



P.O. BOX 213, Vashon WA 98070
www.vashonhealthcare.org

REGULAR MEETING MINUTES

Date: December 20, 2023

Time: 7:00 p.m.

Place: Vashon Presbyterian Church, 17708 Vashon Hwy SW, via ZOOM: <https://zoom.us/j/82699377083>

Present: Tom Langland, Position 5, President
Don Wolczko, Position 1, Secretary
Eric Pryne, Position 2
Alan Aman, Position 3
Wendy Noble, Position 4
Tim Johnson, Superintendent

Call to order - Commissioner Langland called the meeting to order at 7:00 p.m.

1. **Approve Meeting Agenda** - Commissioner Noble moved to approve the minutes, which was seconded by Commissioner Pryne, and approved unanimously (5-0).
2. **Approve Minutes for 11/15 and 12/6 Regular Meetings** - Commissioner Pryne moved to approve the minutes, which was seconded by Commissioner Wolczko, and approved unanimously (5-0).
3. **First Public Comment Period** - None
4. **Superintendent Report** - Superintendent Johnson presented his report from the board packet:
 - A. **Retiring Commissioners** - This is the last meeting of the VHCD that Commissioners Pryne and Wolczko will attend as Commissioners. Both of them helped greatly in the creation of the District and ran for the initial Board. It is due in large part to them and the excellent slate of Board candidates, both those who won seats and those who did not, that our neighbors were comfortable establishing a new taxing district. Commissioners Pryne and Wolczko have served with professionalism, integrity, deep care for their community, and better humor than the situation often called for. They will be replaced, but never replicated.
 - B. **Strategic Planning** - This meeting, we will continue discussing project committee/ work group structure, governance, operation, and Commissioner assignments. The goal is to be ready to make decisions in January. We will also begin discussing the development of a Strategic Planning Document for publication, memorializing the 2023 process, making our intentions clear, and creating an ongoing process. In your packet is an outline Joe and I have come up with for your review, and in coming meetings we will be fleshing out narrative and visual content. Our current strategic planning schedule is as follows:
 - December 20—2024 priorities and Committee/Work Group follow up. Strategic Plan Document Outline.
 - January 3—Committee Assignments, Strategic Plan Document Discussion.
 - C. **Beachcomber Article** -The Beachcomber newspaper published an in-depth look at the District, including its strategic priorities. The article was well written and factually accurate, and provides an excellent jumping-off point for community engagement activities. The article is available here:

<https://www.vashonbeachcomber.com/news/healthcare-district-passes-budget-staking-out-goals-for-urgent-and-behavioral-care/>

- Commissioner Aman expressed that the article sounded to him like it was presented as a positive that there was a possibility to include affordable housing as part of the use of the property; Superintendent Johnson felt that it was made clear that housing is not the directive of the District and that misunderstandings likely came from a previous article.
 - Commissioner Aman expressed that he felt surprised by some information and numbers in the article and requested regular updates from work group and committee meetings as well as defined talking points, preferably issued by the Outreach Committee.
 - Commissioner Langland stated that the article demonstrated the importance of distributing messaging proactively and regularly.
 - One clear error in the article concerned the potential of sharing a building with Sea Mar for urgent care, which is not a consideration or possibility.
- D. **New Commissioners** - New Commissioners Day and Hamilton attended an onboarding training session on December 15, and will be legally sworn in on Friday, December 22 at 11 AM by a notary public in accordance with RCW 29A.60.280(3). Their terms of office will begin January 1. Incoming County Councilmember Teresa Mosqueda has indicated a willingness to come out and conduct a ceremonial swearing in in January.
- E. **Bylaw Review** - It is a requirement of Article VI of the VHCD Bylaws that an annual review of the Bylaws be conducted in a December meeting. I have reviewed the bylaws, found no critical changes needed, and recommend that the Board fulfill its duty by taking up the matter officially in new business.
- F. **Board Auditor** - Commissioner Wolczko is departing the Board, and is currently holding the position of Auditor as required in Article III, Section 3 of the VHCD Bylaws. Commissioner Aman, who currently serves on the Finance Committee with Commissioner Wolczko, has agreed to replace Commissioner Wolczko as Board Auditor effective January 1, 2024. I have prepared a resolution of the Board to that effect. Action requested.

