



BOARD OF TRUSTEE MEETING MINUTES
August 28, 2018

CALL TO ORDER

The meeting of the Syringa Hospital & Clinics Board of Trustees was called to order at 12:30pm by Al Bolden; Chairman. It was noted that a quorum was present and that due notice had been sent. Other members in attendance were:

BOARD MEMBERS

Al Bolden
Steve Didier
Gunther Williams
Jim May
Leta Strauss
Jane Carlson
Jerry Zumalt

HOSPITAL EMPLOYEES

Abner King
Betty Watson
Dina Cervantes
Alex Frei
Carri Forsman
Darla Whitley
Lauren Wilson
Michelle Schaeffer
Katy Eimers
Dana Greig

CHIEF MEDICAL OFFICER

Matt Told, DO

GUEST

Lorie Palmer

CONFLICT OF INTEREST

No conflict of interest noted.

PUBLIC COMMENTS

There were no public comments.

DEPARTMENT PRESENTATION

Alex Frei, CNO gave a presentation on the nursing department.

CONSENT AGENDA

Review / approve July 24, 2018 meeting minutes- minutes of July 24, 2018 Syringa Hospital & Clinics Board of Trustees regular meeting were submitted for approval.

Jane asked about the follow up meeting between Bill Spencer and Wayne Denney, Bureau Chief of Emergency Services. Abner said it wasn't reported to him. To be discussed at the September Board meeting.



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Advanced Benefits will give a presentation to the Board on our self-funded insurance plan in December or January.

Leta asked Michelle if she received any information on the 340 B program at the conference she attended in Washington D.C. Michelle said the information was talking points that the hospital would advocate with legislature. Leta also asked about value-based strategic planning. Michelle will send the Board a link for the information.

Abner invited Board members to the Annual Critical Access Hospital Summit coming up Sept. 28 in Missoula.

Medical Staff report- Dr. Told reported the VA no longer recognizes family practice physicians performing colonoscopies so Dr. Bell will be doing those on VA patients. The Medical Staff discussed swing bed services at their August meeting. There was a flu vaccine task force meeting this morning, and an infectious disease doctor will be coming down next month. An OB Committee will be formed to address OB services.

COMMITTEE REPORTS

Performance Improvement (8/15) - Steve noted the dates for the PI meetings have changed to the third Tuesday of the month starting in November. Lauren conducted an overview of the Aug. 5 meeting.

Finance Committee (8/8, 8/24) - Betty reviewed the financial report.

ACTION: Gunther Williams made a motion to approve all reports as submitted. Jane Carlson seconded the motion. All were in favor, motion carried.

UNFINISHED BUSINESS

Safety Rounding- Abner said this has already started with management rounding on staff. A separate leadership team meeting has been scheduled to discuss the best way to implement this at Syringa. Abner will report back next month on the outcome of the meeting.

Approve Governance Committee Charter-

ACTION: Steve Didier made a motion to approve the Governance Committee Charter as presented. Gunther Williams seconded the motion.

Leta proposed adding the annual Board retreat. It was agreed this could be done as a task force. The motion carried by majority vote.



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Approve Educational Policy-

Discussion was held on the language in the policy for new Board members pursuing educational opportunities.

ACTION: Jerry Zumalt made a motion to approve the Educational Policy as presented. Jim May seconded the motion. The motion was approved by majority vote.

NEW BUSINESS

Betty reviewed the FY19 budget as submitted to the Finance Committee. Betty said the budget projects an increase of 23 days cash on hand.

FY19 Budget approval- the following resolutions were submitted for Board approval as recommended by the SHC Finance Committee;

Resolution 1: FY19 Budget

ACTION: Leta Strauss made a motion to approve Resolution 1 as presented. Gunther Williams seconded the motion. All were in favor, motion carried.

Resolution 2: Section 6-927 FY19 Tax Levy for comprehensive liability insurance in the amount of \$42,000.

ACTION: Leta Strauss made a motion to approve Resolution 2 as presented. Gunther Williams seconded the motion. All were in favor, motion carried.

Resolution 3: Section 39-1333 FY19 Tax Levy for operation, maintenance and upkeep of the works and equipment of the district in the amount of \$218,095.

