

BENEWAH COMMUNITY HOSPITAL
GOVERNING BOARD MEETING
Thursday, September 24, 2020, 7:30 a.m.
Francie Walters Board Room, Benewah Community Hospital, St. Maries, Idaho

MINUTES

Present:	Dan Hammes Richard Schumacker Peggy Cuvala	Carol Humphrey Ron Hodge	Mike LaPlante Dave Cox
Staff:	Lori Minier Rachel Ewert	Chuck Lloyd Dr. Bill Wheeler	Rebecca Plante
Other:	Nancy Wolff, Hospital Legal Counsel Phil Lampert, County Commissioner Bob Short, County Commissioner		

1. Call to Order – Chairman Hammes opened the meeting at 7:41 a.m.

Hammes requested a motion to amend the agenda, to add additional Executive Sessions: Idaho Code 72-206(1)(f) Litigation and 2.3. Idaho Code 72-206(1)(j) Contract Discussions, as well as to add agenda items: Contracts, with sub-agenda item: Administrative Services Agreement for Director of Finance, between Benewah Community Hospital and Valley Vista Care Corp., and Conflict of Interest Wavier allowing BCH to work with Holland and Hart as they also work with Valley Vista Care Corp. Reason for amending agenda: Legal Counsel and Administration requested agenda items that arose yesterday, when final Board agenda was already posted. A **motion** made by Hodge, second by Humphrey, to amend the board agenda, adding the requested items. The motion passed. Executive Session to be postponed until Legal Counsel enters meeting.

2. Regular Session

3. Approve Minutes – A **motion** made by Hodge, second by Humphrey, to approve the meeting minutes from August 27, 2020. The motion passed.

4. Open Forum/Visitors – None.

5. Medical Staff

5.1. Initial Appointment

5.1.1. **Direct Radiology, Schedule 1** – Direct Radiology is adding to their list of providers who read for BCH, adding Physicians Michael Berven, M.D. and Avez Rizvi, M.D. Dr. Wheeler reached out to Kootenai Imaging inquiring about their QI processes. The gentlemen he spoke with stated they have no reported concerns. A **motion** made by Humphrey, second by Schumacker, to approve Direct Radiology’s updated schedule 1, adding Michael Berven, M.D. and Avez Rizvi, M.D. The motion passed.

5.2. Reappointment: to occur at the end of the agenda.

5.3. Medical Staff Bylaws, Rules and Regulations, Annual Review/Revision – Dr. Wheeler stated that the Medical Staff has completed their required annual review of the Medical Staff Bylaws, Rules and Regulations. The Medical Staff came up with a revision that was included in the Board packets. Cuvala requested that a self-reporting statement be added in section 10.6.6; Dr. Wheeler agreed, and he will take this back to the Medical Staff. A **motion** made by Cuvala, second by Cox, to approve the revision of the Medical Staff Bylaws, Rules and Regulations, with the addition of a sentence requiring practitioners to self-report for felony indictment or conviction. The motion passed.

6. Board Committee Reports

6.1. Performance Improvement Committee – PI now meets quarterly; no report this month.

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

6.2.1. Approve August Financials – A **motion** made by Humphrey, second by Cox, to approve the August Financials. The motion passed.

6.3. Medical Staff Committee – Hodge gave an update from the September Medical Staff meeting: Lloyd reported that we signed a contract with IHA VENTURES for external peer review. Chris Spence in Coding received her RHIT (Record Health Information Technologist). This training is specific to compliance with charting and documentation to ensure appropriate reimbursement. Ewert gave an update on the COVID hall shower construction. Ewert added that as of today, the shower demo. is almost complete. Next step: Contractors will come in and work with maintenance. Once complete, the shower will be ADA compliant.

6.4. Board Nominations and Bylaws/Policy Committee – Cox stated that the committee was given the opportunity to review the Medical Staff Bylaws revision prior to them being presented to the full board. They collaborated by phone for review and recommended the revision be presented to the full Board for approval.