ACTION: Commissioner Langland read Resolution 2023-05 Appointing Commissioner Alan Aman as Auditor of Public Hospital District No. 5, King County, Washington, for the year 2024. Commissioner Pryne moved to adopt the resolution with Commissioner Aman as Auditor, which was seconded by Commissioner Wolczko, and approved unanimously (5-0).

- G. **Behavioral Health Roundtable** - On Thursday, the VHCD Behavioral Health work group held a roundtable of interested island BH stakeholders, and a summary of that event is included in your packet.
- H. **Educational and Development Opportunities:**
- A proposed retreat is being planned in February, led by a consultant with considerable expertise in group dynamics, particularly setting rules for how to communicate, agree, disagree, and conduct business in public. I expect to have a proposal from her to present to the Board in January, comprising some planning sessions, an in-person workshop, and follow-up materials and training.
 - Commissioner Aman reiterated his interest in having a full discussion on the agenda related to Board Self assessment as well as Communication, Governance, and Development. He proposed that we return to this item for further discussion at the next meetings in the new year.
 - Superintendent Johnson will also be joining a new group of Hospital Districts without hospitals in quarterly meetings to share our common experiences and learn from each other.
 - He will additionally be offering a regular calendar of educational opportunities via the

AWPHD and MRSC. He recommend all commissioners and staff start by visiting this link to existing training resources from AWPHD: <https://www.awphd.org/governance-education/>
 In response to a question by Commissioner Aman, Superintendent Johnson said that the self assessment resource that AWPHD was developing was not finished to his knowledge.

- I. **Unsolicited Funding Requests Policy** - We will address Unsolicited Funding Requests beginning on January 17.
- J. **Computers and IT:**
 - New computers are being set up, and we are engaging, with your approval, the services of Michael O'Donnell for ongoing IT services. Michael comes highly recommended and we feel he best fits our technical needs.
 - The cost for workspace annual licenses and migration of emails (including the departing Commissioners and Eric Jensen's) to allow for secure, searchable future access for Public Records purposes, will be \$36 per ongoing mail account (8 accounts including one for the Board Auditor), and \$99 each for email migration by BluHost of existing accounts (which Michael O'Donnell indicates is cheaper than would be likely for him to accomplish it). We had budgeted for workspace accounts and both of these costs also fall within budgetary allowances for new computers and software/setup. But I would like to ensure that you approve of these costs specifically before we move forward.
- K. **Miscellaneous:**
 - Our intention is to officially close the activities of the District between Saturday, December 23 and Monday, January 1. We will check emails and take care of a few small projects (including some IT related tasks), but we will not be scheduling meetings or activities.
 - The group letter from health and social service organizations regarding ferry issues is not complete, but will continue in the new year in conjunction with the Chamber's task force.

5. **Committee Reports**

- a. **Finance Committee** - Commissioners Wolczko & Aman briefed the board on two recent transition meetings and the Finance Committee meeting held earlier that week. One issue that arose was a possible outstanding water bill payable to Sunrise Ridge, and that will be sorted out. The Committee also reviewed and shared the most recently Budget vs Actuals and Forecast report.
 - Commissioner Wolczko moved to approve the following Vouchers, Payroll, and Electronic/Digital Payments, which was seconded by Commissioner Pryne and approved unanimously (5-0).

