

**Okanogan County Public Hospital District #3
MID VALLEY HOSPITAL & CLINIC
REGULAR BOARD OF COMMISSIONERS MEETING**

July 25, 2024, 5:30 p.m.

MVH Education Center Conference Room C/D and via Teams

MINUTES

BOARD:

P	Richard Johnson, Ed.D, Chair
P	Ellen Delaney, Vice-Chair
P	Evon LaGrou, Member

P	Rebecca Christoph, RN, Secretary
P	Debi Clark, Member

STAFF:

P	Holly Stanley, CFO & Co-CEO
P	Christina Wagar, COO & Co-CEO
P	Carol Neely, RN, Director of Nursing
P	Randy Coffell, HR Director
T	Dr. Jennifer Thill, CMO

T	Pat McKinnon, RN, Quality Director
P	Dr. King, MD, Chief of Staff
P	Lisa Eaton, Executive Office Manager

GUESTS:

T	Sandy Johnson, Attorney
P	Kaitlin Davies, PT Manager
P	Dr. Steve White, MD, Orthopedic Surgery

P = Present, E = Excused, A = Absent, T = Teams/Telephone

1. The meeting was called to order at 5:30 p.m. by Chair Dr. Richard Johnson.
2. Acceptance/Changes to Agenda:
Commissioner Richard Johnson added RCW 42.30.110, Part 4, Subsection G to Executive Session.

Commissioner Debi Clark moved to accept the amended agenda to include RCW 42.30.110, Part 4, Subsection G to Executive Session. Commissioner Ellen Delaney seconded the motion, which passed unanimously without further discussion.
3. Public Comments: None

**Okanogan County Public Hospital District #3
Minutes, REGULAR BOARD OF COMMISSIONERS MEETING**

July 25, 2024

Page 2

4. Consent Agenda Items: **Commissioner Ellen Delaney moved to approve the following as presented in the Board Packet:**
 - a. Regular Meeting Minutes of June 27, 2024
 - b. Warrants, Vouchers, & EFTs; Bad Debts and Healthcare Assistance Program
 - c. Medical Staff Credentialing Recommendations

Commissioner Evon LaGrou seconded the motion, after additional discussion regarding the Credentialing review process. The motion passed unanimously without further discussion.

5. Board Education Session: Rehab Vision Therapy Manager Kaitlin Davies presented a 2023 and 2024 Dashboard and current Performance Improvement Initiatives in Therapy, followed by a Q&A session.
6. Continuing Business: CEO Transition Planning and General Discussion, continued: An update on the status of the CEO Search was discussed by the Board and Leadership team.
7. New Business: Resolution 684 Revision to the Board of Commissioners 2024 Annual Regular Meeting Calendar: Commissioner Richard Johnson Submitted Resolution 684, Revision to the Board of Commissioners 2024 Annual Regular Meeting Calendar. As presented.

Commissioner Evon LaGrou moved to adopt Resolution 684, as presented, in the Board Packet. Commissioner Debi Clark seconded the motion. Commissioner Evon LaGrou requested an amendment to the Resolution to include a change in the start time from 4:00 p.m. to 4:30 p.m. There was no discussion from the other Commissioners on the amendment request. The motion passed to adopt Resolution 684, as originally presented, with three votes in favor by Commissioner Debi Clark, Commissioner Ellen Delaney, and Commissioner Rebecca Christoph and 1 vote against by Commissioner Evon LaGrou.

8. New Business: Revision to the Board Committee Meetings Current Schedule: Commissioner Richard Johnson presented a Revision to the Board Committee Meetings Current Schedule, as presented, to be effective immediately.

Commissioner Ellen Delaney moved to adopt the Revision of Board Committee Meetings as presented in the Board Packet. Commissioner Rebecca Christoph seconded the motion. Commissioner Evon LaGrou expressed a preference for the Facilities Committee to meet more often than quarterly. There was no discussion from the other Commissioners on the amendment request. The motion passed to adopt the

Okanogan County Public Hospital District #3
Minutes, REGULAR BOARD OF COMMISSIONERS MEETING

July 25, 2024

Page 3

Revision to the Board Committee Meetings Current Schedule, as originally presented, with three votes in favor by Commissioner Debi Clark, Commissioner Ellen Delaney, and Commissioner Rebecca Christoph and 1 vote against by Commissioner Evon LaGrou.

9. New Business: Renewal of Professional Liability Insurance Policy, Physicians Insurance: Co-CEOs Christina Wagar and Holly Stanley presented the 2024-2025 Professional Liability renewal premium.

Commissioner Evon LaGrou moved to authorize Co-CEOs Christina Wagar and Holly Stanley to execute the 2024-2025 Professional Liability Insurance Policy Renewal as presented in the Board Packet. Commissioner Debi Clark seconded the motion, which passed unanimously without further discussion.

10. New Business: Resolution 685 Surplus of Personal Property: Co-CEO & CFO Holly Stanley submitted Resolution 685, Surplus of Personal Property, for approval by the Board of Commissioners.

Commissioner Debi Clark moved to adopt Resolution 685 as presented in the Board Packet. Commissioner Ellen Delaney seconded the motion, which passed unanimously without further discussion.

