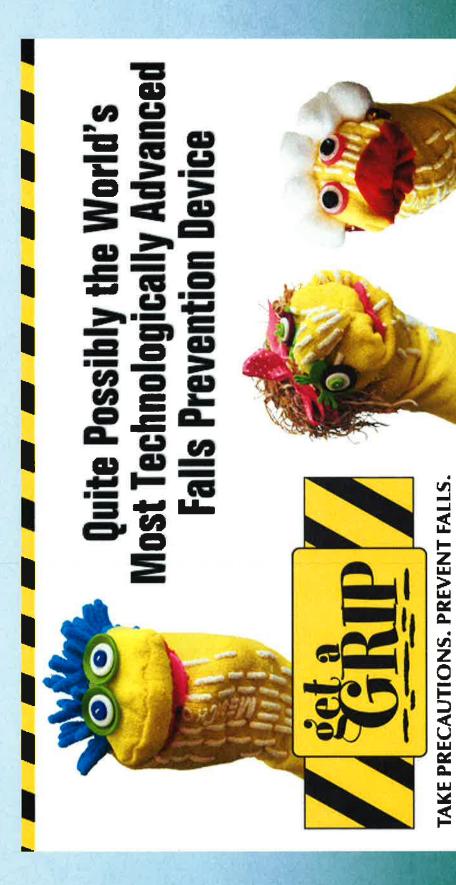
- Wearing these socks could get you home sooner! If you've been indentified a "Fall Risk" patient, take Jack-the-Gripper's advice and be sure to: · Wear your non-skid socks The latest fashion for the Safety conscious TAKE PRECAUTIONS. PREVENT FALLS. (press the nurses button for assistance · Call instead of fall "Jack-the-Gripper" One Safe Sock

April Falls Day April 2, 2012

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Flat screen messages:

