



**BOARD OF TRUSTEE MEETING MINUTES  
November 27, 2018**

**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  
Al Bolden  
Steve Didier  
Jim May  
Jane Carlson

**HOSPITAL EMPLOYEES**

Abner King  
Betty Watson  
Dina Cervantes  
Lauren Wilson  
Darla Whitley  
Carri Forsman  
Dana Greig  
Kristi Brooks  
Michelle Schaeffer

**CHIEF MEDICAL OFFICER**

Matt Told, DO

**GUEST**

Shelly Dumas

Discussion was held on the structure of the Board agenda. Leta asked the Board to notify Abner of any suggested changes.

**CONFLICT OF INTEREST**

No conflict of interest noted.

**PUBLIC COMMENTS**

There were no public comments.

**DEPARTMENT PRESENTATION**

Kristi Brooks, Foundation Director / Thrift Store Manager gave a presentation on the Foundation, Thrift Store, and Hospice funds.



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**CONSENT AGENDA**

Jim asked about the change in the Tattoo Policy. Katy explained there was a request to have the policy looked at because some felt the guidelines were too stringent. She gathered policies from other hospitals to compare and they were presented to the Leadership Team.

Jim recognized Michelle for her term as President of the Idaho Rural Health Association.

Abner answered questions regarding follow up from the flood damage that occurred in the clinic in August. The hospital is actively working to find a contractor that will best fit the need and minimize disturbance by working weekends and after hours. Lauren commented that Bill found a contractor but he asked that Lauren run it by the hospital's liability insurance carrier.

Abner was asked about the iVantage Hospital Strength Index Report. Abner said SHC is being recognized for the 2018 NOSORH Performance Leadership Award as a top quartile performer on the Patient Perspectives pillar of the iVantage Hospital Strength Index. There were eight hospitals in Idaho that received this recognition. The Leadership Team discussed ways to celebrate this accomplishment with staff and thought it would be great if a few of the Board members would go through the organization handing out cookies. Once the date and time is set Dina will email the Board.

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

**QUALITY / PATIENT SAFETY**

Lauren discussed a patient encounter for possible Sepsis. The second story was in recognition for Dr. Matthews.

**COMMITTEE REPORTS**

Ethics- Jane reported the majority of the meeting was spent on revising the Ethics Committee Policy. She did however express concern with low attendance at the meetings.

Governance- Jerry reported the committee met twice in November. Committee Charters were included in the packet for review and approval.

**ACTION: Steve Didier made a motion to approve the Committee Charters as presented. Al Bolden seconded the motion. All were in favor, motion carried.**



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Jerry discussed the Board job descriptions that were included in the Board packet. Steve had one minor revision.

**ACTION: Steve Didier made a motion to approve the Board job descriptions with the revision on the “Board of Trustee Job Description”. Jane Carlson seconded the motion. All were in favor, motion carried.**

**ACTION: Al Bolden made a motion to dissolve the Community Relations Board Committee as recommended. Jim May seconded the motion. All were in favor, motion carried.**

CEO evaluation process- Jerry reported a meeting was held Nov. 8 that included a phone call from Jeremy Evans. A draft evaluation form was included for Board review and comments. Jerry said there were several pieces that were incorporated that included the Witt Kieffer recruitment document, KH leadership initiatives shared by Jeremy Evans, and the organizational goals. The Governance Committee will meet in December to determine how the scores will be weighted and will bring the recommendation to the Board.

**ACTION: Steve Didier made a motion to approve the evaluation form as an interim measure. Jim May seconded the motion. All were in favor, motion carried.**

Performance Improvement- Lauren discussed some notable events from the CAH review.

**ACTION: Jim May made a motion to approve the CAH Annual Review. Gunther Williams seconded the motion. All were in favor, motion carried.**

Community Relations- Dana reported from the Nov. 21 meeting. She shared with the committee what she learned from the IHA Convention. They discussed the town hall meeting and contents for the next edition of “Health Matters”. Also discussed was the FY19 budget. A celebration is planned for the 80<sup>th</sup> anniversary of the hospital next spring. Jane commented on the success of the town hall meeting and that the hospital was invited back. Jerry encouraged a town hall meeting outside of Grangeville as well.

Finance- Betty reported on October financial highlights. The hospital auditors completed the FY18 audit last week and the results will be presented to the Board at the January meeting.

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



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**UNFINISHED BUSINESS**

CAH Summit report- Abner gave a presentation on the healthcare issues presented by keynote speaker Jamie Orlikoff.

IHA Convention report- attendees shared notes from sessions they attended.

**NEW BUSINESS**

December Board meeting date- since the regularly scheduled day in December falls on Christmas Leta proposed having the meeting Dec. 18 and suggested dedicating the meeting to discussion on value-based care. All were in agreement. Dina distributed the Value-Based Care Readiness Report in preparation.

KH Management Services Agreement- this is not an extension but a renewal. Abner referred to article 6.1 to the term and renewal provisions of the agreement. He said that Jeremy Evans has offered to draft the renewal agreement to amend article 6.1 with a proposal of a three year extension of the term. Jane asked if the renewal would include expanded services. Abner said the agreement is flexible and that could be considered at any time.

Committee appointment discussion- Leta felt it was best that everyone continue on the committees as currently assigned and wait until after the Board election in May. She will however look at a few committees and re-assign some members she feels would be best represented. She will bring that to the December meeting.

**MEETING DEBRIEF**

The meeting was well controlled, kept to the time allotted, took in a lot of information, and the Board was impressed with the work by the Governance Committee. What could have been done differently- need to build more quality into the agenda, and to keep on topic and on time, when items come up during the meeting they should be tabled and added to next month's agenda under "General Discussion".

**ADJOURN**

There being no further business, the regular meeting adjourned at 3:43pm. The next regular Syringa Hospital & Clinics Board of Trustees meeting will be held Tuesday December 18, 2018 at 12:30pm at the Soltman Center.

**TIME ALLOTMENT**

108 minutes on fiduciary matters, 37 minutes on strategic matters, 52 minutes on generative matters.

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