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vashonhealthcare.org

**BOARD MEETING MINUTES**

Date: Aug 3, 2022

Time: 18:00

Place: Vashon Presbyterian Church, 17708 Vashon Hwy SW, Vashon ZOOM Meeting, <https://zoom.us/j/94707956113>

Present: Tom Langland, President, Position 1

 Wendy Noble, Position 4

 Alan Aman, Position 3

 Don Wolczko, Position 5

 Eric Pryne, Position 2

 Eric Jensen, Superintendent

1. The meeting was called to order at 18:11 by Tom Langland.
2. Approve/Amend August 3, 2022 Agenda

The Agenda was approved unanimously with no changes.

1. Approve/Correct July 20, 2022 Regular Meeting Minutes

Eric moved to approve the July 20 minutes. Wendy seconded the motion. Motion passed unanimously.

1. Superintendent’s Report

Congressionally Directed Spending Request – it was reported that Vashon’s request did not make the cut at the Senate Appropriations Committee. According to Bill Hamilton there seemed to be less funding for HRSA requests this year. Eric commented on several hospitals that received grants and Commissioner Pryne added that there were other non-hospital projects of Senator Murray’s that were funded.

Sea Mar Follow-up Items – the superintendent reported on updates from Sea Mar pertaining to

Improvements related to the specialty referral process, information from Dr. Gibbs, Sea Mar’s quality director, on how they set their goals, and recruiting of MAs.

Sea Mar May 2022 Financials - The Vashon Clinic finished June 2022 with a $25,053 Net Gain for the month. Visits were up 3.6% from prior month. Total fees were $442,038 including $38,423 in Pharmacy revenue. YTD (3 months) total fees are 5% above prior year. Total net revenue for the month, which includes the District subsidy, was down 20% due to Sea Mar accruing $100,000 less for the month.

Website Notices – The superintendent identified the problem with District meeting notices automatically going out from the website with the incorrect meeting time. This was disabled.

Sea Mar Operating Agreement – the Superintendent reported on his review of the draft agreement with Brad Berg. The current agreement only pertains to the current physical location of the clinic. Regarding potential liability, there should not be any significant liability exposure for the District under this agreement. Sea Mar is responsible for any claims against their providers at the clinic because Sea Mar is operating the clinic not the District. The agreement also has a mutual indemnification clause by which both parties indemnify the other against all claims, damages, losses, or costs.

**Unfinished Business**

Superintendent Jensen presented the final version of the Strategic Planning Task Force Charter for approval. The Board then discussed the planning process. Alan commented that the next step needed is to define the scope and a new strategic planning schedule for the effort. Part of that will be to identify the key questions to address during this part of the process.

Commissioner Aman moved to approve the Charter. Commissioner Noble seconded the motion. Motion passed unanimously.

**Committee Reports**

* 1. Finance Committee

Land Financing Options – Superintendent Jensen reported that the committee compared the options to purchase the land through the seller vs. finance it through the line of credit with King County. Using the line of credit saves the District about $24,938. According to Brad Berg there are no legal restrictions that would prevent the district from using a draw on the interest- bearing warrant held by King County to pay the purchase price for the land.

The Committee’s conclusion was that given the reduction of $400,000 annually in the Sea Mar subsidy the impact of the purchase through the line of credit would be mitigated by the end of 2023. The Committee recommends using the line of credit.

Commissioner Wolzcko reported that the daily cash balance as of Aug. 3 was $-514,338.71

He then presented the July 16 payroll report totaling $3,993.34. Commissioner Aman moved to approve the payroll. Commissioner Pryne seconded the motion. The motion was approved unanimously.

Superintendent Jensen commented on the Warrants listed in his report for approval. Commissioner Wolczko stated he thought that these Warrants had been approved except for Ticor Title. He added that there have been significant issues receiving these in a timely manner from King County and suggested the District consider using FedEx once a month to send them to us. Discussion followed. Commissioner Pryne moved to authorize Commissioner Wolczko to use FedEx once a month to send the warrants to us. Commissioner Langland seconded the motion. Motion passed unanimously.

* 1. Clinic Relation Committee – No report.
	2. Outreach Committee

Commissioner Pryne reported on a meeting that he and Commissioner Noble had with the website developer and felt they made a lot of progress sitting down with him face-to-face and like the look of the website much better now. The need for a follow-up Beachcomber article was discussed to update the community and provide more education on same day appointments. The Board then discussed the need for a State of the District meeting. It was agreed to target Oct. 19, which is the 2nd Board meeting in October.

1. New Business

Land Purchase and Sales Agreement - Superintendent Jensen introduced two versions of the Purchase and Sales Agreement, one with Seller financing and one using the line of credit to finance the purchase price of $570,000. For the most part Brad Berg accepted the Seller’s proposed revisions, but re-inserted the provision providing for title insurance that the Seller had removed.  He changed the original language to say the cost of the title insurance policy would be paid by the district rather than the seller.  Some discussion occurred regarding the potential impact on taxes by paying off the $570,000 cost through the line of credit. Commissioner Pryne stated that even if he supports using the line of credit for the purchase, this doesn’t mean he will support an increase in the levy to do this. Other commissioners commented that the Board is not agreeing to any change in the levy up or down for 2023 at this point.

Commissioner Aman moved to approve the Purchase and Sales Agreement as presented using the line of credit. Commissioner Wolczko seconded it. The motion was approved unanimously.

1. Public Input

Debby Jackson spoke about how excited she is to hear about the land purchase.

Annie Miksch commented on the news the District did not make the cut for a federal grant through Senator Murray’s office. She asked if this was the final word. Superintendent said it was barring new federal money added to the HHS budget, which would be an extreme longshot.

1. Adjourn to Executive Session

President Langland announced that the Board would be adjourning to executive session discuss the Superintendent’s evaluation pursuant to RCW 42-30-110-1g. The Executive Session is expected to last until 8:00 p.m. No further action will be taken following reconvening to Regular Session. The Board adjourned at 7:05 p.m.

1. Reconvene Regular Session

The Board reconvened executive session at 8:00 p.m. There being no action, the meeting was adjourned.