



**LEWIS COUNTY HOSPITAL DISTRICT NO. 1
REGULAR BOARD OF COMMISSIONERS' MEETING
January 22, 2020 at 3:00 p.m.
Conference Room 1 & 2**

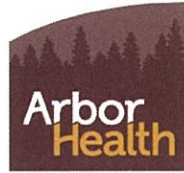
Mission Statement

The mission of Lewis County Hospital District No. 1, steward of public funds and trust, is to provide our highest level of compassionate, diligent and professional medical care.

Vision Statement

A caring team of people working together to lead our community toward better health.

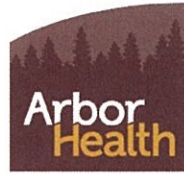
AGENDA TOPIC	CONCLUSION	ACTION ITEMS
Call to Order	<p>Board Chair Fritz called the meeting to order at 3:00 p.m.</p> <p>Commissioners present: Shelly Fritz, Board Chair Kenton Smith, Secretary Trish Frady Tom Herrin Wes McMahan</p> <p>Others present: Leianne Everett, Superintendent Michelle Matchett, Nursing Administrative Assistant Shana Garcia, Executive Assistant Katelin Forrest, HR/Medical Staff Coordinator Vicky Brown, Clinic Administrator Richard Boggess, CFO Shannon Kelly, HR Director Terri Camp, CCO Dexter Degoma, Interim Quality Manager Marc Fisher, Morton Resident Sharon Wedam, Silver Creek Resident Buddy Rose Annaliese Mitten, Randle Clinic Manager Craig & Laura Coppock, Mossyrock Residents Roy Anderson, Compliance Officer Van Anderson, Packwood Resident</p>	
Approval or Amendment of Agenda	<p>Superintendent Everett requested to amend the agenda by postponing the approval of the January 21, 2020 Finance Committee Meeting Minutes to the February 26, 2020 Regular Board Meeting.</p> <p>Commissioner McMahan requested to amend the agenda by objecting to the use of executive session for RCW</p>	<p>Commissioner Frady made a motion to approve the amended agenda and Commissioner Herrin seconded. Board Chair Fritz, Secretary Smith, Commissioners Frady and</p>



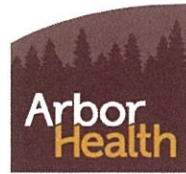
	<p>42.30.100 (i). He objected that the Board's use is not justified in the matter of his public records request and is the worst form of intimidation. He confirmed he has not threatened any specific litigation to this matter but is not waiving his right to instigate litigation should he deem it be appropriate. He concluded that it is his determination that the stated purpose for executive session is unlawful and would encourage his fellow board members to retreat with him to the lobby and not attend executive session.</p> <p>Board Chair Fritz thanked Superintendent Everett and Commissioner McMahan for their proposed amendments. She confirmed she spoke with Arbor Health's attorney, Brad Berg, prior to the Board meeting and informed Commissioner McMahan legal will be present at this executive session and due to a conflict of interest he will be asked to leave the room.</p>	Herrin voted yea and Commissioner McMahan voted nay. The motion passed.
Conflicts of Interest	<p>Superintendent Everett asked the board to state any conflicts of interest with today's amended agenda.</p>	<p>No Commissioners indicated they had a conflict of interest.</p> <p>Board Chair Fritz noted there was a conflict of interest for Commissioner McMahan regarding executive session content and reiterated that he would be excused for a portion of the first executive session.</p>
Comments and Remarks	<p>Commissioners: None Noted</p> <p>Audience: Sharon Wedam, Silver Creek resident, noted she provided and received care from Morton Hospital for several years. She has no concerns regarding the care; however, she continues to have concerns regarding costs. She requested that the public should be informed, except for emergent situations, of the potential costs. Also, she has concerns for employees who have high deductibles.</p> <p>Board Chair Fritz thanked Ms. Wedam for bringing forth her concerns. As a Public Hospital District transparency is a priority and we are required to post our gross charges on the District's website. The Finance Committee monitors pricing annually to stay competitive and viable for this community. The Board hears her concern about</p>	



