

Minutes

University of Minnesota Hospitals and Clinics

BOARD OF GOVERNORS

January 15, 1975

Members Present: Mr. Harry Atwood  
Ms. Mary Jo Anderson  
Ms. Judy Brandenburg  
Mr. Charles Deegan  
Mr. Orville Evenson  
Ms. Jeanne Givens  
Mr. Albert Hanser  
Dr. Donald Hastings  
Mr. Stanley Holmquist  
Ms. Marie Manthey  
Dr. Michael Paparella  
Ms. Sally Pillsbury  
Dr. John Quistgard  
Mr. Ruben Ruiz  
Dr. Erwin Schaffer  
Mr. Donald Shank  
Dr. John Tiede  
Ms. Timothy Vann  
Mr. John Westerman  
Dr. Paul Winchell

Members Absent: Ms. Mary Lebedoff

The first meeting of the Board of Governors of the University of Minnesota Hospitals and Clinics was called to order at 1:35 p.m., by Chairman Atwood in Room 555 Diehl Hall. The Chairman then introduced Mr. Lauris Krenik, Chairman, Board of Regents Health Sciences Committee.

I. Opening Remarks - Mr. Krenik

Mr. Krenik discussed the development of the Board of Governors' By-Laws by the Health Sciences Committee and outlined the work of the Nominating Committee. He pointed to the national reputation of University Hospitals in both teaching and service, and spoke of the rapidly evolving nature of medical care, especially in settings such as University Hospitals.

Mr. Krenik conveyed the wishes of the Regents to the Board of Governors for a successful operation.

Chairman Atwood expressed the gratitude of the Board of Governors to Mr. Krenik and the Board of Regents.

II. Orientation to the Health Sciences - Lyle French, M.D., Vice President for Health Sciences

Dr. French outlined the need which was seen for the establishment of a Board of Governors and endorsed its formation.

Health Sciences was characterized as an administrative umbrella under which the College of Pharmacy, Medical School, Dental School, School of Nursing, School of Public Health, and University Hospitals function in a coordinated fashion.

Dr. French then explained the history and rationale behind the structure and its relationships with the University as a whole. He discussed the following:

- A. The Council of Deans and Directors.
- B. The various units and their respective responsibilities.
- C. The role of University Hospitals as a clinical services support unit for all the health sciences.
- D. The service function of University Hospitals as the general referral hospital for the State of Minnesota.
- E. University Hospitals as a national resource.
- F. The need for and function of a Board of Governors.

III. History of the Development of the Board and Orientation to University Hospitals - Mr. John Westerman, General Director, University Hospitals, and Coordinator, Health Care Systems Research and Development

Mr. Westerman briefly outlined developments at University Hospitals.

- A. 1966 - There was no health sciences organization when the current administration began. This lack caused coordination and communication difficulties with other units. The structure hampered the development of any trustee body which could speak for the University Hospitals. At the same time, there were significant manpower training pressures on the institution.
- B. 1969 - The University of Minnesota became one of the few institutions with a coordinated health sciences structure having a clearly defined set of goals and objectives. At that time, a need was recognized to validate the Mission Statement.
- C. 1974 - Manpower training has increased. A significant physical facility program is currently in progress. Health-related issues have moved into the political arena.

Mr. Westerman said that a more complete orientation to University Hospitals will be provided at subsequent meetings of the Board of Governors.

University Hospitals was characterized as having more constituencies than other hospitals. The institution is a specialized referral center which places heavy emphasis on education and in-patient care. However, it is moving toward more secondary and primary care services. In the future, University Hospitals will increasingly be serving all of the health sciences.

University Hospitals has a significantly unique role in the provision of Tertiary Care. This role is illustrated in such fields as Kidney Transplant, Oncology, Neurology/Neurosurgery, Cardiovascular care, and Ophthalmology. However, as Dr. Paparella observed, if services are restricted to those of a pioneering nature, University Hospitals would be unable to achieve its mission.

IV. University Hospitals and the Health Sciences Student - Ms. Mary Jo Anderson, CHIP Representative and Senior Nursing Student

Ms. Anderson explained the structure of CHIP (Council for Health Interdisciplinary Participation) and discussed the students' perceived need for interdisciplinary programs.

The numbers of students enrolled in the Health Sciences and their use of University Hospitals were explained.

The University of Minnesota is unique in that it provides opportunities for Health Sciences students in various disciplines to work together, and offers the chance to plan and execute long-term projects. Ms. Anderson especially commended the staff members of University Hospitals for their dedication to the teaching of students.

