The regular Board of Commissioners meeting opened on December 17, 2020 at 1:03 pm through Zoom conference call by Commissioner Rox Ann Sherwood. Attending the meeting were Commissioners, Susan Els, Gene Smith, Donna Reinbold, Andrew Schreck, Shara Coffman and Laura Riendeau.

Also attending: Superintendent – Tyson Lacy; CCO – Jennifer Larmer; CFO -- Timothy O’Connell; Human Resources Manager – Becky Bailey; Patient Safety Manger – Michelle Wilkins

Additions/Changes to the agenda

**GUESTS**—

**EXECUTIVE SESSION** – none

**QUALITY IMPROVEMENT** – Michelle Wilkins shared updates the quality improvement program development for 2021. Most of the departments have sent in their 2021 QIPC plans to Michelle and development moving in to the new year.

**OLD BUSINESS** –

COVID 19 Related Activities— Tyson Lacy provided details about the vaccination process and what capacity the District has to store and distribute a future COVID-19 vaccine. Tyson also explained the prioritization of the vaccination distribution and explained the phases.

Facility Updates –

Timothy O’Connell provided an update on the new clinic build and answered questions.

**NEW BUSINESS**

Clinical Programs--

Jennifer updated the Board on the following:

Staffing Issues: The staffing within the Clinics and Hospital has been very challenging. Several factors have impacted staffing levels and difficulty getting full staff. Jennifer shared ways that the District is trying to recruit and retain staff such as wage adjustments, agency staffing etc.

Strategic Planning--

Tyson Lacy updated the Board on the following:

Physician Contract- Currently negotiating contacts with providers. Contract has been provided to Dr. Panke for review. PA-C, Larry Carpenter is also reviewing new terms for his employment contract.

Inland Northwest Behavioral Health Hospital- Conversations from INBH have continued. The District is still interested in an option of partnership and further discussion occurs regarding scope of services INBH could provide here.

ER and Provider Staffing- Christine Seyler, PA-C requested a reduction of her hours and announced a planned retirement in July 2021. Amy Heistand, ARNP is planning to begin working 3 days/week and Chris will work 2 days/week in the Emergency Department.

Reardan Land Purchase- The purchase of the land in Reardan has been completed. Work on a strategic vision for District growth will begin. The purchase of this property will be instrumental in a strategic vision.

Legislative- Susan Els deferred to Tyson. Tyson updated the board on the issues that AWPHD is working on to help support funding to public hospital district. Tyson indicated that February will bring focus on the State budget.

Corporate Compliance- Tim share that he expects to hear from SAO soon. The District’s financial auditors will be auditing the District financials in March (location will be dependent on COVID).

**FINANCIAL**

November 2020 Financial Statements - Timothy O’Connell reviewed the details and answered questions (Attachment ).

Tim explained that the District is due to pay back the Medicare Advance funds the District received due to COVID.

**RESOULTION 20-19: MOTION** made by Laura Riendeauto approve the transfer of $5,841,899 from funded depreciation account (675-800-003) to the General Fund (675-100-003) for the purposes of repayment to Centers for Medicare Services (CMS) as repayment of the advance loan received in April of 2020. Motion was seconded by Susan Els. Motion carried.

**RESOLUTION 20-20: MOTION** made byAndrew Schreck to approve the following recognized 2021 holidays as benefits to qualifying employees and referred to as Paid Time Off (PTO);New Year’s Day, Friday, January 1, 2021; President’s Day; Monday, February 15, 2021; Memorial Day, Monday, May 31, 2021; Independence Day, Monday, July 5, 2021; Labor Day, Monday, September 6, 2021;Thanksgiving Day, Thursday, November 25, 2021; Christmas Day, Friday, December 24, 2021. Motion was seconded by Shara Coffman. Motion carried.

**RESOLUTION 20-21: MOTION** made by Andrew Schreck to approve the 2021 Employee Incentives in a total of $9,030. Motion was seconded by Gene Smith. Motion carried.

**2021 Election of Board Officers-** Chairman Rox Ann Sherwood opened the discussion of Board Officers; Chairman, Vice Chairman and Secretary for 2021.

**MOTION** – to elect or re-elect Rox Ann Sherwood as **Chairman** was made by Susan Els and seconded by Shara Coffman. Motion carried.

**MOTION** – to elect or re-elect Gene Smith as **Vice Chairman** was made by Rox Ann Sherwood and seconded by Susan Els. Motion carried.

**MOTION** – to elect or re-elect Laura Riendeau as **Secretary** was made by Shara Coffman and seconded by Donna Rienbold. Motion carried.

Chairman Rox Ann Sherwood appointed the following Board Members for committee assignments;

* Credentialing – (2021 Laura Riendeau)
* Quality Assurance – (2021Laura Riendeau and Donna Reinbold)
* Farm Holdings – (2021 Shara Coffman)
* Legislative – (2021 Susan Els)
* Medical Staff – (2021 Susan Els)
* Foundation – (2021 Rox Ann Sherwood and Laura Riendeau)
* Long Range Planning – (2021 Gene Smith, Rox Ann Sherwood, and Shara Coffman)
* Annual Rural Health – (2021 Laura Riendeau)
* Executive Compensation – (2021 Shara Coffman, Andrew Schreck and Rox Ann Sherwood)
* Corporate Compliance – (2021 Laura Riendeau and Donna Reinbold)
* Finance Committee: (2021 Andrew Schreck, Rox Ann Sherwood, Shara Coffman)

**2021 Schedule of Board Meetings -** The Board discussed the current schedule of regular board meetings.

**MOTION** was made by Susan Els to maintain the regularly scheduled meetings to occur on the 3rd Thursday of each month. Motion was seconded by Donna Rienbold. Motion carried.

**CONSENT AGENDA**

November Vouchers and Warrants –

* + November 2020; A/P Warrants #162941 through #163276 for $2,072,993.09 Electronic Vouchers; #000338-000339 for $2,948.42
  + November 2020 Payroll Warrants; #058942-058954 for $9,153.81
  + November 2020 Transfers to Collection & Bad Debt; Clinic - $1146.32, Hospital $11,869.61
  + November 2020 Charity Care Adjustments; Clinic $3479.64, Hospital $19,622.37

Credentials – none

Minutes of the Previous Meeting – Minutes from the November regular meeting was reviewed and approved.

Consent Agenda – **MOTION** to approve the November Consent Agenda was made by Shara Coffman and seconded by Laura Riendeau. Motion carried.

**ADJOURNMENT** – **MOTION** to adjourn the December meeting was made by Shara Coffman and seconded by Gene Smith. Motion carried.

Meeting was adjourned at 2:20 pm.

The next regular meeting will be held Thursday, January 21, 2021 at 1:00 pm.

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Board Chairman                                                         Secretary