



BOARD OF COMMISSIONERS MEETING
July 14, 2022, at 5:00 pm
Conference Room C/D and via Zoom

MINUTES

BOARD:

Evon LaGrou, Chair
Ellen Delaney, Vice-Chair
Rebecca Christoph, RN, Secretary

Richard Johnson, EdD, Member
Becky Corson, Member

STAFF:

Winnie Adams, Interim CEO
Holly Stanley, CFO
Randy Coffell, Director of HR

Dr. Jennifer Thill, CMO
Dr. Robie Sterling, Chief of Staff

- I. The meeting was called to order at 5:00 pm by Commissioner LaGrou with a reminder the meeting is being recorded.
 - A. Acceptance/Changes to Agenda
 - i. Remove items IB. and IC.as indicated to revise as necessary for compliance purposes.
 - ii. Remove agenda item II due to no commissioner reports since last meeting
 - iii. Remove agenda item III
 - iv. Remove agenda item IV
 - v. Remove agenda item V
 - vi. Under new business add section E. under contracts
 1. Davis Arnell Law Firm
 2. Evans Craven & Lackie Law Firm
 3. Kirby and Bates Associates
 4. Ion Security Corp
 - vii. Under Comments/Announcements add IXC under public comments
 1. Public comments
 2. Commissioner LaGrou apologized for not including public comments on the agenda. Stated the internal committee will work on a policy.

3. Commissioner LaGrou reminded the public regarding time frames, behavior and acceptable topics.
- viii. **Commissioner Delaney moved to accept the agenda as amended. Commissioner Corson seconded. With no further discussion, the motion passed unanimously.**
- B. Approval of Minutes of June 28, 2022 Board Meeting: **No discussion (Removed from agenda)**
- C. Approval of Minutes of July 6, 2022 Board Meeting: **No discussion (Removed from agenda)**
- II. Commissioner Committee/Liaison Reports: **No discussion (Removed from agenda)**
 - A. Finance (Ellen & Evon)
 - B. Facilities/Equipment
 - C. Internal Relations
 - D. External Relations
 - E. Executive
- III. Administrator Report: **No discussion (Removed from agenda)**
- IV. Nursing Operations Report: **No discussion (Removed from agenda)**
- V. Clinic Report: **No discussion (Removed from agenda)**
- VI. Medical Staff Report
 - A. Dr. Robie Sterling, has not met since last board meeting. Stated the committee would be meeting the following day.
 - i. Commissioner LaGrou announced Dr. Robie Sterling is considered an ex-officio member and will be included in all executive sessions.
- VII. Old Business
 - A. None reported
- VIII. New Business:
 - A. Personnel Report
 - i. Randy Coffell reported seven new employees, 17 travelers, adding two more travelers the following week which will provide Lab the help required. 36 open positions, most of which are RN. Discussed retention rates.
 - B. Board Training
 - i. Commissioner LaGrou provided an overview of required board education resources from:
 1. Washington State Hospitals Board Governance Certification Program
 2. Center for Optimizing Rural Health: Board Governance Education 101 Training
 - ii. Discussed and addressed previous public comments and questions
 - iii. Commissioner LaGrou proceeded to lead board training
 - C. Committee Assignments
 - i. Commissioner Corson and Commissioner Delaney assigned to Finance Committee

- ii. Commissioner Christoph and Commissioner Johnson assigned to Facilities Committee
- iii. Commissioner Christoph and Commissioner Corson assigned to Internal Relations Committee
- iv. Commissioner Delaney and Commissioner Corson assigned to Quality Committee
- v. Commissioner LaGrou and Commissioner Christoph assigned to External Committee
- vi. Commissioner LaGrou and Commissioner Johnson assigned to Executive Committee
- vii. Commissioner Johnson and Commissioner Delaney assigned to Ad Hoc CEO Search Committee

