

BENEWAH COMMUNITY HOSPITAL
GOVERNING BOARD MEETING
Thursday, June 24, 2021, 7:00 a.m.
Francie Walters Board Room, Benewah Community Hospital, St. Maries, Idaho

MINUTES

Attendees: Dan Hammes Carol Humphrey Mike LaPlante
Dave Cox Richard Schumacker Ron Hodge
Peggy Cuvala, via conference line

Staff: Chuck Lloyd Lori Minier Rebecca Plante
Dr. Bill Wheeler

Other: Nancy Wolff, Hospital Legal Counsel
Bob Short and Phil Lampert, County Commissioners
Shar Sheaffer, Auditor, Dingus, Zarecor & Associates

1. Call to Order – Chairman Humphrey opened the meeting at 7:25 a.m.

Humphrey requested a motion to amend the agenda, adding to agenda item #2: Executive Session, Idaho Code 74-206(1)(f) Communicate with Legal Counsel. Reason for amending agenda: A complaint arose yesterday afternoon. A **motion** made by Hodge, second by Hammes, to approve amending the agenda to add this item. The motion passed.

2. Executive Session

At 7:26 a.m., a **motion** made by Hammes, second by Hodge, to adjourn into executive session per Idaho Code 74-206(1)(b) Personnel, Idaho Code 74-206(1)(j) Provider Contract & Other Contract Manners, and Idaho Code 74-206(1)(f) Communicate with Legal Counsel. Roll Call Vote: All ayes. The motion passed. Humphrey asked Cuvala if there was anyone present that could hear the phone conversations. Cuvala stated that she was alone.

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

Plante, Minier, Wheeler and Short exited at 7:26 a.m.

Wolff exited at 7:35 a.m. Cuvala was disconnected at 7:35 a.m.

Minier entered at 7:36 a.m.

The Board came out of Executive Session at 7:40 a.m. Humphrey called for a short recess. *Plante, Wheeler, Short, and Sheaffer entered at 7:40 a.m.*

3. Regular Session – Meeting reconvened at 7:45 a.m.

2020 Audit Presentation, Dingus Zarecor & Associates - Shar Sheaffer of Dingus, Zarecor & Associates presented the 2020 Audit to the Board. Discussion regarding utilizing and accounting for the CARES funds; reporting for these funds opens July 1st and is due by September 30th. The 2020 Operating loss is about the same compared to prior year. Sheaffer stated that a lot of CAHs are currently

struggling. Sheaffer's biggest suggestion for BCH is to focus more on revenue capture (complete a Community Needs Survey in efforts to understand why revenue is leaving St. Maries). Suggestions for Cash on Hand goal: get to 90 days, then increase to 120 days in the future. Need to work on long-term debt to net position. Days in Net Patient AR improved in 2020. Contractual adjustments are improving compared to 2019; Minier stated this is due to clean-up of the legacy system in 2019. Bad Debt as a percentage of Net Patient Revenue is improving. Sheaffer stated that they had no issues with the audit, and she directed the Board to the Management Letter. Suggestions include charge capture control and lease standards based on a change that will be in effect in 2022. Operating leases will be changing to capital leases. Sheaffer will compile a cost-based reimbursement report. Schaffer complimented Minier and Lloyd for being great to work with during the audit process. *Sheaffer exited at 8:46 a.m.*

4. Approve Minutes – A **motion** made by Hodge, second by Hammes, to approve the meeting minutes from May 27, 2021. The motion passed.

5. Open Forum/Visitors – Lloyd gave the following, positive updates: The Orthopedic Surgeon contract has been signed. Recent Press Ganey Surveys results: ER overall rating: 93.8%; Surgical Services overall rating: 100%.

6. Medical Staff – Wheeler reported that he is seeing 2-3 new patients a week in the Specialty Clinic (new people moving into the area). Discussion followed regarding volumes, population increase, and lack of housing.

