

**Orcas Island Health Care District**  
Board of Commissioners - REGULAR Meeting Minutes  
Orcas Island Fire & Rescue – Eastsound Firehall  
Tuesday, January 8, 2018  
4:00 – 6:00 pm

**Commissioners Present:**

Patricia Miller  
Pegi Groundwater  
Richard Fralick

**Staff:**

Superintendent Anne Presson

**Commissioners Absent:**

Art Lange  
Diane Boteler

**I. Call to Order**

President Fralick called the meeting to order at 4:01 pm, noting that Commissioners Boteler and Lange were unable to attend the meeting.

**II. Public Comment**

President Fralick asked for a show of hands as to how many guests were interested in presenting a public comment. Bob Thomas commented that future costs impacting the budget need to be communicated to the public. He asked for clarification as to the Board's ability to raise the levy above the budgeted \$.65, and President Fralick explained that the rate is locked in for 2019 and no changes can be made until 2020.

Bob's concerns centered around the \$100,000 allocated for after-hours care and the \$250 per visit incentive. He asked if there had been any further discussion or analysis on the cost for providing after-hours care. President Fralick responded that the work has yet to be completed and that specifics will come out of the after-hours work group's activities. There were additional questions as to how and when the \$250 is paid. **After further discussion it was decided that the Board would have Commissioner Lange follow up with Bob directly.**

**III. Consent Agenda**

President Fralick asked if there were any changes to the 12/18 Regular Board Meeting Minutes or the AP Voucher report that was included in the Board materials. Commissioner Miller identified one minor typo which will be corrected before the minutes are posted.

**MOVED by Commissioner Groundwater, seconded by Commissioner Miller to approve the Consent Agenda. VOTE 3:0:0. MOTION CARRIED.**

**IV. Committee & Work Group Reports**

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

In the absence of Commissioners Lange and Boteler, the after-hours update was limited. Superintendent Presson reported that UWNC is scheduled to meet with the providers in the Clinic to discuss the after-hours proposal on January 29<sup>th</sup>.

The Superintendent shared with the Board an update on the situation with Kaiser Permanente denials for emergency air transport. She has been working closely with Kaiser, Chief Williams and Dr. Sullivan, San Juan County EMS Medical Program Director. As more detailed information is obtained she will prepare a communication to the community. In the meantime, she'll be contacting Airlift Northwest and Island Air to get clarity on the impact on members and understand what steps they are taking to resolve the situation. Commissioner Miller also shared that she had attended a meeting sponsored by the Realtors Association and there was discussion of a third air transport company. **Superintendent Presson will follow-up to gather details. The Commissioners also expressed the need to communicate with the community as quickly as possible and stress the need for people to have both air memberships.**

**b. Building Maintenance and Repairs**

**MRSC Rosters** - Commissioner Groundwater shared that the biannual legal notice from MRSC was published this week in the Journal of the San Juan Islands. MRSC is not willing to publish in an Orcas specific publication at this time and will consider in the future. Commissioner Miller suggested it would also be a good idea to get the word out through the San Juan County Master Builders Association. **Superintendent Presson will reach out to John Evans or Victoria Compton from the SJC Economic Development Council. She will also connect with local publications to help get word out that encourages contractors on Orcas to sign up with MRSC Rosters.**

**Re-roofing** – Commissioner Groundwater shared a draft bid packet with the Board. She questioned if this might be more appropriate as a Request for Proposal (RFP), so contractors have more flexibility in how they propose to complete the project as opposed to the Board being prescriptive as to the way everyone must quote to be able to compare apples to apples. President Fralick had some feedback to the draft and suggested he and Commissioner Groundwater meet to review in more detail. He would like to make sure the warranty language is specific to ensure whatever work is done satisfies the manufacturer's warranty requirements.

President Fralick also recommended that the Board submit a re-roofing permit application to the County to get into the approval queue. He obtained a Permit for Commercial re-roof and re-siding and would like to be authorized to complete and submit. He will include a cover letter indicating the contract is yet to be determined and the OIHCD will supply the missing information once known.

