**Georgia Association of Healthcare Executives**

**Board Meeting Minutes**

**February 9, 2018 - 8:30am - 10:00am Conference Call**

Next Board Meetings:

* Friday, April 6th, 2018 at Navicent Health in Macon
* Friday, May 4th, 2018 via Conference Call

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| * Mary Germann (present) * Callie Andrews (not present) * Bryant Cornett (present) * Jay Dennard (not present) | * Karen Manno (present) * Tripp Penn (not present) * Chad Knight(not Present) * Ty Bozkurt (present) |
| * John Henson, MD (present) * Craig Honaman (present) | * Marlene Sidon(not present) * Tim Slocum(present) |
| * Matt Jernigan (present) |  |
| * Kirsten Jones (present) * Preston Smith (not present) | * Larry Tyler (present) * Bobby Ryan (present) * Lynn Scroggins (present) * Doug Gregory (not present) * Sepi Browning (present) |

Minutes

1. Welcome & Introductions Tim Slocum
2. Approval of Minutes - Mary1st, Ty 2nd Tim Slocum
3. Regents Report Larry Tyler

Writing his last Regent’s Message, due on Feb. 28.

Transitioning the Regent’s role to Jay Dennard.

Traveling to Chicago to attend ACHE Congress.

1. Treasurer’s Report Bryant Cornett

On track for accessing accounts.

Not a lot of activity in January.

Shared the finances with the team with a combined $100K in the GAHE accounts.

An email has been set up for initiating payment requests. (include email).

Bryant discussed receiving a quote of $3,500 for an audit review of financial statements through 2017. This quote is half the cost of a full audit.

Discussion surrounding the audit. Mary asked on how to identify risk.

Larry asked if the review includes internal control.

Mary asked do we have any of those handling the money need to have a bond.

Dr. John Henson asked that we reach out to peer chapters to find out what their chapters do in this area.

* **Action:** Bryant will ask for an audit review with an assessment of internal controls and a recommendation for a bond.
* **Action:** Bryant will report back next meeting on the status of if SunTrust can do what we would like to do.

1. President’s Report Tim Slocum

ACHE update, onboarding call occurred this week.

District 2 call for next year.

Awaiting to hear when ACHE publishes their goals with metrics each chapter as ACHE does not have this defined. Tim anticipates metrics to remain stable.

* **Action:** Tim will share ACHE goals and metrics with the group once received.

Tim advised ACHE is developing a template of BOG review materials. Tim asked ACHE that we receive the templates to review. ACHE plans to publish these in early fall 2018. Larry indicated he is aware of the activities and asked if they will have a cost to the chapter. Sections of the BOG review materials may be changed.

Tim advised the Fellowes pass rate is at 66% above the past few years.

Discussion surrounding an increase in the Fellowes pass rate and how it applies to our chapter.

* **Action:** Larry asked if it is possible to check with ACHE on how / what the percentage pass rate was of our chapter members.

ACHE Congress attendees include Tim Slocum, Larry Tyler, Callie Andrews, Dr. John Henson, Jay Dennard, Bobby Ryan and Lynn Scroggins.

* **Action:** Dr. John Henson will send a dinner invite to the group for Sunday evening.

Organizational Chart Review Tim discussed the organization structure asking participants to review the attached GAHE Board Org Chart Discussion. We would like to move our members-at-large to committee chair positions. Last year was a beginning year. Per the Bylaws six voting members are officers. Five Member’s-at-large to be representative of the diversity of the chapter. Double the people volunteered for these positions. Jay, Mary, Callie and Tim met offline and discussed 2018 being the transition year. Membership already voted for the 2018 GAHE Slate of officers so going forward looking at the 2019 structure (slide 3 in the attached GAHE Board Org Chart Discussion) is the new structure from 5-7 members-at-large serving. They would still be from the membership-at-large and that they represent the geographic composition of our membership. This is what is proposed. Members would not vote for the specific committee that the members-at-large would chair.

Mary asked that we think about matching the member-at-large to the area we would like to cover in the state as well as matching their skillset.

Tim asked that we move up our nomination process to a month earlier. We had three weather events that cancelled our meetings that was out of our control. We now have two advisor roles. We would like Vice Chair’s for each of the members-at large / Committee to Chair Committee’s.

Mary asked if the Vice Chair’s would automatically become member-at-large. Tim indicated no they would not as they would have to be slated.

Bryant discussed the nominations process and asked if we have enough candidates. Bryant asked if it is possible to make the proposed structure aspirational versus the structure. Tim indicated last year conversations around not having the chairs with voting on the board. Local Program Chapters (LPC) is a sub-committee chair and it would be positive to have LPC’s in each region. Rational for senior committee chair that the immediate past president serves in the executive committee chair. For the physician executive committee our chapter is the lead in the country for this niche committee.