6.1. Direct Radiology Updated Schedule 1 - A **motion** made by Hammes, second by LaPlante, to approve Direct Radiology's Updated Schedule 1, adding providers Steven DiLeo, MD, Kristi Harris, DO, and Richard Rossin, MD. The motion passed. *Wheeler exited at 8:52 a.m.*

7. Contracts

7.1. Nuvodia IT Agreement – Minier stated the Nuvodia agreement is a 2-year agreement with an annual cost of \$73,500. This agreement will replace the IT Manager position as well as provide an advanced, cloud-based back-up system. A **motion** made by Hodge, second by Hammes, to approve the Nuvodia IT Agreement. The motion passed. *Short exited at 8:53 a.m.*

7.2. Cerner #2 Amendment – Minier stated that the Cerner #2 Amendment includes an 8-year contract extension with modified payments. The Board and Administration discussed a few small changes to request Cerner update prior to the CEO signing. A **motion** made by LaPlante, second by Hammes, to approve the Cerner #2 Amendment, with requested changes. The **motion** passed.

7.3. R1 RCM, Inc. – Minier stated that R1 is our 3rd party billing affiliate. The Cerner RevWorks agreement will be terminated as R1 replaced them. Rates remain the same at 2.694% of net receipts. All other services remain the same. Minier is requesting approval of the R1 RCM, Inc. agreement, excluding the attached Exhibit. A **motion** made by Hodge, second by Cox, to approve the R1 RCM, Inc. Agreement, excluding the attached Exhibit. The motion passed.

7.4. Gregg Schellack, D.O. Contract – Dr. Gregg Schellack has signed the Orthopedic Surgeon agreement. A **motion** made by LaPlante, second by Cox, to approve Dr. Gregg Schellack's Contract. The motion passed.

7.5. Randall Hurley Restatement – Minier stated that we are required to restate the retirement plan to comply with the IRS every six years for the qualified tax status. Cost: \$1600. A **motion** made by LaPlante, second by Hammes, to approve the Randall Hurley Restatement document. The motion passed.

7.6. Stryker Stretchers (2) – Minier stated that there was an incident related to the stretchers in the ER. Risk Management completed a full review of the stretchers, and two, new bariatric stretchers

are needed for quality of care and COVID purposes. A **motion** made by Hodge, second by Hammes, to approve the purchase of 2-Stryker Stretchers, totaling \$19,000. The motion passed.

8. Board Committee Reports

8.1. Performance Improvement Committee – Schumacker stated that PI met on June 8th. Schumacker added that he has noticed an enthusiasm from department heads that he has not seen before. The ER is starting a new project focusing on complete patient transfer paperwork. Radiology continues to excel in scheduling patients who are overdue for their mammograms.

8.2. Finance Committee – Hammes stated that the finance report was given in the Finance Committee meeting prior to the Board meeting.

8.2.1. 2020 Audit Presentation, Dingus Zarecor & Associates – *Shar Sheaffer presented the 2020 Audit at the beginning of open session.*

8.2.2. May Financials – A **motion** made by Hammes, second by Cox to approve the May Financials. The motion passed.

8.2.3. 2020 Audited Financial Statements – A **motion** made by Hammes, second by LaPlante, to approve the 2020 Audited Financial Statements. The motion passed.

8.3. Medical Staff Committee – Hodge stated that Plante and Ewert covered all pertinent Medical Staff items in their board reports.

8.4. Board Nominations and Bylaws/Policy – Cox stated the County Commissioners have reappointed Cox and Cuvala for another term. Plante added that per DeeDee Bramblett, Mariah Dunham is preparing a resolution and will send a copy to BCH once complete.

9. Administrative Reports/Questions – The Board and Administration had conversations regarding the following topics: patient transfers, Orthopedic Surgeon Dr. Gregg Schellack, employee satisfaction survey, community survey response, department presentation boards, potential housing, pre-procedure COVID screenings and COVID testing at KH. *Schumacker exited at 9:13 a.m.*

10. Follow-Up Items

10.1. Quotes for Capital Items – To be discussed at a Special Meeting.

10.2. No Firearms Signs Community Letter – Lloyd stated that a complaint letter was sent to the Commissioners regarding the ‘No Firearms’ signs posted on the doors of the hospital; Discussion followed. The board agreed to leave the signs up. *Lampert exited at 9:21 a.m.*

11. Communications

11.1. IHA Updates – Cuvala is in McCall for the IHA Board meeting and was disconnected from the meeting.

11.2. BetterCARE Update – Humphrey reminder every one of the BetterCARE golf tournament is this weekend.

12. Executive Session – All items discussed in initial Executive Session (item 2).

The Board scheduled a Special Board Meeting for Monday, June 28 at 10:00 a.m.

Meeting adjourned at 9:25 a.m.

Approved by:

Respectfully submitted,

Rebecca Plante, Board Secretary

Carol Humphrey, Board Chairman