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# REGULAR BOARD MEETING PACKET

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## BOARD OF COMMISSIONERS

Board Chair – Tom Herrin, Secretary – Kim Olive,  
Commissioner – Craig Coppock, Commissioner – Wes McMahan &  
Commissioner-Trish Frady

November 15, 2023 @ 3:30 PM  
Conference Room 1 & 2 or Join Zoom Meeting:

<https://myarborhealth.zoom.us/j/83730587850>

Meeting ID: 837 3058 7850

One tap mobile: +12532050468,,83730587850#

Dial: +1 253 205 0468 US

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**LEWIS COUNTY HOSPITAL DISTRICT NO. 1  
REGULAR BOARD OF COMMISSIONERS' MEETING**

**November 15, 2023 at 3:30 p.m.**

**Conference Room 1 & 2 or via ZOOM**

<https://myarborhealth.zoom.us/j/83730587850>

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**Mission Statement**

**To foster trust and nurture a healthy community.**

**Vision Statement**

**To provide every patient the best care and every employee the best place to work.**

AGENDA	PAGE	TIME
<b>Call to Order</b> <b>Roll Call</b> <b>Excused/Unexcused Absences</b> <b>Reading of the Mission &amp; Vision Statement</b> <b>Approval or Amendment of Agenda</b> <b>Conflicts of Interest</b>		3:30 pm
<b>Comments and Remarks</b> <ul style="list-style-type: none"> <li>Commissioners</li> <li>Audience</li> </ul>		3:35 pm
<b>Executive Session- RCW 70.41.200</b> <ul style="list-style-type: none"> <li>Medical Privileging-Chief of Staff Dr. Travis Podbilski &amp; Medical Staff Coordinator Barb Goble</li> </ul>	6	3:40 pm
<b>Department Spotlight</b> <ul style="list-style-type: none"> <li>Environmental Services-Roxann Morris, EVS Supervisor</li> </ul>	8	3:45 pm
<b>Board Committee Reports</b> <ul style="list-style-type: none"> <li>Hospital Foundation Report-Committee Chair-Secretary Olive</li> </ul>	16	3:55 pm
<ul style="list-style-type: none"> <li>Compliance Committee Report- Committee Chair-Commissioner McMahan</li> </ul>		4:00 pm
<b>Consent Agenda (Action)</b> <ul style="list-style-type: none"> <li>Approval of Minutes: <ul style="list-style-type: none"> <li>October 25, 2023, Regular Board Meeting</li> <li>November 1, 2023, Compliance Committee Meeting</li> </ul> </li> <li>Warrants &amp; EFTs in the amount of \$3,944,541.84 dated October 2023</li> </ul>	19 26 29	4:10 pm
<b>Old Business</b>		
<b>New Business</b> <ul style="list-style-type: none"> <li>Board Self Evaluation <ul style="list-style-type: none"> <li>To be completed and returned to Board Chair Herrin by December 1, 2023. At the December 20<sup>th</sup> Regular Board Meeting the Board will discuss the evaluation results completed for 2023.</li> </ul> </li> </ul>	34	4:25 pm

<ul style="list-style-type: none"> <li>RES 23-23-Approving the Capital Purchase of Lab CBC Analyzer (<i>Action</i>) <ul style="list-style-type: none"> <li><i>To approve the purchase of the Lab CBC Analyzer through a lease.</i></li> </ul> </li> </ul>	36	4:30 pm
<ul style="list-style-type: none"> <li>Board Policy &amp; Procedure Review <ul style="list-style-type: none"> <li>Code of Ethics</li> <li>Conflict of Policies</li> <li>Board Self-Evaluation</li> </ul> </li> </ul>	49 56 58	4:40 pm
<ul style="list-style-type: none"> <li>Property Tax Levy Options (<i>Verbal Update</i>) <ul style="list-style-type: none"> <li><i>To discuss the Districts options for setting the proposed tax levy.</i></li> <li><i>Public Hearing-November 27, 2023 @ 6 PM</i></li> </ul> </li> </ul>		4:50 pm
<ul style="list-style-type: none"> <li>2024 Board Meeting Schedule <ul style="list-style-type: none"> <li><i>To review the upcoming proposed board meeting schedule for 2024 (last Wednesday of every month).</i></li> </ul> </li> </ul>	60	5:00 pm
<b>Superintendent Report</b>	62	5:10 pm
<b>Meeting Summary &amp; Evaluation</b>		5:25 pm
<b>Next Board Meeting Dates and Times</b> <ul style="list-style-type: none"> <li>Special Board Meeting-Public Hearing-Levy-November 27, 2023 @ 6:00 PM (ZOOM &amp; In Person)</li> <li>Regular Board Meeting-December 20, 2023 @ 3:30 PM (ZOOM &amp; In Person)</li> </ul> <b>Next Committee Meeting Dates and Times</b> <ul style="list-style-type: none"> <li>Finance Committee Meeting-November 22, 2023 @ 12:00 PM (ZOOM)</li> <li>Quality Improvement Oversight Committee Meeting-December 13, 2023 @ 12:00 PM (ZOOM)</li> <li>Finance Committee Meeting-December 20, 2023 @ 12:00 PM (ZOOM)</li> </ul>		
<b>Adjournment</b>		5:30 pm



## **EXECUTIVE SESSION**



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## MEDICAL STAFF PRIVILEGING

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The below providers are requesting appointment to the Arbor Health Medical Staff. All files have been reviewed for Quality Data, active state license, any malpractice claims, current liability insurance, peer references, all hospital affiliations, work history, National Practitioner Data Bank reports, sanctions reports, Department of Health complaints, Washington State Patrol background check and have been reviewed by the credentialing and medical executive committees including the starred items below. The credentialing and medical executive committees have recommended the following for approval.

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### REAPPOINTMENTS-2

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#### **Arbor Health**

- Esther Park-Hwang, MD (Gynecology Privileges)

#### **Telestroke/Neurology Consulting Privileges**

- Biggya Sapkota, MD (Telestroke/Neurology Consulting Privileges)

★-notates files with items to note.

## **DEPARTMENT SPOTLIGHT**

# EVS

Roxann Morris, Environmental Services Supervisor



## Our Vision:

To provide every patient the best care and every employee the best place to work.

## Our Mission:

To foster trust and nurture a healthy community.

## Core Values:

1. One team, one mission
2. Go out of your way to brighten someone's day
3. Own it, embrace it
4. Care like crazy
5. Motivate, elevate, appreciate
6. Know the way, show the way, ease the way
7. Find joy along the way



# Team Members & Hours

Team Members: We have a team of 16.

Top Years of Service:

Roxann-11 years

Brandy- 7 years

Jackie-7 years

Denise-7 years

Mary-5 years

Then go down from there.

## Hours:

Hospital-6:00 am -11:30 pm

Clinics-Morton, Mossyrock, Mossyrock  
Business Office , Randle, Packwood &  
Hospital Homes-5:30-11:30 pm





# 2024 EVS Strategic Goals

Chest certifications  
Auditing room





**Strategy #1 To have Environmental Services Technician  
CHEST Certified with American Hospital Association  
We have 3 that are certified working on 3 more have to  
take their test**



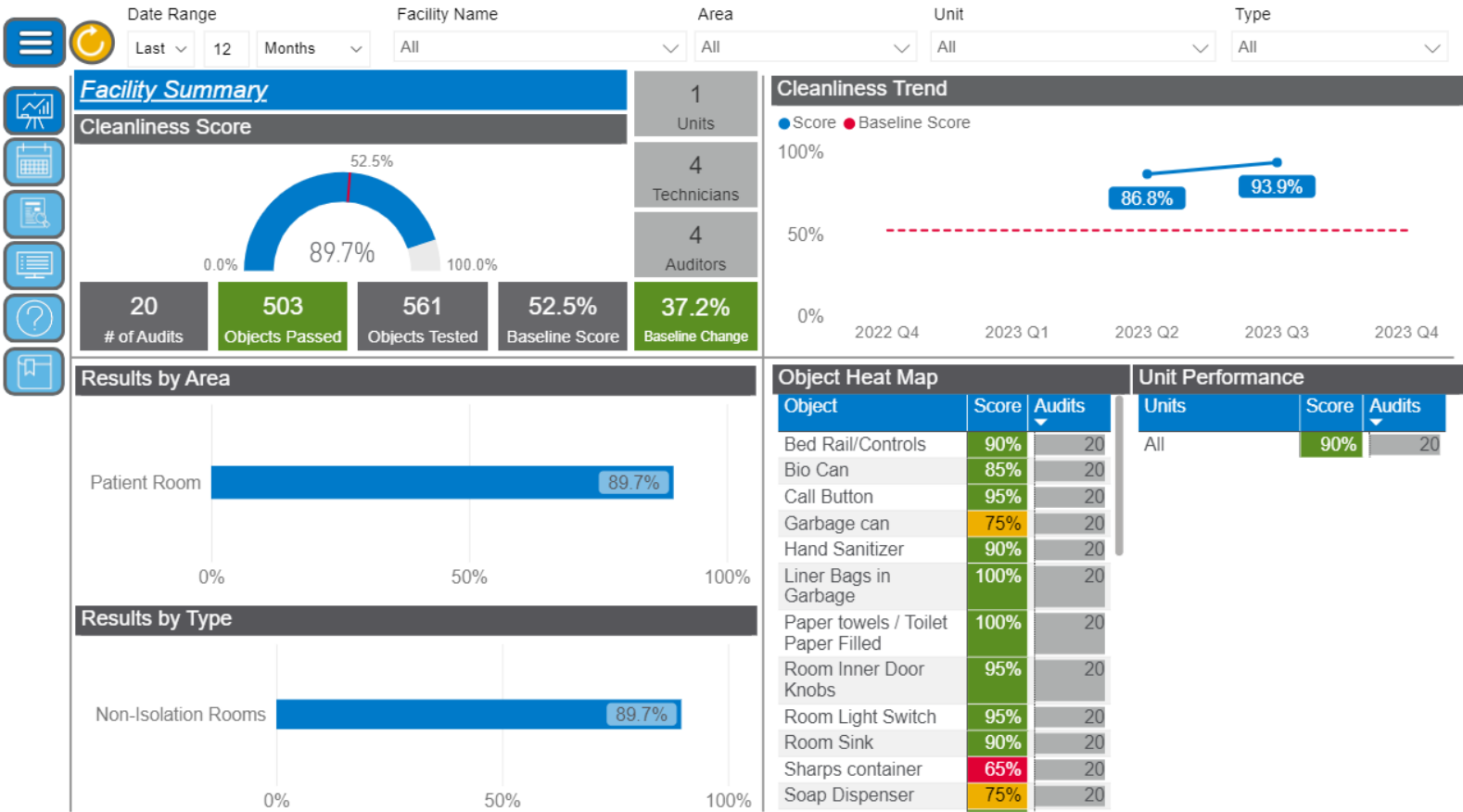




My goal to protect all patients and employees.

Strategy #2- To have EVS be at 95% compliance for Patient room cleanliness.

When that we were at 37%. I'm working on getting the High touch areas cleaned in Discharge and General room areas within the hospital





Do you have any  
questions?



## **BOARD COMMITTEE REPORTS**

**Hybrid Meeting Minutes**  
**October 10th, 2023**  
**Noon at the hospital conference room**

**1. Call to order**

OUR MISSION: To raise funds and provide services that will support the viability and long-term goals of the Lewis County Hospital District No. 1. This includes, but is not limited to, taking a leadership role in maintaining and improving community connection and confidence in all aspects of the hospital's health care system.

