Mock Board of Directors Meeting – Agenda Packet

“Stack the Deck in Your Favor: Ten Considerations for Effective Hospice Program Governance”

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CHAPCA 2014 Annual Conference

November 17-19, 2014
AGENDA

REGULAR MEETING OF THE BOARD OF DIRECTORS
OF ROLL THE DICE HOSPICE CORPORATION,
a California 501c(3) non-profit public benefit corporation

Monday, November 17, 2014
9:00 a.m.
Caesar’s Palace Hotel, 3570 Las Vegas, NV 89109

1. Welcome  
   Board Chair

2. Approval of October 20, 2014 Minutes  
   Board Chair

3. CEO Report  
   Chief Executive Officer

4. CFO Report  
   Chief Financial Officer

5. Enterprise Risk Management Program  
   Chief Financial Officer

6. Marketing Report  
   V.P. Strategic Marketing

7. HR Policy Update: Employee Incentive Program  
   V.P. Human Resources

8. New Regional Medical Director Contracts  
   V.P. Strategic Marketing

9. Approval of Acquisition of Medical Records Management Software Program  
   V.P. Information Systems

10. Adjourn  
    Board Chair
Minutes
Regular Meeting of Roll the Dice Hospice Corporation
October 20, 2014

Call to Order:
Board Chair called the meeting to order at 9:00 a.m. on October 20, 2014.

Attendance:
Board members present: A, B, C, D, E, F, G, H and I
Board members absent: J, K, L, M and N
Others present: Chief Executive Officer; Chief Financial Officer; Chief Medical Officer; V.P. Human Resources; V.P. Strategic Marketing; V.P. Clinical Operations and Chief Nursing Officer; V.P. Information Technology; V.P. Quality Assurance; V.P. Bereavement Services; V.P. Inpatient Services; and Health Information Management Director

Minutes:
1. Approve the Minutes of the September 15, 2014 board meeting.

Action: On motion of Board Director B, seconded and carried, the minutes of the September 15, 2014 board meeting were approved as presented. (Motion carried 9-0)

2. Reports:

CEO Report: CEO reported on her attendance at an excellent CHAPCA presentation on the new IMPACT law which includes requirements for more frequent hospice surveys. CEO indicated that Roll the Dice Hospice is preparing for a future IMPACT Act survey and had engaged ACE Consultants to conduct a mock survey which would take place the first week of November.

CFO Report: CFO discussed monthly financial statement which reflects transfer from Foundation funds to meet monthly operating expenses.

V.P. Human Resources Report: The V.P. of Human Resources reported that a terminated former employee (RN) has filed an action against Roll the Dice Hospice Corporation for breach of employment contract, discrimination and other claims. The employee was terminated six months ago for filing late medical record documentation. He had been warned several times that he needed to submit his documentation timely; however, the problem persisted. The Hospice also discovered that the employee was using his next door neighbor to help him complete his medical record documentation.
V.P. Strategic Marketing Report: V.P. Strategic Marketing reported on contacts with prospective donors regarding the Hospice’s new educational program. Donors included Big-Hearted Pharmaceutical Company, a prominent manufacturer of cancer, anti-nausea and other drugs, which pledged to make a monetary contribution to support the Hospice’s educational program given by a couple of its contracted Medical Directors (Oncologists). Big-Hearted had been a past sponsor of Roll the Dice Hospice Corporation events.

V.P. Information Systems Report: The V.P. of Information Systems indicated that a “glitch” was discovered in the Hospice’s medical management software program that caused certain date data to not populate on certification and recertification forms. The problem was discovered by a prospective vendor who had accessed the Hospice’s system remotely in order to look at current programs and make recommendations for new products.

The Health Information Management Director mentioned that she had received an inquiry call from someone with the Office of Civil Rights a couple of months ago who wanted to speak with Roll the Dice Hospice’s Privacy Officer. HIM Director told the OCR representative that the Hospice did not have a per se “Privacy Officer” but that she would be able to assist the representative. The OCR representative indicated she was investigating a privacy complaint filed by a member of the public who asserted that she had received several (misdirected) faxes from the Hospice over the last couple of months which contained confidential patient medical and financial information. The patient said she had called the Hospice to alert it to the fax problem but had gotten the run around from the Hospice and the problem wasn’t ever resolved. She said that the faxes included medical record numbers and patient diagnoses and covered several years. The OCR representative indicated she would get back to the Hospice if she had additional questions.

