WHITE PINE COUNTY HOSPITAL DISTRICT

WILLIAM BEE RIRIE HOSPITAL

BOARD OF TRUSTEES

MINUTES

This was a duly noticed Regular Board of Trustees Meeting of the White Pine County Hospital District Board of Trustees held Monday, December 28, 2020 at 5:00 p.m.

**TRUSTEE’S PRESENT STAFF PRESENT**

|  |  |
| --- | --- |
| Julie Gianoli – Chairman  Burton Hilton – Vice Chairman  Leslie Martin – Trustee/Secretary  Richard Rowley – Trustee  Wade Robison – Trustee  **TRUSTEES ABSENT**  Michael Mugosa, M.D. – Trustee/  Chief of Staff  **STAFF ABSENT**  **GUESTS PRESENT**  Todd Brewster | Matthew Walker - Chief Executive Officer  Edwin Szewczyk – Chief Financial Officer  Tracie Gust, RN – Chief Nursing Officer  Shalayne Manning – Administrative Assistant  Bryan Pyle – Attorney  G. Norman Christensen, M.D. – Clinic Physician |
| Attached hereto is the sign-in sheet and by reference incorporated herein. | |
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**WHITE PINE COUNTY HOSPITAL DISTRICT**

**Regular Board of Trustees Meeting**

**1. Call to Order**

**2. Roll Call**

**3. Public Comment:** *Comments not exceeding five (5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote, decision, or action may be taken upon matters raised under this item until it is formally placed on the agenda as an action item.* ***Comments during Discussion Items will not be******accepted from the General public. “****Section 7.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers”.*

**4. Approval and reading of minutes of the last regular meeting and of any special meetings, which may have been held since the last Regular meeting.**

1. **Discussion/For Possible Action: Approval of the minutes from the Board of Trustees Meeting – November 23, 2020**

**UNFINISHED BUSINESS**

**A. Discussion Only: Enterprise Safety & Risk Management & Quality Assurance:**

**Matthew Walker, PharmD/CEO**

**B. Financial / Statistical Reports:**

1. **Review and Approval of Financial Statements For the Period Ended:**
2. **Discussion/For Possible Approval: Approval of November 30, 2020 Financial Statement – Edwin Szewczyk, CFO**

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| **NEW BUSINESS**  **A. Discussion/For Possible Action: Approval of Financial Statements Audit for the 2020**  **Fiscal Year**  **B. Discussion/For Possible Action: Review/Revise/Approve Governance Policies -**  **Chairman Gianoli** |
| **C. Appointments/Re-appointments/Modification of Appointment – Mike Mugosa, M.D.**   1. **Discussion/For Possible Action: Appointment of Connor Finklea, PA-C** 2. **Discussion/For Possible Action: Re-Appointment of Mike Mugosa, MD – General Surgery** 3. **Discussion/For Possible Action: Re-Appointment Zia Khan, MD – Cardiovascular Disease** |

**D. Discussion Only: Administrators’ Report – Matt Walker, CEO**

1. **Coronavirus update:** 
   1. **Current numbers**
   2. **Have received a few in house rapid tests, but not enough to do all testing in house.**
2. **Coronavirus vaccine has been administered**
3. **Clinic Construction update**

**E. Discussion/For Possible Action: Direction and/or Approval of next steps to be taken regarding Hospital**

**District’s Housing Project**

**F. Discussion/For Possible Action: Approval of Annual Performance Review and Evaluation of Matthew Walker, PharmD/CEO**

**G. Discussion/For Possible Action: Approval of increase in compensation for Matthew Walker, PharmD/CEO, based on annual performance review.**

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| --- | --- |
| **H. Discussion/For Possible Action: Approval of Mission Statement.** |  |
| **I. Discussion/For Possible Action: Approval of Vision Statement.** |  |
| **J. Discussion/For Possible Action: Approval of WBR Critical Access Hospital and Rural Health Clinic Departmental Policies and Procedures.** |  |

**K. Discussion/For Possible Action: Approval of Contracted Service Contracts.**

**L. Discussion/For Possible Action: Approval of Ancillary Department Statistics.**

**M. Discussion/For Possible Action: Approval of Annual Infection Control & Utilization Review Plans.**

**N. Discussion/For Possible Action: Approval of Annual Quality Improvement Plan.**

**O. Discussion/For Possible Action: Approval of Patient Safety Plan.**

**P. Discussion/For Possible Action: Approval of Emergency Management Plan.**

**Q. Discussion/For Possible Action: Approval of Credentialing Plan.**

**R. Discussion/For Possible Action: Approval of Risk Management Plan.**

**S. Discussion/For Possible Action: Approval of System Failures Report.**

**T. Discussion/For Possible Action: Approval of NRS Sentinel Events Reports.**

**U. Discussion/For Possible Action: Approval of Emergencies Report.**

**V. Set Date and Time for Next Regular and/or Special Meeting**

1. **Discussion/For Possible Action: Approval to set the Next Regular Meeting – Monday, January 25, 2021 at 5:00 p.m.**

**W. CONSENT AGENDA**

The following are “action” items that may be considered in one motion/one vote. They are considered routine,

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non-public items that have no protests. Any Board of Trustee member may remove any item from the Consent Agenda and have it placed as an individual action item.