- **ATTENDEES :** Mark Fisher, Katelin Forrester, Gwen Turner, Jessica Scogin, Robert Mach, Paula Baker, Christine Brower, Kip Henderson, Jeannine Walker, Lenee Langdon, Shannon Kelly, Christie Griether, Martha Wright
- **EXCUSED ABSENCES:** Bonnie Justice, Ann Marie Forsman, Kim Olive

**2. Approval of Treasurer's Report and September Minutes** Kaitlyn and Rob, motion carries

**3. Administrators Report-** Rob's time has been working on the budget. Continuing recruitment for another doctor and two nurse practitioners. One new doctor onboarding today.

**4. Executive Directors Report:**

- Auction report, numbers are currently at \$30,000, about 20 people less in attendance than last year. Some additional donations potentially pending from doctors that were unable to attend. This year was not as good as last year as far as the auction portion, we had more sponsors this year. 94 items donated by community members.
- Father Smith auction report - \$1800 worth of art was sold, part goes to art gallery, part to food bank, \$1200 coming to AHF.
- Mamos and mocktails October 28<sup>th</sup> (almost full spaces) 2 spots only open. Anyone who wants to come make mocktails are welcome to join. Christine will be helping.
- Foundation Giving day. Give employees gift cards. They get information on the 15 min philanthropy. Happens in November. Needs a couple of people to help with this.
- Giftshop Christmas sale 28,29 of November, weekend after Thanksgiving in the conference room.

**5. Old Business:**

- Arbor health Foundation memorial plaque – A mockup plaque is being put together by Awards West together with an estimate.
- Hospital support agreement – waiting for legal to get the changes back to us to change the designation of foundation for compliance. There will be some bylaws recommended also.

**6. New Business:**

**7. Next Meeting: November 14 (Christmas meeting in December at Bonnie's House)**

**Good of the order**

- Remember we can have people help out at events without joining the Foundation
- Always looking for Foundation members too
- Thank you note to the Foundation for the wheelchairs purchased by the Foundation.

Meeting closed at 12:33 pm

## **CONSENT AGENDA**



**LEWIS COUNTY HOSPITAL DISTRICT NO. 1  
REGULAR BOARD OF COMMISSIONERS' MEETING**

**October 25, 2023, at 3:30 p.m.**

**Conference Room 1 & 2 and via ZOOM**

<https://myarborhealth.zoom.us/j/82357530294>

Meeting ID: 823 5753 0294

One tap mobile: +12532050468,,82357530294#

Dial: +1 253 205 0468 US

**Mission Statement**

**To foster trust and nurture a healthy community.**

**Vision Statement**

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AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
<b>Call to Order</b> <b>Roll Call</b> <b>Unexcused/Excused</b> <b>Absences</b> <b>Reading the Mission</b> <b>&amp; Vision Statements</b>	<p>Board Chair Herrin called the meeting to order at 3:30 p.m.</p> <p><b>Commissioners present:</b></p> <ul style="list-style-type: none"><li><input checked="" type="checkbox"/> Tom Herrin, Board Chair</li><li><input checked="" type="checkbox"/> Kim Olive, Secretary</li><li><input checked="" type="checkbox"/> Wes McMahan</li><li><input checked="" type="checkbox"/> Craig Coppock</li><li><input checked="" type="checkbox"/> Trish Frady</li></ul> <p><b>Others present:</b></p> <ul style="list-style-type: none"><li><input checked="" type="checkbox"/> Robert Mach, Superintendent</li><li><input checked="" type="checkbox"/> Shana Garcia, Executive Assistant</li><li><input checked="" type="checkbox"/> Barbara Van Duren, CNO/CQO</li><li><input checked="" type="checkbox"/> Cheryl Cornwell, CFO</li><li><input checked="" type="checkbox"/> Shannon Kelly, CHRO</li><li><input checked="" type="checkbox"/> Julie Taylor, Ancillary Services Director</li><li><input type="checkbox"/> Dr. Kevin McCurry, CMO</li><li><input checked="" type="checkbox"/> Matthew Lindstrom, CFMO</li><li><input checked="" type="checkbox"/> Spencer Hargett, Compliance Officer</li><li><input checked="" type="checkbox"/> Janice Cramer, Patient Access Manager</li></ul>			

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
	<ul style="list-style-type: none"> <li>☒ Barb Goble, Medical Staff Coordinator</li> <li>☒ Dr. Travis Podbilski, Chief of Staff</li> <li>☒ Buddy Rose, Reporter</li> <li>☒ Julie Johnson, Quality Manager</li> <li>☒ Jessica Scogin, Foundation Manager</li> <li>☒ Jim Frey, IT Director</li> <li>☒ Van Anderson, Community Member</li> <li>☒ Diane Markham, Marketing and Communication Manager</li> <li>☒ LeeAnn Evans, Inpatient &amp; Emergency Services Director</li> <li>☒ Jennifer Neely, Case Manager</li> </ul> <p>Board Chair Herrin noted the chat function has been disabled and the meeting will not be recorded.</p>			
<b>Approval or Amendment of Agenda</b>		Commissioner Frady made a motion to approve the agenda. Commissioner Coppock seconded and the motion passed unanimously.		
<b>Conflicts of Interest</b>	Board Chair Herrin asked the attendees to state any conflicts of interest with today's agenda.	None noted.		
<b>Comments and Remarks</b>	<p>Commissioners: Secretary Olive thanked the staff and volunteers who contributed to making the dinner auction happen.</p> <p>Commissioner Frady shared a recent patient's experience praising the treatment received at this hospital. Kudos were given to imaging, lab, surgery and specialty clinic. Big thanks to all staff.</p> <p>Commissioner Coppock noted the importance of being an accessible and easy Board to communicate with. Commissioner McMahan echoed comments made and proud of the continued community outreach and dedicated people at Arbor Health. Board Chair Herrin shared excitement in hearing the</p>			



AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
	<p>praises and less negative feedback. Kudos to a successful auction and suggested revisiting the weekend to avoid conflicts in the District.</p> <p>Audience: None.</p>			
Executive Session- RCW 70.41.200	<p>Board Chair Herrin announced going into executive session at 3:38 p.m. for five minutes to discuss RCW 70.41.200-Medical Privileging. The Board returned to open session at 3:43 p.m. Board Chair Herrin noted no decisions were made in Executive Session.</p> <p>Initial Appointments- Radia Inc.</p> <ol style="list-style-type: none"> <li>1. Jill Furubayashi, MD (Consulting Radiology Privileges)</li> <li>2. Jonathan Hart, MD (Consulting Radiology Privileges)</li> <li>3. Pierre Shepherd, MD (Consulting Radiology Privileges)</li> </ol> <p>Reappointments: Radia Inc.</p> <ol style="list-style-type: none"> <li>1. Dawn Hastreiter, MD (Consulting Radiology Privileges)</li> </ol> <p>Providence Health &amp; Services Privileging by Proxy</p> <ol style="list-style-type: none"> <li>1. Carson Van Sanford, MD (Consulting Telestroke/Neurology Privileges)</li> <li>2. Margarita Oveian, MD (Consulting Telestroke/Neurology Privileges)</li> </ol>	<p>Commissioner Frady made a motion to approve the Medical Privileging as presented, Commissioner Coppock seconded. The motion passed unanimously.</p>		

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
	3. Sarabjit Atwal, MD (Consulting Telestroke/Neurology Privileges)			
Department Spotlight <ul style="list-style-type: none"> <li>Skilled Swing Bed</li> </ul>	ED & Inpatient Director Evans and Case Manager Neely highlighted the importance of the swing bed program, what is a qualifying patient, investments to date, 2023 success, the importance on access to referrals in various systems. The main goal is to bring patients home to recover and rehab.			
Board Committee Reports <ul style="list-style-type: none"> <li>Hospital Foundation Report</li> </ul>	Foundation Manager Scogin shared the dinner auction received 94 donations and grossed approximately \$29,000. The Mammos and Mocktails is on target with 24 patients scheduled. The giftshop sales is scheduled for November 28 <sup>th</sup> and 29 <sup>th</sup> . Planning the Foundation Giving Day is coming up for employees to sign up for 15-minute philanthropy. Encouraging the commissioners will join in and serve pie during the time slots.			
<ul style="list-style-type: none"> <li>Finance Committee Report</li> </ul>	Commissioner McMahan's finance update included September was a difficult month. Volumes were down, revenue was down, overall expenses continue to be contained, but summer months were slow, and the bottom line shows a loss month to date. Introduced the 2024 budget, recommend adding Rodney Reynolds as a signer, and approve items for surplus.			
Consent Agenda	Board Chair Herrin announced the consent agenda items for consideration of approval: <ol style="list-style-type: none"> <li>Approval of Minutes <ol style="list-style-type: none"> <li>September 27, 2023, Regular Board Meeting</li> <li>October 18, 2023, Finance Committee Meeting</li> </ol> </li> </ol>	Commissioner Frady made a motion to approve the Consent Agenda and Commissioner Coppock seconded. The motion passed unanimously.		

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
	<p>2. Warrants &amp; EFTs in the amount of \$3,952,220.47 dated September 2023</p> <p>3. Resolution 23-20-Declaring to Surplus or Dispose of Certain Property</p>	Minutes, Warrants and Resolutions will be sent for electronic signatures.	Executive Assistant Garcia	10.27.23
<b>Old Business</b> <ul style="list-style-type: none"> <li>Resolution 23-21- Approving the Amended Board Bylaws</li> </ul>	Board Chair Herrin presented the amended board bylaws which included grammatical edits and updating the order of business as discussed in September.	<p>Secretary Olive made a motion to approve the Resolution 23-21 and Commissioner Frady seconded. The motion passed unanimously.</p> <p>Resolution will be sent for electronic signatures.</p>	Executive Assistant Garcia	10.27.23
<b>New Business</b> <ul style="list-style-type: none"> <li>Introduce Proposed Budget</li> </ul>	<p>CFO Cornwell introduced the proposed 2024 Budget. Volumes were adjusted accordingly and include having a fulltime podiatrist, growing orthopedics, adding more days with a fulltime MRI onsite, Dr. Ho rejoining in Mossyrock, full year of Packwood Clinic operating as Rural Health Clinic and the Medicaid Enhancement Reimbursement of an estimated \$600,000. Expenses remain similar to 2023. The budget is showing a loss of an estimated \$800,000; however, could shift. Always keep in mind, the District needs to grow revenue and reducing costs does not help the Critical Access Hospitals (CAH) Model. These days CAH's are running as lean as possible.</p> <p>CFO Cornwell presented the 5-year capital budget noting the critical items are highlight. The managers have identified that if the identified equipment stops working, replacements equipment will need to be purchased.</p> <p>The Board recognizes a negative budget is not where the District needs to be but know there are expenses that are mandated to stay operational and provide safe,</p>	Present the 2024 Budget, take public comment and adopt the budget.	CFO Cornwell & Board Chair Herrin	11.13.23

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
	<p>quality care. Superintendent Mach noted this is a conservative budget, so volumes are not inflated even though things are in the pipelines.</p> <p>The proposed 2024 budget will continue to evolve in preparation for the Special Board Meeting-Public Hearing on Monday, November 13, 2023.</p>			
<ul style="list-style-type: none"> <li>Signing Authority</li> </ul>	Executive Assistant Garcia shared Lewis County has requested to add Rodney Reynold, Investment & Banking Officer as a backup signer in the absence of Arny Davis, Treasurer. As stated in Resolution 21-17 the Superintendent can add signers to the District's bank accounts. Executive Assistant Garcia requested board support on this additional signer as it is not required by RCW.	Commissioner Frady made a motion to support the additional signer, Rodney Reynolds to District Bank Accounts and Commissioner Coppock seconded. The motion passed unanimously.	CFO Cornwell & Controller Scogin	Prior to 12.31.23
<ul style="list-style-type: none"> <li>Board Policy and Procedure Review</li> </ul>	<p>Board Chair Herrin presented the following policies/procedures for review and/or revision:</p> <ol style="list-style-type: none"> <li>1. Commissioner Compensation for Meetings and Other Services-Marked a Revised.</li> <li>2. Board E-Mail Communication-Marked as Reviewed.</li> <li>3. Board Meeting Teleconference-Marked as Reviewed.</li> <li>4. Board Mobile Device Management-Marked as Reviewed.</li> </ol>	<p>Commissioner Coppock made a motion to approve the P &amp; P's and Secretary Olive seconded. The motion passed unanimously.</p> <p>Mark one as revised and three documents as Reviewed in Lucidoc.</p>	Executive Assistant Garcia	10.27.23
<b>Superintendent Report</b>	<p>Superintendent Mach highlighted the memo in the packet and added the following updates:</p> <ol style="list-style-type: none"> <li>1. Dinner Auction was a fun event.</li> <li>2. Welcomed Barbara van Duren as new CNO/CQO.</li> <li>3. Attended WSHA Conference and good</li> </ol>			

