

Meeting	Board of Directors		
Date / Time	August 28, 2023 at 6:30 p.m.	Location	Pioneer Memorial Clinic Conference Room 130 Thompson Ave, Heppner, OR 97836
Chair	Marie Shimer, Board Chair	Recorder	Sam Van Laer
Board Members	Present: Marie Shimer, Diane Kilkenny, John Murray, Stephen Munkers, Trista Seastone		
Attendees	Staff: Emily Roberts, Nicole Mahoney, Sam Van Laer Guests: James (Zoom Username), Disclosures (Zoom Username) Press: Andrea Di Salvo, Heppner Gazette-Times		

<p>Mission Bring essential health services to our rural communities that meet the unique needs of the people we serve.</p>	<p>Vision Be the first choice for quality, compassionate care, and lead the way in promoting wellness and improving health in our communities.</p>	<p>Values Integrity, Compassion, Quality, Respect, Financial Responsibility</p>
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Agenda Item	Minutes
1. Call to Order	Diane Kilkenny called the meeting to order at 6:30 p.m.
2. Public Comments	None.
3. Approval of Meeting Minutes	MOTION: John Murray moved to approve the minutes for the July 31, 2023 regular session as presented. Trista Seastone seconded the motion. The motion passed unanimously by all Board members present.
4. CEO Report & Executive Team Dashboard	The Executive Team Dashboard was presented by Emily Roberts (see Board packet).
5. Financial Report	The Financial Report was presented by Nicole Mahoney (see Board packet).
6. Consent Agenda	Emily Roberts presented the Consent Agenda (see Board packet). MOTION: John Murray moved to approve the Consent Agenda as presented (see Board packet). Stephen Munkers seconded the motion. The motion passed unanimously by all Board members present.
7. New Business	
A. Tax Anticipation Note	Nicole Mahoney requested that the Board approve a tax anticipation note from the Bank of Eastern Oregon. There has been cashflow disruption from the implementation of Thrive causing delayed claims. Additionally, the District will likely not receive cash from the cost report settlement until January of 2024. The District would like to draw funds early with a line of credit that would be paid once the anticipated tax funds are received. There is a 0.25% loan origination fee with 6.8% interest on the loan up to 2.5 million.

	<p>MOTION: John Murray moved to approve the District to proceed with obtaining the tax anticipation note with the Bank of Eastern Oregon up to 2.5 million until the funds from the cost report are received. Trista Seastone seconded the motion. The motion passed unanimously by all Board members present.</p> <p>Nicole Mahoney reports that two signers will be required to sign these loan documents once available and requests a motion to name the signers.</p> <p>MOTION: John Murray moved to authorize the signing of the loan documents for the tax anticipation note by Emily Roberts and Diane Kilkenny. Stephen Munkers seconded the motion. The motion passed unanimously by all Board members present.</p>
<p>B. Resolution 146-0823</p>	<p>Nicole Mahoney presented the proposed Resolution 146-0823 (see Board packet) to add Sam Van Laer as an authorized check signer.</p> <p>MOTION: John Murray moved to approve Resolution 146-0823 with the caveat that the verbiage of “five” be changed to “four” on the first section to reflect the correct number of signers listed. Stephen Munkers seconded the motion. The motion passed unanimously by all Board members present.</p>
<p>C. Insurance Renewal</p>	<p>Emily Roberts presented the fee for the District’s 2023-24 liability insurance with Optima (see Board packet). There is an expected increase of 5%.</p> <p>MOTION: John Murray moved to approve the renewal of the District’s liability insurance carrier, Optima. Trista Seastone seconded the motion. The motion passed unanimously by all Board members present.</p>
<p>D. Medical Staff Privileging</p>	<p>Emily Roberts presented the appointment of William Everts, DO, to the Medical Staff pending approval by the Medical Executive Committee (see Board packet).</p> <p>MOTION: John Murray moved to approve the appointment of Dr. Everts to the Medical Staff. Stephen Munkers seconded the motion. The motion passed unanimously by all Board members present.</p>
<p>E. FY22-23 Accomplishments</p>	<p>Emily Roberts presented the District FY22-23 accomplishments (see Board packet).</p>
<p>8. Old Business</p>	<p>Stephen Munkers requested an update on the progress of the Adult Care Home for Boardman. Emily Roberts reports that the District is working on getting the architectural plans before the permitting process can begin. Additionally, these plans will be used for the requisition of grants for the project.</p> <p>John Murray reports that the ethics complaint against him for being on the Morrow County Health District Board of Directors and owning Murray’s Pharmacy was dismissed by the Oregon Ethics Commission on Friday.</p>

<p>9. Executive Session</p>	<p>Marie Shimer called to order Executive Sessions under ORS 192.660(2)(f) to consider information or records that are exempt from public inspection pertaining to ongoing or anticipated litigation exempt from disclosure under ORS 192.345(1) at 7:07 p.m. Shimer stated that the regular session would not reopen.</p> <p>The Executive Session adjourned at 7:15 p.m.</p>
<p>10. Adjourn</p>	<p>With no further business to come before the Board, regular session adjourned at 7:07 p.m.</p> <p>Minutes taken and submitted by Sam Van Laer. Approved September 25, 2023.</p>

Promise of Excellence

Compassion: Being motivated with a desire to assist patients and staff with empathy and kindness and committed to going the extra mile to ensure patients and staff feel comfortable and welcomed.

Respect: Recognizing and valuing the dignity and uniqueness of everyone. Respect creates a work environment based on teamwork, encouragement, trust, concern, honesty, and responsive communication among all employees and our patients.

Integrity: Encompassing honesty and consistently adhering to the principles of professionalism and accountability with our patients, fellow employees, and community partners. Integrity is at the heart of everything we do.

Excellence: Creating standards of performance that surpass ordinary expectations. We want to make this the place where patients want to come, our providers want to practice, and people want to work!