Trios Mission: We are a unified team of healthcare professionals delivering quality and compassionate care to improve the health and well-being of everyone we serve.

5 p.m. – Thursday, August 31, 2017
Conference Rooms C&D

COMMISSIONERS PRESENT:

Marvin Kinney, Gary Long, Mike McWhorter, Richard L. Reil, Don Campbell, Dr. Leonard Dreisbach

COMMISSIONERS EXCUSED:

Wanda Briggs

EXECUTIVE STAFF:

Craig Cudworth, Tony Sudduth, Brenda Atencio, Dr. Wassim Khawandi, Lisa Teske, Dr. Randall Fong, Heidi Ellerd, Attorney; Mary T. Schumacher

STAFF MEMBERS:

Ken Daniel, Liz Rice, Stacey Hursh, Rene Norman, Ivan Barraza

GUESTS:

Sara Schilling (Tri-City Herald)

CALL TO ORDER:

Marvin Kinney, Chairman, called the meeting to order in Conference Rooms C&D at 5:01 p.m.

I. DISTRICT BUSINESS:

A. Approval of Consent Agenda*

The materials listed under the Consent Agenda are considered routine by the Board of Commissioners, and are adopted by one motion. There will be no separate discussion of the following items:

- Approval of the previous month’s Board minutes
- Approval of warrant register/revenue fund (outlined below)
- Approval of construction, Trios Medical Group Funds, medical dental trust, Adult Day Services funds, and other miscellaneous funds (outlined below)
- Acceptance of financial report
- Statistics
- KPHD Write-offs
However, an item may be removed from the Consent Agenda and considered separately if the Board members desire further discussion. As of this date, the Board of Commissioners unanimously approves by a majority vote, the payment of those items included in the Consent Agenda and further described as follows:

Accounts payable and payroll funds 456311 to 457396 and 300617 to 300623 and 6/24/17 to 7/21/17 in the total amounts of $4,330,374.40 and $6,574.04 and $4,248,129.63 and $4,896,725.69.

Construction, KGH Physician Clinics Funds, Medical/Dental Trust, Adult Day Services 12347 to 12456 in the total amounts of $133,741.36 and $18,792.80.

IT WAS MOVED AND SECONDED TO APPROVE THE CONSENT AGENDA AS SUBMITTED. Motion carried.

B. Public Comment

None

II. HOSPITAL BUSINESS:

A. Executive Report

1. Chief Executive Officer – Craig Cudworth
   a. General Update

   The CEO reported that:

   • Management continues to work on the financial plan for US Bankruptcy Court to include negotiations with prime vendors.
   • He is very proud to announce that the Joint Commission returned and resurveyed the Hospital. They awarded Trios with a continued, 3-year accreditation. He indicated that he is very proud of the employees and providers. They displayed the best combined effort in quality improvement that he has seen in his career.
   • Comment was made that Mr. Cudworth’s picture was in the local paper for serving in the dunk tank during the annual employee barbecue. The event was well attended and a good time was had by all.

   b. Presentation of Trios Success Metrics Aggregated

   The CEO presented the updated Trios Success Metrics as a power point presentation and reviewed the information with them year-to-date.

   The teams working on the initiatives for improvement are:

   • Case Management
   • Physician Services & Market Review
   • Clinical Operations
This information is reviewed each month with the Board.

B. Medical Staff Report

1. Randall Fong, MD, Medical Staff President

The Medical Staff coordinated a nominating committee to make recommendations for a new vice-president.

The Joint Commission suggested a change to the Medical Staff Bylaws that melded the Bylaws and Rules and Regulations amendments approval procedures into one process. The Committee felt the change would create an unnecessary hindrance to their process. The Joint Commission surveyor that presented last week suggested that the Medical Staff office insure that that section is very prominent in the Bylaws and other than that not to change the current process.

Discussion was also held about a Joint Commission requirement to conduct suicide assessments for every patient. The surveyor felt our current policy is adequate, but planned to follow up with us after her review of the standards.

III. NEW BUSINESS:

A. Committee Reports/Recommendations

1. Finance & Audit – Anthony Sudduth, CFO
   a. July Financial Statements

   Consolidated net loss was $3,520,361 and days’ operating cash on hand were 7.2 at the end of July. Volume was low and continues to trend down in August. To date, cash collections in August were good, and they anticipate accruing about $15 million this month. It was indicated that August is typically a slow month for hospitals in this area as summer comes to a close.

   b. Quorum Health Resources Agreement*

   In light of recent activity at Trios Health, Quorum proposed an addendum to their original Agreement. More review of their proposal will be held this month, and it should be ready to present at the September Board meeting.