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
	<p>networking with Providence CEO, hoping to gain access to EPIC to increase swing bed patients.</p> <p>4. Making progress on plan for Orthopedics.</p> <p>5. Attending a meeting with Centralia College East to partner on growing future healthcare professionals.</p> <p>Superintendent Mach presented Strategic Plan to date. Board Chair Herrin requested looking at the format for next quarter.</p>	Review format of Strategic Plan for next quarter's update.	Superintendent Mach	01.31.24
<b>Meeting Summary &amp; Evaluation</b>	<p>Superintendent Mach highlighted the meeting which included decisions made and action items.</p> <p>Secretary Olive appreciated the budget discussion which included the details. Commissioner Frady appreciated everyone thoughts and interactions. Commissioner Coppock enjoyed the spotlight, and all budget questions were answered even though he missed Finance Committee. Commissioner McMahan appreciates the hard work of staff and being forward thinking verses a reactive approach. Board Chair Herrin enjoyed the meeting topics and building trust with a new C-Suite as we move forward.</p>			
<b>Adjournment</b>		Commissioner Coppock moved and Commissioner Frady seconded to adjourn the meeting at 5:15 p.m. The motion passed unanimously.		

Respectfully submitted,

Kim Olive, Secretary

Date



**LEWIS COUNTY HOSPITAL DISTRICT NO. 1**  
**Compliance Committee Meeting**  
**November 1, 2023, at 12:00 p.m.**  
**Via Zoom**

**Mission Statement**  
**To foster trust and nurture a healthy community.**

**Vision Statement**  
**To provide every patient the best care and every employee the best place to work.**

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
Call to Order Roll Call Unexcused/Excused Absences Reading the Mission & Vision Statements	Commissioner McMahan called the meeting to order via Zoom at 12:00 p.m.  Commissioner(s) Present in Person or via Zoom: <input checked="" type="checkbox"/> Wes McMahan, Commissioner <input checked="" type="checkbox"/> Trish Frady, Commissioner  Committee Member(s) Present in Person or via Zoom: <input checked="" type="checkbox"/> Robert Mach, CEO <input checked="" type="checkbox"/> Shana Garcia, Executive Assistant <input checked="" type="checkbox"/> Spencer Hargett, Compliance Officer <input checked="" type="checkbox"/> Cheryl Cornwell, CFO <input checked="" type="checkbox"/> Shannon Kelly, CHRO <input checked="" type="checkbox"/> Sherry Sofich, Revenue Cycle Director <input checked="" type="checkbox"/> Barbara van Duren, CNO/CQO <input checked="" type="checkbox"/> Julie Johnson, Quality Manager <input checked="" type="checkbox"/> Matthew Lindstrom, Facilities Director <input checked="" type="checkbox"/> Jim Frey, IT Director <input checked="" type="checkbox"/> Julie Taylor, Ancillary Services Director			
Approval or Amendment of Agenda	No amendments noted.	Commissioner Frady made a motion to approve the agenda and Superintendent		

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
		Mach seconded. The motion passed unanimously.		
Conflicts of Interest	Commissioner McMahan asked the Committee to state any conflicts of interest with today's agenda.	None noted.		
Committee Reports <ul style="list-style-type: none"> <li>Compliance Operational Workgroup Recap</li> </ul>	Compliance Officer Hargett highlighted the workgroup minutes and the areas of focus.			
Consent Agenda	<p>Commissioner McMahan announced the following in consent agenda up for approval:</p> <ol style="list-style-type: none"> <li>1. Review of Compliance Minutes –August 2, 2023</li> <li>2. Review of Compliance Operational Workgroup Minutes –September 6, 2023</li> <li>3. Review of Compliance Operational Workgroup Minutes –October 4, 2023</li> <li>4. Compliance Program Update</li> <li>5. Annual Action Schedule</li> <li>6. Regulatory Audit Dashboard</li> <li>7. New &amp; Updated Laws Dashboard</li> </ol>	Superintendent Mach made a motion to approve the consent agenda. Ancillary Services Director Taylor seconded. Motion passed unanimously.		
Old Business	Nothing to report.			
New Business <ul style="list-style-type: none"> <li>Q3 2023 Workplan Audit</li> </ul>	<p>Compliance Officer Hargett reported key updates on 2023 initiatives.</p> <p>Commissioner McMahan expressed concerns related to Oracle previously Cerner. Compliance Officer Hargett shared there are meetings every two weeks to address open items. Superintendent Mach is not impressed with Oracle's service, or the costs associated with for updates. There is no immediate solution but being proactive on the regulations and in the queue to complete.</p>			

AGENDA	DISCUSSION	ACTION	OWNER	DUE DATE
<ul style="list-style-type: none"> <li>Annual Compliance Risk Assessment</li> </ul>	<p>Compliance Officer Hargett collaborated with the Rural Collaborative (TRC) Compliance Officers in October ranking top compliance risks. Some items were on our radar and some were new. Provided key definitions to identify if the list of risks were inherent or residual risk to the District, as well as the impact and likelihood.</p> <p>The Committee completed the exercise to identify the highest items of risk via a MENTI tool.</p> <p>Commissioner McMahan requested additional training for the Board regarding Cybersecurity.</p>	Provide Cybersecurity training through Relias to the Board of Commissioners.	IT Director Frey, CHRO Kelly and Compliance Officer Hargett	Complete in early 2024.
<ul style="list-style-type: none"> <li>National Corporate Compliance &amp; Ethics Week</li> </ul>	<p>Compliance Officer Hargett noted National Corporate Compliance &amp; Ethics Week is November 6<sup>th</sup>. There will be a compliance questionnaire coming your way to complete. There is a friendly competition going on with TRC, so make sure to click the link to the survey to help Arbor Health win for highest level of participation.</p>	Complete Compliance Questionnaire survey.	All Staff	10.10.23
Meeting Summary & Evaluation	<p>Compliance Officer Hargett provided a summary report. Commissioner McMahan noted strong work. Commissioner Frady thanked everyone for their hard work as this is her last committee meeting. Recommended providing compliance training and education for the new commissioners come the first of the year.</p>	Provide compliance education and training for new commissioners during onboarding process.	Compliance Officer Hargett	01.31.24
Adjournment	Commissioner McMahan adjourned the meeting at 1:06 p.m.			



WARRANT & EFT LISTING NO. 2023-10

RECORD OF CLAIMS ALLOWED BY THE  
BOARD OF LEWIS COUNTY  
COMMISSIONERS

The following vouchers have been audited,  
charged to the proper account, and are within the  
budget appropriation.

CERTIFICATION

I, the undersigned, do hereby certify, under  
penalty of perjury, that the materials have been  
furnished, as described herein, and that the claim  
is a just, due and unpaid obligation against  
LEWIS COUNTY HOSPITAL DISTRICT NO. 1  
and that I am authorized to authenticate and  
certify said claim.

Signed:

\_\_\_\_\_  
Cheryl Cornwell, CFO

We, the undersigned Lewis County Hospital  
District No. 1 Commissioners, do hereby certify  
that the merchandise or services hereinafter  
specified has been received and that total  
Warrants and EFT's are approved for payment  
in the amount of

\$3,944,541.84 this 15<sup>th</sup> day

of November 2023

\_\_\_\_\_  
Board Chair, Tom Herrin

\_\_\_\_\_  
Secretary, Kim Olive

\_\_\_\_\_  
Commissioner, Wes McMahan

\_\_\_\_\_  
Commissioner, Craig Coppock

\_\_\_\_\_  
Commissioner, Patricia Frady

SEE WARRANT & EFT REGISTER in the amount of \$3,944,541.84 dated November 1, 2023 –  
November 30, 2023.

Oct-23

# ARBOR HEALTH WARRANT REGISTER

Routine A/P Runs

Warrant No.	Date	Amount	Description
131723 - 131736	2-Oct-2023	832,572.41	CHECK RUN
131738 - 131750	9-Oct-2023	52,490.62	CHECK RUN
131751 - 131779	9-Oct-2023	103,420.19	CHECK RUN
131780 - 131829	13-Oct-2023	258,883.63	CHECK RUN
131830	2-Oct-2023	981.00	CHECK RUN
131831	3-Oct-2023	40.00	CHECK RUN
131832 - 131833	10-Oct-2023	1,069.52	CHECK RUN
131834 - 131843	13-Oct-2023	18,740.83	CHECK RUN
131844 - 131864	16-Oct-2023	178,843.04	CHECK RUN
131865 - 131919	20-Oct-2023	188,551.95	CHECK RUN
131920 - 131944	23-Oct-2023	934,986.25	CHECK RUN
131945 - 131992	27-Oct-2023	128,436.51	CHECK RUN
131993 - 132009	30-Oct-2023	853,397.46	CHECK RUN
132010	3-Oct-2023	134.26	CHECK RUN
132011	17-Oct-2023	3,706.31	CHECK RUN
132012	17-Oct-2023	1,798.70	CHECK RUN
132013	23-Oct-2023	392.81	CHECK RUN
132014	24-Oct-2023	1,856.84	CHECK RUN
132015	26-Oct-2023	546.73	CHECK RUN
132016	26-Oct-2023	25,980.16	CHECK RUN
132017	30-Oct-2023	244.09	CHECK RUN
132018	31-Oct-2023	2,180.44	CHECK RUN
132019	31-Oct-2023	981.00	CHECK RUN
132020	16-Oct-2023	10,059.00	CHECK RUN
<b>Total - Check Runs</b>		<b>\$ 3,600,293.75</b>	

*Error Corrections - in Check Register Order*

Warrant No.	Date Voided	Amount	Description
131659	16-Oct-23	5.40	VOID CHECK
126285	17-Oct-23	40.00	VOID CHECK
123253	18-Oct-23	5.00	VOID CHECK
123193	18-Oct-23	105.52	VOID CHECK
123422	18-Oct-23	131.00	VOID CHECK

124641	18-Oct-23	10. 00	VOID CHECK
124645	18-Oct-23	2. 00	VOID CHECK
124636	18-Oct-23	5. 00	VOID CHECK
124639	18-Oct-23	10. 00	VOID CHECK
124649	18-Oct-23	2. 88	VOID CHECK
125220	18-Oct-23	15. 00	VOID CHECK
125221	18-Oct-23	11. 42	VOID CHECK
125222	18-Oct-23	40. 00	VOID CHECK
125250	18-Oct-23	20. 00	VOID CHECK
125310	18-Oct-23	90. 00	VOID CHECK
156186	18-Oct-23	10. 00	VOID CHECK
126289	18-Oct-23	25. 00	VOID CHECK
127049	18-Oct-23	7. 56	VOID CHECK
127248	18-Oct-23	16. 69	VOID CHECK
127262	18-Oct-23	39. 52	VOID CHECK
118581	19-Oct-23	344. 00	VOID CHECK
124624	20-Oct-23	14. 40	VOID CHECK
131784	31-Oct-23	100. 00	VOID CHECK

