



**BOARD OF TRUSTEE MEETING MINUTES
July 25, 2016**

CALL TO ORDER

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

BOARD MEMBERS

Craig Spencer
Al Bolden
Twila Hornbeck
Judy Scribner
Richard Tucker
Paula Calcaterra
Steve Didier

HOSPITAL EMPLOYEES

Joe Cladouhos
Betty Watson
Darla Whitley
Katy Eimers
Lauren Wilson
Bill Spencer
Dina Cervantes
Michelle Schaeffer
Eric Kopczynski

CLINIC MEDICAL DIRECTOR

Danny Griffis, MD

GUESTS

Joe Wright, Attorney at Law
Curtis Hartin, RPH (via conference phone)

APPROVAL OF BOARD MINUTES

Minutes of the June 27, 2016 Syringa Hospital & Clinics Board of Trustees regular meeting minutes were submitted for approval.

ACTION: Steve Didier made a motion to approve the June 27, 2016 Syringa Hospital & Clinics Board of Trustees regular meeting minutes as corrected. Twila Hornbeck seconded the motion. All were in favor, motion carried.

Minutes of the July 15, 2016 Syringa Hospital & Clinics Board of Trustees special meeting minutes were submitted for approval.

ACTION: Steve Didier made a motion to approve the July 15, 2016 Syringa Hospital & Clinics Board of Trustees special meeting minutes as mailed. Twila Hornbeck seconded the motion. All were in favor, motion carried.



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July 25, 2016**

GENERAL DISCUSSION ITEMS

1. Board Bylaws

ADMINISTRATIVE REPORTS AND QUESTIONS

Chief Nursing Officer- Twila asked for an explanation for the Idaho Administrative Codes referred to in the CNO report. Eric said in order for a nurse to renew an active license continued competency requirements are needed and they are explained in the Idaho Board of Nursing rules. Paula asked if nurses with specialized certifications get a higher wage. Katy said not for certifications but for their skill bonus, yes.

Director of Quality- Lauren discussed the IHA's recommendations for the quality program. Performance Improvement (PI) is one that comes up in every review. Lauren will be working on improved monitoring of PI projects and reporting data. She also discussed the recommendation for OIG monthly monitoring. She explained this is a recommendation only and felt it was unnecessary for the providers we employ.

Director of Clinic Operations- Michelle discussed Dr. Johnson's first week of employment. Craig asked about the status of HIM scanning in records for new patients. Michelle said the clinic continues to get several new patients and the process has been going well. It was suggested to send out letters to patients from the retired physician's practice advertising SHC's scope of services and reminders for annual wellness exams.

Director of Human Resources- Twila said she got the impression from a recent survey that SHC employees were paid lower than other like hospitals and asked if that was true. Katy responded that SHC pays their employees on a national average scale and compares them with the Idaho Hospital Association as well. She said however, not all employees job titles fall into the statistical categories so it can become challenging to compare those wages. The Leadership Team will be looking at the employee survey that was just conducted, but Katy didn't get the impression employees were unhappy with their wage. Most of the issues were related to the health insurance.

Katy reported she received additional information she will be incorporating into the Disciplinary Policy, so she will bring that back for further review and approval at the next Board meeting.

Al suggested having the CR / Marketing Committee take the lead on the "mass mailing" for the patients from the retired physicians practice.

Twila asked about the status of the ER entrance closure to the public. Eric said a general information notice will be in the newspaper but educating patients as they come through the ER entrance for non-emergent visits has already started. Betty noted that soon there won't be a receptionist at the ER desk and that will most likely slow down the traffic flow when patients are re-directed to the front entrance.

Lauren discussed the Weapons Policy and language changes regarding patients with a firearm.



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July 25, 2016**

Director of Facilities-

Bill reported the SHC ambulance was successful in being awarded a \$17,000 grant for a new power load system for the gurney. The Grangeville EMT association is donating \$5,000 towards the purchase with the remaining balance coming from Idaho EMS dedicated grant funds.

Bill discussed the possibility of not providing ambulance coverage at next years rodeos because of staff shortages.

Foundation- Joe reported the Foundation is considering not doing the Festival of Trees any longer. They are however actively looking at other options.

Rev Cycle- no additional written.

Chief Financial Officer- Betty is still working on the budget for the next fiscal year. The Finance Committee met last week and reviewed the capital budget.

Betty reported June was a good month financially.

Steve asked Betty if she thought the captive insurance model savings as presented would help offset the hospitals net operating loss. Betty felt the potential savings would help. Joe said the program will be presented to employees at the July 28 all employee meeting.

ACTION: Twila Hornbeck made a motion to have the Leadership Team proceed with the Petra self- insurance program. Steve Didier seconded the motion. All were in favor, motion carried.

MEDICAL STAFF REPORT

Dr. Griffis stated he is excited for his new role as Chief Medical Officer starting August 1st. He will be taking over the Chief of Staff duties and will replace Dr. Jessup at the Board meetings.

Dr. Griffis discussed Dr. Edward MacInerney's credentialing file that was reviewed and approved at the July 13 Medical Executive Committee meeting and submitted for Board approval. Dr. MacInerney is a Cardiologist from Heart Clinics Northwest that will provide the monthly cardiology clinic starting in August. He will replace Dr. Kevin Kavanaugh who is currently coming to SHC.

Dr. Griffis discussed the benefits of having a formal relationship with Kootenai Health (KH), and to be able to participate in the Mayo Clinic consults which will be a huge benefit to our patients. Being part of a larger independent system would be attractive for physician recruitment, and having an easy out clause without a financial outlay on SHC was also a good option. He referred to a letter written by Dr. Jessup, Chief of Staff on behalf of the entire Medical Staff supporting the relationship with KH.