7. Administrative Reports/Questions – The Board and Administration had discussions regarding the following items: Nurse staffing (one upcoming retirement), Hospital transfer list, Pathologist Dr. Fandel (Medical Director for Lab), ER panic button, flu shots for PotlatchDeltic and the community, ‘thank you’ cards for surgery patients, Dr. Ispirescu’s practice providing injections in our OR again this fall, Surgery recruitment for visiting providers, the RHCAP grant that Plante applied for, recruitment, and the Melaleuca law.

8. Follow-Up Items

8.1. Endoscopy Equipment – Machado is looking into options/quotes for endoscopy equipment, including lease options. Wheeler stated that it would be nice to have two upper and two lower scopes. Jodi Terrell from BetterCARE is looking into a grant to help with replacing the whole system. Humphrey stated that BetterCARE discussed creating an “emergency fund” of approx. \$30,000 to be available to BCH if an emergent equipment need arises.

Wolff entered at 8:02 a.m.

8.2. Direct Radiology Discussion – Wheeler discussed during the Initial Appointment of Direct Radiology providers.

Wolff distributed a summary to the Board regarding the bond refinance. The Board asked about the Build America Bond Subsidy. Wolff stated that she believes this subsidy will go away; discussion followed. Wolff will reach out to the bond attorney to clarify and will also inquire about the status of the BABS subsidy for the last six months. The bond closing will take place October 8th and will be signed by Commissioner Jack Buell and the Treasurers. Laura Macklin will be preparing an Amendment for the MOU between the County and the Hospital; to be approved at the October Board meeting. Discussion regarding leasing or contracting between a private facility and a public hospital and private use regulations. Laura Macklin looked at agreements with VVCC to ensure there are no issues with the refi on the bonds; discussion followed.

9. Executive Session

At 8:17 a.m., a **motion** made by LaPlante, second by Hodge, to adjourn into executive session per Idaho Code 74-206(1)(b) Personnel- Physician Review, Idaho Code 72-206(1)(f) Litigation, and Idaho Code 72-206(1)(j) Contract Discussions. Roll Call Vote: All ayes. The motion passed.

Present at this time: Hammes, Humphrey, LaPlante, Cox, Hodge, Cuvala, Schumacker, Wolff, Lampert, Short, Lloyd, Minier, Plante, Wheeler and Ewert.

Ewert exited at 8:18 a.m.

Wheeler exited at 8:30 a.m.

The Board came out of executive session at 8:53 a.m.

10. Conflict of Interest Wavier allowing BCH to work with Holland and Hart – Wolff stated that if the Board would like to continue to use Holland and Hart for agreements, the Board must approve Hammes signing a Conflict of Interest Waiver as Holland and Hart also does work for Valley Vista Care Corp. A **motion** made by Humphrey, second by Hodge, to approve Hammes signing the Conflict of Interest Wavier with Holland and Hart. The motion passed.

11. Contracts

11.1. Administrative Services Agreement for Director of Finance, between Benewah Community Hospital and Valley Vista Care Corp. - The Board would let to set-up a special meeting to talk with the County Commissioners. Item tabled. *Wolff exited at 8:57 a.m.*

12. Reappointment

12.1. Frederick Ragan, M.D. – A **motion** made by Hodge, second by LaPlante, to approve Dr. Frederick Ragan’s reappointment to the Medical Staff. The motion passed.

13. Communications

13.1. BetterCARE Report – Humphrey reported that BetterCARE is working on the grant she mentioned earlier in the meeting. Instead of the Gala this year, BetterCARE is doing the 12 days of Christmas. Fundraiser goal: \$18,000.

13.2. Board Education – Plante stated that the Code of Conduct included in the Board packets has been updated with a new CEO letter.

14. Presentation Agenda – No presentations.

15. Executive Session

At 9:02 a.m., a **motion** made by Cox, second by LaPlante, to adjourn into executive session per Idaho Code 74-206(1)(b) Personnel. Roll Call Vote: All ayes. The motion passed.

Present at this time: Hammes, Humphrey, LaPlante, Cox, Hodge, Cuvala, Schumacker, Lampert, Short, Lloyd, Minier, Plante.

Plante and Minier exited at 9:02 a.m.

Meeting adjourned at 9:15 a.m.

Respectfully submitted,

Approved by:

Rebecca Plante, Board Secretary

Dan Hammes, Board Chairman