<b>TOTAL – VOIDED CHECKS</b>	<b>\$ 1, 050. 53</b>
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<b><i>UMPQUA BANK CHECKS, EFT'S, LESS VOIDS</i></b>	<b>\$ 3, 599, 243. 22</b>
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Eft	Date	Amount	Description
4771	3-Oct-2023	200. 56	TPSC
4772	4-Oct-2023	148. 50	TPSC
4773	10-Oct-2023	339. 68	TPSC
1210	13-Oct-2023	174, 885. 79	IRS
4774	16-Oct-2023	20. 00	TPSC
4775	23-Oct-2023	36. 26	TPSC
1211	27-Oct-2023	167, 165. 12	IRS
4776	30-Oct-2023	1, 314. 68	TPSC
4777	31-Oct-2023	137. 50	TPSC

<b><i>TOTAL EFTS AT SECURITY STATE BANK</i></b>	<b>\$ 344, 248. 09</b>
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<b><i>TOTAL CHECKS, EFT'S, &amp; TRANSFERS</i></b>	<b><u>\$ 3, 944, 541. 84</u></b>
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**OLD BUSINESS**

## **NEW BUSINESS**

## Board of Directors Board Evaluation

Rankings go from 1=Low/Disagree up to 5=High/Agree

	<b><u>Board Activity</u></b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1	The Board operates under a set of policies, procedures, and guidelines with which all members are familiar.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	The Executive Committee reports to the Board on all actions taken.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	There are standing committees of the Board that meet regularly and report to the Board.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Board meetings are well attended, with near full turnout at each meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Each board member has at least one committee assignment.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Nomination and appointment of board members follow clearly established procedures using known criteria.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Newly elected board members receive adequate orientation to their role and what is expected of them.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	Each board meeting includes an opportunity for learning about the District's activities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9	The Board follows its policy that defines term limits for board members.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10	The Board fully understands and is supportive of the strategic planning process.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11	Board members receive meeting agendas and supporting materials in time for adequate advance review.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12	The Board adequately oversees the financial performance and fiduciary accountability of the organization.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13	The Board receives regular financial updates and takes necessary steps to ensure the operations of the District are sound.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14	The Board regularly reviews and evaluates the performance of the Superintendent/CEO.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15	The Board actively engages in discussion around significant issues.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16	The Board Chair effectively and appropriately leads and facilitates the Board Meetings and the policy and governance work of the Board.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	<b><u>Mission and Purpose</u></b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1	Statements of the District's mission are well understood and supported by the Board.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Board meeting presentations and discussions consistently references the District's mission statement.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	The Board reviews the District's performance in carrying out the stated mission on a regular basis.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	<b><u>Governance/Partnership Alignment</u></b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1	The Board exercises its governance role ensuring that the District supports and upholds the mission statement, core values, and vision statement.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	The Board periodically reviews, and is familiar with, the District's partnership; AWPFD, WSHA, TRC, etc.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	The Board reviews its own performance and measures its own effectiveness in governance work.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	The Board is actively engaged in the board development processes.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	<b><u>Board Organization</u></b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1	Information provided by staff is adequate to ensure effective board governance and decision making.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	The Committee structure logically addresses the District's areas of operation.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	All committees have adequate agendas and minutes for each meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	All committees address issues of substance.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

<p>Please make any other comments about the work and effectiveness of the Board:</p> <p>Click or tap here to enter text.</p>
--



**LEWIS COUNTY HOSPITAL DISTRICT NO. 1**  
**MORTON, WASHINGTON**

RESOLUTION APPROVING  
THE CAPITAL PURCHASE OF  
LAB CBC ANALYZER

RESOLUTION NO. 23-23

WHEREAS, the Lewis County Hospital District No. 1 owns and operates Arbor Health, a 25-bed Critical Access Hospital located in Morton, Washington, and;

WHEREAS, the Lewis County Hospital District No. 1 feel that this is worthy,

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of Lewis County Hospital  
District No. 1 as follows:

**Approving the purchase of the Lab CBC Analyzer.**

**The new purchase cost is \$61,193.38 which will be a new 60-month lease.**

ADOPTED and APPROVED by the Commissioners of Lewis County Hospital District No. 1 in  
an open public meeting thereof held in compliance with the requirements of the Open Public  
Meetings Act this 15<sup>th</sup> day of November 2023, the following commissioners being present and  
voting in favor of this resolution.

\_\_\_\_\_  
Tom Herrin, Board Chair

\_\_\_\_\_  
Kim Olive, Secretary

\_\_\_\_\_  
Wes McMahan, Commissioner

\_\_\_\_\_  
Craig Coppock, Commissioner

\_\_\_\_\_  
Patricia Frady, Commissioner





## CAPITAL EQUIPMENT/ASSESSMENT REQUEST FORM

### SECTION 1 - DEPARTMENT INFORMATION / ITEM REQUESTED

Department Name	<u>Laboratory</u>	Department#	<u>7070</u>
Manager	<u>Julie Taylor</u>	Phone #	<u>360 496-3526</u>
General Description of Item	<u>Sysmex XN-1000 BR and Ortho 2 in 1 Blood Bank workstation</u>		
Reason For Purchase (Choose all that apply)	<input type="checkbox"/> New <input checked="" type="checkbox"/> Replacement <input checked="" type="checkbox"/> End of Life <input type="checkbox"/> Quality of Care <input type="checkbox"/> Patient Satisfaction <input type="checkbox"/> Increase <input type="checkbox"/> Other		
Expected Life of New Equipment in Years	<u>7</u>	Years	

Notes about reason for request, effect on department's operations, effect on other departments, and impact of purchase on revenues or volumes :

The Hematology analyzer is end of life. The company is no longer selling this model and does not have another model that they offer. This analyzer performs the CBC for the lab which is the most commonly ordered lab test. The new instrument will run Retic Counts as well as being able to run body fluid for counts. The blood bank workstation is no longer being serviced by the company or selling parts for the workstation. This workstation is used for all crossmatches in the Blood Bank. The current workstation is end of life with no replacement parts.

Do We Have Any Similar Equipment In The Organization / Which Department? ☐ Yes ☒ No  
Can This Equipment Be Utilized By Other Departments? ☐ Yes ☒ No

Were (3) Competitive Quotes Obtained? (Please Attach) ☐ Yes ☒ No - Detail below

Obtained 2 competitive quotes for Hematology analyzer as the current company does not have a model that they currently sell. The quote for the new Hematology analyzer also includes a package that will get the lab a new Blood Bank workstation. The other quote does not.

Suggested Vendor	<u>Sysmex</u>	PREFERRED MODEL #	<u>Sysmex XN-1000BR</u>
Name/Contact Of Vendor	<u>Leroy Kerby</u>		
Estimated Price \$	<u>\$61,193.38</u>		
Source Of Estimated Price	<input checked="" type="checkbox"/> Quote (attach) <input type="checkbox"/> Other (Explain) _____		

### SECTION 2 – DEPARTMENT AND TECHNOLOGY IMPACT

Will this purchase interface with our computer system? ☒ Yes - Detail below ☐ No ☐ Unsure

The new Hematology analyzer will need to be interfaced into Cerner.

Facilities Involvement	<input checked="" type="checkbox"/> Yes - Detail below	<input type="checkbox"/> No	<input type="checkbox"/> Unsure
Biomed Involvement	<input checked="" type="checkbox"/> Yes - Detail below	<input type="checkbox"/> No	<input type="checkbox"/> Unsure
Clinical Informatics Involvement	<input checked="" type="checkbox"/> Yes - Detail below	<input type="checkbox"/> No	<input type="checkbox"/> Unsure
Infection Control	<input checked="" type="checkbox"/> Yes - Detail below	<input type="checkbox"/> No	<input type="checkbox"/> Unsure
IT Involvement	<input checked="" type="checkbox"/> Yes - Detail below	<input type="checkbox"/> No	<input type="checkbox"/> Unsure
Material Management	<input checked="" type="checkbox"/> Yes - Detail below	<input type="checkbox"/> No	<input type="checkbox"/> Unsure

Explain and/or quantify any known involvement or expenses in these areas.

**SECTION 3 - EQUIPMENT ASSESSMENT TEAM EVALUATION SUMMARY**

Assessment Team Members:

Date of Meeting:

<b>PROS</b>	
<b>CONS</b>	
<b>CONSIDERATIONS</b>	
<b>RECOMMENDATIONS</b>	
<b>WARRANTY INFORMATION</b>	
<b>ADDITIONAL ACQUISITION/ PREP COST \$</b>	
<b>ADDITIONAL PREP/ TRAINING HOURS</b>	
<b>COMMENTS</b>	

<b>Base Equipment Price - As Provided</b>	\$ 61,193.38		
<b>Support And Maintenance Costs</b>			\$ 1,362.51
<b>Additional Cost of Installation Support</b>		<b>Total Monthly Consumables Cost</b>	
<b>Total Additional Associated Cost</b>	\$ -		
<b>Shipping, Delivery and Installation</b>	\$ -		
<b>Sales Tax</b>	\$ -	<b>Depreciation</b>	\$ 8,741.91
<b>TOTAL NON- RECURRING EXPENSE</b>	\$ 61,193.38		
<b>TOTAL RECURRING EXPENSE</b>			\$ 10,950.00

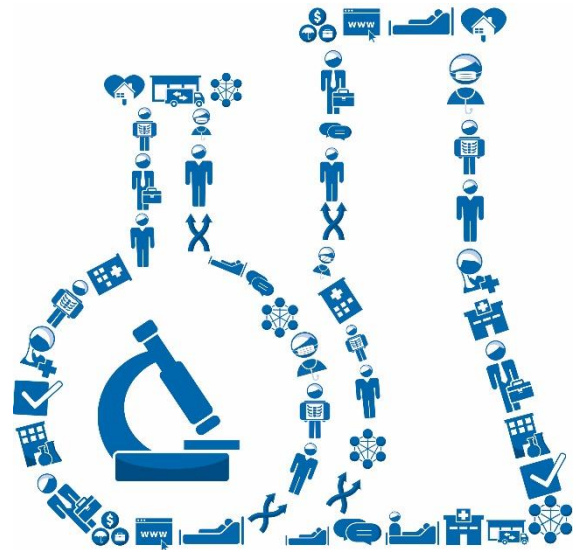
per yr to begin on yr 2

<b>*** FOR FINANCE DEPARTMENT USE ONLY ***</b>	
HOW ARE WE PAYING FOR THIS? _____	
IS THIS BUDGETED	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
BUDGETED PURCHASE DATE	_____
<b>TYPE OF EQUIPMENT</b> <input type="checkbox"/> Building Improvement <input type="checkbox"/> Fixed Equipment <input type="checkbox"/> Building <input type="checkbox"/> Capital Lease <input type="checkbox"/> Major Moveable Equipment <input type="checkbox"/> Other - Explain _____	

<b>*** APPROVALS ***</b>	
Chief Financial Officer	_____ Date
Chief Executive Officer	_____ Date
Board of Commissioner Chairperson if > than \$30,000	_____ Date

# MORTON GENERAL HOSPITAL

**521 ADAMS AVE,  
MORTON, WA 98356**



McKesson Medical-Surgical works with labs, health systems, physician offices, extended care providers, in-home patients, payers and others across the spectrum of care to build healthier organizations that deliver better care to patients in every setting. McKesson Medical-Surgical helps its customers improve their financial, operational and clinical performance with solutions that include pharmaceutical and medical-surgical supply management, healthcare information technology and business and clinical services.