**BOARD OF TRUSTEE MEETING MINUTES
July 25, 2016**

Dr. Griffis discussed the Kooskia Clinic in meeting RHC regulations with physician oversight for Nathan.

ACTION: Twila Hornbeck made a motion to approve the credentialing file for Edward MacInerney, MD as presented and recommended by the SHC Medical Executive Committee for Provisional Courtesy Medical Staff privileges. Paula Calcaterra seconded the motion. All were in favor, motion carried.

QUARTERLY REPORT

Michelle distributed the clinic patient report. In the future she will separate the Kooskia Clinic from the Primary Care Clinic, and will present it in a graph showing trends. Twila asked about the status of the VA contract. Michelle said the solicitation hasn't been prepared yet. Michelle confirmed there were no patients transferred out of the clinic last month.

The provider gross revenue and employee turnover reports were included in the Board packet.

KOOTENAI HEALTH DISCUSSION

Twila asked why the November dated letter by SHC former Board member was relevant to today's discussion. Joe said the letter represented the initiation of the due diligence for KH discussions. Joe suggested that the Board consider other affiliations as well if they weren't set on KH. He contacted Quorum and discussed the information he received. Judy commented that the four hospitals in the north region have affiliation agreements with KH and they those hospitals chose specific terms. She would like to have this model as well and to have SHC select their CEO. She wasn't in favor of moving forward with KH at this time. Steve spoke up confirming that the Board was in full agreement at the July 15 special Board meeting to get a draft proposal from Jon Ness at KH and doesn't feel it's necessary to take a step back. He also noted that the physicians are excited to proceed with KH. Judy said she initially agreed with the rest of the Board at the July 15 special Board meeting but has since changed her mind after finding out additional information. Craig felt there was still some division within the Board and wanted to proceed with caution. Joe presented an article from the Bozeman Daily Chronicle on "Preserving Rural Health Care". Steve emphasized the need to align with a larger facility because SHC may not stay viable on its own in the future. Al said it's the Board's responsibility to see that the hospital survives and feels they should do their due diligence and see a draft of an agreement from KH. Dick voiced concern with the suggestion of not going by the Boards initial recommendation from the July 15 special meeting to get a draft of a proposed agreement that was decided and agreed upon by the members of the Board present for that meeting.

ACTION: Steve Didier made a motion to direct Joe Cladouhos to contact Jon Ness at Kootenai Health and ask him to draft an agreement for the Board to review by the next Board meeting. Al Bolden seconded the motion. All were in favor, motion carried.



**BOARD OF TRUSTEE MEETING MINUTES
July 25, 2016**

FOUNDATION DONATION ALLOCATION

ACTION: Dick Tucker made a motion to allocate the monthly payments from the gifting of the balance owed on the outreach building (\$94,399) and the \$50,000 cash donation to help pay off the Hollopeter building loan at Zions Bank. Judy Scribner seconded the motion. All were in favor, motion carried.

ACTION: Dick Tucker made a motion that the SHC Board of Trustees send a formal thank you letter to the Foundation Board for their donation of \$146,000 to pay off the Hollopeter building loan saving over \$33,000 in interest at Zions Bank. Twila Hornbeck seconded the motion. All were in favor, motion carried.

BOARD EDUCATION

Curtis Hartin, RPH was available by conference phone to discuss the 340B pharmacy program. He said Cardinal will come in and lease the space from SHC to open a retail pharmacy that is geared to be available to patients of the clinic. Curtis discussed how the third party administer picks out claims that are 340B eligible and the process for payment to SHC for those claims. Curtis confirmed that any prescription can be filled if the script is written by a provider affiliated with SHC.

EXECUTIVE SESSION

ACTION: Twila Hornbeck made a motion to go into Executive Session per Idaho Code 74-2061 (f) and Idaho Code 74-2061 (b) at 3:30pm. Steve Didier seconded the motion. All were in favor, motion carried.

ACTION: Twila Hornbeck made a motion to go out of Executive Session at 4:10pm. Steve Didier seconded the motion. All were in favor, motion carried.

ONE-WAY TRAFFIC- NORTH STREET

Joe reported the request was met by the city council at about half. The council was concerned with how the community will perceive them if they granted the request that has been denied to others. Bill discussed safety concerns that were taken to the city. He said the one-way street would also reduce the speed limit drastically in that area which would also enhance employee and patient safety.



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COMMITTEE REPORTS

Finance Committee-

ACTION: Twila Hornbeck made a motion to pay project costs in the amount of \$12, 875.06 from the non Webb account. Dick Tucker seconded the motion. All were in favor, motion carried.

APPROVAL OF ALL REPORTS

ACTION: Steve Didier made a motion to approve all reports as submitted. Al Bolden seconded the motion. All were in favor, motion carried.

AGENDA ITEMS FOR THE AUGUST 22, 2016 BOARD MEETING

- Lifeline status report- Paula Calcaterra
- Board Bylaws discussion- Twila Hornbeck
- Update on request to the City Council
- Changing the Board agenda format to reflect “Old Business” and “New Business”

There being no further business, the regular meeting adjourned at 4:20 pm. The next Syringa Hospital & Clinics Board of Trustees meeting will be held Monday August 22, 2016 at 12:30pm at the Soltman Center.

Twila Hornbeck; Syringa Hospital & Clinics Board of Trustee Secretary / Treasurer