

BENEWAH COMMUNITY HOSPITAL
GOVERNING BOARD MEETING
Wednesday, April 22, 2020, 7:30 a.m.
Francie Walters Board Room, Benewah Community Hospital, St. Maries, Idaho

MINUTES

Present:	Dan Hammes Richard Schumacker Dave Cox, via telephone	Carol Humphrey Peggy Cuvala	Mike LaPlante Ron Hodge
Staff:	Lori Minier Dean Angell, via telephone	Rebecca Plante	Dr. Bill Wheeler, via telephone

1. **Call to Order** – Chairman Hammes opened the meeting at 7:52 a.m.
2. **Regular Session**
3. **Approve Minutes** – A **motion** made by Hodge, second by Cuvala, to approve the meeting minutes from March 25, March 26, April 2, April 9, and April 16, 2020. The motion passed.
4. **Open Forum/Visitors**
 - 4.1. **Sleep Center Presentation, Felix Monteagudo** – Monteagudo stated that due to COVID, we are only doing home sleep studies at this time. Discussion regarding referrals. Monteagudo stated that we have the opportunity to do CPAP. Monteagudo was able to negotiate a price for CPAP machines with our supplier. Discussion regarding marketing sleep services. Nine sleep studies were completed in March and five have been completed so far in April (all in April have been in-home). Discussion regarding what we get paid for in-home sleep studies versus what we get paid for onsite studies. Our AASM accreditation survey was supposed to be April 9, but due to COVID, we were given a six-month extension. Discussion regarding communication from clinic providers. *Monteagudo exited at 8:08 a.m.*
5. **Medical Staff** – Dr. Wheeler stated that the Incident Command Team has been meeting and making sure our practices are safe for patients and employees, while also following regulation and recommendations. We are asking for more fabric masks for patients to wear when they come into the building. Looking to start some elective surgeries May 1, 2020 depending on what Governor Little announces. We are trying to preserve PPE. The community has been cooperative with the measures we are taking. Discussion regarding COVID testing.
 - 5.1. **Initial Appointment**
 - Direct Radiology, Updated Schedule 1** – Direct Radiology is adding to the list of providers who read for BCH. A **motion** made by Cuvala, second by LaPlante, to approve Direct Radiology's updated Schedule 1, adding providers Syed Akbar, MD and Peter Reuss, MD. The motion passed.

5.2. Reappointment

- 5.2.1. **Brad Capawana, DPM** – The Medical Staff has recommended Dr. Capawana's reappointment. A **motion** made by Cuvala, second by Humphrey, to approve the reappointment of Dr. Brad Capawana. The motion passed.
- 5.2.2. **Bret A. Dirks, MD** – The Medical Staff has recommended Dr. Dirks' reappointment. A **motion** made by Cuvala, second by Schumacker, to approve the reappointment of Dr. Bret A. Dirks. The motion passed.
- 5.2.3. **Ronald Fritz, DO** – The Medical Staff has recommended Dr. Fritz's reappointment. A **motion** made by Cuvala, second by Hodge, to approve the reappointment of Dr. Ronald Fritz. The motion passed.

6. Board Committee Reports

6.1. Performance Improvement Committee – No recent meeting due to COVID.

6.2. Medical Staff Committee – Hodge stated that the providers have been asking about the IDHE portal. Minier stated that this is a health data exchange system that we are looking into. LabCorp. inputs labs within this system, so providers can pull reports from this exchange. We plan on having Cerner's Physician champion come onsite when Dr. Sutherlin starts.