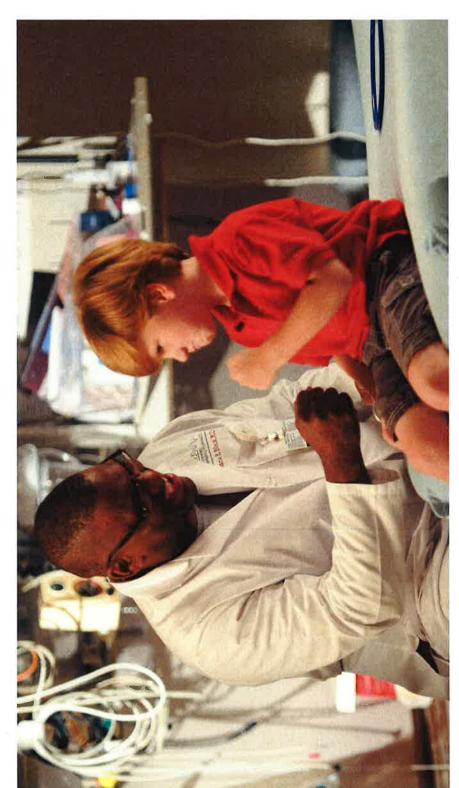






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SCHUMACHERGROUP®







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Caring

PHOEBE PUTNEY HEALTH SYSTEM

Authority Meeting
March 15, 2012

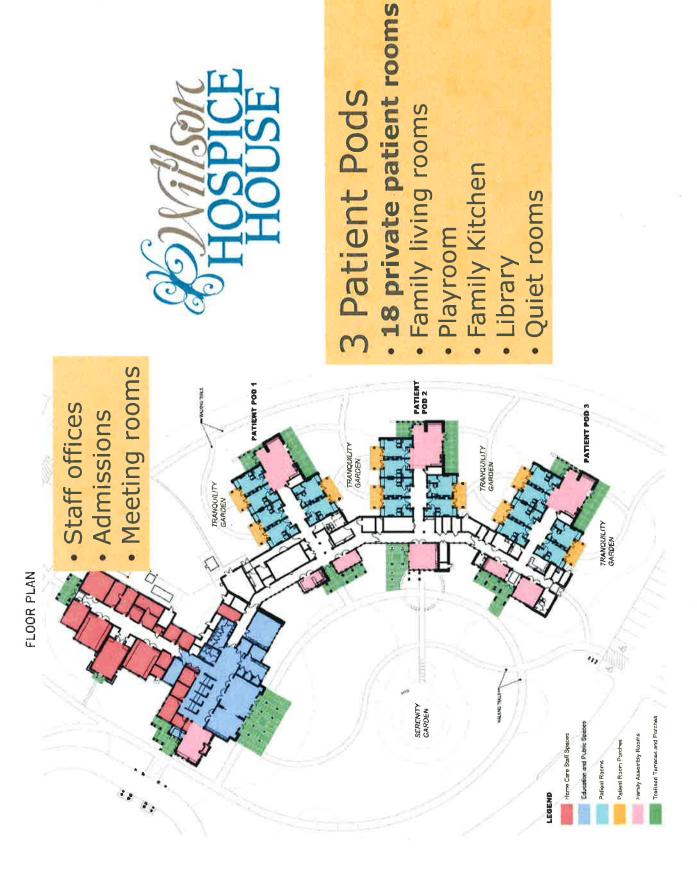
CEO REPORT



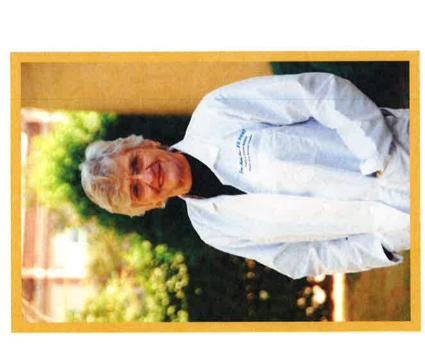
HOSPICE HOUSE end-

□An inpatient facility to address a number of end-of-life patient needs

ALBANY COMMUNITY HOSPICE AND PALLIATIVE CARE PHOEBE PUTNEY MEMORIAL HOSPITAL



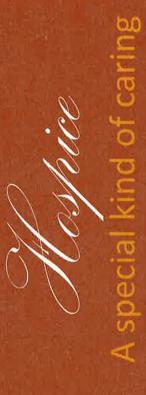
Dr. Lane Price Medical Director Willson Hospice House



Dr. Manouchka Joseph Palliative Care



World-class Medical Talent



- Symptom management for patients whose symptoms, such as pain, cannot be managed at home
- Care for patients who are actively dying and for whom care at home is simply not possible
- Respite care for families who need a short break from their full time caregiver role
- receive education on specific aspects of how to care Short-term care for patients while their families for their particular condition at home



Statistics

27	348	eb 8.9
Total Number of Employees27	Total Number of Patients348	Average Length of Stay6.8 da





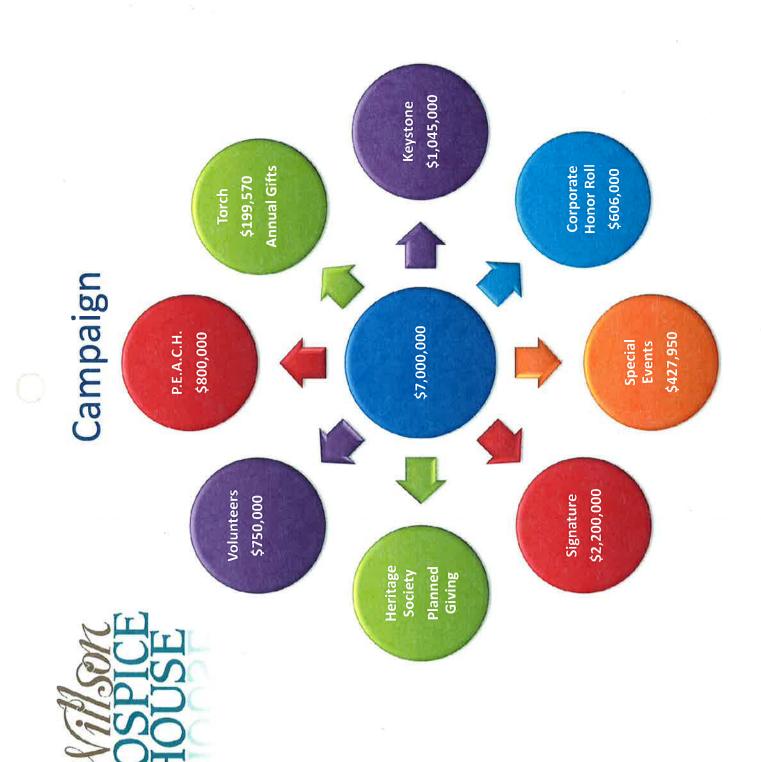
begins toy, book drive Eagle Scout candidate