Board member E indicated she had just seen something in the news about a hospital that was fined a million dollars for the failure to have HIPAA policies and asked whether the Hospice had HIPAA policies. The HIM Director said that the Hospice complies with HIPAA and is more advanced than other hospices of similar size.

V.P. Information Systems introduced IT Consultants who presented on electronic medical management system proposals.

3. Presentations: Several IT Consultants presented on Medical Management System proposals.

Board Chair adjourned meeting at 11:59 a.m. Next Board meeting is scheduled for January 19, 2015.
Agenda Item No. 3: CEO Update

Presented by: Chief Executive Officer

As reported last month, Roll the Dice Hospice Corporation engaged ACE Consultants to perform a mock survey in anticipation of Medicare IMPACT Act survey. ACE Consultants reviewed specified operational areas for compliance with Medicare Hospice Conditions of Participation. A high level summary of report shows need for improvement in several areas. Roll the Dice Hospice Corporation is implementing corrective action plans in response to cited deficiencies and plans to bring a full report to the Board in January 2015. V.P. Clinical Operations will provide more detail on mock survey next month.

Roll the Dice Hospice Corporation is undertaking a significant effort to update IT systems over the course of the next few months. The update will include new an electronic medical record management system. V.P. Information Systems will report in more detail later in the meeting and Board members will have an opportunity to hear from vendors who submitted proposals for the new electronic medical record management system.

The California Department of Public Health made a site visit last month in response to a family member’s complaint that a Roll the Dice Hospice Corporation employee had harassed their father in Royal Flush Skilled Nursing Facility. The family member told California Department of Public Health (CDPH) that their father had dementia and that the employee had assisted him in completing paperwork to elect the hospice benefit and select Roll the Dice Hospice Corporation without consulting family members. Royal Flush said that, in an unrelated matter, another resident’s family mentioned a few months that CDPH had interviewed them about Roll the Dice Hospice’s services.

Roll the Dice Hospice’s CEO said that the V.P. of Human Resources had spoken with the admissions employee about the complaint and believed this was just a misunderstanding and emphasized that CDPH did not cite the Hospice.
Agenda Item No. 4: CFO Update

Presented by: Chief Financial Officer

Roll the Dice Hospice Corporation submitted its annual cost report to CMS last month.

Roll the Dice Hospice Corporation will be submitting its annual IRS Form 990 by year end.

CFO reviewed monthly financials and noted that October 2014 results did not meet budgeted GIP minimum monthly standard.

Roll the Dice Hospice received PEPPER reports which show 20% of patients in identified 12 month period ending October 2014 have length of stay longer than 180 days; Roll the Dice Hospice Corporation is meeting or exceeding the national and state 80% percentile on LOS; Hospice Corporation’s top terminal conditions include non-Alzheimer dementia, Failure to Thrive, Congestive Heart Failure, Parkinson’s, and Chronic Kidney Disease.
Agenda Item No. 5: Enterprise Risk Management

Presented by: Chief Financial Officer

Power Point Presentation
Enterprise Risk Management

Roll the Dice Hospice Corporation

Presenter: CFO

Regular Board of Directors Meeting
November 17, 2014
Presentation Overview

- Purpose of an ERM program
- Framework of ERM program
- Features of the ERM program
- ERM program implementation
Purpose of an ERM Program

Enterprise risk management includes methods and processes designed to identify potential events that may affect the organization and to align the organization’s “risk appetite” with strategy in order to provide reasonable assurance regarding the achievement of an organization’s objectives.
Framework of the ERM Program

- CFO acts as organization’s compliance officer; no prior compliance issues

- CFO designated to oversee development and implementation of Roll the Dice Hospice Corporation’s ERM program
  - Use of internal staff
  - Consultants as needed
  - Internal tools and resources e.g. dashboards, surveys