6.3. Board Nominations and Bylaws/Policy Committee

6.3.1. **Upcoming Board Terms Discussion** – Cox stated that two Board members are due to be reappointed July 1, 2020 (Mike LaPlante and Dan Hammes). LaPlante and Hammes would like to be considered for reappointment. Idaho Code states that we have to submit three nominees for each position. Cox stated that we received a letter of intent from a community member who would like to be considered for one of the Board positions. The committee will meet prior to the May Board meeting to discuss nominees and to prepare a letter to the commissioners to consider for appointment. *Wolff entered at 8:21 a.m.*

6.4. Finance Committee – The Finance Committee met this morning prior to the Board meeting.

6.4.1. **Administrative Services Agreement with Valley Vista Care Corp.** – Wolff brought hard copies of the Administrative Services Agreement with VVCC for each board member. Wolff sent a red-line agreement to Kim Stanger and had a phone conversation. VVCC has accepted all of our revisions and are adding some additional language to include insurance and indemnification. ICRMP is reviewing as well for Benewah County Insurance. Wolff stated that this is a well written agreement. Wolff advised that there should be no overlap between each board that could interfere with each separate business; discussion followed. Discussion regarding CEO Job Description that will provide guidance to the CEO. Discussion regarding liability insurance. A **motion** made by Humphrey, second by Hodge, to approve the Administrative Services Agreement with Valley Vista Care Corp. LaPlante abstained from voting. The motion passed.

6.4.2. **Approve March Financials** – A **motion** made by Humphrey, second by Schumacker, to approve the March Financials. The motion passed. Minier stated that we should have a draft audit report by early next week. The auditors will present onsite in May and should have a draft for review by next week. We will have the auditors participate via conference call if they are unable to be onsite due to COVID. *Wolff exited at 8:38 a.m.*

7. Contracts

7.1. Ralph Sutherlin, DO Contract – Minier stated that we have come to agreeance with Dr. Sutherlin. A **motion** made by Cuvala, second by Schumacker, to approve Ralph Sutherlin's Physician contract. The motion passed.

7.2. Juergen Lang, MD Contract – Item tabled.

7.3. **Twyla Masterson, FNP Contract** – No contract changes from prior agreement. This is a PRN agreement. A **motion** made by Humphrey, second by Cuvala, to approve Twyla Masterson’s new contract. The motion passed.

8. Board/CEO Staff Communications

8.1. **Board Rounding** – Rounding tabled due to COVID.

9. **Administrative Reports/Questions** – The Board and Administration had discussions regarding the following items: AC unit in the IT server room and downtime procedures, ER schedule, general/professional and liability insurance renewal, open positions, 457 plan and employees withdrawing.

10. Follow-Up Items

10.1. **Physician Recruitment Update** – Plante gave an update on Physician recruitment for our Family Practice Physician opening. Dr. Sutherlin’s tentative start date is Aug. 17, 2020. Discussion regarding Dr. Wikholm, General Surgeon wanting to cover 10 days in June. *Hodge exited at 8:50 a.m.*

11. Communications

11.1. **BetterCARE Report** – Humphrey stated that BetterCARE was not able to have the Good Friday Bakesale, but raised just over \$1,000. *Hodge entered at 8:53 a.m.* BetterCARE has over \$100,000 in their bank account currently.

11.2. **Board Education** – Nothing at this time.

Wheeler exited at 8:55 a.m.

12. Executive Session

Before adjourning into Executive Session, Hammes verified with Cox and Angell (as they called into the meeting via conference call) that they were the only ones able to hear conversations on the conference line; Cox and Angell confirmed.

At 8:55 a.m., a **motion** made by Cuvala, second by Schumacker, to adjourn into executive session per Idaho Code 74-206(1)(b) Personnel and Idaho Code 74-206(1)(j) Provider Contract. Roll Call Vote: All ayes. The motion passed.

Present at this time: Hammes, Humphrey, LaPlante, Cox, Schumacker, Hodge, Cuvala, Minier, Plante, and Angell.

Plante, Minier, and Angell exited at 9:12 a.m.

Meeting adjourned at 9:40 a.m.

Respectfully submitted,

Approved by:

Rebecca Plante, Board Secretary

Dan Hammes, Board Chairman