

Special Board Meeting of the Whidbey General Hospital Commissioners March 17, 2009

Board President, Roger Case, M.D. at Whidbey General Hospital called a special meeting of the Board of Commissioners of Whidbey Island Public Hospital District to order at 2:07 p.m. Present were President Case, Commissioner Zaveruha, Commissioner Wallin, Commissioner Cammermeyer and Commissioner Tarrant. Interim CEO, Tom Tomasino, Chief Financial Officer, Vessey, and legal representative Steve Ortquist.

The Board went immediately into Executive Session (RCW 42.30.110(i)) for Legal Discussion, reconvening at 3:40 p.m. at the conclusion of the Executive Session.

Joining the Special Session at this time were Interim CNE John Bitting, and Human Resources Director Carolyn Pape. President Case announced the need for a motion as a result of the information provided during the Executive Session. Commissioner Wallin moved to respond to a Request for Information from a community member to provide information in full regarding a McKesson contract, and giving McKesson a 10-day notice of the hospital's action as required by law. Commissioner Tarrant seconded the motion and there was a unanimous vote of approval.

Individual Agenda Items

A. Discussion on Board Interview Process for CEO Selection

President Case explained that at their last meeting they had selected Korn Ferry International as our CEO Search Firm and the Board could now proceed with the CEO Search/Interview Process. He explained to the audience that following this selection, Senior Client Partner, Mark Collins of Korn/Ferry International performed individual interviews with key Board, Physician, and Administrative persons to receive insights about WIPHD culture and concerns. Mark was on speakerphone during most of the Special Board meeting to recommend to the Board issues to be considered in selecting committee members, and how Korn-Ferry stood ready to participate in committee sessions during the interview and selection process.

Mark explained that the first step is to determine the goals of the search process because all other actions will flow from those identified goals. He recommended the goals be:

- 1) Hire the very best person (the best fit relative to the culture of the organization)
- 2) Try to make decisions in an objective fashion (develop measurable criteria and not rely on gut)
- 3) Have unanimity, there should be 100% support for the recommended candidate
- 4) Have organizational support for the process so there will be organizational buy-in for the selectee.

He further went on to explain that establishing the Search Committee should be done quickly, keeping the following points in mind:

- 1) Keep it to a manageable number of 5, 7, no more than 9. Good to have an odd number. The Chair can remain neutral, move the process forward, and break tie votes if necessary.
- 2) Charge to the Committee – Board should charge the committee with overseeing the process and bringing back a single recommendation for the position
- 3) There should be a 2-tier interview process. The first tier would be done by the committee to narrow the list to the top few candidates and then a second tier interview providing an opportunity for these few candidates to meet with the larger groups of stakeholders (Board, medical staff, administration, management staff, nursing select community leaders, etc).

President Case asked if Korn Ferry will help structure a protocol for the search committee based on the requirements gleaned from the individual interviews and he said yes. Mark stressed the importance of having a structured process and to refrain from doing any type of ad hoc activities when it comes to this process. When candidates present themselves for the interview we need to be prepared to evaluate them and to do a good job of representing ourselves as well. He cautioned that a thoughtful process with good schedules/ timetables would send a positive message while a chaotic process will do the opposite.

Mr. Collins recommended that the Committee be composed of membership from the Board, Medical Staff, and the Community. For the first tier interview he recommended that we specifically not have hospital management or hospital employees. That could put a staff member in an awkward position because they would in essence, be hiring their own boss. Instead, those specific groups will have the opportunity to provide input in the 2nd Tier of the selection process.

He again mentioned time concerns and wanting to keep the committee to a size that can be realistically scheduled and convened in a timely manner. He anticipated that the committee would most likely have 4 or 5 meetings that will include setting criteria and timetables, reviewing resumes, the first round of interviews, and the second round of more in-depth interviews.

Commissioner Zaveruha cautioned that there are several different factions with strongly held feelings about what the future should be for WGH. Mark cautioned that if we represent ourselves as extremely divisive we would drive good candidates away. He assured Commissioner Zaveruha that his concerns about ensuring that all factions be heard could be addressed in the 2nd Tier interview process where the candidate will be meeting with the larger stakeholder groups.

After much discussion, the Board followed Mark's advice and decided that the search committee will be composed of 7 members (2 Commissioners, 2 Physicians, and 3 Community Members).

President Case volunteered to be on the Committee. Commissioner Zaveruha expressed a desire for Nursing to be represented somehow so Commissioner Cammermeyer, a registered Nurse, volunteered to fill the second Commissioner seat. Several names were put forth for the physician and community member positions. After much discussion the Board decided that President Case would contact the individuals, which the Commissioners had ranked in 1,2, fashion, to ascertain their availability and willingness to serve on the committee

There being no further business, the Special Board meeting was adjourned at 5:00 p.m.