

 **Board of Commissioners Regular Meeting Minutes**

**December 20, 2022**

**PRESENT**

Juliet Pouillon, Board Chair; Ricky Knowles, Commissioner; Paul Pennington, Commissioner; Jonathan Blake; Commissioner; Les Dewey, Commissioner; Robb Kimmes, CEO; Brenda Schneider, CFO

**CALL-IN**

None

**EXCUSED**

Elizabeth Vaivoda, PR/Foundation Director; Heidi Hedlund, Quality and Risk Manager Diane Matthews, CNO; Dr. Russell Smith, Chief of Staff

**GUESTS**

None

**CALL TO ORDER**Board Chair, Juliet Pouillon, called the meeting to order at 1800 hours.

**OPEN DISCUSSION & PUBLIC PARTICIPATION**

None

**CONSENT AGENDA**Paul Pennington motioned for the Consent Agenda items be approved, including the corrected minutes of the November 22, 2022 regular meeting; the November Accounts Payable Warrants totaling $734,982.94, November Payroll Electronic Transactions totaling $804,272.31; Other November Electronic Transactions Payments totaling $240,632.29; Bond payments totaling $1,002,800.00 and Bad Debt in the amount of $84,494.57. Jonathan Blake seconded. Motion approved unanimously.

**MEDICAL STAFF REPORT & CREDENTIALING**

Robb and Paul gave a report from the recent medical executive meeting, including staffing, patient transfer challenges, and the number of respiratory patients being seen. The medical staff will elect new officers at the January meeting. There is no provider credentialing this month.

**COMMITTEE REPORTS**

**Marketing/Foundation:**  In Elizabeth’s absence, Robb reviewed the written report for Marketing and for the Foundation.

**Performance Improvement:**  In Heidi’s absence, Robb presented the Performance Improvement Report, which included: the hospital quality projects and activities, readmissions, and the performance and benchmarking graphs. Discussion followed.

**Planning:** The Planning Committee discussed the 2022 strategic plan and plans for developing a new strategic plan in 2023. Robb then reported out on each objective from the 2022 strategic plan with the Board. Discussion took place. Robb also proposed holding a strategic planning retreat in early 2023 and having an outside consultant facilitate the retreat. The commissioners were supportive of this proposal.

**ADMINISTRATIVE REPORTS**

**CEO Report:**  Robb reviewed his written report. Per Board By-Laws, Juliet gave preliminary approval to purchase new vacuum pumps earlier this month. The Board had previously approved the purchase for 2023. One of the current vacuum pumps stopped working this month, expediting the need to get the new equipment ordered. Les Dewey made a motion to approve the December 2022 order for new vacuum pumps totaling $52,040 plus freight and tax. Paul Pennington seconded. Motion approved unanimously. Robb also reminded the Board to update their information with the public disclosure commission. He also reported that MCMC recently signed their definitive agreement with Adventist Health. They are now awaiting merger approval from the state of Oregon.

**Financial Report:** Brenda reviewed the November financial reports. Total gross patient revenue for the month of November was $352,840 above budget. Inpatient, outpatient, and emergency revenue were above budget, while swing bed was below. Deductions were 45% for the month and are now at 41.1% year-to-date. Expenses were slightly above budget for the month. The main factor impacting expenses this month was the cost of agency staffing. The bottom line for the month is a positive $19,000, and the year-to-date bottom line is now negative $156,000. A summary of cash was also included in the packet. Brenda discussed the 2020-2021 SAO audit, which is in its final stages. There are no issues. The Board finance committee will be participating in an exit conference tomorrow.

**CNO Report:**  In Diane’s absence, Robb reviewed the written CNO report.

OLD BUSINESS

None

**NEW BUSINESS**

* Robb presented the Corporate Compliance Annual Board Education to the Board. Discussion followed.
* Robb presented the Quality/Performance Improvement Annual Board Education to the Board. Discussion followed
* Robb presented the CAH Periodic Evaluation & Quality Assurance Review for 2021 Plan Year. Discussion followed. Les Dewey made a motion to approve. Ricky Knowles seconded. Motion approved unanimously.

**EXECUTIVE SESSION**

There was no executive session.

**ADJOURN:** Board Chair, Juliet Pouillon moved to adjourn the meeting at 1926 hours.

Respectfully Submitted,
Brenda Schneider,

CFO

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 Board Chair

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 Board Secretary