STAFF REPORTS

11. Co-CEO Report: Co-CEOs Holly Stanley and Christina Wagar presented a Co-CEO report as presented in the Board Packet.
12. CFO & Finance Committee Report: Co-CEO & CFO Holly Stanley reviewed the CFO and Finance Committee report as presented in the Board Packet which included Financial Dashboards, Statistics, and Analysis.
13. Quality and Patient Experience Report: Director of Quality/Risk Manager Pat McKinnon touched on bullet points from her report as presented in the Board Packet.
14. CMO & Chief of Medical Staff Reports: CMO Dr. Jennifer Thill provided the CMO report as presented in the Board Packet. Chief of Staff Dr. King stated he had nothing to present at this time.
15. Senior Leadership Report Q&A: Senior Leadership reports are included in the packet. There was no further discussion.

Okanogan County Public Hospital District #3
Minutes, REGULAR BOARD OF COMMISSIONERS MEETING

July 25, 2024

Page 4

16. Acceptance of Board, Medical Staff, and Administration Reports: **Commissioner Ellen Delaney moved to accept Administration and Medical Staff Reports as presented in the Board Packet and verbally, by the administrative staff. Commissioner Debi Clark seconded the motion, which passed unanimously without further discussion.**

17. Commissioner's Open Discussion, Meeting Evaluation and Planning for Future Meetings:
There was no discussion among the Commissioners.

18. Executive Session: As cited on the meeting Agenda, the Board excluded the public from the meeting under the following statutory exceptions:

Quality Improvement. RCW 42.30.110 Executive sessions; Exception, Quality Improvement Committee Discussion.

(1) Nothing contained in this chapter may be construed to prevent a governing body from holding an executive session during a regular or special meeting:

(o) To consider information regarding staff privileges or quality improvement committees under RCW 70.41.205;

(2) Before convening in executive session, the presiding officer of a governing body shall publicly announce the purpose for excluding the public from the meeting place, and the time when the executive session will be concluded. The executive session may be extended to a stated later time by announcement of the presiding officer. The announced purpose of excluding the public must be entered into the minutes of the meeting required by RCW 42.30.035.

Matters of Litigation. RCW 42.30.110 (i) To discuss with legal counsel representing the agency matters relating to agency enforcement actions, or to discuss with legal counsel representing the agency litigation or potential litigation to which the agency, the governing body, or a member acting in an official capacity is, or is likely to become, a party, when public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the agency.

This subsection (1)(i) does not permit a governing body to hold an executive session solely because an attorney representing the agency is present. For purposes of this subsection (1)(i), "potential litigation" means matters protected by RPC 1.6 or RCW 5.60.060(2)(a) concerning:

(i) Litigation that has been specifically threatened to which the agency, the governing body, or a member acting in an official capacity is, or is likely to become, a party;

Okanogan County Public Hospital District #3
Minutes, REGULAR BOARD OF COMMISSIONERS MEETING

July 25, 2024

Page 5

(ii) Litigation that the agency reasonably believes may be commenced by or against the agency, the governing body, or a member acting in an official capacity; or

(iii) Litigation or legal risks of a proposed action or current practice that the agency has identified when public discussion of the litigation, or legal risks is likely to result in an adverse legal or financial consequence to the agency.

Evaluation of Qualifications for Public Employment. RCW 42.30.110(1) Executive sessions “Nothing contained in this chapter may be construed to prevent a governing body from holding an executive session during a regular or special meeting: (g) To evaluate the qualifications of an applicant for public employment or to review the performance of a public employee. However, subject to RCW 42.30.140(4), discussion by a governing body of salaries, wages, and other conditions of employment to be generally applied within the agency shall occur in a meeting open to the public, and when a governing body elects to take final action hiring, setting the salary of an individual employee or class of employees, or discharging or disciplining an employee, that action shall be taken in a meeting open to the public.”

Commissioner Ellen Delaney moved to convene the Executive Session for a duration of 40 minutes as noted on the agenda. Commissioner Evon LaGrou seconded the motion, which passed unanimously without further discussion.

a. Executive Session began at 6:47 p.m.

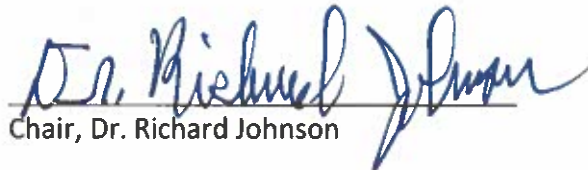
Commissioner Ellen Delaney moved to reconvene to the Public Session. Commissioner Debi Clark seconded the motion, which passed unanimously without further discussion.

b. The Board returned to Public Session at 7:26 p.m.

20. Action Following Executive Session if required: None

21. Adjournment: **There being no further action to come before the commission, Commissioner Rebecca Christoph moved to adjourn the meeting. Commissioner Debi Clark seconded the motion, which passed unanimously without further discussion. The meeting was adjourned at 7:27 p.m.**

ADOPTED AND APPROVED BY THE BOARD OF COMMISSIONERS this 22nd day of August 2024,
the following Commissioners being present and voting in favor of the resolution:


Chair, Dr. Richard Johnson


Vice Chairperson, Ellen Delaney


Secretary, Rebecca Christoph

Commissioner

Commissioner