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McKesson Medical Surgical  
9954 Mayland Drive, Suite 4000, Richmond, VA  
mms.mckesson.com

## MORTON GENERAL HOSPITAL

521 ADAMS AVE,  
MORTON, WA 98356

Prepared by: Leroy Kerby  
Prepared Especially for: Julie Taylor  
Date Prepared: 9/19/2023  
Quote Number: CPQ-54936

### Hematology - Sysmex

Quantity	UOM	Description	Unit Price	Extended Price
1	EA	Analyzer, Hematology Xn-1000 Br 6 Part	\$69,500.00	\$69,500.00
1	EA	Sysmex Let's Go Promo Discount 5% Exp 12/23/2023	\$(3,475.00)	\$(3,475.00)
1	EA	Multi-instrument discount- McKesson Funded	\$(10,000.00)	\$(10,000.00)
1	EA	XN-1000-BR, Service Type: Warranty, Level: Beyond Care, Start year: 1, # of years: 1	\$0.00	\$0.00
1	EA	XN-1000-BR, Training Site: VILT, Air Paid: N/A, Total Slots: 10	\$0.00	\$0.00
1	EA	Shipping - \$0.00	\$0.00	\$0.00
Hematology - Sysmex Total				\$56,025.00

### Blood Bank - Ortho Clinical Diagnostics

Quantity	UOM	Description	Unit Price	Extended Price
1	EA	Workstation, Ortho 2 In 1 W/idthipmaster Pipettor tipmaster pipettor	\$5,168.38	\$5,168.38
1	EA	Ortho Workstation, Service Type: Warranty, Level: Standard, Start year: 1, # of years: 1	\$0.00	\$0.00
1	EA	Shipping - \$0.00	\$0.00	\$0.00
Blood Bank - Ortho Clinical Diagnostics Total				\$5,168.38

Grand Total	\$61,193.38
-------------	-------------

This LAB EQUIPMENT SUPPLY AGREEMENT ("**Agreement**"), effective as of the date of execution by Buyer ("**Effective Date**"), is by and between McKesson Medical-Surgical Inc., having its principal place of business at 9954 Mayland Drive, Suite 4000, Richmond, Virginia 23233 ("**Seller**"), and the Buyer listed below, having its principal place of business at the address listed below ("**Buyer**").

1. **Term and Termination.** This Agreement shall commence on the Effective Date and shall remain in effect for the term specified in Attachment A, until terminated by either party if the other party defaults in the performance of this Agreement, on thirty (30) days' prior written notice to the other, specifying the nature of the default, unless such other party cures that default within the thirty (30) day period.

2. **Equipment.**

2.1. **Pricing.** Seller agrees to sell and Buyer agrees to purchase, itself or through a leasing arrangement, at the Quoted Price Per Unit the equipment listed on each Product Order Form ("**Equipment**") attached to this Agreement. Seller's prices do not include sales, use, excise, or similar taxes. The form Product Order Form is attached hereto as Attachment A (Product Order Form).

2.2. **Payment Terms.** The payment terms for Equipment are listed on the Product Order Form. If no payment term is listed, Seller's standard payment terms as listed in its terms of sale on the back of the invoice shall apply.

2.3. **Delivery Date.** Delivery and completion schedules provided by Seller are approximate only and are based on conditions at the time of acceptance of Buyer's order.

2.4. **Delay in Acceptance of Delivery.** Should the agreed delivery date of Equipment be postponed by Buyer, Seller shall have the right to deliver Equipment to a storage area at Buyer's risk and expense, and payments due upon delivery shall become due when Seller is ready to deliver to such storage area.

2.5. **Escalation.** Unless otherwise agreed to in writing, except for Equipment to be delivered within ninety (90) days of Seller's acceptance of Buyer's order, Seller reserves the right to increase its prices to those in effect at the time of shipment.

2.6. **Security Interest.** Unless the Equipment was purchased by Buyer through a leasing arrangement, Buyer hereby grants to McKesson Corporation, a Delaware corporation, for itself and as collateral agent for each of its affiliates, including but not limited to, McKesson Medical-Surgical Inc. and McKesson Medical-Surgical Minnesota Supply Inc. ("**McKesson**"), a security interest in and lien on all of Buyer's right, title, and interest in and to the Equipment and all products and proceeds thereof, as security for Buyer's payment obligations hereunder. Buyer hereby authorizes McKesson to file any UCC financing statement or amendment that McKesson considers necessary to perfect or protect such security interest. If Buyer defaults under this Agreement, Seller has all rights and remedies under applicable law for enforcement of its security interest, which may include the right to self-help repossession of the Equipment.

2.7. **Changes, Cancellation, And Return.**

2.7.1. Orders for Equipment accepted by Seller are not subject to change, except upon written agreement.

2.7.2. Orders for Equipment accepted by Seller are non-cancellable by Buyer except upon Seller's written consent and payment by Buyer of Seller's cancellation charges of up to

twenty-five percent (25%) of the price of the affected Equipment, plus any shipping, insurance, inspection and refurbishment charges. In no event can an order be cancelled by Buyer or Equipment be returned to Seller after shipment has been made from the supplier of such Equipment.

2.8. **Installation – Additional Charges**

2.8.1. **Installation by Seller:** The following applies if Seller or its authorized subcontractor install Equipment: Subject to fulfillment of the obligations set forth in Section 2.8.3 (Buyer's Obligations) below, Seller or the authorized subcontractor shall install Equipment covered hereby and connect same to the requisite safety switches and power lines to be installed by Buyer. Except as otherwise specified below, if such installation and connection are performed by Seller or the authorized subcontractor's technical personnel, prices shown include the cost thereof, provided that the installation and connection can be performed within the continental United States and during normal business hours. Any overtime charges or other special expenses shall be additional charges to the prices shown and the responsibility of Buyer.

2.8.2. **Trade Unions:** If a trade union, or unions, prevent Seller or its authorized subcontractor from performing the above work, Buyer shall make all required arrangements with the trade union, or unions, to permit Seller or the authorized subcontractor's completion of said work. Moreover, any additional cost related to such labor disputes shall be paid by Buyer and Seller or its authorized subcontractor's obligations under such circumstances will be limited to providing engineering supervision of installation and connection of the Products to existing wiring.

2.8.3. **Buyer's Obligations:** Buyer shall at its expense, provide all necessary labor and materials for plumbing service, carpentry work, conduit wiring, and other preparations required for such installation and connection. All such labor and materials shall be completed and available at the time of delivery of Equipment. Additionally, Buyer shall provide free access to the premises of installation, and if necessary, safe space thereon for storage of products and equipment prior to installation by Seller or its authorized subcontractor. If any special work of any type must be performed in order to comply with requirements of any governmental authority, including procurement of special certificates, the same shall be performed or procured by Buyer at Buyer's expense. In the event that Seller or its authorized subcontractor is requested to supervise the installation, it remains Buyer's responsibility to comply with local regulations. Seller, or its authorized subcontractor, is not an architect and all drawings furnished by Seller or its authorized subcontractor are not construction drawings.

2.8.4. **Regulatory Reporting:** In the event that any regulatory activity is performed by other than Seller authorized personnel, Buyer shall be responsible for fulfilling any and all reporting requirements. Seller shall only report activity performed by its authorized personnel.

**Pg 41 Board Packet**

2.8.5. Completion of Installation: Installation shall be complete upon the conclusion of final calibration and checkout under Seller standard procedures. Notwithstanding the foregoing, first use of the products by Buyer, its agents or employees for any purpose after delivery, without the express written approval of Seller, shall constitute completion of installation.

3. **Consumables and Reagents.**

3.1. **Purchase Commitment and Pricing.** Buyer will purchase any and all of the items, including reagents, needed to operate the Instrument ("**Consumable Products**") from Seller, including those Consumable Products submitted by Buyer on a Product Order Form, as provided in this **Section 3.**

3.1.1. Seller agrees to provide such Consumable Products to Buyer for the term of the agreement at the prices listed on the Product Order Form, provided that such pricing is subject to adjustment in the event supplier costs increase. Buyer agrees to purchase Consumable Products in the quantities listed on the Product Order Form within the time periods listed on the Product Order Form. Seller will review Buyer's compliance with this purchase commitment on a quarterly basis, and reserves the right to ship to Buyer and invoice Buyer for any Consumable Products that have not been ordered in compliance with this purchase commitment on a quarterly basis, and reserves the right to ship to Buyer and invoice Buyer for any Consumable Products that have not been ordered in compliance with this purchase commitment before the end of each quarter.

3.2. **Reagent Discounts.** Seller will provide Buyer with the discount(s) listed on the Purchase Order Form, as applicable. These discounts are in addition to any discounts included in the pricing reflected in the Product Order Form. Buyer agrees that the applicable system or construction is integral to Buyer's meaningful use of the Equipment with Buyer's health information technology systems or that the applicable discounted Consumable Products are necessary to test and validate the Equipment prior to Buyer's use. If required by the

manufacturer or otherwise, Buyer must provide Seller with a paid invoice evidencing Buyer's purchase of the applicable system or construction.

4. **Other Terms.** If the parties agree to other and/or different terms than as stated herein, such terms and conditions shall be described in the Product Order form as "**Other Terms**".

5. **Compliance With Laws.** Nothing in this Agreement will be construed as requiring Seller to perform any obligations hereunder or engage in any action or omission that Seller reasonably determines as violating any applicable laws or putting Seller in jeopardy of violating any applicable laws. Seller will have the right, within its sole and absolute discretion, to immediately terminate this Agreement, in whole or in part, without liability if continued performance of any part of this Agreement would violate any laws or put Seller in jeopardy of violating any laws. Buyer will comply with all applicable laws in any way relating to the transactions to be performed under this Agreement or to the maintenance of Buyer's records relating thereto.

6. **Waiver.** Any failure of a party to exercise or enforce any of its rights under this Agreement will not act as a waiver of such rights.

7. **Entire Agreement.** Seller's terms of sale on the reverse side of its invoice shall apply to all purchases of Consumable Products under this Agreement, unless Buyer is participating in a group purchasing program for which Seller has executed a group purchasing agreement with the applicable GPO, in which case the documents will control in the following order: this Agreement, the applicable group purchasing agreement, and then the terms of sale on the reverse side of Seller's invoice. This Agreement may not be modified, supplemented or extended except by a writing signed by both parties. This Agreement supersedes any and all prior Seller agreements and discount plans in which Buyer may currently be participating.

IN WITNESS WHEREOF, the parties have signed and dated this Agreement in the spaces below.

**MORTON GENERAL HOSPITAL**

By: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_  
Bill To Address:  
PO BOX 1138 MORTON, WA 98356  
Bill To #: 54410197

**MCKESSON MEDICAL-SURGICAL INC.**

By: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_  
Account Manager's Name: Leroy Kerby

**Attachment A: Product Order Form**

☐ Please check here if you would like to be contacted about having a standing order for the Consumable Products.

**Contact Name:** \_\_\_\_\_

**Contact Number:** \_\_\_\_\_

## Product Order Form

This Product Order Form is attached to the Lab Equipment Supply Agreement between Buyer and McKesson Medical-Surgical Inc, and is governed by the terms and conditions contained therein.

