

“Caring for Our Community Like Family”



**Valley Board of Trustees**

MINUTES

February 18, 2020

**Board Members Present**

Erin Aboudara, Carol Barber (phone), Lisa Brandenburg, Bernie Dochnahl, Janet Evans, Jim Griggs, Shamsou Issak, Gary Kohlwes, Lawton Montgomery (phone), Vicki Orrico, Julia Patterson, Donna Russell (Chair)

**Board Members Absent**

Todd Starkey

**Others Present**

Theresa Braungardt, Jeannine Grinnell, Wayne Manuel, Matt Mulder, MD, Hiroshi Nakano, Kalen Privatsky, Rich Roodman, David Smith

Visitors: Drew Hunt, Director IT – Technical Services, Adam Dague, Information Security Architect, Amy Jones, Infection Preventionist, Lauren Steele, Workplace Safety Officer

**Recorder**

Kathryn Holland

**1. CALL TO ORDER**

Donna Russell called the meeting to order at 1:40 p.m.

**2. VOICE OF THE PATIENT**

Dr. Matt Mulder provided background regarding Valley’s journey to becoming an HRO (High Reliability Organization), which included improving operational and infrastructure processes resulting in zero harm to patients. Dr. Mulder explained that we begin each Management Team meeting with a presentation by a manager as to “why becoming a Highly Reliable Organization is important to them, personally.” He then introduced Aaron Piche, Manager Facilities Engineering. Mr. Piche expressed the importance of having a voice in supporting Valley’s caregivers and the organizational leadership. Mr. Piche shared photos of his family and a brief background regarding their care and its importance to him. This was the same presentation Mr. Piche gave at the February Management Team meeting.

**Briefing regarding COVID-19**

Theresa Braungardt presented the general safety precautions that Valley is practicing. UW Medicine has been coordinating the entire effort, including a dedicated informational website. General recommendations include frequent handwashing, directions to stay home if you are ill, and if ill, call your primary care doctor before going to healthcare facilities. Valley is involved in daily/weekly briefing calls to ensure alignment with all UW Medicine entities. We are also receiving information from the CHC and Washington Department of Health. Valley is preparing from any inpatient/outpatient perspective to receive a patient with the virus symptoms. A home assessment team from UW Medicine has been developed to monitor patients who are on

quarantine. Travel screens have been updated, information updates are relayed to staff, workflows have been updated in the event a patient screens positive, and specific stations have been identified for triage. Conversation continued at length regarding virus screening/testing.

### 3. CONSENT AGENDA AND ACTION ITEMS

**MOTION:** Gary Kohlwes moved to approve the consent agenda and Bernie Dochnahl seconded the motion. The items moved for adoption were:

- Minutes of January 21, 2019
- Financial Vouchers/Warrants/Pay Apps dated February 18, 2020
- Surplus Property Resolution No. 096
- Call for Bid – Lake Wilderness Clinic
- Call for Bid – VPP 250 Marketing
- Call for Bid – Dish Room Remodel

The motion carried, 12-0.

Julia Patterson moved to amend the previous approval to include within the Consent Agenda the FF&A Calls for Bid listed above.

### 4. BOARD EDUCATION

#### **Cyber Security**

Wayne Manuel provided background information before introducing Valley's Cybersecurity Team consisting of Drew Hunt, Director IT – Technical Services, Adam Dague, Information Security Architect, Amy Jones, Infection Preventionist, and Lauren Steele, Workplace Safety Officer. Messrs. Hunt and Dague co-presented the various types of cybersecurity threats, including, external hacking, malware, social engineering, spam, insider data theft, and ransomware, among others. Cybersecurity theft of laptops from vehicles exists along with thefts on the surface web, deep web and dark web. Cybersecurity theft has become a \$20B business in 2020. Creative password protection was also reviewed. Valley carries \$20M in cyber liability insurance. (Reference the full presentation within Boardvantage).

### 5. COMMITTEE REPORTS

#### **Compensation Committee**

Donna Russell reported on the February 18 meeting, held just prior to the Board meeting, to begin review, discussion and the creation of the CY20-21 Board incentive goals. The committee was pleased with the progress thus far. The committee will meet frequently from February through June to refine and finalize the FY2020 goals. The committee also held an Executive Session for approximately 60 minutes to discuss compensation-related items.