Vouchers:		
<u>2023-55:</u> AWPHD	Annual Dues	\$3,200
<u>2023-56:</u> Landing at Bank	Monthly Office Rent	\$750.00
<u>2023-57:</u> Kaiser Foundation	Monthly Insurance Premium	\$927.10
<u>2023-58:</u> Lake, Kennedy, McCulloch CPAs	Accounting Services	\$1,442.00
<u>2023-59:</u> Sunrise Ridge	Monthly Rent	\$7,674.89
<u>2023-60:</u> The Healthcare Collaborative Group	Aug, Sept, Oct Invoice	\$4,750.20
<u>2023-61:</u> Water District 19	Bi-Monthly Water Bill	\$488.38
Payroll:		
December 1-15:	Direct Deposits:	\$3,370.07
	Reimbursements:	\$0.00
	Garnishments:	\$0.00
	Total Taxes:	\$1,175.14
	Total Debit:	\$4,545.21

Electronic & Digital Payments:			
Credit Card:	Oct. 30:	Beachcomber Ad	\$174.50
	Nov. 27::	Squarespace Domain Renewal	\$20.00
Electronic:	Oct. 6:	Gusto Subscription	\$55.44
	Oct. 14:	Intuit Quickbooks Subscription	\$65.22
	Nov. 6:	Gusto Subscription	\$56.52
	Nov. 14:	Intuit Quickbooks Subscription	\$65.22

- b. **Outreach Committee** - Commissioner Pryne provided an update on the last meeting, which focused on the VoV and VBP partnership and both parties agreed on Superintendent Johnson developing a proposal; the groups also discussed talking points and how those are used; Committee members thanked Commissioner Pryne for his service with the Committee.
- c. **Strategic Planning Committee of the Whole:**
- i. Work Group & Committee Assignments - Commissioner Langland explained his meeting was a continuation of the discussion regarding work group assignments, including the possibilities of committees or the full board approving committee and group assignments.
 - Commissioner Langland expressed that he supports factoring in strongly the recommendation of the Superintendent, and would also move to have regular reporting at all public meetings. He asked that all Commissioners provide their current thoughts.
 - Commissioner Noble generally supports committees being able to conserve their ability to be nimble, adapt to circumstances as they develop; and agreed that the final decisions come down to the full board.
 - Commissioner Pryne is primarily interested in having Commissioners appointed to bodies who have strong interests on certain subjects.
 - Commissioner Wolczko supports the committees/groups and district as a whole to prioritize action and moving forward and adjusting as necessary.
 - Commissioner Aman expressed support for the regular reports of all groups and for the full board to provide feedback and questions as the ultimate decisions are with the full board.
 - Superintendent Johnson stated that the goal at the next meeting will be to brief the new commissioners on the work and processes of the committees and groups and make decisions on assignments.
 - ii. Strategic Plan Document - Superintendent Johnson and Joe Kunkel are working on a presentation of a strategic planning document that will be published on the website; a draft is presented in board packet and feedback is welcomed.

6. Unfinished Business

- **Superintendent Job Description** - Commissioner Langland presented the revised Job Description incorporating feedback that had been received. Commissioners further discussed elements of the job description and agreed on some amendments.

ACTION: Commissioner Aman moved to approve the revised description as amended, which was seconded by Commissioner Wolczko, and approved unanimously (5-0).

7. New Business

- **Bylaw Review**

ACTION: Commissioner Pryne moved to accept the bylaws as they are but allow for further review and revision, which was seconded by Commissioner Aman and approved unanimously (5-0).

- **Governance education and board development** - Commissioner Aman will send a document to the group and it will appear as unfinished business in the following agendas.
- **Departing Commissioners** - Commissioner Langland thanked Commissioner Eric Pryne and Commissioner Don Wolczko for their long and intensive service to the District. Other Commissioners and meeting attendees expressed their gratitude and appreciation for the two retiring Commissioners.

8. **Second Public Comment Period** - None

9. **Adjournment** - Following a motion by Commissioner Pryne and second by Commissioner Wolczko, the meeting was adjourned at 9:13 p.m. by unanimous approval.

Next Meeting: January 3, 2024 Regular Meeting

Meeting Minutes are posted on the VHCD website after Board approval.
