

**San Juan County Public Hospital District #3**  
**DbA: Orcas Island Health Care District**  
**Board of Commissioners - REGULAR Meeting Minutes**  
**Tuesday, September 4, 2018**  
**4:00 pm – 6:00 pm**  
**Eastsound Firehall**

**Commissioners Present:**

Diane Boteler  
Pegi Groundwater  
Art Lange  
Patricia Miller  
Richard Fralick

**Staff:**

Superintendent Anne Presson

**Commissioners Absent:**

None

**I. Call to Order**

President Fralick called the meeting to order at 4:05 pm.

**II. Public Comment**

President Fralick asked for a show of hands as to how many guests were interested in presenting a public comment. There were two raised hands.

Bob Thomas asked if the Board has received a breakdown of services from UW in conjunction with their budget. He is interested in seeing what's included. Commissioner Fralick indicated that was an important question yet that level of detail had not yet been provided.

Pierrette Guimond asked if Superintendent Presson oversaw the website. She also provided the Board with suggestion boxes for the Town Hall that were discussed at the last meeting.

**III. Consent Agenda**

President Fralick asked that the Regular Board meeting minutes of 8.28 and Special Board meeting minutes of 8.24 be removed from the Consent Agenda as there were some changes noted. He directed the Board to take action only on approval of the AP Voucher Report of 8.29.

**MOVED by Commissioner Miller, seconded by Commissioner Groundwater to approve the Consent Agenda as amended. VOTE 5:0:0. MOTION CARRIED.**

Superintendent Presson read the changes requested to the two sets of meeting minutes.

**Changes to the 8.28 Regular Meeting Minutes:**

**Page1: Item III Consent Agenda - amended to show who abstained from the vote: MOVED by Commissioner Groundwater, seconded by Commissioner Lange to approve the Consent Agenda as presented. VOTE 3:0:1. MOTION CARRIED. COMMISSIONER MILLER ABSTAINED.**

**Page 2: Item IVB ii After-Hours Care Model Paragraph 3: reference to Triage Nurse changed to Provider: “The idea of conducting a Patient Satisfaction Survey of those who sought after-hours care was discussed and UWNC didn’t feel it would be relevant. The Board will continue to pursue. There’s also need for better coordination with EMS, including Medics having direct access to **the Provider....”.****

**Last Paragraph in this section there is a change to Commissioner Lange’s statement:**

Commissioner Lange felt that the two sides are close to reaching a mutually acceptable accommodation in the two key areas: (1) physician access; and (2) access to the full spectrum of care for all callers, regardless of pre-registration.

**Changed to read:**

Commissioner Lange **is hopeful that we can reach agreement on the two critical areas: (1) after-hours callers having physical access to the UW on-call provider when medically appropriate; and (2) after-hours callers having access to all the options of Triage Care, regardless of pre-registration”.**

**MOVED by Commissioner Boteler, seconded by Commissioner Miller to approve the 8.28 Regular Meeting Minutes, as amended. VOTE 5:0:0. MOTION CARRIED.**

**Changes to the 8.24 Special Meeting Minutes:**

**Item II Page 2 First paragraph that read:**

The benefits and limitations associated with staggering hours, where additional staff wasn’t required, were debated. The biggest downside being times when only one provider would be in the Clinic. There were also questions as to provider’s willingness to move to a shifted schedule, which UWNC will discuss with the existing staff. *There was also discussion around UW’s stance that there’s an increased risk on providers when seeing patients with no prior history, or “undifferentiated” patients. The role of the Triage Nurse was also explored and, due to their function, UWNC has been reluctant to change the current protocol whereby the Triage Nurse serves as the first point of contact.*

**Changed to:**

There was also discussion **around the District’s request to ask providers, on a voluntary basis with compensation, to see acute care patients after hours, if deemed medically necessary.** UW’s stance is that there’s an increased risk on providers when seeing patients with no prior history, or “undifferentiated” patients. **Various options were discussed.** The role of the Triage Nurse was also explored and, due to their function, UWNC has been reluctant to change the current protocol whereby the Triage Nurse serves as the first point of contact. Finally, the Fire Chiefs from Lopez and Orcas Islands were in attendance and part of the discussion

**The other was a formatting change to correct the header with the correct meeting date.**

**MOVED by Commissioner Miller, seconded by Commissioner Boteler to approve the 8.24 Special Meeting Minutes, as amended. VOTE 5:0:0. MOTION CARRIED.**

