

Orcas Island Health Care District
Board of Commissioners - REGULAR Meeting Minutes
Orcas Island Fire & Rescue – Eastsound Firehall
Tuesday, February 19, 2019
4:00 – 6:00 pm

Commissioners Present:

Art Lange
Diane Boteler
Patricia Miller
Richard Fralick

Staff:

Superintendent Anne Presson

Commissioners Absent:

Pegi Groundwater

I. Call to Order

President Fralick called the meeting to order at 4:02 pm noting Commissioner Groundwater had an excused absence.

II. Public Comment

President Fralick asked for a show of hands as to how many guests were interested in presenting a public comment. Leif had two comments. He asked if there will be help understanding the UWNC Quality Dashboard. The other was a comment that he would like the Board to consider sponsoring him to attend the NW Rural Health Conference in Seattle next month.

III. Consent Agenda

President Fralick asked for any comments on the one item, February 5, 2019 Regular Board minutes, contained in the Consent Agenda. There was no discussion.

MOVED by Commissioner Boteler, seconded by Commissioner Miller to approve the February 5th Minutes on the Consent Agenda. VOTE 4:0:0. MOTION CARRIED.

IV. Committee & Work Group Reports

Commissioner Miller suggested the order of the Committee and Work Group Reports be changed to allow the discussion of After-Hours to come before the UWNC CSA discussion. This moved Building Maintenance to the first item of discussion.

a. Building Maintenance and Repairs

President Fralick provided an update on RFP 2019-01 Medical Clinic Roof Replacement. We received several responses to the Request for Proposal; however, after talking with Commissioner Groundwater they recommend the Board reject all bids.

President Fralick went on to explain that the language in RCW 70.44.140 allows the Board to reject bids received "if, in the opinion of the commission, all bids are unsatisfactory". The recommendation from President Fralick and Commissioner Groundwater is that the Board reject all bids received and re-advertise with a new Invitation to Bid document rather than an RFP. They feel that with wide range of bid amounts, potentially confusing bid documents, and lack of specificity requiring bid security they determined the bids are unsatisfactory.

Commissioner Boteler asked if this has anything to do with the change discussed in the Procurement Policy, which the Superintendent clarified was a different issue specific to the small works roster. Commissioner Lange asked if there were any negative implications to re-bid the project. President Fralick responded that he and Commissioner Groundwater do not feel the project would be at risk. The Board previously authorized President Fralick to submit a permit application, which was approved by the County, and the project is in the queue. In addition, the goal is to begin the project once the weather improves so there is adequate time to meet that deadline.

MOVED by Commissioner Miller, seconded by Commissioner Boteler to determine all bids received are unsatisfactory and reject and re-advertise. VOTE 4:0:0. MOTION CARRIED.

b. After-Hours Work Group:

Commissioner Lange reminded the Board that the last update provided by UWNC was on 2/20 following the discussion Dr. Jaffy had with the providers. Since that update, there has been no additional communication from UWNC. Superintendent Presson did note that Mark updated her tracking sheet and confirmed that the “mini reg” process is active yet that doesn’t translate to giving ALL callers access to on-call providers.

At this point, the Commissioners on the Work Group feel the process is too lengthy and cumbersome. There has been nothing new identified from the work to-date, and the Commissioners still believe that after-hours call coverage with an accessible physician is critical. Having looked at the data, Commissioner Lange suggested that the volume isn’t as important as access. He equated after-hours access to paying taxes for the Sheriff. **Taxpayers may never need to call the Sheriff but they want to know a Deputy is available if/when one IS needed.**

The other issue under consideration is compensation for after-hours visits. UWNC has suggested that in order to deliver on after-hours access the providers will require a significant increase above the proposed \$250 incentive per visit. The Commissioners feel that between the current salary/benefits and incentive payment offered, the proposed total compensation is reasonable for an island provider.

At this point, the Commissioners on the Work Group feel strongly that UWNC needs to provide an answer to the question of whether they will meet the needs of the island, as defined by the Board. They propose Commissioners Lange and Boteler, together with Superintendent Presson, request to meet with Dr. Jaffy. The purpose of the meeting will be to get a definitive answer from UWNC on their willingness to deliver on after-hours coverage.

