

North Valley Hospital District

Okanogan County Public Hospital District No. 4

North Valley Hospital/Clinic Division; and North Valley Long Term Care Division

The public is invited to attend in person or virtually with Google Meet:

The physical location of this meeting will be in the Clinical Training Lab, in the Verbeck Building Basement

Meeting ID: meet.google.com/gfk-skvn-fir; Phone Numbers: (US)+1 617-675-4444

PIN: 388 490 836 1057#

Board of Commissioners Regular Board Meeting

May 25, 2023 7:00 PM

Vision

Exceptional care that enhances the well-being of our communities.

Mission

Cultivate healthcare rooted in compassion, stewardship, and excellence.

Values

Trust-Accountability-Integrity-Safety-Diversity-Viability

Board Members in Attendance:

Jean Pfeifer, President

Adam Tibbs

Jerry Bradley, V.P.

Vicki Lewis

Dick Larson, Secretary

Call to Order J. Pfeifer called the meeting to order at 7:00pm. D. Larson read the Vision Mission Values statement. J. Pfeifer introduced the in-person attendees. A. Ulrich, CFO, introduced Melissa Thompson, Controller.

Minutes

- I. **Public Participation** – according to Resolution No. 488-Public Participation Policy; J. Pfeifer asked if there were any questions from the public. There were none.

- II. **Reports:**

- a. Administration Report

In addition to the written report, John McReynolds, CEO, shared news that Alan Ulrich, CFO, has accelerated his plans to retire and acknowledged his dedication to North Valley. He spoke on Melissa Thompson's role as Controller and noted the new CFO, Matthew Matthiessen, will arrive at the end of June. Michelle McNally was introduced

as the new EC DNS. Victor Odiakosa, Interim EC Director, will leave June 10th for another employment opportunity. J. McReynolds expressed his appreciation for V. Odiakosa's service while the EC recruited for the DNS position.

J. McReynolds reported on the Strategic Planning progress, noting a Board retreat is planned for July 11th. He gave an update on the Boardroom repair and expects the next meeting to be held there. On Tuesday, May 23rd, OK County Public Health removed the recommendation to wear masks unless there is reason to do so. J. McReynolds reported NVH updated its masking policy and shared that some staff and providers choose to continue wearing masks. He spoke on the end of the CMS vaccine mandate and the impact on accommodations for employees.

b. Committee Reports

- i. Foundation- V. Lewis reported the Foundation will open its 2023 scholarship program.
- ii. Medical Staff- V. Lewis and D. Larson attended the meeting and noted appointments are included in the agenda.
- iii. Safety- V. Lewis reported the committee members had a good discussion on fire safety questions for Annual Update. She recognized the EC nurses for their knowledge and skills testing during nurse week.
- iv. Finance- A. Tibbs noted union negotiations are coming up and other topics discussed were included in the Board agenda.

c. Financial Report

A. Ulrich highlighted his comments in the written Admin report regarding items being worked on during his transition. His team is working on closing the month of February and working on finalizing a date to present the audit. A. Ulrich noted the Hospital MCR Cost report is due. He spoke on requirements and expectations to complete future audits. He expressed thoughts on working at NVHD and the importance of having the hospital in the north county. Commissioners expressed their appreciation for A. Ulrich. He shared his plans to help make the CFO transition successful.

III. Approval of Minutes

- a. Regular Board Meeting Minutes: April 27, 2023- A. Tibbs moved; J. Bradley seconded to approve the minutes of April 27, 2023. Motion passed unanimously.

IV. Consent Agenda:

a. Charity Care	\$ 53,608.67
b. Bad Debt	\$ 15,278.56
c. NVH A/P Vouchers No. 119645-119808	\$ 1,994,929.47
d. LTC A/P Vouchers No. 23131-23177	\$ 334,654.48

J. Bradley moved; V. Lewis seconded to approve Consent Agenda items a. through d. Motion passed unanimously.

V. Old Business:

a. St. Martins HVAC Project

J. McReynolds introduced Scott Bowers, NWMunicipal Advisors. J. McReynolds recapped the HVAC project, contractor selection and financing process. The RFP to finance the project closed two weeks ago, four lenders responded. Umpqua Bank responded with the best rate and terms. J. McReynolds noted that negotiations are ongoing and the resolution document being presented at the meeting includes parameters to keep in mind during negotiations. He spoke on journal corrections that impacted 2021 financials and how it potentially impacts the District's ability to cover debt and financing covenants. The covenants were pointed out in the summary document. J. McReynolds asked the Board to consider Resolution 739 to move forward with financing and contract negotiations.