#### IV. Committee Reports

##### a. After-Hours Work Group:

Commissioner Miller reported that a Proposed Alternative Approach to After-Hours & Acute Care document was submitted to UW for feedback. To-date she has received no reply. It was noted that there were some items without a lead assigned or an agreed upon deadline. **The summary will be added to the regular Friday morning call and these gaps filled in.**

Commissioner Lange mentioned that he sent Commissioner Miller a first draft of a proposed provider compensation model for after-hours care. **Once reviewed, they will bring to the Board for feedback.**

Commissioner Boteler reported that she and Commissioner Groundwater are working on a first draft of the proposed scope of practice. **The initial draft was sent to the Commissioners prior to the meeting and she asked that all feedback be directed to her. She'll aggregate and bring to the next Board for discussion.** From there, the group will send to UW for feedback by the middle of next week. Commissioner Groundwater clarified for the public that this list is designed to show what the Commissioners feel are necessary skills for a Primary Care Physician (PCP) practicing on a rural, remote island.

##### b. Finance Committee:

Commissioner Miller provided an update based on agreements at the last Board meeting. At that time, the Board agreed to purchase the building as soon as practical and have OMF extend their contract with UW through the end of the year. The OIHCD would prepare an Interim Funding Agreement (IFA) over that same period with details on any wind down should a longer-term agreement not be executed. The Negotiations Committee would also start work on a new Clinical Services Agreement with UW to take effect 1.1.19.

Commissioners Miller and Fralick met with OMF earlier in the day and talked about recommended changes to OMF's current agreement with UW. This included an extension through the end of the year. OMF also needs to determine their operating cost requirements, as that number will also be factored into the purchase price of the building. Commissioner Miller hopes to have the long-term financing in place by the 2<sup>nd</sup> Friday in October which would allow the close of the building purchase as soon as the following Friday.

Commissioners Miller and Fralick revisited the long-term funding needs and agreed that few additional should be factored into the model. These included a possible remodel of the Clinic's Solarium space to accommodate the District Office and provider offices, as well as other equipment needs. As a result, the recommendation is to increase the long-term debt financing discussed at the last meeting. The change would be an increase from \$600k to \$800k, with four step-down options available in increments of \$50,000. Commissioner Miller is working to incorporate these new assumptions into the finance modeling and hopes to have numbers available for the Town Hall. A letter of engagement has been signed with the Bond Attorney. The bundled cost for all services performed by the attorney is \$2,200, and billing will happen once Bond is approved.

Commissioner Miller is waiting for an updated Term Sheet from WA Fed and asked them to extend the Line of Credit (LOC) through 2023. Important to note there is an underutilization fee of \$2,500 so it will be important for the Board to monitor usage of the LOC. **Superintendent Presson will oversee tracking usage and bringing any concerns to the Board's attention. Commissioner Miller will see if the LOC can start in early 2019 as it isn't expected those funds will be needed until that time.**

**One last item Commissioner Miller will be pursuing is to ask UW to move from a quarterly payment structure to semi-annual, to coincide with tax receipts.** Superintendent Presson reported that she had recently gotten this accommodation from UW for the Lopez Island Hospital District.

Commissioner Fralick reported that as the terms were not finalized prior to this meeting, the Resolution for Long-Term financing is postponed until the next Board meeting.

**c. Negotiations Committee:**

Commissioner Miller shared that the District's general counsel will be involved with OMF as he needs to understand what changes they will seek from UW. Those modifications have an impact on the structure of the District's IFA and future contract with UW. OMF needs to reach agreement on the funding caps through the end of the year as those are a driving factor in the building purchase price. Agreement on the end date for the contract extension is the other piece they need to negotiate with UW. Language specific to After-Hours care and any wind down will be included in the IFA between OIHCD and UW, and not part of the OMF Agreement. **Questions remain as to the equipment maintenance costs and contract, which will be added to the Friday morning agenda.**

Commissioner Miller noted that the Negotiations Committee will be meeting with OFHC on Wednesday to start contract discussions. This will include discussion around their new budget and FTE assumptions, as well as their after-hours care model. She indicated that the Board hasn't yet discussed the length of contract with OFHC, and asked Commissioners to start thinking about that, so they are prepared when this comes to the Board for discussion.