Commissioner Miller asked how the Board will determine the deposit if the bid is unknown. There was discussion as to whether the District would receive a credit towards the permit should the final cost be less than estimated.

**MOVED by Commissioner Miller, seconded by Commissioner Groundwater to authorize President Fralick to complete and submit the permit to re-roof, provided the cost doesn't end up being larger going this way, and amended to identify President Fralick as the Contact Agent in the permit application. VOTE 3:0:0. MOTION CARRIED.**

Discussion continued around the bid packet and how to best move the work forward. Commissioner Miller likes the idea of having a warranty for work and materials.

**There was consensus of the Board to authorize President Fralick and Commissioner Groundwater to work together to finalize medical clinic re-roof replacement document and distribute to contractors once final.**

Finally, Commissioner Groundwater noted that most identified repairs to the Medical Clinic building fall under Personal Services and the Superintendent can find someone to take care of the items submitted by the Clinic Manager. More details can be found in the recently adopted Procurement Policy, Section six. Commissioner Miller asked about the timing to paint the exterior of the building. Due to the size and scope, it didn't appear a

permit will be necessary for that work, yet we should start thinking about engaging a contractor by the end of next month as everyone's schedules will start to fill up before spring. She also asked about the HVAC project, which will require a permit so that process should get started shortly to get into the queue.

**c. Contract Negotiations Committee**

Commissioner Miller shared that the response from UW on the CSA was sent to the Commissioners. Based on the magnitude of edits, Commissioner Miller recommends the Board consider sticking with the Interim Funding Agreement (IFA) for now. The IFA covers the scope of services provided to-date, and the only area that needs to be amended is reference to a 90-day good faith negotiations period after which either party can terminate, starting the 180-day wind down period. She would like to extend the negotiations period through June 30<sup>th</sup>. During this time, the After-Hours Work Group can continue their efforts and she would like to see a group convene to discuss metrics and move both areas of work forward before revisiting the CSA. Commissioner Groundwater agreed that it makes sense to take this approach since UW took so much of the key items the Board added out of the CSA.

**MOVED by Commissioner Miller, seconded by Commissioner Groundwater to authorize Commissioners Miller and Groundwater to review the IFA and identify required changes, and to authorize the Negotiations Committee to re-negotiate the IFA with UWNC based on those changes. VOTE 3:0:0. MOTION CARRIED.**

**d. Finance Committee**

Commissioner Miller reported that the District has taken the additional loan amount of \$200,000 from San Juan County. While some initial SJC funds were used for expenses associated with building purchase, which can be paid with GO Bond funds, she recommended the District not reconcile those funds until they need to make the next GO Bond draw for capital projects. The expenses will be tracked internally, and it will minimize interest charges on the Bond. **Superintendent Presson will follow up with the County Auditor to determine when interest charges begin on the additional loan proceeds since it took a couple of weeks to be recorded in the District's General Fund.**

**e. Communications Committee**

In the absence of Commissioners Boteler and Lange the discussion of the Communications Strategy document was limited. Commissioners Miller and Groundwater provided feedback which Superintendent Presson will incorporate into the next version. Overall, Commissioner Groundwater expressed concern about setting reasonable expectations and would like to see more of a strategy of what we would like to focus on as opposed to listing everything that is possible.

**V. Old Business**

Due to time constraints, discussion of the Financial Management policies was tabled and will be revisited if time permits at the end of the meeting.

**VI. New Business**

**Officers** - A discussion around the appropriate timing to begin one-year officer terms was discussed. President Fralick shared that his preference is to be able to include newly elected Commissioners in the process, which normally would suggest a January through December term.