2. Executive/Governance
   a. Tri-Cities Cancer Center Board Appointment*
In light of Dr. Lu’s departure from Trios Health, it is necessary for the Board to appoint a physician to represent them at the Cancer Center’s board table. The Cancer Center asked that Trios Health appoint a primary care physician rather than an oncologist. Dr. Jennifer Smith, internal medicine, has consented to serve in this capacity and has the CEO’s endorsement.

IT WAS MOVED AND SECONDED TO APPROVE THE APPOINTMENT OF DR. JENNIFER SMITH TO THE TRI-CITIES CANCER CENTER BOARD ON BEHALF OF TRIOS HEALTH. Motion carried with Mike McWhorter abstaining from the vote due to a conflict (Dr. Smith is related).

IV. COMMISSIONER COMMENTS:

Dr. Leonard Dreisbach – indicated that having worked in the hospital environment he is aware of the Joint Commission regulations and how stringent compliance can be. He commended the employees and providers for doing such a great job in such a short time.

Don Campbell – indicated that he is resigning from the Board effective today. He appreciates his time with the Commission.

Marvin Kinney – wanted to acknowledge the volunteers who participated in all of the events for the Benton Franklin Fair on behalf of Trios Health. He asked everyone to give all of those present a round of applause.

Gary Long – indicated his concern about Don’s withdrawal from the Commission. He indicated that Don has done a lot of good on the Commission, he’s been a good representative for the community, and he appreciates that.

Mike McWhorter – also commended all of those participating in the pancake breakfast and parade. There were about 100 people walking in the parade with Trios Health shirts on. It was the largest group represented and it was impressive. They handed out over 4000 tote bags, Frisbees, pencils and tattoos. In light of everything facing the Hospital right now, the effort and coordination was impressive.

Rick Reil – he did not know that Don Campbell would resign this evening. Don joined the Board at a contentious time. He worked very hard and spent the time to obtain a contract with Quorum Health Resources. He hates to see him go. With regard to the Fair, he also spent a lot of time at the Fair and really appreciated seeing Trios Health represented so prominently throughout the Fair.

V. BOARD MEETINGS/EVENTS/EDUCATION:

A. Next Board Meeting - Thursday, September 28th @ 5 p.m., 3rd Floor Conference Rooms C&D

VI. EXECUTIVE SESSION (RCW 70.44.062(2) and RCW 42.30.110(2)(a)(i):

Per the RCWs noted above, the regular meeting was adjourned to Executive Session for the purpose of reviewing the following:

- Medical Staff Privileges
• Quality Report
• Compliance Report

It is expected that the Session should take 30-minutes and when it opens, action will be taken on the Medical Staff privileges.

Don Campbell left the meeting at this point.

A recess was taken at 5:28 p.m. and the meeting closed to Executive Session at 5:34 p.m. The meeting opened at 6:04 p.m. and was extended for 5-minutes.

OPEN FOR ACTION:

The meeting opened for action at 6:09 p.m.

IT WAS MOVED AND SECONDED TO APPROVE THE MEDICAL STAFF PRIVILEGES AS RECOMMENDED BY THE MEDICAL EXECUTIVE AND JOINT CONFERENCE COMMITTEES. Motion carried (Mike McWhorter abstained due to a conflict).

OTHER BUSINESS:

With regard to Don Campbell’s resignation, it was felt with all of the pressing business currently before the Board they do not have time to conduct a lengthy interview process. Suggestion was made to ask one of the individuals who interviewed for a Board position previously if he would still be interested. Rick Reil was tasked with making the contact.

In the meantime, it is necessary to update the Finance and Audit Committee Roster and name a new chairman to take Mr. Campbell’s place.

IT WAS MOVED AND SECONDED TO APPOINT GARY LONG, CHAIRMAN OF THE BOARD’S FINANCE AND AUDIT COMMITTEE. Motion carried.

It was indicated further that another individual will need to be identified to serve as a member of the Finance and Audit Committee.

ADJOURNMENT:

There being no further business, the meeting adjourned at 6:17 p.m.

Respectfully submitted,

Mary T. Schumacher
Recorder

___________________________ _____________________________
Marvin Kinney, Chairman     Gary Long, Secretary