

BENEWAH COMMUNITY HOSPITAL  
GOVERNING BOARD MEETING  
Thursday, January 25, 2024, 7:30 a.m.  
Francie Walters Board Room, Benewah Community Hospital, St. Maries, Idaho

MINUTES

Attendees:            Dave Cox                    Peggy Cuvala                Suzy Epler  
                         Gary Green                 Dan Hammes                Carol Humphrey  
                         Mike LaPlante

Staff:                 Chuck Lloyd, *CEO*    Lori Minier, *CFO*        Carleen Walker, *DNS*  
                         Rebecca Plante, *Board Secretary*

Other:                 Phil Lampert, *County Commissioner*

**1. Call to Order** – Chairman Cuvala opened the meeting at 7:20 a.m.

**2. Regular Session**

*Cuvala requested a motion to amend the agenda adding action item 5.2.2 under Finance Committee: 2023 Financial Audit and Cost Report Engagement Letter.* Reason item was not previously listed on agenda: Documents were received by Administration yesterday at 1:45 p.m. after final Board agenda was already posted. A **motion** made by Hammes, second by LaPlante, to add action item 5.2.2 under Finance Committee: 2023 Financial Audit and Cost Report Engagement Letter. The motion passed.

**3. Executive Session**

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At 7:22 a.m., a **motion** made by LaPlante, second by Hammes, to adjourn into executive session per Idaho Code 74-206(1)(b) Personnel and Idaho Code 74-206(1)(j) Provider Contract & Other Contract Matters. Roll Call Vote: All ayes. The motion passed.

*Present at this time: Cox, Cuvala, Epler, Green, Hammes, Humphrey, LaPlante, Lampert, Lloyd, Minier, Walker, and Plante.        Lloyd, Minier, Walker, and Plante exited at 7:22 a.m.*

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The Board came out of executive at 7:43 a.m. Cuvala called for a short recess.

*Lloyd, Minier, Walker, Plante entered at 7:43 a.m.*

Meeting reconvened at 7:47 a.m.

Cuvala announced that CEO candidate Shane Sanborn withdrew himself as a candidate.

**4. Approve Minutes** – A **motion** made by Cox, second by Humphrey, to approve the meeting minutes from December 21, 2023, December 27, 2023, and January 4, 2024. The motion passed.

**5. Open Forum/Visitors** – None

**6. Board Committee Reports**

- 6.1. Performance Improvement Committee** – The PI Committee met in January. Humphrey and LaPlante attended the meeting via phone due to weather. Plante included the meeting minutes in the Board packet. Discussion regarding PolicyTech. The new phone and speakers for the board room have arrived and will be installed tomorrow.
- 6.2. Finance Committee** – The finance report was given in the Finance Committee meeting.
- 6.2.1. **DRAFT December Financials** – A **motion** made by Hammes, second by Epler, to approve the draft December financials. The motion passed.
- 6.2.2. **2023 Financial Audit and Cost Report Engagement Letter** – Discussion regarding the audit process. Total cost: \$43,300. A **motion** made by Hammes, second by LaPlante, to approve the 2023 Financial Audit and Cost Report Engagement Letter. The motion passed.
- 6.3. Board Nominations and Bylaws/Policy Committee** - No recent meeting. Lloyd will get the Board members access to PolicyTech. Discussion regarding bringing back the employee handbook.
- 6.4. Medical Staff Committee** – Epler and Cuvala attended the December Medical Staff meeting. Most of the meeting was an interview with CEO candidate.
- 7. Medical Staff** – No current update.
- 8. Contracts**
- 8.1. **2024 IHA Dues** – 2024 IHA dues: \$15,375 (*small savings compared to 2023*). Cuvala explained some of the work that IHA does, including trying to keep some of the legislature that would have a negative effect on healthcare from happening. Discussion regarding the upper payment limit. Licensing/credentialing is another item that really needs fixed; discussion followed. A **motion** made by Epler, second by LaPlante, to approve the 2024 IHA Dues. Roll call vote. 6-yes, 1-no. The motion passed. Discussion followed.
- 8.2. **Urgent Care Bids** – Minier stated that 2:00 p.m. yesterday was the deadline for urgent care bid proposals. We received 1-bid at \$245,400 bid (Ginno Construction). Discussion regarding previous bid and value engineering to get cost down. LaPlante would like to propose making half-payments to the county for the next 3-months to pay for the urgent care as we are so far ahead on the bond payments. Discussion regarding grant possibilities. Humphrey stated that the Innovia Foundation does a lot of grants in Benewah County; BetterCARE will apply for this grant. Lampert stated that the county has had \$82,000 sitting in county fund for a ramp entrance on 7<sup>th</sup> Street. As it was determined this cannot be done, Lampert asked the county if they could turn the money to the hospital for one of the following projects: Urgent Care, ER Roof, or the HVAC unit over the OR to solve the humidity issue. The Board agreed this would be best used to replace the HVAC over surgery. A **motion** made by LaPlante, second by Humphrey, to approve the Urgent Care bid. The motion passed. Roll call, all ayes.
- 8.3. **The Medicus Firm, Orthopedic Recruitment** – Plante stated that we spoke with our current recruitment firm for Family Medicine Recruitment, the Medicus Firm, about recruiting for Orthopedic as well. Administration has decided not to sign an Orthopedic agreement with the Medicus Firm. Item tabled. Lloyd added that our Styker rep. knows of an Orthopedic Surgeon who may potentially be interested.

**8.4. CEO Contract** – Item tabled.

**9. Administrative Reports/Questions** – The Board and Administration had discussions regarding the following items: Succession planning for staff and RN travelers.

**10. Follow-Up Items**

**10.1. Family Medicine Physician Recruitment** – Plante gave a recruitment update for the family medicine physician opening. Discussion followed regarding the Work of Heart RN Scholarship.

**10.2. Strategic Plan** – Lloyd presented a draft strategic plan. The Board requested a timeline be added. Discussion regarding public input/community needs assessment (talk with BetterCARE). Epler added that the BetterCARE Gala will be coming back in December. BetterCARE will be doing other fundraisers such as the Easter Bakesale, Memorial Walk (maybe combine with SPAN), etc. Epler is the new Chairman of BetterCARE. They recently approved a purchase for a blanket warmer for the Specialty Clinic.

**10.3. Urgent Care** – Update discussed with Urgent Care Bid agenda item.

**10.4. CEO Recruitment** – Cuvala stated that CEO recruitment continues. The Executive Committee will start meeting on Mondays at 8:00a.m. The Organizational chart was distributed for the Board to review.

**10.5. Board Goals and Evaluation** – Included in board packet. Please complete and turn into Cuvala.

**11. Communications**

**11.1. IHA Updates** –Discussion regarding insurance payer credentialing.

**11.2. Q1 2024 Compliance/Privacy/Quality Minutes** – Included in packets.

**11.3. Q1 2024 Performance Improvement Minutes** – Included in packets.

**12. Executive Session**

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At 8:56 a.m., a **motion** made by Humphrey, second by Hammes, to adjourn into executive session per Idaho Code 74-206(1)(b) Personnel and Idaho Code 74-206(1)(j) Provider Contract & Other Contract Matters. Roll Call Vote: All ayes. The motion passed.

*Present at this time: Cox, Cuvala, Epler, Green, Hammes, Humphrey, LaPlante, Lampert, Lloyd, Minier, Walker and Plante.*

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Meeting adjourned at 9:05 a.m.

Respectfully submitted,

Approved by:

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Rebecca Plante, Board Secretary

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Peggy Cuvala, Board Chairman