**1. Request for Approval of Vouchers a, b, and c – Leslie Martin, Secretary**

1. **Discussion/For Possible Action: Accounts Payable - vouchers #118411 – #118645**
2. **Discussion/For Possible Action: Payroll – vouchers #35798 - #36033**
3. **Discussion/For Possible Action: Refunds – vouchers #7786**

**X. Public Comment:** *Comments not exceeding five (5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote, decision, or action may be taken upon matters raised under this item until it is formally placed on the agenda as an action item.* ***Comments during Discussion Items will not be******accepted from the General public. “****Section 7.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers”.*

**Y. Discussion/For Possible Action: Adjournment**

**\*\* Note:** The meeting minutes are presented as outlined on the posted agenda. The meeting may have visited agenda items out of order.

**1. Call to Order**

Chairman Gianoli called the White Pine County Hospital District Board of Trustees Regular Meeting to order on Monday, December 28, 2020 at 5:00 p.m.

**2. Roll Call**

Chairman Gianoli noted the sign in sheet reminding everyone to sign in.

**3. Public Comment:** *Comments not exceeding five (5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote,*

*decision, or action may be taken upon matters raised under this item until it is formally placed on the agenda as an action item.* ***Comments during Discussion Items will not be******accepted from the General public. “****Section 7.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers”.*

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Chairman Gianoli asked for public comment.

**4. Approval and reading of minutes of the last regular and of any special meetings, which may have been held since the last regular meeting.**

1. **Board of Trustees Meeting – November 23, 2020**

Chairman Gianoli entertained a motion to approve the minutes for the Board of Trustees Meeting November 23, 2020.

**MOTION:** Vice Chairman Hilton moved to approve the minutes for the Board of Trustees Meeting for November 23, 2020. The motion was seconded by Trustee Rowley and carried unanimously.

**UNFINISHED BUSINESS**

**A. Enterprise Safety & Risk Management & Quality Assurance: Matthew Walker, PharmD/CEO**

Matthew Walker, PharmD/CEO stated that we did have one Worker’s Compensation Claim.

**B. Financial / Statistical Reports:**

1. **Review and Approval of Financial Statements For the Period Ended:**

**November 30, 2020**

CFO, Edwin Szewczyk reviewed the November 2020 financial statements with the Board of Trustees. Please see attached financial statement.

Edwin Szewczyk, CFO answered all questions asked by the Board of Trustees.

Chairman Gianoli entertained a motion to approve the Financial Statements for the period ending November 30, 2020.

**MOTION:** Vice Chairman Hilton made a motion to approve the Financial Statement for the period ending November 23, 2020. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**NEW BUSINESS**

**A. Discussion/For Possible Action: Approval of Financial Statements Audit for the 2020 Fiscal Year**

Chris with Clifton Larson Allen presented the fiscal year 2020 financial audit.

Chairman Gianoli entertained a motion to approve the Financial Statements Audit for the 2020 Fiscal Year

**MOTION:** Trustee/Secretary Martin made a motion to approve the Financial Statements Audit for the 2020 Fiscal Year. The motion was seconded by Trustee Robison and carried unanimously.

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**B. Review/Revise/Approve Governance Policies – Chairman Gianoli**

1. **Approval of Governance Policy – 3.5 Monitoring CEO Performance**

Chairman Gianoli entertained a motion to approve Governance Policy 3.5 Monitoring CEO Performance

**MOTION:** Trustee/Secretary Martin made a motion to approve Governance Policy 3.5 Monitoring CEO Performance. The motion was seconded by Trustee Rowley and carried unanimously.