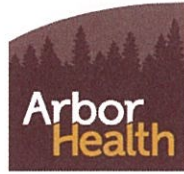
	<p>transparency, is committed to continuing to pursue this and is open to innovative ideas to achieve pricing transparency in this complex healthcare environment.</p> <p>HR Director Kelly noted while we have high deductible plans, employees out of pocket costs are supplemented through our Health Savings Account (HSA) program.</p>	
<p>Executive Session- RCW 70.41.205 & RCW 42.30.110 (i)</p> <ul style="list-style-type: none"> • Medical Privileging- Katelin Forrest • To discuss with legal counsel representing the agency matters relating to agency enforcement actions, or to discuss with legal counsel representing the agency litigation or potential litigation to which the agency, the governing body, or a member acting in an official capacity is or is likely to become, a party, which public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the agency. 	<p>Executive Session began at 3:20 p.m. for forty minutes to discuss Medical Privileging and potential litigation to which the agency, the governing body, or a member acting in an official capacity is or is likely to become, a party, which public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the agency.</p> <p>The Board returned to open session at 4:00 p.m. No decisions were made.</p>	<p>Commissioner Frady made a motion to approve the Medical Privileging as presented and Commissioner Herrin seconded. The motion passed unanimously.</p> <p><u>Initial Appointments:</u></p> <ol style="list-style-type: none"> 1. Bruce Geryk, MD – Consulting – (Providence – Telestroke Privileges) 2. Kirk Myers, MD – Consulting (Radiology privileges) 3. James Henry Keene, MD - Active (Arbor Health – Internal Medicine Privileges)
Break	<p>Board Chair Fritz called for a 5-minute break at 4:05 p.m.</p> <p>The board returned to open session at 4:10 p.m.</p>	
<p>Guest Speaker-Chelene Whiteaker, SVP, Government Affairs</p> <ul style="list-style-type: none"> • WSHA 2020 Legislative Agenda 	<p>Superintendent Everett introduced Chelene Whiteaker, SVP, Government Affairs and Jacqueline Barton True, VP via Zoom. Ms. Whiteaker highlighted the following related to WSHA's 2020 Legislative Agenda:</p>	



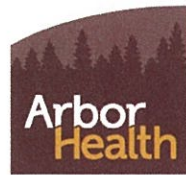
	<ol style="list-style-type: none"> 1. Reviewed the bills that will be addressed at next week's advocacy days. 2. Identified policy priorities, as well as budget requests. <p>Board Chair Fritz noted Commissioner McMahan and Superintendent Everett will be joining her next week at advocacy days and acknowledged they will be representing the District. She reminded the Board that we want to speak as one voice on behalf of the District, so we need to prioritize the bills.</p> <p>Commissioner Frady requested Superintendent Everett's input on Administration's priorities. Superintendent Everett recommended the following three:</p> <ol style="list-style-type: none"> 1. Ensure difficult to discharge patients have placement for memory care. 2. Support telemedicine payment parity and remove restrictions to access. 3. Support visiting nursing services in rural areas. <p>Board Chair Fritz assigned Commissioner McMahan initiative number one, Superintendent Everett to initiative number two and she would speak to initiative number three.</p>	
<p>Department Spotlight</p> <ul style="list-style-type: none"> • Rehabilitation Services 	<p>Rehabilitation Services Manager Meelhuysen highlighted the following on Rehabilitation Services:</p> <ol style="list-style-type: none"> 1. Provided a staffing update, along with the services being offered to patients. 2. Scheduled to have staff bios on the website in first quarter. 3. Identified the Department's accomplishments in 2019, which included growing the aquatic program offerings. 4. Reduced average time from referral to evaluation by 50% from 12 to 6 days in fourth quarter of 2019. 5. Focused on decreasing cancellations and no shows. 6. Shared now that we have a team, our vision is to improve what we are doing and expand what we are doing. 7. Envisioned being a free-standing Health and Wellness Center. <p>Board Chair Fritz encouraged Administration to review grant options for expanding this department.</p>	



