

**HUMBOLDT GENERAL HOSPITAL
DISTRICT BOARD OF TRUSTEES
NOVEMBER 23, 2021 REGULAR MEETING
MEETING VIA TELECONFERENCE—VIDEOCONFERENCE—IN-PERSON**

BOARD PRESENT:

Alicia Cramer, Chair
JoAnn Casalez, Member
Gene Hunt, Member
Ken Tipton, County Comm. Member (via phone)
Lewis Trout, Member
Michelle Miller, Secretary

ABSENT:

Kent Maher, Legal Counsel

MEDICAL STAFF PRESENT:

Veronica Janhunnen, MD, Chief of Staff

STAFF PRESENT:

Robyn Dunckhorst, Interim CEO
Kim Plummer, CFO (via phone)
Bertha Higbee, Interim CNO
Alicia Wogan, Executive Assistant
Angela Giese, Chief Human Resources Officer
Shelly Smith, Controller
Brian Washburn, DOO
Becky Tissue, ER Manager
Diane Klassen, Radiology Director
Sara Otto, Chief Compliance Officer (via phone)
Kevin Grannis, EMS
Tori Stephen, MM Manager
Duane Grannis, Maintenance
Lorrie Meiron, OB Manager
Dawn Swanson, LCSW

GUESTS:

Ashley Maden (Humboldt Sun), Debra Gay, and Bill Hammargren (MedX).

CALL TO ORDER:

Board chair Cramer called the November 23, 2021, board meeting to order at 5:33 p.m.

PUBLIC COMMENT:

Deborah Gay stated she went to the county commission meeting this morning and commented on the adverse actions due to the Covid vaccine. Gay provided the Board with information on the Covid vaccine.

Lewis Trout commented about the availability of the meeting and agenda supporting documentation and the education seminars conducted by the state Attorney General's office and the District Attorney office regarding the open meeting law training and instruction.

MEDICAL STAFF – HOSPITAL DEPARTMENT REPORTS:

Medical Staff report:

Board chair Cramer introduced Veronica Janhunnen, MD, the new Chief of Staff. Janhunnen stated: that as of last night there were no patients admitted with Covid; the county numbers for Covid are trending downward; the current county Covid positivity rate is 5.33%; regeneron use is up; SNF now is open for visitation; and, the visitation in the hospital now allows two visitors.

MedX AirOne update:

Bill Hammargren reported that last year MedX made a commitment to have advanced training by December 1, and it is in place today. MedX is having the same staffing issues as other entities, including the vaccine mandate. A couple of times last month they were unable to respond due to staffing.

Administration Department reports:

- a) EMS report: EMS deputy chief Grannis reported on: the call volume last month being their busiest month; the community EMS refresher; participating in the Trunk or Treat event; the Lions Club Health Fair; fixing walkers at the Senior Center; the EMS fleet status; total runs by month; non-billable vs billable runs by month; outreach events; and, community paramedicine patient volume. Board member Miller asked about the increase in calls.
- b) Behavioral Health: DOO Washburn: went over what behavioral health is and how it is different from mental health; went over the history of behavioral health at HGH; and, introduced Dawn Swanson, LCSW. Swanson commented on her role. Board member Miller asked if the Cerner build is complete and if charges are dropping. Washburn advised it is working and charges are dropping. Board member Trout asked who he should see during business hours. Swanson and Washburn explained the process and commented on volume analysis.
- c) CEO report: Interim CEO Dunckhorst reported on: the vaccine mandate; the regerenon go live by December 6, 2021; hospital attorney services; and, HIPAA training on January 5, 2022 at 5:30 p.m. Miller thanked Dunckhorst for speaking at the Humboldt County Health Board meeting.