**Approval of Governance Policy – 3.6 Ends**

Chairman Gianoli entertained a motion to approve with changes Governance Policy 3.6 Ends

**MOTION:** Trustee Rowley made a motion to approve with changes Governance Policy 3.6 Ends. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**C. Appointments/Re-Appointments/Modification of Appointments – Vice Chairman Hilton**

1. **Appointment of Connor Finklea, PA-C**

**MOTION:** Vice Chairman Hilton made a motion to approve the appointment of Connor Finklea, PA-C to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

1. **Re-Appointment of Mike Mugosa, MD – General Surgery**

**MOTION:** Vice Chairman Hilton made a motion to approve the re-appointment of Mike Mugosa, MD to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Trustee Rowley and carried unanimously.

1. **Re-Appointment of Zia Khan, MD – Cardiovascular Disease**

**MOTION:** Vice Chairman Hilton made a motion to approve the re-appointment of Zia Khan, M.D. to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**D. Administrators’ Report – Matthew Walker, PharmD**

1. **Coronavirus update:** 
   1. **Current numbers:** 388 positives, 28 active cases, and 3 deaths.
   2. **Have received a few in house rapid tests, but not enough to do all testing in house.**
2. **Coronavirus vaccine has been administered:** We have administered 200 vaccines.
3. **Clinic Construction update:** Matthew Walker, PharmD/CEO presented the clinic preliminary plans on construction.

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**E. Direction and/or Approval of next steps to be taken regarding Hospital District’s Housing Project**

Matthew Walker, PharmD/CEO presented some modular homes as a possibility for housing. Matthew Walker, PharmD/CEO stated that he is going to take a trip to Reno to have a look at these.

**F. Approval of Annual Performance Review and Evaluation of Matthew Walker, PharmD/CEO**

The Board of Trustees all commended Matthew Walker, PharmD/CEO on a job well done.

Chairman Gianoli entertained a motion to approve the Annual Performance Review and Evaluation of Matthew Walker, PharmD/CEO.

**MOTION:** Vice Chairman Hilton made a motion to approve the Annual Performance Review and Evaluation of Matthew Walker, PharmD/CEO based on annual performance review. The motion was seconded by Trustee Rowley and carried unanimously.

**G. Approval of increase in compensation for Matthew Walker, PharmD/CEO, based on annual performance review.**

Chairman Gianoli suggested a 4% increase and a bonus. Vice Chairman Hilton also suggested a 4% increase and bonus. Trustee Martin suggested that Matthew Walker, PharmD/CEO is under paid compared to the last CEO and suggested a 10% increase along with a bonus. Trustee Rowley suggested a 6% increase in wages. Trustee Robison

Chairman Gianoli entertained a motion for the approval of 5% increase in compensation and $10k bunus for Matthew Walker, PharmD/CEO, based on annual performance review.

**MOTION:** Vice Chairman made a motion for the approval of 5% increase in compensation and $10k bonus for Matthew Walker, PharmD/CEO, based on annual performance review. The motion was seconded by Trustee Robison. The motion passed 3-2 (Voting yes: Chairman Gianoli, Vice Chairman Hilton, Trustee Robison Voting no: Trustee/Secretary Martin, Trustee Rowley).

**H. Approval of Mission Statement.**

Chairman Gianoli entertained a motion to approve the Mission Statement.

**MOTION:** Trustee/Secretary Martin moved to approve the Mission Statement. The motion was seconded by Vice Chairman Hilton and carried unanimously.

**I. Approval of Vision Statement.**

Chairman Gianoli entertained a motion to approve the Vision Statement.

**MOTION:** Vice Chairman Hilton moved to approve the Vision Statement. The motion was seconded by Trustee Robison and carried unanimously.

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**J. Approval of WBR Critical Access Hospital and Rural Health Clinic Departmental Policies and Procedures.**

Chairman Gianoli entertained a motion to approve WBR Critical Access Hospital and Rural Health Clinic Departmental Policies and Procedures.

**MOTION:** Vice Chairman Hilton moved to approve WBR Critical Access Hospital and Rural Health Clinic Departmental Policies and Procedures. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**K. Approval of Contracted Service Contracts.**

Chairman Gianoli entertained a motion for approval of Contracted Service Contracts.

**MOTION:** Trustee/Secretary Martin moved for approval of Contracted Service Contracts. The motion was seconded by Trustee Rowley and carried unanimously.

**L. Approval of Ancillary Department Statistics.**

Chairman Gianoli entertained a motion for approval of Ancillary Department Statistics.

**MOTION:** Trustee/Secretary Martin moved for approval of Ancillary Department Statistics. The motion was seconded by Vice Chairman Hilton and carried unanimously.

**M. Approval of Annual Infection Control & Utilization Review Plans.**

Chairman Gianoli entertained a motion for approval of Annual Infection Control & Utilization Review Plans.