**Customer:** MORTON GENERAL HOSPITAL

**Date:** 9/19/2023

**Location:** 521 ADAMS AVE,  
MORTON, WA 98356

**Quote Date:** 9/15/2023

**Bill To:** 54410197

**Ship To:** 54430364

**Quote Number:** Q-00040399

### Equipment Purchased:

Equipment Description	MMS Item #	Catalog #	Quantity	List Price Per Unit	Quoted Price Per Unit	Extended Price
Analyzer, Hematology Xn-1000 Br 6 Part r 6 part	930420	XN1000-100-BR-01	1	\$165,675.00	\$69,500.00	\$69,500.00

Equipment Subtotal: \$69,500.00

Returned Equipment: (\$0)

Sysmex Let's Go Promo Discount 5% Exp 12/23/2023: \$(3,475.00)

Multi-instrument discount- McKesson Funded: \$(10,000.00)

Equipment Shipping &amp; Handling: \$0.00

**Equipment Total Price: \$56,025.00**
**Term of Agreement:** 60 Months

**GPO:** Vizient

**Payment Terms for Equipment Listed:** Net 30

Service: Service (if any) is provided by the manufacturer of the Equipment, not Seller.	Equipment Serviced	Service Type	Service Level	Quantity	Service Duration	Start Year/ Months	Number of Years/ Months	Service Price (Annual) Per Instrument
	XN-1000-BR	Warranty	Beyond Care	1	Years	1	1	0.00
	XN-1000-BR	Extended Service	Beyond Care	1	Years	2	4	10,950.00

Training: Training (if any) is provided by the manufacturer of the Equipment, not Seller.	Equipment	Training Site	Paid By:	Total Training Slots	Training Price (Annual)
	XN-1000-BR	VILT	N/A	10	0.00

Consumable Products:	MMS Item #	Catalog #	Description	Unit of Measure	Reagent Annual Patient Volume	Reagent Total Tests/Year	Reagent Cost/Test	Total Kits/Year	Cost/Kit	Total Annual Spend
	841055	213516	XN CHECK BF 6 x 3.0 ml LEVEL 1, 2 (3 ea)	EA				6.00	333.55	\$2,001.30
	841054	213499	XN CHECK 12 x 3.0 ml LEVEL 1, 2, 3 (4 ea)	EA				18.00	333.55	\$6,003.90
	881393	DCL-300A	CELLPACK DCL 20L	EA				31.00	32.29	\$1,000.99
	1057982	CF579595	CELLCLEAN AUTO 20 X 4 mL	BX				19.00	24.00	\$456.00
	841033	BN337547	FLUOROCCELL RET 2 x 12 mL	EA				3.00	301.39	\$904.17
	841034	BT965910	CELLPACK DFL 2 x 1.5 L	EA				4.00	27.86	\$111.44
	1195265	CV377552	FLUOROCCELL WDF 2 x 42 mL	BX				4.00	461.32	\$1,845.28

Pg 43 Board Packet

942801	ZA900001	LYSERCELL WDF 5L	EA				5.00	27.23	\$136.15
841038	CP066715	FLUOROCCELL WNR 2 x 82 mL	EA				3.00	282.27	\$846.81
942800	ZA900002	LYSERCELL WNR 5L (WNR-210A)	EA				5.00	13.78	\$68.90
639958	SLS-220A	SULFOLYSER (5L)	EA				5.00	136.37	\$681.85

**Total Annual Spend: \$14,056.79**

**Other Terms:**

**Total Annual Commitment: \$0.00**

- Prices for Consumable Products not yet commercially available will be determined at the time of introduction and are not covered by this Agreement.
- This proposal expires thirty (30) days from the Quote Date. Seller reserves the right to withdraw this Agreement if it is not executed within such thirty (30) days.
- Promotional pricing is subject to promotional dates.

IN WITNESS WHEREOF, the parties have signed and dated this Agreement in the spaces below.

**MORTON GENERAL HOSPITAL**

By: \_\_\_\_\_  
 Printed Name: \_\_\_\_\_  
 Title: \_\_\_\_\_  
 Date: \_\_\_\_\_  
 Bill To Address:  
 PO BOX 1138 MORTON, WA 98356  
 Bill To #: 54410197

**MCKESSON MEDICAL-SURGICAL INC.**

By: \_\_\_\_\_  
 Printed Name: \_\_\_\_\_  
 Title: \_\_\_\_\_  
 Date: \_\_\_\_\_  
 Account Manager's Name: Leroy Kerby



## Product Order Form

This Product Order Form is attached to the Lab Equipment Supply Agreement between Buyer and McKesson Medical-Surgical Inc, and is governed by the terms and conditions contained therein.

**Customer:** MORTON GENERAL HOSPITAL

**Date:** 9/19/2023

**Location:** 521 ADAMS AVE,  
MORTON, WA 98356

**Quote Date:** 9/19/2023

**Bill To:** 54410197

**Ship To:** 54430364

**Quote Number:** Q-00040399

### Equipment Purchased:

Equipment Description	MMS Item #	Catalog #	Quantity	List Price Per Unit	Quoted Price Per Unit	Extended Price
Workstation, Ortho 2 In 1 W/idthipmaster Pipettor tipmaster pipettor	1152497	6904630T	1	\$6,846.67	\$5,168.38	\$5,168.38

Equipment Subtotal: \$5,168.38

Returned Equipment: \$(0)

Equipment Shipping &amp; Handling: \$0.00

**Equipment Total Price: \$5,168.38**
**Term of Agreement:** 60 Months

**GPO:**
**Payment Terms for Equipment Listed:** Net 30

<b>Service:</b> Service (if any) is provided by the manufacturer of the Equipment, not Seller.	Equipment Serviced	Service Type	Service Level	Quantity	Service Duration	Start Year/ Months	Number of Years/ Months	Service Price (Annual) Per Instrument
	Ortho Workstation	Warranty	Standard	1	Years	1	1	\$0.00

<b>Consumable Products:</b>	MMS Item #	Catalog #	Description	Unit of Measure	Reagent Annual Patient Volume	Reagent Total Tests/Year	Reagent Cost/Test	Total Kits/Year	Cost/Kit	Total Annual Spend
	916325	6902096	Confidence System Kit D/s	EA				1.00	273.26	\$273.26
	883635	719201	Reagent, Affirmagen 0.8% 2x10ml I	PK				1.00	49.05	\$49.05
	877008	6902317	Reagent, Resolve A 0.8% 11x3mlorclnl orclnl	EA				1.00	203.86	\$203.86
	1121480	6902315	Reagent, Selectogen .8% 10ml Rbc (2/ea) D/s bc (2/ea) d/s	EA				1.00	37.71	\$37.71
	883636	6902316	Reagent, Surgiscreen 0.8% 3x10ml ml	PK				1.00	53.20	\$53.20
	1006012	MTS9633	Tip, Pipet Racked Univ (1152/bx) x)	BX				1.00	144.04	\$144.04
	1090982	MTS080515	Mts Card, A/b/d Mono & Rev Group (100/cs) up (100/cs)	CS				1.00	440.09	\$440.09

	1090983	MTS084024	Mts Card, Anti-igg (100/cs)	CS				1.00	621.91	\$621.91
	885502	MTS9230	Mts li Diluent 5x100mlorclnl orclnl	EA				1.00	180.44	\$180.44
	889953	MTS9330	Mts li+ Diluent 5x100mlorclnl orclnl	EA				1.00	180.44	\$180.44
	885845	MTS9632	Pipet Tips Manual 1000/bx	BX				1.00	109.35	\$109.35

**Total Annual Spend:        \$2,293.35**

**Other Terms:**

**Total Annual Commitment:        \$0.00**

- Prices for Consumable Products not yet commercially available will be determined at the time of introduction and are not covered by this Agreement.
- This proposal expires thirty (30) days from the Quote Date. Seller reserves the right to withdraw this Agreement if it is not executed within such thirty (30) days.
- Promotional pricing is subject to promotional dates.

IN WITNESS WHEREOF, the parties have signed and dated this Agreement in the spaces below.

**MORTON GENERAL HOSPITAL**

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Bill To Address: \_\_\_\_\_

PO BOX 1138 MORTON, WA 98356

Bill To #: 54410197

**MCKESSON MEDICAL-SURGICAL INC.**

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Account Manager's Name: Leroy Kerby

## Budgetary Financing Example

Bonnie Lorenzini  
Senior Director



cell phone: 412-670-5841  
email: bonnie.lorenzini@mckesson.com

**Date:** 10/12/2023

**Prepared For:** Morton General Hospital

**Financed Amount:** \$61,193.38

<b>Equipment:</b>	(1) Sysmex Analyzer, Hematology Xn-1000 Br 6 Part	\$56,025.00
	(1) Workstation, Ortho 2 In 1 W/idthipmaster	\$5,168.38

Fair Market Value Lease		
Terms		60 Months
Monthly Payment - Starts 30 Days After Delivery		\$1,163.62

\$1 Buyout Lease		
Terms		60 Months
Monthly Payment - Starts 30 Days After Delivery		\$1,270.14

\*One-time documentation fee will be added to first lease payment  
\*\*Sales tax or any other applicable taxes will be added to payments shown above  
\*\*\*The Equipment Lease is provided by a 3rd party Lessor and is subject to their credit review and approval  
\*\*\*\*Payments are subject to change depending on credit strength of applicant and financial markets at time of delivery

**Quotation Accepted By:** \_\_\_\_\_

**Date:** \_\_\_\_\_

PLEASE NOTE:  
This example is not, and is not to be construed as, a commitment by McKesson or any of its subsidiaries. Structure, rates, terms and conditions are dependent on credit standing, asset mix, project cash flows and other variables considered to arrive at a specific solution. This example is subject to final review and approval by McKesson Capital or 3rd Party Funding Source investment committee in its sole discretion.



## Morton General Hospital Price Exhibit

6/15/2023

Customer	Morton General Hospital
Address	521 ADAMS ST,MORTON,WA,98356-9323,United States
National Account Affiliation	NON-GPO
Sales Representative	Kirk Hutchinson
Initial Contract Term	5 years

### Equipment

Description	List Number	Site	Qty	Acquisition Type	Purchase Amt. (Extended)	Periodic Fee (Extended)	Ownership
Emerald 22 Autoloader	04R13-01	Morton General Hospital	1	Purchase	\$22,500		Customer
Emerald 22 Autoloader Shipping	Ship-01	Morton General Hospital	1	Purchase	\$0		N/A
Total					\$22,500		

### Ancillary Items

Description	List Number	Site	Qty	Acquisition Type	Purchase Amt. (Extended)	Periodic Fee (Extended)	Ownership
Emerald UPS ABCEG251-11	02P46-80	Morton General Hospital	1	Purchase	\$0		Customer
Total							

### Always On In-lab Services

Description	List Number	Site	Qty	Acquisition Type	Service Years	Periodic Fee (Extended)	Annual Fee (Extended)
CD Emerald 22 Autoloader Always On Dx	01DR2-88	Morton General Hospital	1	Annual Purchase	5	\$2,250	\$2,250
Total							\$2,250

### Hematology Customer Product Commitment

Description	List Number	Annual Qty	Price per Unit	Annual Commitment
CD EMRLD 22 DIL	09H62	20	\$132.93	\$2,659
CD EMRLD 22 LYSE	09H61	17	\$124.07	\$2,109
CELL-DYN Emerald 22 Easy Cleaner	09H60	14	\$106.56	\$1,492
Total		51		\$6,260

### Hematology Consumable Commitment

Description	List Number	Acquisition Type	Annual Qty	Price per Unit	Annual Commitment
CD22 Plus Calibrator	09H73-01	Purchase	2	\$100.80	\$202
CD22 Plus Control	09H72-01	Purchase	11	\$247.80	\$2,726
Total					\$2,927



DocID: 15804  
Revision: 4  
Status: Official  
Department: Governing Body  
Manual(s):

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## Policy : Code of Ethics

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### Policy:

It is the policy of Lewis County Hospital District No. 1 that the Board of Commissioners will adopt and comply with this Code of Ethics.

### Procedure:

#### Introduction

This Board of Commissioners Code of Ethics (Code) has been adopted by the Board of Commissioners (Board) of Lewis County Public Hospital District No. 1, Arbor Health of Lewis County, Washington (District) to promote honest and ethical conduct and compliance with applicable laws, rules and regulations by the members of the Board (Commissioners).

#### Applicability

This Code applies to each Commissioner.

#### How to Use the Code

This Code is a general guide to the Board's standards of conduct and regulatory compliance. This Code is not intended to cover every issue or situation Commissioners may face in their official capacity. This Code does not replace other more detailed policies and procedures adopted by the District, including but not limited to the District's Bylaws, the Lewis County Hospital District No. 1 Code of Ethics (to the extent applicable to Commissioners), and specific directives adopted from time to time by the Board.

It is essential that Commissioners thoroughly review this Code and make a commitment to uphold its requirements. Failure to read and/or acknowledge this Code does not exempt a Commissioner from his or her responsibility to comply with this Code, applicable laws, rules and regulations, and District policies and procedures.