- ERM will constitute the organization’s compliance program

- Developed ERM Charter
  - Monthly meetings started in September 2014
  - Five regular committee members
Features of the ERM Program

- Enhance corporate governance

- Systematic process to evaluate likelihood and impact of major events and develop responses to prevent or manage them

- Consider level of risk in evaluating strategic alternatives, setting objectives and employing tools to manage risk

- Reduce operational “surprises” – identify potential events and establish responses in order to reduce costs/losses

- Manage full scope of the organization’s risks in order to achieve appropriate response to interrelated impacts

- Set risk management authorities and boundaries
ERM Program Implementation

- Covers all aspects of organization’s risk
  - Finance
  - Information Systems
  - Human Resources
  - Patient Care

- Determined organization’s risk tolerance

- Internal risk assessment - interviewed employees as to what they consider to be the organization’s key risk areas

- Identified and assessed risks relative to achievement of business objectives

- Executive staff prioritized risk and developed long term and short term plans to address identified risks
Agenda Item No. 6: Marketing Report

Presented by: V.P. Strategic Marketing

1. **Fundraising Activities**
   - Summer Golf Tournament
   - Donor Report

2. **Strategic Initiative to Expand Relationships with Assisted Living Facilities and Nursing Facilities**
   - Roll the Dice Hospice Corporation will “partner” exclusively with key assisted living and nursing facilities to enhance referrals by (1) offering training courses on palliative care; (2) using Hospice staff to fill in some of the duties typically undertaken by the skilled nursing facilities’ staff under Medicare skilled nursing benefits; and (3) paying 115% of the Medicaid room and board rate to nursing facilities.
   - Roll the Dice Hospice Corporation’s Regional Medical Directors who have good working relationships with the nursing facilities (a couple are Medical Directors at local nursing facilities) assisted in on-site meetings.
   - Roll the Dice Hospice Corporation hosted a dinner for local ALF management to educate them about Hospice Corporation’s services to residents of ALFs.

3. As reported last month, Big-Hearted Pharmaceutical Company will sponsor the educational symposium in February 2015. The symposium will include a session on Big-Hearted’s FDA-approved anti-nausea drug.
Agenda Item No. 7: Employee Performance Program Update

Presented by: V.P. Human Resources

Description of Performance Program

Roll the Dice Hospice Corporation implemented a new “Admissions Staff Performance Program” effective January 1, 2014. Performance program has the following features:

- Admissions staff are required to meet admissions quotas
- Admissions to the Roll the Dice Hospice Program are tracked and included in reports presented to executive management
- No commission or bonuses are paid based on admissions
- Supervisors will take into account performance results as part of employees’ annual performance reviews
- Base compensation may be adjusted if fail to meet quotas by year end

Preliminary Results of Performance Program (6 months)

- Five employees in admissions have met quotas; three employees have not yet met quotas
- Five employees have increased admissions by 8% to 10% over last six months
- Three employees who have not met quotas; one of the three employees recently went out on medical leave of absence – complained that the performance program made her uncomfortable and wasn’t fair
- Annual reviews next month - two employees will receive written warning– if they fail to make quotas they may receive adjustment to compensation next review
Agenda Item No. 8: Regional Medical Director Contracts

Presented by: V.P. Strategic Communications

V.P. Strategic Communications reported that Roll the Dice Hospice had contracted with two physicians to be Regional Medical Directors. These contracts are part of Roll the Dice Hospice’s strategic plan to affiliate with physicians who are serving as contracted medical directors in skilled nursing facilities and/or to local health care plans who are participating in California’s Dual Pilot Program called Cal Medi-Connect.
Agenda Item No. 9: Approval of Acquisition of Medical Records Management Software Program

Presented by: V.P. Information Systems

V.P. Information Systems reported that staff had identified Blackjack as its new electronic medical management system based on identified deliverables and amount of bid subject to Board approval. V.P. Information Systems described the timeline for implementation. The V.P. of Information Systems asked the Board to approve the CEO’s execution of a software and services contract with Blackjack.

Action: On motion of Director C, seconded and carried, the Board approved CEO to enter into 5-year contract with Blackjack. (Motion carried 8-2)