Dean Schaffer remarked that University Hospitals is the environment in which health sciences teachers are trained to instruct future professionals in other settings throughout the State and the Nation.

V. Chairman Atwood announced the appointment of Mr. Donald VanHulzen, Senior Associate Director of University Hospitals, as Secretary to the Board of Governors.

VI. Members of the Board of Governors introduced themselves and made comments on their reasons for being selected to serve.

VII. Mr. Westerman introduced members of the University Hospitals' staff who were present at the meeting.

VIII. Information and Future Action Items

A. Explanation of Open Meeting Law - Mr. Joel Tierney, University of Minnesota Attorney

Mr. Tierney reviewed relevant portions of the Open Meeting Law and the By-Laws of the Board of Governors. He distributed copies of the Law and explained the constraints it placed upon members of the Governing Board. He stated that the Regents are committed to openness and that the Board of Governors should follow their lead. There is nothing in the legislation regarding notification of meetings, but Mr. Tierney said that "reasonable" notice should be given. He suggested the establishment of an annual calendar, and

assured members that the University will provide counsel to them in regard to any alleged violations of the Open Meeting Law.

Mr. Tierney stated that there is provision for insurance coverage for members of the Board of Governors in the By-Laws. Any vote dealing with a financial matter must be recorded. Mr. Tierney said that the Law does not mandate open committee meetings, but a good rule-of-thumb is to be as open as possible.

B. Introduction of Medical Staff By-Laws Committee - Dr. Donald Hastings, Chairman, By-Laws Committee

Dr. Hastings stated that the Medical Staff and its relationships will be important areas for Board concern. The Joint Commission on Accreditation of Hospitals made its most recent inspection of University Hospitals about 18 months ago. As a result of that visit, the JCAH required the development of new up-to-date Medical Staff By-Laws. These have since been compiled by the By-Laws Committee following a draft prepared by Attorney John Harty of Pittsburgh. Review and approval of this document will be the responsibility of the Board of Governors.

Consideration of the By-Laws is expected to be an early action item for the Board. The members were asked to review the document prior to the next meeting. Final approval has been requested within two or three months.

Mr. Tierney then said that he would supply Board members with printed materials dealing with the Board's responsibility for medical care. The need to carefully review the documents and to note any ambiguities was emphasized.

IX. Discussion of Board Procedures - Mr. Harry Atwood, Chairman, Board of Governors

Mr. Atwood stressed the need for orientation. He said that a number of committees must be formed in accordance with the By-Laws of the Board of Governors. Members were asked to consider their preferences for committee assignments.

Another matter for orientation will be the budgeting process. Mr. Westerman outlined the basic budget factors. He said that the total budget for University Hospitals is approximately \$50 million. The budget process will be an agenda item for orientation.

The following additional agenda items were suggested:

- A. The relationship between decisions made by the Board of Governors and action by the Board of Regents. Mr. Westerman briefly outlined this relationship.
- B. The impact of accountability to various planning and regulatory bodies.
- C. A detailing of how University Hospitals is organized and how the Board of Governors relates to this organization.

D. The function of the Board of Governors as a two-way communications vehicle between professionals and the community.

E. The limits of legislative protocol on the Board of Governors ability to act as liaison to the State Legislature.

It was stated that all materials relating to the agenda will be mailed to members of the Board ten days in advance of each meeting. In addition, these materials will be duplicated and distributed at the meeting. Expense reimbursements forms and instructions were provided with the suggestion that any questions be referred to Ms. Shirley Sudduth for assistance.

It was decided that, until further notice, the meetings will be held on the third Wednesday of each month at 2:00 p.m., in 555 Diehl Hall. The next meeting will be held on Wednesday, February 19, 1975.

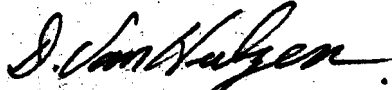
It was requested that a tour be scheduled of the physical facilities and that additional sessions be scheduled for discussion between the Department Heads and members of the Board of Governors. The tours will be taken by sub-groups of the Board and will be preceded by an "arm-chair" tour.

In response to a request that the meetings be tape-recorded, it was decided first to test the adequacy of the written minutes and then use tape-recordings if a need is perceived and if the budget permits.

Mr. Atwood asked that Board members submit their first, second and third preferences for committee service. A form will be prepared for this purpose and mailed to members.

Mr. Atwood adjourned the meeting at 4:15 p.m.

Respectfully submitted,



Donald L. VanHulzen  
Secretary