Scott Bowers thanked J. McReynolds and A. Ulrich for providing requested documents quickly. He explained the documents NWMunicipal Advisors provided to Umpqua Bank and noted they expect to hear back next week with any proposed changes. They are moving towards a June 9th closing. S. Bowers spoke on the drawdown option that could result in savings on interest expense; pointed out key considerations to ensure affordability in the long run. He suggested doing the same test for future debt proposals. A. Ulrich, CFO, added that the project planning started in 2021 and noted interest rates have increased since and that the contract allows for prepayment. He noted the journal correction mentioned previously was made at DZA's recommendation and was tied to pharmaceuticals.

i. Swinerton Contract- J. McReynolds noted that Swinerton Builders was the only responsive and lowest bidder. The contract is under legal review, and USDA & DOC have reviewed it for their required clauses, all have signed off. After discussion, A. Tibbs moved that the Board approves John's participation with the Swinerton contract with any, and all, negotiations; J. Bradley seconded. Motion passed unanimously. J. McReynolds noted he is still working with the PUD on other incentives with hope of leveraging cost savings in the same project.

ii. **Consider Resolution No. 739 - Authorizing Bond Financing;** J. McReynolds noted edits had been made to the resolution after the Board Packet was sent out, explaining its main purpose gives J. McReynolds authority to sign a contract not to exceed \$5M and not to exceed an interest rate of 5.5%. A. Ulrich noted it is a private placement bond financing, written by NVH's council. J. Pfeifer asked for questions. There was discussion on negotiations and financing terms not to exceed the parameters in the resolution. Commissioners shared thoughts on the HVAC project and future projects. McReynolds noted the resolution allows capacity to make additional capital project purchases

within the parameters. J. McReynolds noted the project was aligned with the grant awards. There was further discussion on financing covenants and impact on future debt.

A. Tibbs moved to approve Resolution 739, authorizing John McReynolds to negotiate the LTGO bond with Columbia/Umpqua Bank for \$5M with terms as outlined in Resolution 739. D. Larson seconded the motion. Motion passed unanimously. S. Bowers, NWMunicipal Advisors, was thanked for his work on the bond financing.

VI. New Business

a. CAH Annual Program Evaluation C. Fox, Quality Mgr.

Cassandra Fox, Quality Mgr., presented the 2022 Program Annual Evaluation and focus in 2023. She noted department managers met on Wed., May 24th, to review the objectives. Dr. Scott was acknowledged for his work on the moderate sedation policies. Cassandra asked the Commissioners to consider endorsement of the CAH Annual Program Evaluation, noting the 2023 focus to improve patient safety, increase staff engagement, and optimize operational efficiencies without compromising quality and safety. There was discussion on the APP oversight by ERx physicians.

J. Bradley moved to endorse the plan for 2023; A. Tibbs seconded. Motion passed unanimously. The Board thanked Cassandra. She showed appreciation for their support.

b. Board Education

i. CQI Presentation-Cassandra Fox presented material during her CAH Annual Program Evaluation presentation.

ii. Governance Webinar discussion
Commissioners discussed webinar topics including board self-assessments, board committees, time focused on long term strategic priorities. Commissioner Lewis will send out assessment resources to other commissioners prior to the next meeting.

c. Medical Staff

Courtesy Appointments

Keith Bernstein, MD – Radia
William Brinkman, MD – Radia
Amar Purandare, MD – Radia
Sheri Kallsen, DNP – ERx

Courtesy Reappointments

Benis Babusis, MD – Radia
Ian Bovio, MD – Confluence
Jack Fields, MD – Radia
Paul Furmanczyk, MD – Confluence

Daniel Kerr, MD – Confluence
Christopher Krol, MD – Radia
Thomas Markel, MD – Radia
David Marlow, MD - Radia
Brenden McCullough, MD – Radia
Garland McQuinn, MD – Radia
Andrew Olson, MD – Radia
Mark Pfleger, MD – Radia
Justin Siegal, MD – Radia

D. Larson noted Dr. Biancarelli and J. McReynolds have reviewed all applications, he read the list of providers and recommended privileges as applied for. A. Tibbs moved to accept the appointments and reappointments as applied for; V. Lewis seconded. Motion passed unanimously.

d. Equipment Request- GE Carescape Upgrade

J. McReynolds reported the request for \$31k was budgeted and requires BOC approval. He explained it's an upgrade of an existing system, the main hard drive failed, and the purchase will return the system back to full functionality; there is a warranty. V. Lewis moved to approve the purchase; D. Larson seconded. Motion passed unanimously.

e. Equipment Request-GE Bone Density Scanner

J. McReynolds shared the history of the previous scanner which went out of service in 2021. He spoke on the two-to-three-year return on investment (ROI), usage trend, how it ties in with other services; and proximity of other scanners in the region. The request for \$71k was budgeted. There was discussion on the awareness of NVH services and provider referrals. J. McReynolds added there is no trade in value given on the old equipment but the company will remove it off site. J. Bradley moved to approve the purchase of the scanner; A. Tibbs seconded. Motion passed unanimously. It was noted that installation was expected to be complete in about one month.

VII. Adjournment: J. Pfeifer read the list of upcoming events. V. Lewis suggested Commissioners do the self-assessment prior to the retreat. A. Tibbs moved to adjourn; J. Bradley seconded. Motion passed unanimously. Meeting adjourned at 8:25pm.


COMMISSIONERS



Jean Pfeifer, President




Dick Larson, Secretary




Jerry Bradley, Vice President



Adam Tibbs, Commissioner



Vicki Lewis, Commissioner



DATE