Commissioner Boteler shared her concerns that these discussions started last May, and it feels like we are in the same place as we were then. She isn’t seeing anything to suggest UWNC is willing to meet the needs as the Board has identified. The Board has been clear in stating their expectations and so far it seems like UWNC isn’t willing to deliver. Discussion continued as to whether it made sense to start with Dr. Jaffy as the first point of contact or go directly to the UWNC leadership. Commissioner Miller suggested if the Board decides the CSA can’t be signed without after-hours language it likely makes sense to go straight to UWNC’s leadership. Commissioner Boteler agreed and felt that the Board should push back on the initial strategy to extend the Interim Funding Agreement and revisit the CSA following agreement on after-hours.

There was consensus of the Board to ask Superintendent Presson to set up a meeting to get the after-hours Work Group process going again. The intent will be clear that the goal is to have an answer to the Board’s after-hours requirements by April 1, 2019. In addition to access, it’s imperative that all callers to the Community Care Line, whether an established patient, have access to ALL after-hours options. This includes talking with and, when medically necessary, seeing a provider after-hours.

Commissioner Miller asked if it's possible to charge some type of usage fee to visitors who utilize after-hours services. Her concern is that this could become a very expensive endeavor and the taxpayers could end up subsidizing costs for non-residents. After discussion it was decided this was unlikely due to contractual requirements; however Superintendent Presson will research to see if there are any options. She will also gather information on the reimbursement for an after-hours visit versus a regular office visit.

c. Contract Negotiations Work Group

Commissioner Miller reviewed the redlined Clinical Services Agreement (CSA) that was returned from UWNC following the last discussion with the Work Group. The updated version also includes comments from Commissioners Boteler and Groundwater.

The most significant areas of concern were addressed:

- **Deletion of Exhibit B: Scope of Services** – UWNC provided a more generic list of skills and services than what was originally included. Commissioner Boteler felt it was difficult to reconcile the two without knowing UWNC's definition of Primary Care. In the absence of detail, she's concerned they are basing this off what's available in Seattle; however, we know the scope of a rural Primary Care provider should be broader. Given concerns around scope of practice it's concerning to not have more detail beyond what they've written as "as appropriate for Primary Care" or UWNC Master List, which was not provided.

Discussion continued around how the Board could assess whether the new list aligns with the more detailed Exhibit B from the initial CSA. The original Exhibit was written in response to what providers in the clinic haven't been willing to do. **The consensus of the Board was to ask UWNC to go through the original Exhibit B and mark what they currently do, what they are willing to do in the future, and what they are never going to be able to deliver. This is what we thought was agreed to on the last call yet what we received makes it hard to know how well their current and proposed services map to the Board's expectations.**

- **After-Hours/urgent care** – this was discussed in the After-Hours Work Group report.
- **Removal of language specific to consulting in the hiring of the Medical Director position** – Commissioner Miller revisited what the Committee asked for in the discussion with UWNC around the importance of having a good working relationship and the Clinic leadership. She shared that UWNC's standard course of action when making hiring decisions is to assemble an interview panel and they were reluctant to agree to create another process. Instead, the revised wording offered to have one Board representative sit on the interview panel. UWNC did extend our participation to include both the Medical Director and Clinic Manager roles; however, they limited our participation to only new hires.

Commissioner Lange said he could live having only one representative from the Board participate in the process as he trusts his fellow Board members to take on that role. He would like to see a statement added that UWNC will allow input from the District on leadership of the clinic ongoing and not just in initial hiring decisions. Commissioner Miller agreed and would like to ask UWNC to propose language to deal with situations when personnel aren't meeting needs. Commissioner Boteler also agreed and noted that language which referenced "scope of care" was removed. She would like to see that added back as it's important that a provider under consideration understand and want to practice in a rural environment.

There was consensus of the Board to accept the language specific to having a single Board representative participate in the interview panel. The Board will ask for clarification on how that process works to understand how decisions are made and what level of input the representative will have. We will also ask UWNC to suggest language on how to deal with the ongoing performance review. Superintendent Presson mentioned that they could include a Board member in the 356-performance review process. She shared that she was asked to participate in the process for Darren Layman during his last performance review.

