



**BOARD OF TRUSTEE MEETING MINUTES
February 26, 2019**

CALL TO ORDER

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

BOARD MEMBERS

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

ABSENT

Al Bolden- excused

CHIEF MEDICAL OFFICER

Matt Told, DO

GUEST

Wyatt Williams, college student
Lorie Palmer

CHANGES TO THE AGENDA

None

CONFLICT OF INTEREST

No conflict of interest noted.

PUBLIC COMMENTS

There were no public comments.

PRESENTATION

Michelle Schaeffer, Director of Clinic Operations gave a presentation on the history of the primary care clinic, Kooskia Clinic, Elk City Clinic and Therapy Services.



**BOARD OF TRUSTEE MEETING MINUTES
February 26, 2019**

GENERATIVE DISCUSSION

Continued discussion and review of value-based care strategies. Leta distributed the Value-Based Care Readiness Report to discuss the opportunities outlined in the report. She suggested as a follow up, prioritizing the opportunities. Abner reported Blue Cross of Idaho, Regence Blue Shield, and Medicaid Healthy Connections are all strongly encouraging every facility in the state to participate in their value-based payment systems. It was agreed to replace the March Board education session with prioritizing the opportunities of the value-based care strategies report and have the Leadership Team participate. In preparation for that meeting, the Leadership Team will review the opportunities and narrow down the list based on items that have already been addressed.

CONSENT AGENDA

ACTION: Gunther Williams made a motion to approve the consent agenda. Steve Didier seconded the motion. All were in favor, motion carried.

QUALITY / PATIENT SAFETY STORY

Lauren presented a patient safety story.

COMMITTEE REPORTS

Governance Committee- a draft proposal of the revised Board Bylaws will be presented to the Board in March.

A committee restructure proposal was presented for approval.

Jerry reported the Governance Committee is recommending replacing the name of the "Performance Improvement Committee" to the "Quality and Patient Safety Committee". This is also reflected on the committee restructure flow chart that was presented.

ACTION: Steve Didier made a motion to approve the proposed committee restructure as presented. Gunther Williams seconded the motion. All were in favor, motion carried.

Ethics Committee- Jane reported she found a pastor who has agreed to take the place of Harold Gott on the committee who submitted his resignation. Abner reported that education on the purpose of the Ethics Committee has been given at the joint managers and all-staff meetings.



**BOARD OF TRUSTEE MEETING MINUTES
February 26, 2019**

Performance Improvement Committee- the Performance Improvement Plan was presented for approval.

ACTION: Jerry Zumalt made a motion to approve the Performance Improvement Plan as presented. Jim May seconded the motion. All were in favor, motion carried.

Finance Committee- Gunther Williams reported a very positive financial month and also year to date. Betty said the final FY18 Medicare cost report settlement will be a positive. We are anticipating that receivable next month. Betty cautioned however that when the hospital is significantly busier than budget when can expect a payable back to Medicare at the end of the year. Gunther said the committee is working on a spending authority policy that goes down through the organization.

APPROVAL OF ALL REPORTS

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

UNFINISHED BUSINESS

None

NEW BUSINESS

Report on Regional Health Care Symposium- attendees shared information from the symposium.

Rescheduled Board Retreat- Suggested dates of April 10th & 11th or second choice April 3rd & 4th. Dina will contact St. Gertrude's to see what they have available.

GENERAL DISCUSSION

Gunther gave feedback on the department presentations.

Abner suggested some reporting tips that the leadership team can use in their reports.

MEETING DEBRIEF

Value- Based Care discussion was good.

Good free flowing discussion.

Value the input and expertise from staff. Would like to see the Leadership Team challenge the Board in more futuristic thinking.



**BOARD OF TRUSTEE MEETING MINUTES
February 26, 2019**

Enjoyed the depth of conversation and found the generative discussion at the beginning of the meeting helpful.

AGENDA ITEMS FOR MARCH MEETING

- Governance Committee- review draft of the revised Board Bylaws

EXECUTIVE SESSION

ACTION: Steve Didier made a motion to go into Executive Session per Idaho Code 74-206 (a) (b) at 2:52 pm for personnel. Gunther Williams seconded the motion. All were in favor, motion carried.

Abner reported on a disciplinary action.

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

Adam Bell; DO- reappointment to Courtesy Medical Staff
Mike Matthews; MD- advance from Provisional to Active Medical Staff
Wendi Richardson; CRNA- reappointment to Allied Health Staff
Dennis Tracy; CRNA- reappointment to Allied Health Staff

A motion was made to go out of Executive Session at 3:04pm.

ACTION: Gunther Williams made a motion to approve Adam Bell; DO to Courtesy Medical Staff as presented and recommended by the Medical Executive Committee. Jerry Zumalt seconded the motion. All were in favor, motion carried.

ACTION: Jim May made a motion to approve Mike Matthews; MD to advance from Provisional to Active Medical Staff. Gunther Williams seconded the motion. All were in favor, motion carried.

ACTION: Jane Carlson made a motion to approve Wendi Richardson; CRNA and Dennis Tracy; CRNA for reappointment to Allied Health Staff. Steve Didier seconded the motion. All were in favor, motion carried.

Abner discussed a physician burnout resource that is being used and the cost associated.



**BOARD OF TRUSTEE MEETING MINUTES
February 26, 2019**

ADJOURN

There being no further business, the regular meeting adjourned at 3:13 pm. The next regular Syringa Hospital & Clinics Board of Trustees meeting will be held Tuesday March 26, 2019 at 11:00am at the Soltman Center.

TIME ALLOTMENT

Fiduciary: 96 minutes (64%)
Strategic: 13 minutes (9%)
Generative: 40 minutes (27%)

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