



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

**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  
Twila Hornbeck  
Paula Calcaterra  
Ted Sellitti- newly appointed

**CHIEF MEDICAL OFFICER**

Danny Griffis, MD

**GUESTS**

Lorie Palmer  
Gunther Williams  
Jo Hardy

**HOSPITAL EMPLOYEES**

Joe Cladouhos  
Betty Watson  
Lauren Wilson  
Eric Kopczynski  
Alex Frei  
Michelle Schaeffer  
Darla Whitley  
Dina Cervantes  
Dana Greig  
Tammy Lorentz  
Katy Eimers  
Yvonne Hoiland

**SWEARING IN CEREMONY**

Newly appointed Board member Ted Sellitti was sworn in by Al Bolden, Chairman. Tammy Lorentz from the Health Information Management Department was present to notarize the oath.

**APPROVAL OF BOARD MINUTES**

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

**ACTION: Steve Didier made a motion to approve the September 27, 2016 Syringa Hospital & Clinics Board of Trustees regular meeting minutes as emailed. Paula Calcaterra seconded the motion. Five were in favor, motion carried.**



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

Twila proposed renaming the Kooskia Clinic as the “Dick Tucker Syringa Clinic”. All were in favor of that.

**ACTION: Twila Hornbeck made a motion to rename the Kooskia Clinic the “Dick Tucker Syringa Clinic”. Steve Didier seconded the motion. Five were in favor, motion carried.**

**ADMINISTRATIVE REPORTS AND QUESTIONS**

Paula distributed copies of research she did on nurse turnover actual costs.

Eric submitted a Board Resolution for the Level IV Trauma Center designation for Board review and approval supporting they will provide the resources necessary to achieve and sustain the designation. Steve was hesitant to approve the resolution not knowing what necessary resources were required and what the cost would be. Eric said some of the costs could be recouped depending on the reimbursement program of the state. It will cost to have the survey, and for baseline training for staff. Steve asked if there was any assistance from the Idaho Simulation Network. Eric said that would be an additional cost, not only to bring in an instructor but also for nursing staff’s time. Paula also had some reservations for approving the resolution without having more information. Eric said that without the Boards approval of the resolution the application process can’t go any farther. Joe recommended postponing further discussion until the November Board meeting to get the requested information.

Michelle was asked about the current staff level for the Physical Therapists. She said another Physical Therapist is needed to help resolve the waitlist.

Michelle explained the project that the primary care clinic is doing with Amber at Irwin Drug to help identify the reasons for delays with electronic prescribed medications.

Dana reported on the status of the marketing visits to employers in the community. Next week SHC will be providing the traveling flu clinic once again to Grangeville businesses. Dana said the Marketing Committee is also working on an agreement to be the workman’s comp provider for the larger businesses.

Twila asked about the letters that were to be sent out to patients from the retired physicians practice. Dana said the letter has been drafted and approved by Joe; waiting on the complete list.

Joe reported last Wednesday at the annual Foundation meeting Michele Gildner, Foundation President shared that the Foundation in FY16 contributed over \$900,000 to the hospital between donations and assistance in achieving grants for the renovation.



## BOARD OF TRUSTEE MEETING MINUTES

October 25, 2016

Betty submitted historical volume trend information in the Board packet. She reviewed some high level highlights from the past year. Steve commented that if it hadn't been for the Foundation the hospital would have had a significant operating loss. Betty acknowledged Steve's observation and said that was unfortunately the reality of being a critical access hospital. She answered questions on the increase with expenses. The auditors are scheduled to be here the week of November 14<sup>th</sup>. Twila requested to have a Finance Committee meeting in November.

### QUARTERLY REPORT

Michelle distributed the clinic patient report. The provider gross revenue and MU dashboards was included in the Board packet.

### MEDICAL STAFF REPORT

Dr. Griffis reported he and Nathan are working together on the grant application for the Patient Centered Medical Home.

### UNFINISHED BUSINESS

Disciplinary Policy- the revised policy was submitted in the Board packet.

**ACTION: Steve Didier made a motion to approve the Disciplinary Policy as amended. Paula Calcaterra seconded the motion. Five were in favor, motion carried.**

Katy showed the Board the communication boxes that will be displayed throughout the hospital and clinic. She asked the Board if they still wanted to do a Survey Monkey. It was Paula's understanding that the Board would like to survey the staff but at a later time.

Irwin Drug update- Joe will present the draft settlement agreement in Executive Session.

