

Okanogan County Public Hospital District #3
MID VALLEY HOSPITAL & CLINIC
REGULAR BOARD OF COMMISSIONERS MEETING
March 28, 2024, 5:30 p.m.
MVH Education Center Conference Room C/D and via Teams

MINUTES

BOARD:

P	Richard Johnson, Ed.D, Chair
P	Ellen Delaney, Vice-Chair
E	Evon LaGrou, Member

P	Rebecca Christoph, RN, Secretary
P	Debi Clark, Member

STAFF:

P	John White, CEO
P	Holly Stanley, CFO
P	Carol Neely, RN, Director of Nursing
P	Randy Coffell, HR Director
	<i>Clinic Administrator</i>
P	Chris Wagar, COO
P	Lisa Eaton, Administration Office Manager

T	Dr. Jennifer Thill, CMO
	<i>Marketing/PR Director</i>
T	Pat McKinnon, RN, Quality Director
P	Dr. King, MD, Chief of Staff
P	Drake Jerald, Controller

GUESTS:

T	Sandy Johnson, Attorney (Exec Session)
T	John McReynolds, CEO (North Valley Hospital)
P	Jana Symonds, Director of Revenue Cycle

P = Present, E = Excused, A = Absent, T = Teams

1. Meeting was called to order at 5:30 p.m. by Chair Dr. Richard Johnson. CEO John White introduced North Valley Hospital's CEO John McReynolds who is a guest on Teams.
2. Acceptance/Changes to Agenda:
Motion was by Commissioner Ellen Delaney to accept the agenda as presented in the Board Packet. Commissioner Debi Clark seconded the motion, which passed unanimously without further discussion.
3. Public Comments: None made.

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4. Consent Agenda Items: **Commissioner Debi Clark moved to approve the following as presented in the Board Packet:**

- a. Regular Meeting Minutes of February 22, 2024.
- b. Warrants, Vouchers, & EFTs; Bad Debts and Healthcare Assistance Program.

Commissioner Ellen Delaney seconded the motion, which passed unanimously without further discussion.

5. Board Education Session: Healthcare Financial Assistance Program: Holly Stanley, CFO introduced Jana Symonds, Director of Revenue Cycle. Jana presented to the Board on the subject of our Healthcare Financial Assistance Program (Charity Care) including recent changes in how the law has been interpreted.

6. Continuing Business: CEO John White requested privileges be granted for medical staff appointments as presented in the Board Packet. A recommendation for appointments was executed by Dr. Dan King, Chief of Staff, and provided to the Board of Commissioners on behalf of the Medical Staff Executive Committee.

Commissioner Ellen Delaney moved to grant privileges as recommended by the Medical Staff Executive Committee and presented in the Board Packet. Commissioner Debi Clark seconded the motion, which passed unanimously without further discussion.

7. Continuing Business: CEO John White updated the Board with the status of the Reproductive Privacy Act, supporting materials for which are included in the Board packet.

8. New Business: CEO John White submitted Resolution 678, Cancellation of Warrants for approval by the Board of Commissioners.

Commissioner Debi Clark moved to adopt Resolution 678 as presented in the Board Packet. Commissioner Rebecca Christoph seconded the motion, which passed unanimously without further discussion.

9. New Business: CEO John White provided information, as seen in the Board Packet, on the process and need for an Interlocal Cooperation Act agreement between Mid-Valley Hospital, North Valley Hospital and Three Rivers Hospital. Discussion followed. Resolution 679, Interlocal Cooperation Act was submitted for approval by the Board of Commissioners.

Commissioner Rebecca Christoph moved to adopt Resolution 679 as presented in the Board Packet. Commissioner Debi Clark seconded the motion, which passed unanimously without further discussion.

10. New Business: CEO John White updated the Board regarding ratification of the amended Okanogan Valley Anesthesia (OVA) contract as presented in the Board Packet.

Commissioner Ellen Delaney moved to ratify the Okanogan Valley Anesthesia contract amendment as presented in the Board Packet. Commissioner Rebecca Christoph seconded the motion, which passed unanimously without further discussion.

11. New Business: Director of Quality and Risk Management Pat McKinnon shared an update on the recent 2024 DNV Annual Hospital Accreditation as presented in the Board Packet. Staff was thanked for all of their hard work and a special thank you to Tiffany Keeton, ED Manager, for her great work during the survey.

STAFF REPORTS

12. CEO Report: CEO John White presented the CEO report as seen in the Board Packet.
13. CFO & Finance Committee Report: CFO Holly Stanley reviewed the CFO and Finance Committee report as presented in the Board Packet.
14. Financial Statements, Statistics and Analysis: CFO Holly Stanley shares January 2024 Financial Dashboard, Statistics and Analysis as presented in the Board Packet. Given a personnel change in the Controller role and the timing of the State Auditor's Office Annual Accountability Audit, the results of which are included in the Board packet, financial statements for February and March will be presented at the April meeting.
15. COO, Clinic and Facilities Committee Reports: COO Chris Wagar provided the Chief Operating Officer and Clinic report as presented in the Board Packet. No Facilities Committee meeting took place in March.
16. CNO Report: CNO Carol Neely acknowledged the quick response to a potential emergency situation by one of our Night Supervisors and Tiffany Keeton. The CNO Report was provided with several updates as noted in the Board Packet.
17. Human Resources Director Report: HR Director Randy Coffell presented his HR report as included in the Board Packet.

