



**BOARD OF TRUSTEE MEETING MINUTES**  
**January 22, 2019**

**CALL TO ORDER**

The meeting of the Syringa Hospital & Clinics Board of Trustees was called to order at 12:45pm 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  
Al Bolden  
Steve Didier  
Jim May  
Jane Carlson

**HOSPITAL EMPLOYEES**

Abner King  
Betty Watson  
Michelle Schaeffer  
Alex Frei  
Lauren Wilson  
Katy Eimers  
Kristi Brooks  
Darla Anglen-Whitely  
Carri Forsman

**CHIEF MEDICAL OFFICER**

Matt Told, DO

**GUEST**

Lorie Palmer  
Shelly Dumas  
Carl Swenson  
Jeremy Evans

**CHANGES TO THE AGENDA**

None – VA update

**CONFLICT OF INTEREST**

No conflict of interest noted.

**PUBLIC COMMENTS**

There were no public comments.

**PRESENTATION**

Twila Paluh, Environmental Services Manager gave a presentation on the housekeeping department.



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**FY 18 AUDIT REPORT**

Carl Swenson, CPA presented the FY18 audit report.

Highlights included:

- Swing bed revenue doubled over FY17
- 3% increase in ancillary services
- 12% increase in revenue from clinic
- Cash flow increased significantly from prior year
- Z value: 2018 = 4.8. A score of 3 or better is considered a viable financial organization.

**ACTION: Gunther Williams made a motion to accept the FY18 audit report as presented. Steve Didier seconded the motion. All were in favor, motion carried.**

**CONSENT AGENDA**

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

**QUALITY / PATIENT SAFETY STORY**

Lauren presented a patient safety story. A short discussion followed.

**COMMITTEE REPORTS**

Compliance- written report submitted

Governance- the committee continues working on revising the board bylaws .

Ethics- The committee was called upon for an ethical case involving an end of life issue. The committee was able to resolve the concerns of the family and staff successfully. Abner plans on doing further education to the management and staff regarding the Ethics Committee so they understand that 1) we have a committee 2) the role it plays in the patient care setting and 3) staff knows they have a support system when they need assistance in solving difficult ethical issues.

Finance- YTD reports look very good. There was increased inpatient activity significantly above budget leading to increased revenues. Betty has made appropriate adjustments to contractual allowances to prepare for a probable Medicare payable. Gunther noted it's still early in the fiscal year.



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**APPROVAL OF ALL REPORTS**

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

**UNFINISHED BUSINESS**

Finalize Board Retreat details-The proposed agenda includes board self-evaluation review, CEO goals, board member recruitment, board goals and annual plan, value based payment discussion, board education and governance. The retreat will be February 12 from 1:00-4:00 and February 13 from 8:00-12:00 at the Spirit Center at the Monastery of St. Gertrude- Cottonwood, Idaho. The evening of the 12th will include a social mixer with the SMH/CVH board members.

Review Value-Based Care Strategic Priorities - reviewed the results from the value based survey tool taken by the board and leadership team. This will be the roadmap to working towards a successful value based care strategy. The document is sorted to establish a starting point for ongoing discussion. The board requested the leadership team to join the discussion of these topics, one or two items at each board meeting, to keep moving forward. Further discussion will take place at the retreat.

**NEW BUSINESS**

Pricing transparency- Abner showed the SHC pricing transparency tool on our website and noted how difficult these prices are for patients to decipher. Most patients will not understand the categories or acronyms that show up and our message is to please contact us for any pricing estimate.

Review of Kootenai Health partnership-Jeremy Evans reviewed the successes from 2018. Those included:

- CEO recruitment and placement
- Board Education opportunities
- Policy and Procedure reference materials
- Resource savings
- Leadership training
- Staff training

**GENERAL DISCUSSION**

The topic Trustees Insight- "Understanding Affordability & Value in Health Care"- was tabled for discussion at the board retreat.

**AGENDA ITEMS FOR FEBRUARY MEETING**

- Continue discussion on Review of Value-Based Care Strategies (#10 on today's agenda)
- Follow-up report on Board Retreat
- Report on Regional Health Care Symposium



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**EXECUTIVE SESSION**

**ACTION: Al Bolden made a motion to go into Executive Session per Idaho Code 74-206 (a) at 3:10 pm for personnel. Steve Didier seconded the motion. All were in favor, motion carried.**

The Board conducted the CEO evaluation.

A motion was made to go out of Executive Session at 4:15pm.

**ACTION: Steve Didier made a motion to approve the CEO incentive and 2019 salary increase as presented in Executive Session. Jerry Zumalt seconded the motion. All were in favor, motion carried.**

**ADJOURN**

There being no further business, the regular meeting adjourned at 4:20 pm. The next regular Syringa Hospital & Clinics Board of Trustees meeting will be held Tuesday February 26, 2019 at 12:30pm at the Soltman Center.

**TIME ALLOTMENT**

Fiduciary: 161 minutes (80%)

Strategic: 10 minutes (5%)

Generative: 29 minutes (15%)

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