"There are so many ways you can touch peoples' fives." -- Amy XIcNeal, hospice volun

Being a volunteer is a rewarding experience, and our patients look forward to the regular visits from their hospice volunteer

and the special moments they

spend together.



First Healthcare Audubon International Silver Signature Environments for Aging Best in Show & Merit Award WoodWorks' Southeast Institutional Design Award Southeast Construction & Architecture Award IIDA Healthcare Award & Merit **LEED Silver Certification** 2010 2011 2011 2011

1st place, Best Sustainable Building Practices Merit Award Associated Central Contractors' Build Georgia Awards: 2011

Sanctuary

Awards of Rangnition

First healthcare facility in the world to achieve designation as an Audubon International Certified Silver Signature Sanctuary





COMMUNITY WELLNESS INVESMENT

1.5 MILE WALKING TRAIL





PHOEBE

World-class Medicine. Hometown commitment.

RESOLUTION OF HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

RESOLVED, that with a view to pursuing a possible lease of the former Palmyra Park Medical Center facilities to Phoebe Putney Memorial Hospital, Inc., the Authority Chairman is hereby authorized and directed to take such action as he deems necessary or appropriate to cause a public hearing to be arranged and conducted, with the public hearing to take place in conformance with Official Code of Georgia Annotated §31-7-74.3 and publication of notice of the hearing to appear in the Albany Herald at least three times, with the first such notice to appear at least 60 days prior to the date of the hearing.

RESOLUTION OF HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

RESOLVED, that the Authority's general legal counsel, Perry & Walters, LLP, is hereby authorized to engage PricewaterhouseCoopers, LLP, at the expense of the Authority, with the terms of the engagement to be substantially in accordance with the draft engagement letters previously provided to the Authority members. Further, the Authority's Chairman, on behalf of the Authority, is authorized to acknowledge and agree to such engagement.

STATE OF GEORGIA COUNTY OF DOUGHERTY

AFFIDAVIT RELATIVE TO CLOSED MEETING

Personally appeared before the undersigned, RALPH S. ROSENBERG, who having been duly sworn, deposes and states as follows:

- I am over the age of 18 years, I am suffering under no disabilities and I am competent to testify to the matters contained herein.
- 2. I am the Chairperson of the Board of the Hospital Authority of Albany-Dougherty County, Georgia (the "Authority").
- 3. On the 15th day of March, 2012, at a meeting of the Authority Board, a motion was duly approved in a roll call vote for the Authority Board to go into closed session for the purposes of: (i) privileged consultation with legal counsel, including consultation pertaining to pending litigation; (ii) the granting, restriction or revocation of staff privileges at Phoebe North (permitted in O.C.G.A §50-14-3(5)); and, (iii) to discuss potentially valuable commercial plans, proposal or strategy that may be competitive advantage in the operation of Phoebe North and/or PPMH (permitted in O.C.G.A. § 31-7-75.2).
- 4. To the best of my knowledge and belief, the business conducted during the closed portion of the meeting was devoted solely to the above matters for which the meeting was closed.

This the 15th day of March, 2012.

Chairperson

Sworn to and subscribed before me this

15th day of March, 2012.

NOTARY MUBLIC

Dougherty County, Georgia

My Commission expires:

AND THE THE PARTY OF THE PARTY