None of the principles and practices outlined in the Code is intended to restrict any Commissioner from exercising its constitutional rights of free speech and should not be so construed. Furthermore, the exercise of such rights shall not subject any Commissioner to any sanctions under this Code, even if such exercise is otherwise inconsistent with a stated principle or practice of appropriate ethical conduct.

The Board does not intend to adopt any rule in this Code that violates existing law. If, as a result of changes in the law or otherwise, any provision of the Code is subsequently determined to violate applicable law, such provision

shall be construed in such a way as to eliminate such violation and, if no such construction of the applicable provision is possible, the provision shall be void.

## Fundamental Responsibilities of Commissioners

The fundamental responsibility of each Commissioner is to promote the best interests of the public by overseeing the management of the District's business and community operations. In doing so, each Commissioner shall act in accordance with this Code, the District's other policies and procedures, and applicable laws, rules and regulations, including, but not limited to, Washington state law and the District's Bylaws. The Commissioners acknowledge that the purpose of Chapter 70.44 RCW, pursuant to which the District was formed, is to authorize the establishment of public hospital districts to own and operate hospitals and other health care facilities and to provide hospital and other health care services for the residents of such districts and other persons. The discharge of this responsibility requires the District to operate its hospital and other health care facilities in a competitive manner. Were it not to do so, the District could not compete with other private and public health care providers for patients, medical staff, executives and other critical operational support and would cease to be an economically viable entity notwithstanding the public support provided through tax levies against real property located within the District's boundaries.

## Principles and Practices

1. In the performance of their official duties, Commissioners shall act ethically, in good faith, with integrity, with care, and in a manner they reasonably believe to be in the best interests of the public that is served by the District.
2. Commissioners shall not allow outside activities or personal financial or other interests to influence or appear to influence their ability to make objective decisions with respect to the District.
3. Commissioners shall conduct their official and personal affairs in such a manner as to give the clear impression that they cannot be improperly influenced in the performance of their official duties.
4. Commissioners in discharging their duties to the District shall use their best efforts to comply with all applicable laws, rules and regulations of federal, state and local governments and other regulatory agencies.
5. Commissioners shall not be beneficially interested, directly or indirectly, in any contract or transaction which may be made by, through or under the supervision of such Commissioner, in whole or in part, or which may be made for the benefit of their office, or accept, directly or indirectly, any compensation, gratuity or reward in connection with such contract or transaction from any other person beneficially interested therein, except to the extent permitted under applicable law. Should a Commissioner have a beneficial interest in any contract or transaction proposed for the District, such beneficial interest shall be disclosed to the Board, before the Board authorizes the District to enter into such contract or transaction. The existence of such conflict of interest shall be reflected in the official minutes of the Board. Any Commissioner having such a conflict of interest shall not vote when the matter is presented to the Board for approval. Moreover, such Commissioner shall not influence or attempt to influence any other Commissioner to enter into a contract or transaction in which such Commissioner has a beneficial interest.
6. At the time of a Commissioner's election, a Commissioner shall disclose in writing to the Board all personal or professional relationships that create, or have the appearance of creating, a conflict of interest with the District. Should any such personal or professional relationships arise in the future, the Commissioner shall promptly disclose such relationships to the Board.
7. Commissioners shall not use their position to secure special privileges or exemptions for themselves or others.
8. Commissioners may not, directly or indirectly, give or receive or agree to give or receive any compensation, gift, reward, or gratuity from a third party for the Commissioners' services to the District or as to any contract or transaction between the District and any other party.
9. Commissioners shall not receive any compensation, remuneration, payments or distributions from the District for their services as Commissioners, except as and only to the extent permitted by applicable law.
10. Commissioners shall not accept employment or engage in any business or professional activity that could reasonably be expected to place them in a conflict of interest with the District or require or induce them, by reason of their new employment or engagement, to disclose confidential information acquired by the Commissioners by the reason of their office.

11. To the extent Commissioners obtain confidential information by reason of their office, they will not disclose such confidential information to others unless authorized to do so by the Board. For purposes of this paragraph "confidential information" means information that the Commissioners are required to treat as confidential under applicable law (whether such law is derived from statutes, regulations, case law, the District's charter documents, or otherwise). Information regarding the District not deemed confidential under applicable law may be shared by the Commissioners with others.
12. If Commissioners receive frequent inquiries from individuals or other persons requesting the disclosure of confidential information, Commissioners shall bring that information to the attention of the other Commissioners to allow the Board to determine if it wishes to adopt preventive measures to further protect the Board and District's legitimate interest in controlling access to its confidential information.
13. Commissioners shall not simultaneously hold any other incompatible office or position, including, but not limited to, another office or position whose functions are inconsistent with the functions of a Commissioner for the District, or where the occupation of such other office or position is detrimental to the public interest.
14. Commissioners shall comply with all of the District's policies and procedures, including those applicable to District employees and medical staff generally, to the extent applicable to their services as Commissioners.
15. The Superintendent is, by statute, the District's chief administrative officer and, in such capacity, is responsible for the administration of the District. Accordingly, if Commissioners receive questions or concerns from employees, from members of the medical staff, or from the public concerning District operations, they shall promptly notify the Superintendent and it shall be the responsibility of the Superintendent (or the Superintendent's designee) to respond on behalf of the District. Similarly, if third parties, such as third party payors, employee groups, real estate developers, or others, communicate with Commissioners regarding existing or proposed business or other relationships with the District, such matters shall promptly be referred to the Superintendent to take whatever action the Superintendent deems appropriate. The Superintendent shall be accountable to the full Board for follow-up on such items.
16. Commissioners shall fully cooperate with government investigators as required by applicable law. If a Commissioner encounters an investigator, or receives a subpoena, search warrant or other similar document, related to an investigation of the District, the Commissioner shall promptly give notice of such investigation to the Board.
17. Commissioners shall not destroy or alter any information or documents in anticipation of, or in response to, a request for documents by any applicable governmental agency or from a court of competent jurisdiction.
18. The Commissioners are expected to prepare for, participate in, and attend all Board meetings. They should commit the time necessary to review all Board materials. The same level of participation is expected with respect to all Board committees, if any, to which the Commissioners are assigned. For purposes of the foregoing, "attend" shall mean that the Commissioner arrives at the Board meeting (or, if applicable, the Board committee meeting) on time and stays until the conclusion of the meeting.
19. Commissioners are expected to engage in robust, active discussions of the issues submitted to the Board for consideration in order to arrive at the most carefully considered decisions for the District. With this in mind, Commissioners must study all relevant information (including materials in Board packages), articulate clearly their personal views, be prepared to argue for and support their positions, and, when appropriate, question and challenge the views of others. Such deliberations should be conducted in a respectful manner in line with customary standards of civility and decorum.
20. Commissioners when discussing District business, whether at Board meetings or elsewhere, are urged to adhere to the following standards: Commissioners should be respectful of the views of other Commissioners and executives, even if such views are contrary to the Commissioners' personal opinions; not divulge confidential information regarding the District's affairs; not purport to represent the views of the Board, unless authorized to do so by the Board; and not intentionally misrepresent, demean or belittle positions taken by other Commissioners or District executives and, where appropriate, take all reasonable steps to ensure that a balanced presentation of competing points of view is given so as to promote common understanding of (rather than to foster a spirit of divisiveness with respect to) the issues before the Board and the various competing points of view taken by other Commissioners and District executives. Nothing in this Code is intended to limit any Commissioner's constitutionally-protected rights of free speech, nor is this Code to be construed so as to impair the ability of Commissioners to participate in ceremonial, representational or informational functions in the pursuit of their official duties.
21. Commissioners are publicly-elected officials. As a consequence, if incumbent Commissioners choose to run for re-election, they will of necessity be involved in campaign-related activities during the tenure of their service on the Board. Nothing in this Code of Ethics is intended to deprive such individuals of, or to inhibit or limit the lawful exercise of, the right to engage in customary re-election activities, including but not limited to seeking and securing

endorsements, soliciting campaign contributions, distributing voter pamphlets and other campaign related materials, or making public appearances. They may solicit financial or other support for the community at large, hospital employees, medical staff members, nurses, and others, provided that the support comes from such persons when acting in their personal capacities, and not as representatives or employees of the District. All such support must be voluntary and may not be given or received with the expectation or understanding that the contributing individual will receive any consideration, privilege or benefit, directly or indirectly, from the District. Commissioners may not, claim, suggest or create the impression that their re-election is supported or endorsed by the District itself, nor may they use or gain access to the District financial resources to support their re-election campaign. They may however fully discharge their duties and responsibilities as Commissioners during the re-election campaign (as indeed they are obligated to do), and such activities are not wrongful.

22. Commissioners shall refrain from any illegal, unethical, or inappropriate conduct, whether or not specifically identified in this Code.

## **General Standards of Conduct**

Commissioners' compliance with the principles and practices of this Code will be subject to the following guidelines:

1. Commissioners may not be considered in violation of the ethical guidelines of the Code as long as they have acted in good faith, and in a manner they believed to be consistent with their obligations under Code.
2. To the extent that Commissioners receive advice from the District's legal counsel (consisting of in-house counsel or legal counsel engaged by the District), Commissioners may rely upon such advice in discharging their duties to the District. If Commissioners have in good faith relied upon such advice in conducting the District's business, such reliance will constitute a defense to charges that actions based upon such reliance violated the provisions of the Code.
3. Absent evidence of bad faith, inadvertent violations of the Code that do not adversely affect the District in a material way and that do not create private benefits in favor of the Commissioner or related parties will not constitute grounds for disciplining a Commissioner.

## **Enforcement of Code**

The Board is the body vested with the exclusive authority to enforce the provisions of the Code and to take disciplinary action against Commissioners for violations. As provided in Article VIII, the Board may, under certain circumstances, enlist the support of others to assist with fact finding and to make recommendations.

While members of the public may give the Board notice of alleged violations of the Code, they may not, except as qualified below, bring legal actions against Commissioners for alleged violations, whether such actions seek specific performance, damages or other forms of judicial relief. The Commissioners are not liable to members of the public for damages resulting for Code violations.

Notwithstanding the foregoing, if a Commissioner's misconduct constitutes official misconduct as to which a legal action may be brought by a member of the public, separate and apart from its constituting a violation of the Code, members of the public may pursue such matters, at law or in equity, in the same manner as they might otherwise have pursued such matters under then-existing law. Hence, as relates to members of the public, the Code does not, and is not intended to create, a basis for making claims or pursuing remedies that would not otherwise be available under existing law.

## **Reporting Procedures and Process**

1. Any individual may advise the Board of an alleged violation of the Code by a Commissioner. To the extent feasible, any such notice should be given in writing and specify in reasonable detail the alleged misconduct.
2. The District will not take retribution or disciplinary action against any District employee who raises concerns or reports potential violations of the Code by a Commissioner, whether or not it is subsequently determined that there is a legal or factual basis to support such allegations. On the other hand, should members of the public allege official misconduct by Commissioners, and should such allegations not be supported either for factual or legal reasons, Commissioners may pursue such remedies as are available, at law or in equity, including but not limited to claims for libel or slander, against the parties wrongfully accusing the Commissioners of misconduct.