ACTION: Leta Strauss made a motion to approve Resolution 3 as presented. Gunther Williams seconded the motion. All were in favor, motion carried.

Resolution 4: Section 39-1334 FY19 Tax Levy for the purpose of purchase of necessary equipment and building improvements in the amount of \$206,094.

ACTION: Leta Strauss made a motion to approve Resolution 4 as presented. Steve Didier seconded the motion. All were in favor, motion carried.



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Board Officer election-

Steve nominated Gunther Williams for Chair. Gunther accepted the nomination. Jane nominated Leta Strauss for Chair. Leta accepted the nomination. Steve moved to close nominations. Leta received the majority of votes.

Jim nominated Jerry Zumalt for Vice Chair. Jerry accepted the nomination. There were no other nominations.

Jim moved to nominate Gunther Williams for Secretary / Treasurer. Gunther accepted the nomination. Steve moved to close nominations. Jim seconded. Gunther will replace Leta as Chair of the Finance Committee.

Leta Strauss will serve as Board Chair from October 2018-September 2020. Jerry Zumalt will serve as Vice Chair from October 2018-September 2020, and Gunther Williams will serve as Secretary / Treasurer from October 2018-September 2020.

Open Meeting Law- use of email. Letter from Joe Wright dated August 31, 2016 was included in the Board packet. Reminder to the Board, if there is business that will require action at a Board meeting then a quorum of the Board shouldn't hold discussion outside of a meeting, including email. Jerry pointed out as of July 1, 2018 there is a new open meeting law manual. Dina was asked to provide an updated manual to the Board. The Board recommended getting an updated letter from Joe Wright on the open meeting law-use of email if there were any changes.

CMS news- included in the Board packet. This is a summary of changes proposed for 1) cutting back on documentation requirements for providers in order for them to spend more time with the patient, and 2) paying for more virtual care / tele-health.

Approve Medical Staff Bylaws- The Medical Staff Bylaws were revised by the Medical Executive Committee and submitted for review by the Board and approval. The changes were highlighted and submitted in the Board packet.

ACTION: Steve Didier made a motion to approve the Medical Staff Bylaws as presented. Jerry Zumalt seconded the motion. All were in favor, motion carried.

APPOINT GOVERNANCE COMMITTEE

The Board Chair appointed Jane and Gunther to the committee. Steve will serve on the committee ex-officio until October when Jerry Zumalt replaces Steve as Vice Chair.

GENERAL DISCUSSION

Abner emailed the Board regarding the IHA seeking interest from a Board member to serve on a committee to plan the Western Regional Trustee Symposiums. Interested Board members were asked to contact Abner by noon tomorrow.



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Abner reported the hospital will be holding the surplus auction this Friday. Employees, immediate family members and the Board are not allowed to bid on the items.

Jane spoke about a personal experience regarding HIPAA privacy.

AGENDA FOR SEPTEMBER 25, 2018 MEETING

1. Governance Committee report
3. Value Based strategic planning
4. Bill's response from meeting with Wayne Denney
5. Abner report on LT safety rounding

EXECUTIVE SESSION

ACTION: Leta made a motion to go into Executive Session per Idaho Code 74-206 (a) for personnel at 3:46pm.

A motion was made to go out of Executive Session at 3:48pm.

Dr. Told presented credentialing files for Board review / approval as recommended by the Medical Executive Committee;

Tom Overly; CRNA- reappointment to Allied Health Staff.

Direct Radiology Group- reappointment to Affiliate Consulting Organization

Phoenix Radiology Group- reappointment to Affiliate Consulting Organization

ACTION: Steve Didier made a motion to approve the credentialing files for Tom Overly; CRNA, Direct Radiology Group, Phoenix Radiology Group as presented and recommended by the Medical Executive Committee. Gunther Williams seconded the motion. All were in favor, motion carried.

ADJOURN

There being no further business, the regular meeting adjourned at 3:51pm. The next regular Syringa Hospital & Clinics Board of Trustees meeting will be held Tuesday September 25, 2018 at 12:30pm at the Soltman Center.

Leta Strauss; Syringa Hospital & Clinics Board of Trustee Secretary / Treasurer