Clinic phone system report- Darla said data is still being collected including costs for the upgrade, but with the renovation of the clinic coming up the timing is right to upgrade the system. Michelle said they are also gathering information on improved efficiency options.

Purchased Services- Betty reviewed the line items.

### NEW BUSINESS

IHA Board meeting report- Joe said he has been on the IHA Board of Directors for the last six years and wouldn't be renewing his term. Three items were discussed at the Board meeting 1) A Medicaid expansion strategy to get through the legislature for improved healthcare outcomes.

2) The Idaho Health Data Exchange (IHDE) has made significant improvements with a new platform that is easier



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

to use. 3) Prelitigation screening panels, do they provide value or just increased costs.

IHA Conference reports- Twila felt the discussion on compliance was beneficial and supported the need to have a strategic action plan, and the keynote speaker was outstanding. Paula found value in all the sessions, especially with the civility and respect in the workplace. Al said it was recommended to hire a consultant to look at the compliance program because of the challenges in smaller facilities and the Board is ultimately responsible for making sure compliance is being adhered to. Paula asked about “Stark” violations for employee discounts. Betty said that is being checked.

SAP (Strategic Action Plan) following the Oct. 13<sup>th</sup> meeting- next meeting scheduled for November 29<sup>th</sup> from 10:00a-3:00p. Paula reported she and Lorraine are working together on the data. No plan for a November Planning Committee meeting.

Status of effort to fill Board vacancies- all three vacancies were filled and newly appointed Board members were sworn in today.

KH visit report- Joe, Steve, Al and Dr. Griffis traveled to Kootenai to discuss the potential for an affiliation. Joe said KH is willing and eager to proceed with a draft affiliation agreement. Al stated KH has offered a new two-step phase approach, with a menu of items the Board could select from. A consultant was recommended to guide the Board through the affiliation process and assist with negotiations.

**ACTION: Ted Sellitti made a motion to engage a consultant. Paula Calcaterra seconded the motion. All in favor were- Paula, Ted, Al. Opposed- Twila.**

Compliance / Privacy reporting- a tele-conference will be set up in November between the Board and Kim Stanger.

**2016 CALENDAR**

- Nov. 2 - Ethics Committee meeting from 12:00pm-1:30pm (Soltman Center)
- Nov. 2 - construction bid opening from 2:30pm-4:00pm (Soltman Center)
- Nov. 7- Special Board meeting from 10:00am-11:00am (Soltman Center)
- Nov. 7- New Board member orientation from 11:00am-2:00pm (Soltman Center)
- Nov. 22- PI Committee meeting from 10:00am-12:00pm, Board meeting at 12:30pm (Soltman Center)
- Nov. 29- Strategic Action Planning from 10:00am-3:00pm (Soltman Center)

**COMMITTEE REPORTS**

Finance-

**ACTION: Twila Hornbeck made a motion to pay project costs in the amount of \$ 16,407.02 from the general fund. Paula Calcaterra seconded the motion. Five were in favor, motion carried.**



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

**APPROVAL OF ALL REPORTS**

**ACTION: Paula Calcaterra made a motion to approve all reports as presented. Ted Sellitti seconded the motion. Five were in favor, motion carried.**

The Board was sent via email from Darla the community needs assessments that were conducted. Joe will follow up with getting them a list of available surveys.

**AGENDA ITEMS FOR THE NOVEMBER 22, 2016 BOARD MEETING**

Unfinished Business-

1. Level 4 Trauma decision & Board resolution
2. Community Needs Data availability
3. Irwin Drug Agreement- Executive Session (Idaho Code 74-206(f))

New Business-

1. Compliance & Audit Committee
2. KH next steps
3. Board communication between meetings

**EXECUTIVE SESSION**

**ACTION: Twila Hornbeck made a motion to go into Executive Session per Idaho Code 74-206 (f) for a settlement agreement and 74-206 (a) for personnel at 2:56pm. Paula Calcaterra seconded the motion. Five were in favor, motion carried.**

The Board came out of Executive Session at 3:20pm

**ACTION: Paula Calcaterra made a motion to authorize the CEO to sign the final version of the settlement agreement and promissory note between SHD and Irwin Drug, Inc. and Chad Jungert. Ted Sellitti seconded the motion. Five were in favor, motion carried.**

There being no further business, the regular meeting adjourned at 3:21pm. The next Syringa Hospital & Clinics Board of Trustees meeting will be held Tuesday November 22, 2016 at 12:30pm at the Soltman Center.

---

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