

# Great Lakes Health System of Western New York

## Board Meeting Minutes

### *January 13, 2010*

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, January 13, 2010.

**Present:** Yogesh Bakhai, M.D.; James Budny, M.D.; Michael Cain, M.D.; David Dunn, M.D.; Kevin Gibbons, M.D.; Robert Gioia; Mary Gresham Ph.D.; Sharon L. Hanson; James Kaskie; Jody Lomeo; Brenda McDuffie (via teleconference); Judge James McLeod; Sundra Ryce; Irene Snow, M.D.; Edward F. Walsh, Jr.; David Zebro; Anthony Colucci, III; Robert Nolan; Mark Barabas; Betsy Baumler

The meeting was called to order at 8:00AM by the Chair, Robert Gioia.

#### Minutes

The following minutes were received and filed as presented:

- Board of Directors' meeting – December 9, 2009
- Professional Steering Committee – December 7, 2009

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

#### County Transaction

Mr. Lomeo outlined the process of negotiating the new settlement agreement with the County of Erie and indicated that Mr. Colucci has the full document if any Board member is interested in more information. The Board discussed Great Lakes Health's role in the agreement. Messrs. Colucci and Nolan were asked to review the reserved powers and report back as to the Board's governance responsibility relating to the agreement.

The Board congratulated the ECMC management team for negotiating a final settlement.

#### President/CEO Report

Mr. Kaskie outlined recent discussions by the Great Lakes Health Leadership Team which currently meets monthly to review ongoing initiatives.

#### HEAL

Mr. Kaskie also informed the Board that Kaleida Health had received \$10 million of the \$65 million awarded in HEAL funding which is approximately 15% of the total HEAL funding awarded to the Great Lakes Health organization. He then outlined proposed advocacy initiatives regarding the State fiscal crisis.

#### Subcommittee on Long Term Care

Mr. Kaskie then discussed the formation of an ad hoc long term care subcommittee of the Strategic and Community Health Planning Committee chaired by Brenda McDuffie and discussed the role of the subcommittee.

### *Waterfront*

Mr. Kaskie informed the Board that Kaleida Health had received verbal approval from the NYSDOH to close their Waterfront facility but continues to explore other alternatives including special legislation for urban based centers.

### *Committee Updates*

#### *Governance*

Mr. Walsh outlined discussions at a recent Governance Committee meeting regarding the engagement of a consultant to review our current governance structure. The committee reviewed the four goals of the engagement. Mr. Walsh indicated the committee would begin the process of screening potential advisors in the next few weeks and recommended the Governance Committee choose the advisor and report back to the Board. Mr. Walsh inquired if any other Board members would like to take part. Dr. Snow, Ms. Hanson and Mr. Zebro requested participation in the process. **Upon motion made and duly seconded, the Board unanimously agreed to have the Governance Committee (with additional ad hoc committee members) choose and engage the advisor and report back to the Board.**

#### *Professional Steering Committee*

Dr. Gibbons updated the Board on the status of the multiple subcommittees. He stated the Transplant Task Force was working to begin the consolidation and have hired Vanderbilt University Transplant as a consultant. Dr. Gibbons also stated the Committee is awaiting a report from Accelerio, due next week, on Orthopedics and discussed a possible approach by Great Lakes Health to cancer care for the community.

#### *Medical Staff Collaboration*

Drs. Bakhai and Budny outlined initiatives currently underway including initiating combined By-laws and new credentialing procedures including a single application form by early spring 2010.

### *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 business.**

### *Return to Open Session*

No voting occurred during Executive Session.

The meeting was adjourned at 9:35 a.m.

Respectfully submitted,

Betsy A. Baumler