**MOVED by Commissioner Groundwater, seconded by Commissioner Miller to establish a one-year term for officers coterminous with January, and elect Commissioner Fralick as President and Commissioner Miller as Secretary for calendar year 2019. VOTE 3:0:0. MOTION CARRIED.**

**Committees** - There was continued discussion around 2019 Committees and agreement that existing Committees remain active and the Board consider adding a Quality Committee. The creation of a Quality Committee will be brought back to the 1/22 meeting to be discussed and acted upon.

**Rules for Conducting Meetings** – President Fralick had asked for this item to be added as he felt enough time has passed that the Board has identified some holes in procedures that can be addressed. In particular, the process for a Commissioner to have an item added to the Agenda. Other items to consider include the process to modify an Agenda, how to revisit a motion that was passed, and how the public can make suggestions for Agenda topics. **President Fralick reviewed a document from the County and will bring back recommendations to a future meeting.**

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

**Superintendent Activity Spread Sheet** - Superintendent Presson shared a document listing the activities on her plate for 2019. **Commissioners were asked to review and provide feedback to ensure it accurately reflects all activities they would like to see her focus on in 2019. She also provided an update on the District Office options and hopes to have information on possible alternatives at the 1/22 Board meeting.**

**2019 Board Calendar** – Superintendent Presson provided an updated Board Calendar which now includes the date of the March Rural Health Conference. This is a fluid document and she'll continue to provide updates as the year progresses.

**Clinic Updates** – Superintendent Presson shared the operations report from UW and reported that OFHC received their new refrigerator and freezer. A request was made to have the person reporting on UW Operations be identified. Regarding the list of maintenance needs at the Clinic, Commissioner Miller stressed the importance of addressing a running toilet as that can result in significant expense. She also suggested the Superintendent find out if Eastsound Water's meter is set with an alarm to identify potential leaks. There was also a question as to whether San Juan County could address snow removal and ice melt. **Superintendent Presson will work with the Clinic Manager to discuss these items and will also reach out to the County Public Works Director. She will also call EWUA about the meter and to determine why the bill for the Clinic was sent to her directly as it was our understanding this was to be paid by UW as per the lease.**

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

Leif asked about the timeline for the roof replacement and was wondering if it was expected the work would be completed in the current calendar year. President Fralick explained it's a complicated process and confirmed the plan is to complete in 2019.

Beth Dixon and Bob Thomas both asked for more information on the Kaiser air transport situation. Superintendent Presson will follow-up with them directly. Bob also asked for information specific to the UW Clinic update, and the Superintendent responded that she will have that document posted to the website. There was a question as to what materials should be posted, and Commissioner Groundwater reminded the public that the Board agreed that anything that's being acted upon in the meeting will be made public.

#### **IX. Old Business**

As time allowed, President Fralick asked the Board to revisit the Financial Management Policy that has been shared at the last several meetings. There were continued questions around the appropriate language and strategy for reserves. After much discussion, it was determined that more time is needed to consider the reserve allocation and determine the amount needed. Commissioner Miller suggested this discussion be taken to the Finance Committee for a detailed review and recommendation. **There was consensus of the Board to accept**

**Commissioner Miller's recommendation to have the document reviewed by the Finance Committee before bringing back to the Board for continued discussion. In addition, Superintendent Presson will continue to follow up with the County to determine the mechanics for transferring funds between or out of Reserve Funds.**

**X. Upcoming Meetings**

The next meeting of the Board will be held on January 22<sup>nd</sup>. President Fralick reminded the Board that starting next month the Board will move to a schedule of meeting twice per month on the 1<sup>st</sup> and 3<sup>rd</sup> Tuesdays. President Fralick shared that Commissioner Lange will be absent for the 1/22 meeting, and Commissioner Groundwater reported she will be absent for both March meetings.

**XI. Meeting adjournment**

**MOVED by Commissioner Miller, seconded by Commissioner Groundwater to adjourn the meeting at 5:54 pm. VOTE 3:0:0. MOTION CARRIED.**

Minutes approved this \_\_\_\_ day of \_\_\_\_\_, 2019.

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**Attest: Patricia Miller, OIHCD Board Secretary**