



BOARD OF TRUSTEE MEETING MINUTES
April 28, 2020

CALL TO ORDER

The meeting of the Syringa Hospital & Clinics Board of Trustees was called to order at 12:34pm by Leta Strauss; Board Chair. It was noted that a quorum was present and that due notice had been sent, including opportunity for the public to connect to meeting via Zoom or bridge call. Other members in attendance were:

BOARD MEMBERS

Leta Strauss
Jerry Zumalt
Jim May
Gunther Williams
Barbara Essen
Laura Smith
Jane Carlson (via bridge call)

HOSPITAL EMPLOYEES

Abner King
Dina Cervantes
Betty Watson- via Zoom
Carri Forsman- via Zoom
Lauren Wilson- via Zoom
Bill Spencer- via Zoom
Kristi Brooks- via Zoom
Michelle Schaeffer- via Zoom
Dana Greig- via Zoom
Alex Frei- via Zoom
Katy Eimers- via Zoom
Terri Tackett
Darla Whitley- via Zoom

CHIEF MEDICAL OFFICER

Matt Told, DO

GUESTS

Lorie Palmer- via Zoom

CHANGES TO THE AGENDA

Addition of discussion of contact tracing related to COVID-19.

CONFLICT OF INTEREST

Jim announced he may have a conflict of interest when discussing the Kooskia Clinic real estate.

PUBLIC COMMENTS

There were no public comments.

DEPARTMENT PRESENTATION

Terri Tackett did a presentation on the D/C Planning program.



**BOARD OF TRUSTEE MEETING MINUTES
April 28, 2020**

UNFINISHED BUSINESS

None

NEW BUSINESS

Board role in the COVID crisis- Jerry asked if there were any issues not being addressed. Abner said the first few weeks in March was strictly dedicated to COVID preparedness. Jane thought the hospital should communicate to the community the significant loss of revenue and having to furlough employees. Jerry felt the hospital has been very informative to the community by way of press releases. Gunther asked if the hospital is ready to go back to business as usual. Abner said it's time to start talking about that. Some outpatient procedures have resumed, keeping PPE preservation in mind. Gunther felt it was time to have generative discussion on where the opportunities are, and what can the hospital do different now? Barbara discussed an example of a hospital calling their patients to see how they are doing. She felt this may be an opportunity for Syringa. Michelle discussed what the clinic is doing in this regard.

Kootenai Health Agreement addendum- Abner said this is information only. Since Kootenai Health acquired SMH and CVH the Attorney General has recommended an addendum to avoid any collusion.

Real estate listing for the Kooskia Clinic- Abner was notified by the realtor that the building is for sale. He communicated to the realtor that Syringa is interested in remaining in the building for the long term. Jane asked if purchasing the building includes more than just the clinic space that the hospital could generate income from. She offered to look into the listing. There were no objections from the Board to do its due diligence and get more information before considering an acquisition.

CONSENT AGENDA

Alex gave an operational report. Abner discussed the role with rural hospitals when it comes to COVID testing.

Abner spoke about a Psychologist that is interested in the area. He and Dr. Told held a phone interview with him last week. An onsite meeting is being arranged at a later date. Dr. Told was highly in support of meeting with this physician.

Gunther asked if the time was right to revisit surgical services in an effort to ramp up volumes. Abner explained that when Betty did a thorough cash flow analysis there was no positive cash flow, however, that doesn't mean he won't be exploring other options, as well as getting more information from RPG.

ACTION: Gunther Williams made a motion to approve the consent agenda as presented. Laura Smith seconded the motion. All were in favor, motion carried.



BOARD OF TRUSTEE MEETING MINUTES

April 28, 2020

PATIENT SAFETY STORY

There was not a specific patient story to share this month. Lauren discussed the COVID screening process, also options for patients to pick up their medication from the clinic pharmacy. Leta asked if tracking is being done for lessons learned for the next pandemic. Yes.

COMMITTEE REPORTS

Medical Staff- Abner expressed appreciation to the Medical Staff for their sacrifice to the organization for voluntarily taking unpaid days off.

Finance- Betty reviewed March financials. March was a fairly good month. For the month of April, volumes down 60%. Charges to date are half of what they normally are. The hospital received the accelerated payment from Medicare of \$2.5 million. This has to be paid back starting 120 days from when it was received. There is however, some movement in legislature to forgive the loan. We obtained a grant through HHS (Health & Human Services) for \$430,000 that does not have to be paid back, and we are eligible for two additional stimulus grants that are expected to come within the next two weeks. Betty will be completing an application for the paycheck protection program that is now available for hospitals. Betty received notice from Medicare of the \$350,000 receivable. The board was asked if there were any objections to pursue the SBA loan. No, the Board was in agreement to apply. If the hospital meets the criteria the loan would be forgiven. Abner reviewed the cash flow analysis. He said the hospital had to take extreme measures to request that employees, including him and the Leadership Team voluntarily take some unpaid time off.

APPROVAL OF ALL COMMITTEE REPORTS

ACTION: Jerry Zumalt made a motion to approve all committee reports submitted. Barbara Essen seconded the motion. All were in favor, motion carried.

Abner asked about the status for resuming Board committee meetings. Leta felt it was up to each Board committee Chair.

Board Retreat followup regarding Capital Campaign. Kristi said she needs to meet with Bill and Betty to look at requesting a bond.

AGENDA FOR MAY MEETING

Communication Plan- approve
Surgical services discussion
Add consolidated weighted volumes to the finance report
Kooskia Clinic building report- Jane



**BOARD OF TRUSTEE MEETING MINUTES
April 28, 2020**

EXECUTIVE SESSION

ACTION: Gunther Williams made a motion to go into Executive Session per Idaho Code 74-206 (a) personnel at 3:11pm.

Jennifer Lesso; NP-C and Kari Holman; PA-C's credentialing files were presented for Board review / approval as recommended by the Medical Executive Committee;

Jennifer Lesso; NP-C- appointment to Allied Health Staff

Kari Holman; PA-C- appointment to Allied Health Staff

A motion was made to go out of Executive Session at 3:16pm.

ACTION: Gunther Williams made a motion to approve the appointment for Jennifer Lesso; NP-C to Allied Health Staff as presented and recommended by the Medical Executive Committee. Laura Smith seconded the motion. All were in favor, motion carried.

ACTION: Gunther Williams made a motion to approve the appointment for Kari Holman; PA-C to Allied Health Staff as presented and recommended by the Medical Executive Committee. Laura Smith seconded the motion. All were in favor, motion carried.

ADJOURN

There being no further business, the regular meeting adjourned at 3:19pm. The next regular Syringa Hospital & Clinics Board of Trustees meeting will be held Tuesday May 26, 2020 at 12:30pm at the Soltman Center.

TIME ALLOTMENT

Fiduciary: 109 minutes (70%)
Strategic: 13 minutes (8%)
Generative: 34 minutes (22%)

Gunther Williams; Syringa Hospital & Clinics Board of Trustee Secretary / Treasurer