#### **Executive Committee**

Ms. Russell reported that review of the committee charters continues. Once completed, they will be presented to David Smith, General Counsel, for review prior to presenting to the Board for approval. Dr. Matt Mulder and Kalen Privatsky reported that the work being performed in the Kent Corrections Facility will be terminated at the end of 2020. This work will be moved to companies specializing in this field. A mentoring program for new Board members was discussed and has been initiated. Assignments include Gary Kohlwes to mentor Carol Barber, Jim Griggs for Janet Evans, Donna Russell for Shamsa Issak, and Lawton Montgomery to

mentor Todd Starkey. The Nominating Committee will begin searching in March for a new chair and vice president of the Board. Ms. Russell stated that she and Kathy Holland will be sending requests to determine interest for the new positions and anticipate releasing information to the Board in the next week or so. Appropriate posting to social media by board members was discussed. The last agenda item related to a potential board education retreat offsite with the Governance Institute in Scottsdale, Arizona at the end of April. Details will follow if finances and other factors are acceptable.

### **Finance, Facilities & Audit Committee**

Jim Griggs reported on the January finances with a loss of \$2.5M, YTD Valley is profitable by \$6M vs a budget of \$4.4M. The January loss was due primarily to the patient mix being higher in Medicare and our commercial patients were lower than budgeted. Inpatient surgeries volumes were down across the board. This was also affected by many orthopedic surgeries being converted to outpatient status. Jeannine Grinnell provided a budget preparation update and will be ready to submit to the Board for review and potential approval at the May 14 Board meeting. Dr. Matt Mulder and Kalen Privatsky provided a clinic update, and Todd Thomas provided a construction status update. Calls for Bid were recommended for Board approval. Rich Roodman elaborated on revenue problems due to payer mix and addressed the review cost for adjusted admissions. While costs are an ongoing focus, it appears that the payer mix and revenue are bigger problem areas of focus. Additionally, it was mentioned that days cash on hand will continue to drop as our percentage of Medicare patients increase even though our collections are “Best in Class.”

### **Joint Conference Committee**

Bernie Dochnahl reported that February credentialing was approved without incident. The committee received a report on sepsis, which is a controversial measurement. Following discussion to remove it from the dashboard, a system quality meeting ultimately decided to continue with tracking. This will be further discussed at the next JCC meeting. The Research Oversight Committee provided their annual report. Increasing the amount of research is good for patients, good for Valley and beneficial to the community. The committee also received a report regarding emergency preparedness. Valley works on constant readiness in the event of any type of emergency. During discussion of committee charter revisions, a committee member offered suggestions that were forwarded to the general counsel, David Smith, who also had his own additions. Further review of the charter will occur next month and then submitted to the Executive Committee prior to being presented to the Board for approval.

## **7. INFORMATION REPORTS**

### **UW Medicine Update**

Lisa Brandenburg highlighted updates to the Strategic Refresh program, the UWMC/Northwest Hospital integration, and the Contact Center transformation regarding the percentage of calls that are being answered within 60 seconds. Calls are being handled more efficiently, and the reduction of calls through appropriate rerouting is helping; i.e., appointment cancellations and online scheduling. In the scheduling process, the time spent on each call has been reduced. Ms. Brandenburg also reported that there is substantial increased focus on the downward financial trend at the Northwest campus as part of the integration, and steps are being taken to improve the situation.

### **Administrative Update**

Rich Roodman commented on the UW Medicine Update. Regarding the integration of Northwest Hospital into the UW Medicine System, the transition went as smoothly as possible. He also thanked Theresa Braungardt for her report regarding COVID-19 safety precautions. Mr. Roodman reported that Valley has been included in America's 100 BEST Hospitals for 2020 by Healthgrades, several members of Valley's senior leadership attended the FEMA Center for Disaster Preparedness in Alabama. He also reported that Valley Administration will be the first to participate in anti-bias training, and Valley has completed a strategic plan for FY20-21 for Healthcare Equity, Diversity and Inclusion (EDI) that will be presented by Katina Maier, VP of Human Resources and others at the March Board meeting. Mr. Roodman continued by reporting that Valley Commissioner Jim Griggs earned a 2019 WSHA Healthcare Governance Certification.

### **Chair of the Board**

Donna Russell recapped the Nominating Committee process consistent with the SAA as well as the pending board education.

## **8. ADJOURNMENT**

The meeting adjourned at 3:51 p.m.

Respectfully submitted,

Kathryn Holland  
Assistant to the Valley Board  
Valley Medical Center

*All reports and presentations reviewed by this committee were in draft format, unless otherwise noted in these minutes.*