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18. Quality and Patient Experience Report: Director of Quality/Risk Manager Pat McKinnon updated the Board, via Teams, on her report and included in the Board Packet.
19. Marketing & PR Director, External Committee Report: COO Chris Wagar provided an update on Marketing as Jonathan Umana continues to gradually move into the Marketing/PR role.
20. CMO & Chief of Medical Staff Reports: Chief of Medical Staff Dr. King provided a verbal report to the Board which included an update on Mid Valley Hospital's Consultation Policy and status of the Medical Staff Bylaws. A question was directed to Attorney Sandy Johnson on status of processes to complete Revised By-laws. CMO Dr. Jennifer Thill, via teams, provided a report to the Board as presented in the Packet.
21. Acceptance of Board, Medical Staff and Administration Reports: **Commissioner Ellen Delaney moved to accept Administration and Medical Staff Reports as presented. Rebecca Christoph seconded the motion, which passed unanimously without further discussion.**
22. Commissioner's Open Discussion, Meeting Evaluation and Planning for Future Meetings: There was no discussion among the Commissioners.
23. Executive Sessions: As cited on the meeting Agenda, the Board excluded the public from the meeting under the following statutory exceptions:

- **Matters of Litigation.** RCW 42.30.110 (i) To discuss with legal counsel representing the agency matters relating to agency enforcement actions, or to discuss with legal counsel representing the agency litigation or potential litigation to which the agency, the governing body, or a member acting in an official capacity is, or is likely to become, a party, when public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the agency.

This subsection (1)(i) does not permit a governing body to hold an executive session solely because an attorney representing the agency is present. For purposes of this subsection (1)(i), "potential litigation" means matters protected by RPC 1.6 or RCW 5.60.060(2)(a) concerning:

- (i) Litigation that has been specifically threatened to which the agency, the governing body, or a member acting in an official capacity is, or is likely to become, a party;

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(ii) Litigation that the agency reasonably believes may be commenced by or against the agency, the governing body, or a member acting in an official capacity; or

(iii) Litigation or legal risks of a proposed action or current practice that the agency has identified when public discussion of the litigation or legal risks is likely to result in an adverse legal or financial consequence to the agency.

- **Quality Improvement.** RCW 42.30.110 Executive sessions; Exception, Quality Improvement Committee Discussion.

(1) Nothing contained in this chapter may be construed to prevent a governing body from holding an executive session during a regular or special meeting:

(o) To consider information regarding staff privileges or quality improvement committees under RCW 70.41.205;

(2) Before convening in executive session, the presiding officer of a governing body shall publicly announce the purpose for excluding the public from the meeting place, and the time when the executive session will be concluded. The executive session may be extended to a stated later time by announcement of the presiding officer. The announced purpose of excluding the public must be entered into the minutes of the meeting required by RCW 42.30.035.

- **Evaluation of Qualifications for Public Employment.** RCW 42.30.110(1) Executive sessions “Nothing contained in this chapter may be construed to prevent a governing body from holding an executive session during a regular or special meeting: (g) To evaluate the qualifications of an applicant for public employment or to review the performance of a public employee. However, subject to RCW 42.30.140(4), discussion by a governing body of salaries, wages, and other conditions of employment to be generally applied within the agency shall occur in a meeting open to the public, and when a governing body elects to take final action hiring, setting the salary of an individual employee or class of employees, or discharging or disciplining an employee, that action shall be taken in a meeting open to the public.”

Commissioner Ellen Delaney moved to convene Executive Session for a duration of 30 minutes. Commissioner Debi Clark seconded the motion which passed unanimously without further discussion.

a. Executive Session began at 7:48 p.m.


- b. At 8:18 p.m., in accordance with the statute cited above, the presiding officer Board Chair Dr. Richard Johnson extended the executive session an additional 20 minutes.
- c. At 8:38 p.m., in accordance with the statute cited above, the presiding officer Board Chair Dr. Richard Johnson extended the executive session an additional 20 minutes.
- d. The Board returned to Public Session at 9:00 p.m.

26. Adjournment: **There being no further action to come before the commission, Commissioner Rebecca Christoph moved to adjourn the meeting. Commissioner Ellen Delaney seconded the motion, which passed unanimously without further discussion. The meeting was adjourned at 9:02 p.m.**

ADOPTED AND APPROVED BY THE BOARD OF COMMISSIONERS this 25th day of April 2024, the following Commissioners being present and voting in favor of the resolution:




Chair, Dr. Richard Johnson



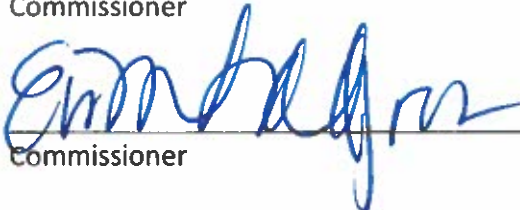
Vice Chairperson, Ellen Delaney



Secretary, Rebecca Christoph



Commissioner



Commissioner