**MOTION:** Trustee/Secretary Martin moved for approval of Annual Infection Control & Utilization Review Plans. The motion was seconded by Trustee Rowley and carried unanimously.

**N. Approval of Annual Quality Improvement Plan.**

Chairman Gianoli entertained a motion for approval of Annual Quality Improvement Plan.

**MOTION:** Vice Chairman Hilton moved for approval of Annual Quality Improvement Plan. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**O. Approval of Patient Safety Plan.**

Chairman Gianoli entertained a motion for approval of Patient Safety Plan.

**MOTION:** Vice Chairman Hilton moved for approval of Patient Safety Plan. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**P. Approval of Emergency Management Plan.**

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Chairman Gianoli entertained a motion for approval of Emergency Management Plan.

**MOTION:** Trustee/Secretary Martin moved for approval of Emergency Management Plan. The motion was seconded by Trustee Rowley and carried unanimously.

**Q. Approval of Credentialing Plan.**

Chairman Gianoli entertained a motion to approve the Credentialing Plan.

**MOTION:** Vice Chairman Hilton moved to approve the Credentialing Plan. The motion was seconded by Trustee Robison and carried unanimously.

**R. Approval of Risk Management Plan.**

Chairman Gianoli entertained a motion to approve the Risk Management Plan.

**MOTION:** Trustee/Secretary Martin moved to approve the Risk Management Plan. The motion was seconded by Trustee Robison and carried unanimously.

**S. Approval of System Failures Report.**

Chairman Gianoli entertained a motion to approve the System Failures Report.

**MOTION:** Vice Chairman Hilton moved to approve the System Failures Report. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**T. Approval of NRS Sentinel Events Report.**

Chairman Gianoli entertained a motion for approval of NRS Sentinel Events Report.

**MOTION:** Vice Chairman Hilton moved for approval of NRS Sentinel Events Report. The motion was seconded by Trustee/Secretary Martin and carried unanimously.

**U. Approval of Emergencies Report.**

Chairman Gianoli entertained a motion for approval of Emergencies Report.

**MOTION:** Trustee/Secretary Martin moved for approval of Emergencies Report. The motion was seconded by Vice Chairman Hilton and carried unanimously.

**V. Set Date and Time for Next Regular and/or Special Meeting**

**1) Regular Meeting – Monday, January 25, 2021 at 5:00 p.m.**

Chairman Gianoli entertained a motion to approve the scheduling of the Regular Board of Trustees meeting on Monday, January 25, 2021 at 5:00 p.m.

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**MOTION:** Vice Chairman Hilton moved to approve the scheduling of the next Regular Board of Trustees meeting on Monday, January 25, 2021 at 5:00 p.m. The motion was seconded by Trustee Rowley and carried unanimously.

**W. CONSENT AGENDA**

The following are “action” items that may be considered in one motion/one vote. They are considered routine, non-public items that have no protests. Any Board of Trustee member may remove any item from the Consent Agenda and have it placed as an individual action item.

**1. Request for Approval of Vouchers a, and b – Leslie Martin, Secretary**

1. **Accounts Payable - vouchers #118646 - #118855**
2. **Payroll – vouchers #36034 - #36107**

Chairman Gianoli entertained a motion to remove any item from the consent agenda, hearing none

Chairman Gianoli entertained a motion to approve the consent agenda items.

**MOTION:** Trustee/Secretary Martin moved to approve the consent agenda. The motion was seconded by Trustee Rowley and carried unanimously.

**X. Public Comment:** *Comments not exceeding five (5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote, decision, or action may be taken upon matters raised under this item until it is formally placed on the agenda as an action item.* ***Comments during Discussion Items will not be******accepted from the General public. “****Section 7.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers”.*

Chairman Gianoli asked for public comment.

Chairman Gianoli thanked Trustee/Secretary Martin and Trustee Robison for their participation on the Board. Bryan Pyle thanked Trustee/Secretary Martin and Trustee Robison for their participation on the Board. Matthew Walker, PharmD/CEO thanked Trustee/Secretary Martin and Trustee Robison for their participation on the Board. Trustee Robison stated that he has enjoyed his time on the Board. Vice Chairman Hilton thanked Trustee/Secretary Martin and Trustee Robison for their participation on the Board. Trustee/Secretary Martin stated that she has enjoyed her time on the Board.

**Y. Adjournment:**

Chairman Gianoli entertained a motion to adjourn the White Pine Hospital District Board of Trustees Meeting.

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**MOTION:** Trustee Rowley moved to approve the adjournment of the White Pine Hospital District Board of Trustees meeting. The motion was seconded by Trustee Robison and carried unanimously.

Adjournment: 7:15 p.m.