**d. Communications Committee:**

Commissioner Lange and Superintendent Presson have been working on materials and logistics for the Town Hall meeting taking place on Saturday. Commissioner Lange asked the Board if they were comfortable with his proposed set-up, whereby the Commissioners will sit in the front and stand when answering a question. He was pleased to report that Hilary Canty has agreed to serve as Moderator for the 9.20 Town Hall.

In reviewing the slide deck, Commissioner Lange asked for feedback on the Mission slide. Discussion also centered around the suggestion boxes and how to best utilize them. Commissioner Lange wanted to stress that the Board is interested in hearing individual feedback; however, the Town Hall isn't the forum for that level of detail. It will be important that the Moderator set the stage for questions and feedback. There was agreement that questions will be held until the end of the Commissioner presentations. **Commissioners were asked to provide text for their slides to Superintendent Presson by the end of the day on Thursday. Superintendent Presson will see about having the PolyCom available so Commissioner Boteler can dial-in.,**

Commissioner Lange also gave an update on the after-hours survey. Commissioner Miller asked for clarification as to the sequencing of the Town Halls and survey release. The survey questions were distributed and discussed. There was a lot of debate around how to capture community feedback on cost. The Board agreed to finalize the basics of the survey so that Madrona Voices could begin building it out and be ready to launch next Wednesday. **Any insights from the Town Hall will be brought to the next Board meeting so a final version can be adopted prior to launch.**

**V. Old Business**

Commissioner Fralick wanted to address communication protocols between Commissioners and the Clinics. This hasn't been something the Board has explicitly discussed and probably should. There has been a lot to get

accomplished and the group has been moving fast. The pace has resulted in bypassing the hierarchy of UW, at times, which has created some unnecessary pain points.

Discussion continued around the idea that the Board should revisit how they engage and develop a policy. Commissioner Boteler felt strongly that valuable input is often not heard when communication is limited to management. Commissioners all agreed that they didn't want to limit their access to one person who would filter information back to the Board; however, they didn't reach agreement on the right communication model.

After much discussion, Commissioner Fralick suggested that the Board see if it works to go through the hierarchy of each organization until trust is built. Also important is to make sure the Commissioners are aligned in communications since there are a variety of conversations taking place. **The Board agreed there is a need to determine a way to keep everyone informed of discussions with the Clinics. Beyond UW, there's also a need to define the Superintendent's role. This topic will be revisited in a future Board meeting.**

#### **VI. New Business**

There was no new business to report.

#### **VII. Operations Report**

Superintendent Presson asked the Commissioners to review changes to the website and provide any feedback/suggestions. She has embedded a Google Calendar that will have meeting dates and show when the District Office is open. She will also be building out a page with information on the Board and Committees. She asked that Commissioners send her a short bio, and it the Board agreed to find time for a group picture rather than have individual pictures on this page.

The Superintendent thanked Commissioner Miller and her nephew for their help in moving furniture into the new office. She asked if anyone has chairs to donate that would be helpful. **Finally, discussion was held around office equipment and it was decided Superintendent Presson bring back a recommendation for action.**

#### **VIII. Public Comment**

There were three members of the public interested in the final public comment period.

Pierrette Guimond commented on the discussion that took place around communication and felt that much of the conversations discussed should be directed to the Superintendent. She also had comments on the survey questions and recommended the Board make the question around money very clear or remove. Important for people to know the cost is a tax and not something paid out of pocket.

Dr. Shu also commented on the survey questions and suggested that rating be solicited for any provider since Question #1 allows for a person to indicate they see a provider other than the two Clinics.

Leif shared his experience with communication challenges. He's found that people with knowledge don't always know how to express their opinions, and often people are hesitant to speak up because they are concerned about their job. It's possible the Board could serve as a vehicle to provide a safe environment where people could be open to talking about changes to improve care of the patient.

#### **IX. Upcoming Meetings**

No changes to the list of the upcoming meetings included on the Agenda.

**X. Meeting adjournment**

**MOVED by Commissioner Miller, seconded by Commissioner Groundwater to adjourn at 6:08 pm. VOTE 5:0:0.  
MOTION CARRIED.**

Minutes approved this \_\_\_\_ day of \_\_\_\_\_, 2018.

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**Attest: Anne L. Presson, OIHCD Superintendent**

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