D. Officer Selection

- i. Commissioner LaGrou was appointed Chair
- ii. Commissioner Delaney was appointed Vice-Chair
- iii. Commissioner Christoph was appointed Secretary
- iv. Discussed job descriptions with Board
 - 1. Proposed review
- v. **Commissioner Corson moved to approve newly appointed officers as presented. Commissioner Christoph seconded. With no further discussion, the motion passed unanimously.**

E. Contracts

- i. Davis Arnell Law Firm
 - 1. **Commissioner Delaney moved to approve. Commissioner Corson seconded. With no further discussion, the motion passed unanimously.**
- ii. Evans, Craven & Lackie
 - 1. **Commissioner Delaney moved to approve. Commissioner Corson seconded. With no further discussion, the motion passed unanimously.**
- iii. Motion to delegate Commissioner Corson and Commissioner Delaney to act on behalf of the Board to enter into Master Service Agreement for Interim Leadership Services and Leadership Advisory Services.
 - 1. **Commissioner Christoph moved to approve. Commissioner Johnson seconded. With no further discussion, the motion passed unanimously.**
- iv. Motion to delegate to Commissioner Johnson and Commissioner Delaney Board authority to oversee and supervise in conjunction with hospital general counsel pending investigations in to personnel issues and to make such reports and recommendations to Board as appropriate.
 - 1. **Commissioner Christoph moved to approve. Commissioner Johnson seconded. With no further discussion, the motion passed unanimously.**

- v. Motion to retain pursuant to terms and conditions in letter of engagement Attorney Danielle Marchand and firm of Davis Arnell to perform an investigation into certain personnel issues and to provide the findings and conclusions of that investigation to general counsel of Mid Valley Hospital.
 - 1. Commissioner Delaney moved to approve. Commissioner Corson seconded. With no further discussion, the motion passed unanimously.**
- vi. Motion to delegate to Commissioner Christoph and Commissioner Delaney Board authority to complete any work with Kirby and Bates required on behalf of the Board.
 - 1. Commissioner Corson moved to approve. Commissioner Delaney seconded. With no further discussion, the motion passed unanimously.**
- vii. Motion to notify attorney Marcus Alden and the law firm that which he is affiliated that neither Mr. Alden nor his firm have been retained to perform legal services for or are authorized to perform legal services for or on behalf of Mid Valley Hospital or its Board of Commissioners and that general counsel of MVH shall notify Mr. Alden and his firm of its determination.
 - 1. Commissioner Christoph moved to approve. Commissioner Delaney seconded. With no further discussion, the motion passed unanimously.**

IX. Comments/Announcements:

- A. Next Board Meeting: July 26, 2022, at 5:00 pm in Room C/D and via Zoom
 - i. Announced possible special board meeting to take place for CEO candidates.
- B. Next scheduled committee meetings:
 - i. Finance Committee Meeting: July 25, 2022, at 3:45 pm
 - ii. Facilities Committee Meeting:
 - iii. Internal Relations Committee Meeting: July 13, 2022, at 12:00 pm
 - iv. External Committee Meeting: August 2, 2022 3:45 pm
 - v. Executive Committee Meeting: September 8, 2022, at 7:00 am
 - vi. Quality Committee: July 12, 2022, at 11:30 am
- C. Public Comments
 - i. Commissioner LaGrou reminded the public regarding time frames, behavior and acceptable topics, and ethics
 - ii. Public comments heard
 - iii. Reminded the public regarding public disclosure requests

X. Executive Session: RCW 42.30.110(g) To evaluate the qualifications of an applicant for public employment or to review the performance of a public employee.

- A. Entered executive session at**
- B. Expected to return in one hour**

- XI. Executive Session: RCW 42.30.110(1)(f) To receive and evaluate complaints or charges brought against a public officer or employee.
 - A. Entered executive session at
- XII. Adjourn (Action)


Chairperson


Vice Chairperson


Commissioner


Commissioner


Secretary