- **Metrics** – Commissioner Miller continues to feel we are not far off on the Customer Satisfaction metrics. The call to understand how the Press Gainey survey is mapped to UWNC’s Quality Dashboard was rescheduled for March 4th. She feels that we will have the answers needed to wrap up this piece following that discussion.

Commissioner Boteler talked about additional metrics the Quality Committee would like to see, and Superintendent Presson noted those questions have been posed to UWNC and will be addressed on the call. **This will include any quality reporting on the Nurse Triage line since that plays such a large role in the health care experience.**

The consensus of the Board was to have Commissioners Miller and Lange continue engaging with UWNC on the metrics discussion until the contract negotiations are complete. Once that happens there will be a clean handoff to ensure the Quality Committee is clear on what’s expected of UWNC.

On the metrics specific to provider productivity, there is a need to understand how providers are/aren’t incentivized to meet the MGMA benchmark, and this will be revisited with Dr. Jaffy. Commissioner Lange explained the reasons why it was more appropriate to track this at the clinic, rather than provider level. He is comfortable with that approach if the Board knows the overall target and can track how well it’s being met. Commissioner Miller also shared that it will be during the budget development process when the Board will want to pay close attention to how UWNC sets the overall targets for visits and WRVUs.

- **Indemnification** – The Board’s attorney has recommended this be removed or has provided suggested alternate language.
- **CSA Payment** – The Board was clear that the contract would run through 2019; however, the changes from UWNC make it indefinite with a new budget being negotiated each year. Discussion continued around the termination language and everyone felt comfortable that the language allowed for the Board to terminate at any point without cause.
- **Audit** – UWNC continues to delete language specific to reimbursing OIHCD for the cost of an audit should an audit reveal over charges of more than 10%. Commissioner Miller would like to push back and ask for proposed language rather than omitting it completely. **The consensus of the Board was to support the suggested approach.**

The discussion continued around the CSA and status of after-hours coverage. President Fralick asked if the Board was saying that a “no” response to the after-hours coverage meant there was no point pursuing the CSA at this time. Commissioner Boteler felt strongly that the Board should not agree to any contract that doesn’t contain specific after-hours language, even understanding there is a termination option. Her feeling is that once UWNC has a signed contract they will no longer have a sense of urgency to work through the after-hours piece.

There was consensus that not enough progress has been made and the Board needs to know by April 1st if UWNC is going to be willing to deliver on the after-hours piece. This also necessitates an extension of the IFA since we are now out of the 90-day good faith negotiations period.

d. Finance Committee

Commissioner Miller shared a document containing the revised Reserve Fund language. There were no changes to the proposed language. **It was decided the new Reserve Fund language will be incorporated into the Financial Management Policy to be brought back for review at the next Board meeting.**

e. Metrics Work Group

This was covered earlier and the next step on the metrics piece is the March 4th call with UWNC. Results of that call will be brought to the next Regular Board meeting.

f. Communications Committee

Commissioner Lange shared an updated Communications Strategy document and a newly created Implementation document. He shared that after looking at the magnitude of the effort, combined with limited resources, the Committee felt it was helpful to separate the 2019 Implementation plan and list specific activities they hope to accomplish this year.

Commissioner Boteler asked that the Commissioners look at the list of topics to help the Committee prioritize. President Fralick asked if the Committee has thought about how the articles will be produced. He suggested that the likelihood of success might be higher if the Committee was expanded. Commissioner Miller felt it would be helpful to see a calendar with proposed topics by month. This could also include mode of communication.

There was consensus of the Board to have the Communications Committee bring back a proposed calendar, as discussed, and it will be a priority item at the next Board meeting.

V. Old Business

- **North Cascade Cardiology** – Superintendent Presson reported that she is still working with UWNC and NCC on a new lease agreement. UWNC has confirmed they don't have an issue if the agreement is direct between OIHCD and NCC. She is waiting to hear from the Real Estate contact at NCC.

UWNC did last a few things to consider:

- The current lease indicates we UWNC has exclusive use of the space. We likely will need to amend Section 16.1 of the lease to reflect that portion of the premises that would be subject to non-exclusive use.
 - UWNC is continuing to explore the ability of a UW cardiologist to provide this service. If agreeable with the PHD, they asked to have a 30-day termination clause in the contract to allow for possible implementation when/if that becomes available and all parties agree.
 - Lindsey has no record that the lease fee was paid to UW. Both Darren and the Superintendent will follow up with NCC to determine how this was paid. Once the lease is direct with OIHCD the District will collect the funds directly.
- **NW Rural Health Conference** – Information on the sessions and cost were reviewed. It was noted there is a single day option and the early bird pricing ends on March 1st.