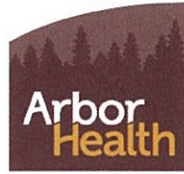
Board Committee Reports <ul style="list-style-type: none"> Hospital Foundation Report 	Superintendent Everett complimented the Foundation's end of the year event. The Foundation welcomed new members and elected new officers for 2020.	
<ul style="list-style-type: none"> Finance Committee Report 	<p>CFO Boggess highlighted the following:</p> <ol style="list-style-type: none"> 1. Inpatient & ED Admissions were above budget. 2. Expenses experienced included agency costs, ambulance, state auditors the transfer of Meridian transition, which was the final payment. 3. EBITA was favorable. 4. YTD Net Income exceeded budget. 5. Overall, it was a strong month and a good way to end the year. 6. From a long-term debt perspective, we reduced it by \$1M and the Cerner note ended. 7. Swing bed days ended the year at 1349 compared to a budget of 1,189 and prior year of 718. The Allevant program has been a huge factor in the success of these with almost twice as many patients served. There has been significant investment by adding positions like case management, behavior health and house supervisors to help provide better services to meet the needs of our district. 	
Break	<p>Board Chair Fritz called for a 10-minute break at 5:30 p.m.</p> <p>The board returned to open session at 5:40 p.m. 5:30 pm 10 minutes.</p>	
<ul style="list-style-type: none"> Plant Planning Committee Report 	Superintendent Everett noted the minutes were included in the packet and the meeting was intended to bring Commissioner Herrin current on the District's 2020 plan.	
Consent Agenda <ul style="list-style-type: none"> Minutes of the December 18, 2019 Regular Board Meeting (<i>Action</i>)) Minutes of the January 8, 2020 Medical Staff Committee Meeting (<i>Action</i>)) Minutes of the January 16, 2020 Plant Planning 	<p>Secretary Smith requested clarification on when the District deems property is ready for surplus. Superintendent Everett noted most often property is at its natural end of life or is no longer supported from a technology perspective.</p> <p>The Board will review and approve the Minutes of the January 21, 2020 Finance Committee Meeting at the February 26, 2020 Regular Board Meeting.</p>	Commissioner Frady made a motion to approve the Consent Agenda and Secretary Smith seconded. The motion passed unanimously.



<p>Committee Meeting (Action)</p> <ul style="list-style-type: none">• Minutes of the January 21, 2020 Finance Committee Meeting (Action)• Warrants & EFT's in the amount of \$2,858,370.54 dated October 2019 (Action)• Warrants & EFT's in the amount of \$2,360,020.82 dated December 2019 (Action)• Resolution 20-01-Declaring to Surplus or Dispose of Certain Property (Action)• Resolution 20-02-Adopt Flexible Spending Account Plan (Action)• Resolution 20-03-Adopt the Health Reimbursement Arrangement (Action)• Resolution 20-04-Approve to add CCO and remove CNO Signatures on Accounts Established for Lewis County Hospital District No. 1 (Action)• Resolution 20-05-Approve to add CCO and remove CNO Signatures on Trust & Prescription Accounts Established for Lewis County Hospital District No. 1 (Action)		
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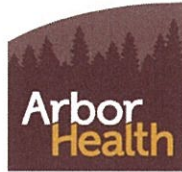
<ul style="list-style-type: none"> Resolution 20-06- Approve to add CCO and remove CNO Signatures on Internet Banking Accounts Established for Lewis County Hospital District No. 1 <i>(Action)</i> Resolution 20-07- Approve the Amendment of 403(b) Retirement Plan Approve Documents Pending Board Ratification 01.22.20 <i>(Action)</i> 		
Old Business <ul style="list-style-type: none"> Board Self Evaluation 	<p>Board Chair Fritz recommended since we are already into 2020 with new commissioners, that we postpone completing the Board Self Evaluation to November and December.</p>	<p>Action Item-Executive Assistant Garcia will update the Board Calendar to present the Board Self Evaluation at the November meeting and discuss at the December meeting.</p>
New Business <ul style="list-style-type: none"> Election of Officers/Organization of Committees 	<p>Board Chair Fritz noted we need to elect a 2020 Board Chair and Board Secretary.</p> <p>Secretary Smith nominated Shelly Fritz to be reelected as the Board Chair. Commissioner McMahan nominated Kenton Smith to be reelected as the Board Secretary. Board Chair Fritz and Secretary Smith accepted the positions.</p> <p>Board Chair Fritz presented the following for committee assignments.</p>	<p>Secretary Smith made a motion to elect Shelly Fritz as the Board Chair. Commissioner Frady seconded and the motion passed unanimously.</p> <p>Commissioner McMahan made a motion to elect Kenton Smith as Board Secretary. Commissioner Frady seconded and the motion passed unanimously.</p>