CONSENT AGENDA: Motion by board chair Cramer and second by board member Trout to approve the board meeting minutes of October 20, 2021, with a correction to the spelling of Paul Schlehr's name. The question was asked about agenda item number 1 to see if the motion included a 45-day resignation notice. The motion did not include a 45-day notice. Motion carried unanimously. Motion by board member Miller and second by board member Hunt to approve medical staff applications consisting of medical staff applications for appointments, reappointments, provisional and temporary privileges for: Petar Planinic, MD, Provisional-OBGYN; Eric Kraemer, MD, Consulting-Radiology; Dennis DeJesus, MD, Consulting-Teleradiology; and, Christopher Hurt, MD, Consulting-Teleradiology. Motion carried unanimously.

FINANCIAL REPORTS:

Controller Smith presented, explained and answered questions concerning the September and October 2021 financials, including: income statement; average daily cash inflow; monthly cash inflow; cash outflow; Cerner gross AR; Cerner DNFB; financial dashboard; admits; patient days; daily average census; clinic visits; surgeries/procedures; and, stats. CFO Plummer commented on the processes that will be used with the financial reports.

Motion by board member Miller and second by board member Trout to approve the September and October 2021 financials, warrants, and disbursements as presented. Motion carried unanimously.

BUSINESS ITEMS-OTHER REPORTS:

1. Hospital Administration-IT / request to purchase internet infrastructure wireless access system and support services / IT-Administration

IT Director Bell explained: the additions to the wi-fi system; coverage signals; hardware end of life of Aruba-215; and, cost comparisons. Board member Hunt asked about the additional support costs. Bell said the vendor believes no support will be needed after the first year. The implementation time frame is about three months and there will be a one-month gap. Bell said if the purchase is approved work will start tomorrow. Controller Smith noted there are funds available for the purchase. CFO Plummer will put together a list of where the funds are coming from within the budget. There was discussion about having a budget meeting in January 2022. Interim CEO Dunckhorst thanked the IT team for being creative and bringing the cost down.

Motion by board member Casalez and second by board member Miller to approve purchase of internet infrastructure wireless access system and support services as presented. Motion carried unanimously.

2. District Administration / request for approval of employment agreement with Robyn Dunckhorst to provide interim hospital administrator and chief executive officer services / Board of Trustees

Board member Trout suggested a six-month contract term will be affected with a change of officers and recommended a nine-month term. Board member Miller said the CEO goals are very extensive and some do not take place until the second quarter, and she has no problem extending to nine months. Board member Hunt does not feel the change of officers is a reason to extend, but the CEO goals are a reason. Miller suggested extending to the end of July 2022, to get to the end of the budget. The following changes were suggested: paragraph 1, term changed to end July 31, 2022; section 5B, amend to end July 31, 2022; section 11 performance review, amend to, on or about three months, six months and nine months with the three month review conducted by the board chair and six and nine month reviews conducted with the board; and, section 17B termination, if it is by employee decision, amend the written notice to the board chair and human resources director.

Motion by board member Trout and second by board member Hunt to approve the proposed contract with changes as follows: paragraph 1, term to end July 31, 2022; paragraph 5B, amend to end July 31, 2022; paragraph 11 performance review, amend to on or about three months, six months and nine months, with the three month review being done by the board chair and the six and nine month reviews with the board; and, paragraph 17B termination, if it is by employee decision, amend written notice to the board chair and human resources director. Motion carried unanimously.

3. District Administration / establishment and approval of the goals and objectives for the interim hospital administrator and chief executive officer / Board of Trustees-CEO

Board chair Cramer stated the proposed goals and objectives are significant. Board member Miller said the provider services do not have dates and is not sure how to score on those services. Dunckhorst stated the provider services in the first five bullet points can have a deadline of Q1 2022 (end of March 2022), and the last bullet point, the provider services should be end of Q2 2022 (end of June); engagement with community, deadline should be put at end of Q1 2022; and, the last bullet point, add wording for consistency.

Motion by board member Miller and second by board member Casalez to approve CEO goals and objectives for the interim hospital administrator and chief executive officer with deadline changes as discussed. Motion carried unanimously.