MOVED by Commissioner Miller, seconded by Commissioner Boteler to authorize Commissioner Boteler and Superintendent Presson to review the curriculum for the NW Rural Health Conference and decide if it's worth having a single representative attend a single day, to be split between the two of them. Superintendent Presson will also review the 2019 Conference Budget.

- **Procurement Policy** – President Fralick reminded the Board that action was taken at the last meeting to adopt revised language in the Procurement Policy specific to the small works roster and when a contractor must be a member of the MRSC Roster. The pages shared with the Board are the newly written sections of that Policy.

MOVED by Commissioner Miller, seconded by Commissioner Boteler to adopt the revisions to the previously approved Procurement Policy.

The two remaining items in Old Business specific to the Meeting Code of Conduct and Financial Management Policy will be brought back to the next Regular Board meeting.

VI. New Business

Superintendent Presson asked the Board to consider creation of a Building Committee due to the nature of upcoming projects and activities.

MOVED by Commissioner Lange, seconded by Commissioner Boteler to establish a Building Committee. Further discussion was held, and agreement was reached that the populating of the Committee will be postponed to a future meeting when all Commissioners are present.

VII. Operations Report

- **District Office Sub-Lease Extension** – Superintendent Presson shared the proposed Sub-Lease extension that was approved by Commissioner Groundwater.

MOVED by Commissioner Boteler, seconded by Commissioner Miller to approve sub-lease as negotiated for another year and authorize President Fralick to sign.

- **January 2019 Financial Reports** - Superintendent Presson is still working on gaining access to the full spectrum of reporting available through the County's financial management system, EDEN. In the interim, she shared the regular reporting format for the month of January 2019. This report shows the committed 2019 budget that was adopted in November. She noticed that the \$200,000 loan from SJC is being reflected on the line for the WA Fed Note. She will work with the County to get that corrected. Otherwise, there was nothing unusual to report on revenue or expenses for January. The District is beginning to see some small property tax receipts reported. The largest expense item was the Q'1 2019 grant payment to OFHC.
- **Clinic Updates** – there weren't any specific updates other than to share the Q'4 2018 Financial Reports from both Clinic were received and included in the packet. Superintendent Presson and Commissioner Miller are getting together on 2/25 to review the reports and this will be discussed in detail at the next Regular Board meeting.

- **Kaiser Air Transport** – Superintendent Presson is continuing to engage with various County leaders as discussions with Kaiser continue. She'll be attending the Board of Health meeting tomorrow, and this will be a primary topic on their agenda. She also reported that she has handed over primary responsibility for scheduling next steps with Kaiser to Mark Tompkins.
- **Accountability Audit** – the Superintendent has scheduled the District's first audit for June 2019.

VIII. Public Comment

Dr. Shu commented on the importance of considering revenue per provider as a metric over visits per provider. He felt that in a Patient Centered Medical Home model, providers often see fewer patients yet deal with more complex issues and engage more frequently with the patient. Since providers can now get paid for phone visits and other services he feels revenue is a more appropriate metric than frequency.

IX. Upcoming Meetings

The next meeting of the Board will be held on March 5th with a second meeting March 19th. The March 11th All Island Leadership meeting was discussed as Commissioners wanted to understand the attendees and purpose. Superintendent Presson shared how the meeting came about and her idea that this was meant to be more a longer-term strategy session to identify issues that might jeopardize the sustainability of health care and health plans on the islands. After continued discussion the Board agreed that this would remain on the calendar and be discussed again at the March 5th Regular Meeting. At that point it's likely Superintendent Presson, working with Darren Layman, will have flushed out more of an Agenda.

X. Meeting adjournment

MOVED by Commissioner Miller, seconded by Commissioner Lange to adjourn the meeting at 6:15 pm. VOTE 4:0:0. MOTION CARRIED.

Minutes approved this ____ day of _____, 2019.

Attest: Patricia Miller, OIHCD Board Secretary