

# Great Lakes Health System of Western New York

## Board Meeting Minutes

### *August 12, 2009*

A regular meeting of the Board of Directors of Great Lakes Health System of Western New York was held at Women and Children's Hospital of Buffalo, 219 Bryant Street, Buffalo, New York on Wednesday, August 12, 2009.

**Present:** Yogesh Bakhai, M.D.; Lawrence Bone, M.D.; Michael Cain, M.D.; Kevin Cichocki, D.C.; David Dunn, M.D.; Robert Gioia; Mary Gresham Ph.D.; Sharon L. Hanson; James Kaskie; Jody Lomeo; Brenda McDuffie; Judge James McLeod; Sundra Ryce; Irene Snow, M.D.; Edward F. Walsh, Jr.; Robert M. Zak; David Zebro; Paul Joyce; Robert Nolan; Joseph Kessler; Michael Sammarco; Thomas Quatroche; Michael Hughes; Betsy Baumler

**Absent:** James Budny, M.D.

No guests were present.

The meeting was called to order at 7:40 AM by the Chair, Robert Gioia.

#### Recognition

Ms. Hanson congratulated the Kaleida Health team for their recent groundbreaking of the Global Vascular Institute stating we should all be proud of what is being accomplished.

#### Minutes

The following minutes were received and filed as presented:

- Board of Directors' meeting – April 8, 2009
- Special Board of Directors' meeting – June 30, 2009
- Governance Committee – September 19, 2008
- Strategic and Community Planning Committee – March 30, 2009
- Strategic and Community Planning Committee – June 29, 2009
- Professional Steering Committee – April 6, 2009
- Professional Steering Committee – May 4, 2009
- Professional Steering Committee – June 1, 2009
- Professional Steering Committee – June 22, 2009
- Professional Steering Committee – July 6, 2009

**Upon motion duly made and seconded, the minutes of the meetings listed above were unanimously received and filed as presented.**

## Committee Updates

### *Finance*

Mr. Sammarco highlighted ECMC's financials year to date through June 2009 and answered questions from the Board. Mr. Lomeo congratulated Mr. Sammarco on being named ECMC's Chief Financial Officer on a permanent basis.

Mr. Gioia indicated the Kaleida Health financials will be presented during Executive Session.

### *Governance*

Mr. Walsh updated the Board on discussions regarding proposed implementation strategies which would include combining various Board committees and indicated Mr. Lomeo would begin attending Kaleida Health Board meetings and Mr. Kaskie attending ECMC Board meetings as ex-officio, non-voting members.

### *Professional Steering Committee*

Dr. Bone updated the Board on follow-up discussions by the Committee regarding the implementation of the proposed clinical recommendations on the four service lines discussed at the last Board meeting. He indicated the Committee is also discussing what additional service lines should be evaluated next.

### *Strategic and Community Health Planning Committee*

Dr. Cichocki outlined discussions from a recent meeting of the Committee regarding next steps following the clinical recommendations of the Professional Steering Committee indicating an administrative lead has been assigned to each recommendation to review the business implications to each proposed service line change.

### *State and Federal Budget Cuts*

Mr. Kaskie outlined proposed State and Federal budget cuts and their effect on GME funding, long term care, etc. The Board discussed the level of support received from our local delegation. Mr. Kaskie also reviewed discussions with Dr. Richard Daines during his visit to Buffalo to attend the Global Vascular Institute groundbreaking on August 3, 2009.

Mr. Lomeo discussed new proposed legislation placing further restrictions on public benefit corporations.

The Board suggested inviting the Western New York delegation to speak with the Great Lakes Health Board to discuss possible solutions to the many ongoing health care issues.

### Adjournment of Open Session

There being no further business to discuss in open session, **upon motion made and duly seconded, Mr. Gioia adjourned the regular meeting of the Board and called the Board into Executive Session to discuss financial and strategic planning matters and Kaleida Health financial matters.**

Return to Open Session

After adjournment of Executive Session, Mr. Gioia called the Board back into regular session.

Approval of Kaleida Health CONs

Upon the recommendation of the Strategic and Community Health Planning Committee and **upon motion duly made and seconded, the four proposed CONs for Kaleida Health were unanimously approved as presented.**

Approval of Non-Interference Agreement

Upon the recommendation of the Governance Committee and **upon motion duly made and seconded, the Non-Interference Agreement required by HUD for Kaleida Health's financing was unanimously approved as presented.**

Approval of Professional Steering Committee Recommendations

Upon recommendation of the Strategic and Community Health Planning Committee, **upon motion duly made and seconded, the clinical directions recommended by the Professional Steering Committee in four key service lines including Cardiac Services, Orthopaedics, Whole Organ Transplant, and Critical Care were unanimously approved as presented.**

Next Meeting

Mr. Gioia indicated the next meeting of the Great Lakes Health Board would be held on Wednesday, October 14, 2009 at 7:30 a.m. at Women and Children's Hospital.

The meeting was adjourned at 9:20 a.m.

Respectfully submitted,

Betsy A. Baumler