4. District Administration / request for approval of policy for board and chief executive officer communications / Board of Trustees-CEO

Board member Trout expressed concern about the amount of time the Interim CEO is currently spending on the weekly reports and suggested changing the receipt of reports to every two weeks. Dunckhorst advised the proposed policy is expected to last for future CEOs.

Motion by board member Casalez and second by board member Hunt to approve the proposed policy with the adjustment to having reports to the board twice per month. Motion carried unanimously.

5. District Administration / request to authorize solicitation of requests for proposals to provide Board legal counsel services / Board of Trustees

Board member Miller feels it is appropriate to send out an RFP. There is no RFP example and one will have to be created. Board member Tipton does not understand why we need to do this in the middle of having an interim CEO when we have someone who has a history of many years. Tipton has served on other boards with this counsel with no problems and does not think we need to do this at this time. Miller commented on the relationships and her belief that the solicitation should go out. Board member Trout suggested leaving out relationships and going with procedure. Trout believes the best practice is to solicit

for contracts every five years. The current contract dates from 2014, which is seven years. Trout said he is concerned there was not a sample RFP. Miller noted there was a sample in the last board packet.

Controller Smith said we are trying to bring our community together and Maher has been part of our community, and questioned why we would go out of the community. Miller advised there may be someone in the community. Board member Hunt suggested that best practices be followed. Board member Casalez said she has concern on how the agenda item is worded.

Motion by board member Trout and second by board member Miller to authorize preparation of a request for proposal to provide for legal counsel services and to have the proposed solicitation brought back to the board for review and approval prior to soliciting proposals. Board members Trout, Miller and Hunt voted aye, and Tipton and Cramer voted nay and Casalez continued the discussion and stated she is unsure if this is the right time to do this. There was further discussion about the wording of the agenda item. Board member Trout withdrew his motion.

There was further discussion on the wording of the motion and possibly having a communication policy with the attorney and board members on the next agenda.

Motion by board member Trout and second by board member Miller, in accordance with the recommended best management practices, that the district solicit a new contract at the end of a five-year contract and to authorize preparation and solicitation of a request for proposals to provide board legal counsel services that is brought back to the board for review prior to moving forward with the release of the RFP. Motion carried unanimously.

6. District Administration / discussion of election of Board officers / Board of Trustees

Board member Hunt stated this will be addressed in the bylaws and he does not think it needs to be discussed here. Board member Miller said has concerns about communication with the board chair. There was further discussion on current and past communication along with items learned at a training this last week. No action was taken.

7. District Administration / discussion and decision of special Board meeting date to discuss amendments, modifications to Board of Trustees bylaws / Board of Trustees

Board member Hunt stated traditionally these types of meetings are done on a Saturday and a discussion of the bylaws should include the bylaws committee; however, board member Trout is unable to attend on Saturday. After further discussion, a meeting was tentatively scheduled for January 2, 2022 from 10 a.m. to 12 p.m. to discuss the bylaws.

TRUSTEE COMMENTS-STAFF REPORTS:

Board member Trout commended the HR group for the work on the awards ceremony.

Board member Hunt would like to explore having trustee comments at the beginning in order to respond to public comments because sometimes members of the public leave the meeting before the trustee comments at the end of the meeting.

Board member Miller said a planning commission training recommended having public comment before and after the action items. Miller thanked everyone here for tolerating her and making it through this meeting.

Board member Casalez agrees with having changes to the agenda. Board member Trout said the planning commission does not have public comment after every item, it has public comment after every action item.

Board chair Cramer thanked Dr. Janhunen, Controller Smith, CFO Plummer and Revenue Cycle Director Grannis. Thanked everyone for coming.

PUBLIC COMMENT:

Katie Yasiel stated she spoke to a couple of people today about providers that are leaving and her questions were answered. Yasiel is looking forward to Dunckhorst's improved communication and efforts at retaining providers.

Board chair Cramer adjourned the November 23, 2021 meeting of the Humboldt County Hospital District Board of Trustees at 7:57 p.m.

APPROVED:

ATTEST:

Alicia Cramer, Board Chair

Alicia Wogan, Executive Assistant