Dr. John Henson discussed the structure and highlighted that if someone replaces a committee chair and if say my role is added to the Bylaws. By linking the committee to the Bylaws then it is more complex and may require a Bylaws change.

If this is about the nominating committee picking chairs that is perfectly fine. However, if you needed another board member that is weaker in a committee

Dr. John Henson maybe we choose who is the optimal person. Mary discussed / asked the question for the group to consider do we make it an operational process rather than a bylaw change for the members at large / committee chair. Mary calling it an operational procedure for the nominations committee.

Discussion around the structure of Proposed 2019 and On-Going GAHE Structure.

Larry discussed there needs to be a person from the board on the committee chair structure. The current structure is an alternative way of doing it. Larry indicated he does not have a preference it could be either or.

Dr. John Henson is fine with the structure. Tim asked for other comments. Ty is good with it. Mary was in support of it coming into the meeting. Mary believes there needs to be more discussion as to how much becomes Bylaws versus guidelines for the committee. Lynn understanding the role of each committee chair is extremely important. Tim agreed.

* **Action:** Group will go offline to generate a proposed Bylaws change tied to an organization structure to be presented in the future for voting by the group. Tim will schedule a meeting with the group identified as Jay, Mary, Callie.

Committee and Sub-Committee Reports:

1. Programs Mary Germann

Mary indicated receiving a committee report from Doug. Discussion on Programs meeting. Kirsten and Karen participated in Programs committee call in February. Topic for Cybersecurity versus Emerging Diseases for May program. A recommendation from David Henderson was highlighted about moving the location of the Macon mini-cluster to Atlanta. Preliminary discussion surrounding the ACHE requirements for an on-location program if an ACHE speaker is used. Bryant suggested doing a program in multiple location such as Augusta or Columbus.

* **Action:** Tim asked Lynn to relay the conversation from the board meeting.

1. Senior Executive Committee Mary Germann

Mary is working on quarterly events. In relationship to the CEO luncheons six are slated out for the year. Questions surrounding the role of what the senior executives do as there is nothing in writing. Jay preparing documents.

* **Action:** Bryant to send his documents for Mary and Jay to reference.

1. Growth & Satisfaction, Fellow Advancement Ty Bozkurt

& Career Development Committee

Ty working on a chair for career development. Has a vice chair for fellow advancement. 4 events in the future including the community development events. Career development mentorship event. Amazing event at the Roam work place. Sites for our events easy to get to Kim and Sonja (new to the group) positive feedback. Has a chair in mind Sonja McClendon.

Discussed the Higher Education Network and have a date for an on-campus program. Keeps members engaged and helps them transition to fulltime membership. Growth and satisfaction Chair. Ty has Carrie Bennett in mind for the Vice Chair role.

Military component is the military task force with two advisors. A half day program surrounding military. Tentative event for Augusta as a location.

Discussion around the military component. Larry does a transition for the military offering to volunteer / participate if available for the event. Larry mentioned a cohort event that meets twice a year and Larry is going to lead a discussion about the hiring of military vets. Ty asked if Larry would consider being an advisor. Bobby & Doug able to assist Ty with his efforts. Bobby raised the offer of providing a national speaker. Kirsten indicated providing a military contact.

Larry suggests Tim to ask if we can get Gene Woods with a CEO event the night before.

1. Physician Executive Committee Dr. John Henson

Dr. John Henson – we had a networking dinner on Jan 31. John Harvey spoke, and this was well attended. Doing quarterly meetings. Friday morning networking call event going well. Pushing forward with a medical staff outreach call. Horty (spelling?) spring course available today Dr. John Henson and his wife Lilly spoke and shared about GAHE/ACHE. Are working on a breakfast meeting like HEN network.

1. Communications Committee Sepi Browning

Changing to have a newsletter every two month. Drafted and completed. If no objections that is what we are looking at. Working on a communications strategy.

The newsletter to members towards the end of February.

Asked if the board would actively engage on the social media strategy. What is our twitter handle and Facebook and LinkedIn.

* **Action:** Will send a social media email request to the board.

1. Outstanding / Other Business

Investigation of a Foundation Dr. John Henson

Dr. John Henson spoke with East Texas they have a fund and not a foundation. The Leadership development fund. They provide grants to members to attend congress or a fellowship of $8,000. A contributing fee to speakers is how they get the money. A Gala dinner every year that is breakeven with a goal of using this forum to raise funds. Dr. John Henson asked if it is possible to consider foundation. Houston chapter. Bryant suggested collaborating with them to split administrative costs.

* **Action:** Dr. John Henson will continue researching
* **Action:** Tim asked Karen Manno to confirm attendance for the GAHE February meeting.

Tim concluded, and the meeting adjourned at 10:10 am.

Attachments: Board Roster with contact information, Organizational Structure PPT