3. The Board shall review promptly, and in a prudent manner, allegations of Commissioner misconduct to determine whether there have been violations of the Code and what disciplinary action, if any, is appropriate. The processing of such allegations shall be under the direction of the Board Chair, acting with the advice of counsel, and being subject to the other guidelines provided for in this Article VIII. If the Board Chair is the subject of alleged misconduct, the responsibilities vested in the Board Chairman under the Code will pass to the next ranking officer (or, if none, the senior most member) of the Board who is not accused of the alleged Code violations.
4. The Board may, from time to time, adopt procedures for investigating, handling, and resolving allegations of misconduct, subject to adopting reasonable procedures for:
  - a. gathering information regarding the alleged misconduct, including but not limited to, accepting written submissions, hearing testimony, conducting hearings, undertaking fact finding, and soliciting information from experts;
  - b. the right of the accused to respond to the allegations and to be represented by counsel;
  - c. the screening out of frivolous complaints; and
  - d. the right of the public to observe such proceedings under the Open Public Meeting Act ("OPMA").
5. If the Board determines that a Commissioner has violated one or more of the provisions of the Code, the Board may give written or oral warnings, issue formal reprimands, publicly censure the Commissioner and/or relieve the commissioner of board committee assignments. Such disciplinary action shall be recorded in the minutes of the Board's meetings and, as directed by the Board, be published in local newspapers, the District's communications with residents, or through other media. In those instances where the misconduct is of a serious nature, the Board may, after receiving legal advice from counsel, initiate legal action in a court of competent jurisdiction to remove such Commissioner from office.
6. Subject to the following guidelines, the Board may appoint the Values, Ethics & Conflict of Interest committee to assist in fact-finding and/or making recommendations to the Board regarding allegations of Commissioner misconduct:
  - a. It will be left to the discretion of the Board to determine whether such a panel should be convened and to determine the scope of the responsibility given to such panel. The Board shall consider all facts and circumstances in making such determinations, including but not limited to the seriousness of the allegations, the history of the alleged misconduct – whether constituting an isolated incident or pattern of misconduct, the publicity surrounding the activities, the level of public interest, and whether and to what extent the public's interest might be advanced by enlisting the support of others outside of the Board. The Board's determinations regarding such matters will be final and binding. It is not expected that such panels would be convened to handle frivolous complaints or allegations regarding inadvertent or minor violations of the Code.
  - b. If the Board elects to solicit outside support in processing allegations of Code violations, the Board Chair, acting with the advice of legal counsel, shall appoint, on such basis as the Board Chair deems appropriate, the individuals to serve on the advisory panel, which participants may be drawn from public officials or members of the local business community (such as members of the chambers of commerce) from those municipalities whose geographic boundaries fall primarily within the boundaries of the District. The size of the panel will be determined by the Board Chair.
  - c. The Board or, absent specific direction from the Board, the Board Chair will establish the specific fact-finding and advisory responsibilities of the panel.
  - d. If such a panel is constituted, the panel's activities will be subject to the public access requirements of the OPMA, to the extent required by OPMA.
  - e. The Board will, however, in all instances, retain ultimate decision making regarding whether the alleged misconduct constitutes a violation of the Code and whether and to what extent to take disciplinary action against any Commissioner found to be in violation of the Code.
7. To the extent that alleged misconduct constitutes a violation of law, separate and apart from a violation of the Code, such misconduct may be referred to the county prosecuting attorney for action.

If a Commissioner believes that it is inappropriate to apply any of the provisions of this Code to such Commissioner, such Commissioner may submit to the Board a written request for a waiver from such provision. Such written request must be accompanied by a statement setting forth the reasons why the waiver should be granted under the circumstances. Such waiver shall be effective if approved by a majority vote of the Commissioners (excluding the requesting Commissioner). Furthermore, such waiver may be granted only if supported by legal advice from the District's in-house or outside legal advisors.

## **Review**

The Board shall review this Code to ensure compliance with all applicable laws, rules and regulations, and to ensure that the Commissioners are held to the highest standards of conduct and ethics. In connection with such review, the Board should discuss what, if any, amendments or revisions are necessary to improve the effectiveness of this Code.

## **Amendments**

This Code may be amended from time to time by the Board, if approved by a majority vote of all Commissioners, and any amendment must be disclosed as required by and in accordance with applicable laws, rules and regulations.

## **Affirmation**

Each Commissioner is responsible for reviewing, understanding, acknowledging and personally upholding this Code and other policies and procedures. Each of the Commissioners shall certify that he or she has read, understands, is in compliance with and is not aware of any violations of this Code upon the initial adoption of this Code; upon the adoption of any amendments to this Code; upon a Commissioner's appointment, election or re-election to office; and at the beginning of each fiscal year. Each such certification shall be made by the execution of the Receipt and Acknowledgement attached hereto as Exhibit A.

**EXHIBIT A**

**LEWIS COUNTY HOSPITAL DISTRICT NO. 1**

**Board of Commissioners Code of Ethics**

**Receipt and Acknowledgement**

I understand that each Commissioner is responsible for reviewing, understanding, acknowledging and personally upholding the Board of Commissioners Code of Ethics (Code), and for familiarizing him or herself with the applicable detailed elements of other policies and procedures.

By executing this Receipt and Acknowledgement, I hereby acknowledge that:

1. I have received and read a copy of the Code;
2. I understand the contents of the Code;
3. I have familiarized myself with the applicable detailed elements of the Code of Ethics and other policies and procedures;
4. I affirm my commitment to and compliance with the standards and procedures set forth in the Code; and
5. I am not aware of any violations of the Code involving myself that occurred since the later of the adoption of the Code, the last time I executed and delivered a Receipt and Acknowledgement or the beginning of the last fiscal year that have not otherwise been reported in accordance with the procedures set forth in the Code.
6. I acknowledge that my execution of this Receipt and Acknowledgement has been requested by the Board of Commissioners as a part of the District's ongoing program to ensure compliance with the terms of the Code and that the District and the Board intended to rely upon the representations made herein.

Printed name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

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**Document Owner:** Herrin, Tom

**Collaborators:**

**Approvals**

**- Committees:** ( 09/25/2019 ) Board of Commissioners, ( 07/29/2020 ) Board of Commissioners,

**- Signers:**

**Original Effective Date:** 07/17/2012

**Revision Date:** [07/17/2012 Rev. 0], [07/17/2012 Rev. 1], [08/27/2015 Rev. 2], [08/27/2018 Rev. 3], [09/06/2019 Rev. 4]

**Review Date:** [11/08/2013 Rev. 1], [12/23/2014 Rev. 1], [06/20/2016 Rev. 2], [08/24/2017 Rev. 2], [07/21/2020 Rev. 4], [10/21/2022 Rev. 4]

**Attachments:**

(REFERENCED BY THIS DOCUMENT)

**Other Documents:**

(WHICH REFERENCE THIS DOCUMENT)

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[https://www.lucidoc.com/cgi/doc-gw.pl?ref=morton:15804\\$4](https://www.lucidoc.com/cgi/doc-gw.pl?ref=morton:15804$4).



DocID: 8610-100  
Revision: 3  
Status: Official  
Department: Governing Body  
Manual(s):

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## Policy : Conflict of Policies

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### Policy:

It is the policy of Lewis County Hospital District No. 1 that whenever the text of an adopted policy and/or procedure is not consistent with other adopted policies or procedures, the most recently adopted text shall be followed until the Board resolves the inconsistencies.

### Purpose:

To ensure that the policies and implementing procedures adopted by the Board of Commissioners are consistent.

### Procedure:

1. Whenever inconsistencies between texts are discovered, the Superintendent shall require staff to comply with the most recently adopted text.
2. At the Board meeting immediately following the discovery of inconsistent texts, the Superintendent shall:
  - a. Notify the Board of the inconsistencies; and
  - b. Present the Board with copies of each policy and/or procedure that contains inconsistent texts. The earlier adopted policies and/or procedures shall show the changes needed to make all texts consistent with the most recently adopted text.
3. The Board shall take any action necessary to make all texts consistent.
4. The Superintendent, after the Board has acted, shall ensure that the policy and/or procedure revisions are disseminated to staff and shall require staff to comply with these revisions.

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**Document Owner:** Herrin, Tom

**Collaborators:**

**Approvals**

- Committees: ( 08/26/2020 ) Board of Commissioners, ( 09/29/2021 ) Board of Commissioners,

- Signers:

**Original Effective Date:**

**Revision Date:** [04/03/2007 Rev. 1], [08/27/2015 Rev. 2], [09/21/2020 Rev. 3]

**Review Date:** [08/17/2007 Rev. 1], [05/29/2009 Rev. 1], [04/11/2011 Rev. 1], [11/08/2013 Rev. 1], [08/02/2016 Rev. 2], [08/24/2017 Rev. 2], [10/18/2018 Rev. 2], [09/17/2021 Rev. 3], [10/21/2022 Rev. 3]

**Attachments:**

(REFERENCED BY THIS DOCUMENT)

**Other Documents:**

(WHICH REFERENCE THIS DOCUMENT)

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[https://www.lucidoc.com/cgi/doc-gw.pl?ref=morton:10640\\$3](https://www.lucidoc.com/cgi/doc-gw.pl?ref=morton:10640$3).



**DocID:** 8610-104  
**Revision:** 2  
**Status:** Official  
**Department:** Governing Body  
**Manual(s):**

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## Policy & Procedure : Board Self-Evaluation

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### Policy:

It is the policy of Lewis County Hospital District No.1 that the Board of Commissioners will conduct an annual self-evaluation.

### Purpose:

For the Board of Commissioners to set and review goals and expectations.

### Procedure:

The Board of Commissioners will identify their areas of strengths and weaknesses ensuring their personal goals and hospital health system goals are compatible. They will do this by using one of the evaluation forms located in the binder marked **Board Self Evaluation** located in the Administration office.

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**Document Owner:** Herrin, Tom

**Collaborators:**

**Approvals**

- **Committees:** ( 09/25/2019 ) Board of Commissioners, ( 03/31/2021 ) Board of Commissioners,

- **Signers:**

**Original Effective Date:**

**Revision Date:** [07/05/2006 Rev. 1], [08/27/2018 Rev. 2]

**Review Date:** [07/09/2008 Rev. 1], [05/29/2009 Rev. 1], [03/21/2014 Rev. 1], [05/31/2016 Rev. 1], [09/05/2019 Rev. 2], [02/19/2021 Rev. 2], [10/21/2022 Rev. 2]

**Attachments:**

(REFERENCED BY THIS DOCUMENT)

**Other Documents:**

(WHICH REFERENCE THIS DOCUMENT)

[https://www.lucidoc.com/cgi/doc-gw.pl?ref=morton:10652\\$2](https://www.lucidoc.com/cgi/doc-gw.pl?ref=morton:10652$2).

Last Wednesday of the Month in 2024.

Lewis County Hospital District No. 1 dba Arbor Health Regular Board Meeting Schedule Time: 3:30 p.m. Location: 521 Adams Avenue Morton, WA 98356 Conference Room 1 & 2
January 31, 2024
February 28, 2024
March 27, 2024
April 24, 2024
May 29, 2024
June 26, 2024
July 31, 2024
August 28, 2024
September 25, 2024
October 30, 2024
November 27, 2024
December 25, 2024

Proposed 2024 Regular Board Meeting

Lewis County Hospital District No. 1 dba Arbor Health Regular Board Meeting Schedule Time: 3:30 p.m. Location: 521 Adams Avenue Morton, WA 98356 Conference Room 1 & 2
January 31, 2024
February 28, 2024
March 27, 2024
April 24, 2024
May 29, 2024
WSHA Conference-Chelan
July 31, 2024
August 28, 2024
September 25, 2024
October 30, 2024
November 27, 2024
December 18, 2024



## **SUPERINTENDENT REPORT**

## **Lewis County Hospital District #1 – Superintendent's Report – November 15, 2023**

- Switch to our new benefit broker is saving us over \$60,000 annually.
- This year's employee benefits currently will see no increase in premiums for employees and a reduction in deductible to \$1000 individual/\$2000 family
- Interviewed a Family practice physician November 9<sup>th</sup>.
- DNV stroke survey went great on 10/31/2023.
- Recorded 3 radio spots on Live 95 in Centralia
- No additional information on the WSHA lawsuit against the DOH about geographic location for charity care.
- We have given notice to JT consulting and development regarding not renewing our orthopedic coverage contract with them.