	<div>2020 Organization & Officers of the Board of Commissioners Effective Date: January 22, 2020</div> <table><tr><th colspan="2">Board Leadership</th><th colspan="2">Board Representation</th></tr><tr><td>Board Chair</td><td>Shelly Fritz</td><td></td><td></td></tr><tr><td>Board Secretary</td><td>Kenton Smith</td><td></td><td></td></tr><tr><th>Committee</th><th>Administration Representation</th><th>Committee Chair</th><th>Board Representation</th></tr><tr><td>Finance</td><td>Superintendent & CFO</td><td>Trish Frady</td><td>Tom Herrin</td></tr><tr><td>QI Oversight</td><td>Superintendent & CCO</td><td>Trish Frady</td><td>Wes McMahan</td></tr><tr><td>Governance</td><td>Superintendent</td><td>Shelly Fritz</td><td>Trish Frady</td></tr><tr><td>Plant Planning</td><td>Superintendent & Environmental Services Manager</td><td>Kenton Smith</td><td>Tom Herrin</td></tr><tr><td>Strategic Planning</td><td>Superintendent</td><td colspan="2">Board of Commissioners</td></tr><tr><td>Compliance Committee</td><td>Superintendent & Compliance Officer</td><td>Kenton Smith</td><td>Wes McMahan</td></tr><tr><th colspan="2">Other Board Representation</th><th colspan="2">Board Representation</th></tr><tr><td>Foundation</td><td>Wes McMahan</td><td></td><td></td></tr><tr><td>State Representation</td><td>Shelly Fritz & Wes McMahan</td><td></td><td></td></tr></table>	Board Leadership		Board Representation		Board Chair	Shelly Fritz			Board Secretary	Kenton Smith			Committee	Administration Representation	Committee Chair	Board Representation	Finance	Superintendent & CFO	Trish Frady	Tom Herrin	QI Oversight	Superintendent & CCO	Trish Frady	Wes McMahan	Governance	Superintendent	Shelly Fritz	Trish Frady	Plant Planning	Superintendent & Environmental Services Manager	Kenton Smith	Tom Herrin	Strategic Planning	Superintendent	Board of Commissioners		Compliance Committee	Superintendent & Compliance Officer	Kenton Smith	Wes McMahan	Other Board Representation		Board Representation		Foundation	Wes McMahan			State Representation	Shelly Fritz & Wes McMahan			
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<ul style="list-style-type: none">Board Education	<p>Board Chair Fritz shared we include Board Education in each packet from iProtean. Each commissioner will have log in information to access all the education. The goal of the education is to think at the governance level and keep in mind that iProtean includes information from Perspective Payment System hospitals. Superintendent Everett has requested access for Commissioners Herrin and McMahan and will follow up once received.</p>	Action Item- Superintendent Everett will follow up with iProtean on access for Commissioners Herrin and McMahan.																																																				
<ul style="list-style-type: none">Code of EthicsConflict of Interest	<p>Board Chair Fritz presented the Code of Ethics and Conflict of Interest and noted the Board signs both on an annual basis.</p> <p>Commissioner McMahan expressed concerns regarding signing the Code of Ethics. He inquired if the District has an Ethics & Conflict of Interest Committee and requested be reviewed by someone at OHSU.</p> <p>Board Chair Fritz appreciated Commissioner McMahan’s concerns; however, the Board needs to decide as one voice to have the Code of Ethics reviewed by an external party.</p> <p>The Board agreed to table the discussion and pass onto the Compliance Committee and have Compliance Officer Anderson start researching to have on the agenda on February 11, 2020.</p> <p>Commissioner McMahan agreed to sign and the Board will re-sign if there is an amendment.</p>	Action Item- Superintendent Everett will request Compliance Officer Anderson to research and present at the upcoming February 11, 2020 Compliance Committee Meeting.																																																				
<ul style="list-style-type: none">Dress Code	<p>Board Chair Fritz shared that Commissioner McMahan requested to discuss the Board’s dress code. The Board does not have a dress code policy; however, in the past it has been recognized as business casual. She noted she supports self-expression but wanted input from the Board</p>	Action Item- Superintendent Everett will request Compliance Officer Anderson to research and present at the																																																				



	<p>on this topic. Commissioner McMahan wants to wear his scrubs as that is what business casual means to him as his professional attire.</p> <p>The Board overall was not supportive of a dress policy but each Commissioner individually indicated they wanted the Board to be viewed with neutrality as a leader of the District, representing all citizens not just certain groups, as well as being viewed as a Board that is collaborative.</p> <p>The Board agreed to table the discussion and pass onto the Compliance Committee and have Compliance Officer Anderson start researching to have on the agenda on February 11, 2020.</p> <p>The Board and Commissioner McMahan (individually) agreed to have Commissioner McMahan's name and frame on the wall with no picture until there is resolution on this topic. The Board agreed for Commissioner McMahan to have his badge picture taken with his scrubs on for right now to ensure he can optimally perform the duties of his elected office.</p> <p>Because Commissioner McMahan is wearing clinical attire in the picture on his Commissioner badge, and to avoid confusion and ensure patient privacy, while onsite and/or conducting the District's business, all Board members need to wear badges visibly. Board Chair Fritz noted this discussion will be settled by the March 25, 2020 Regular Board Meeting.</p>	<p>upcoming February 11, 2020 Compliance Committee Meeting.</p>
<ul style="list-style-type: none"> 2020 Board Budget 	<p>Board Chair Fritz presented the 2020 Board Budget that is managed by the Board Chair. The budget is reported monthly at the Finance Committee Meeting. All requests for expenditures go to Board Chair Fritz. It is important to communicate throughout the year regarding expenditures by Commissioners. Commissioners are encouraged to attend at least one governance education conference per year.</p>	
<ul style="list-style-type: none"> Board Meeting Start Time Discussion 	<p>Due to new commissioners, Superintendent Everett asked if the Board wants to keep the monthly Board Meeting start time at 3 PM.</p> <p>The Board agreed to keep the Regular Board Meetings at 3 PM.</p>	



<ul style="list-style-type: none">2020 Board Agenda Items	Board Chair Fritz requested that Commissioners propose agenda items to her by the second Wednesday of each month for consideration for the upcoming board agenda. She requested that any major items that Commissioners know they want addressed in 2020 be submitted to her in writing by the February Board meeting.	
Superintendent Report <ul style="list-style-type: none">Superintendent's Dashboard	<p>The Board did not have any follow up questions on the Superintendent's Report.</p> <p>Superintendent Everett will email a draft agenda for the upcoming Strategic Planning Retreat once she receives it from Via Consulting.</p> <p>Superintendent Everett noted the Catholic Church has been purchased; however, the owners have no future use. The owner knew the District had considered its potential use, so they reached out to see if we would like to utilize the space. Superintendent Everett recommended we postpone responding until after the Strategic Planning Retreat to see if it fits into our Strategic Initiatives.</p>	Action Item- Superintendent Everett will follow up with the property manager to notify them that the District will not be pursuing the property at this time.
Executive Session	Board Chair Fritz noted the Board no longer needs a second Executive Session.	
Adjournment	Commissioner Herrin moved and Commissioner Frady seconded to adjourn the meeting at 7:21 p.m.	

Respectfully submitted

Kenton Smith, Secretary

March 5, 2020

Date