

I. AGB CALL TO ORDER

The Alliance Governance Board (“AGB”) meeting was called to order by Commissioner Alice Cabe at 3:00 p.m.

II. EXECUTIVE SESSION I

At 3:05 p.m. Commissioner Cabe adjourned the AGB meeting into Executive Session I as permitted by RCWs 42.30.110(g); and 70.41.205(1) to discuss and evaluate public employees, medical staff credentialing, and other personnel matters. The session was scheduled for 5 minutes.

III. EXECUTIVE SESSION II

At 3:10 p.m. Commissioner Cabe adjourned into Executive Session II as permitted by RCWs 70.41.205 (2) to review quality improvement reports. The session was scheduled for 30 minutes.

MEETING RECONVENED

The open public meeting was reconvened at 3:40 p.m. by Commissioner Cabe. Present for the meeting were the following Commissioners, staff, and guests. Alice Cabe, Chair and SCPHD#1 Commissioner; Karen Gahm, SCPHD#1 Commissioner; Nancy Stewart, KCPHD#2 Commissioner; Jeff Cashman, KCPHD#2 Commissioners; Lisa LaPlante, EHM CAO; Megan Wirsching, EHM CNO; Dr. Sean Kincaid, EHM CMQO; Dr. Ettore Palazzo, EHK CEO; Chris Bredeson, EH COO; Dr. David Likosky, EH CMO; Bill Howe, EHK CFO; Ann Peterson, EHM Financial Officer; Blake Vintertun, EHM Foundation Director; Stacey Riden, EHM Human Resources Director; Dr. Stephen Gardner, EHM Medical Staff President; and Melissa Gray, Recording Secretary for the Board.

Guests included Richard Meeks and Garrett Buckingham.

IV. WELCOME BILL HOWE, EH CHIEF FINANCIAL OFFICER

Dr. Palazzo and CAO LaPlante welcomed Mr. Bill Howe to EvergreenHealth Monroe and the Alliance Governance Board as the new system Chief Financial Officer.

V. PUBLIC COMMENT

No public wished to comment.

VI. CONSENT AGENDA

Commissioner Cabe presented the Consent Agenda which included July 3, 2024, AGB minutes; June 2024 Payroll Voucher Summaries and Medical Staff Credentialing Report of New Appointments, Reappointments, Status Changes, and Privileges pertaining to the EvergreenHealth Monroe Medical Center Medical Staff and AHPs.

There being no questions, Commissioner Cabe called for a motion to approve the consent agenda items.

Motion: Commissioner Cashman moved to approve the Consent Agenda which included the July 3, 2024, AGB minutes; June 2024 A/P and Payroll Voucher Summaries and Medical Staff Credentialing Report. Commissioner Cashman seconded the motion. ***The motion carried unanimously.***

VII. MEDICAL STAFF REPORT

Dr. Gardner commented that the Medical Staff is excited to see growth across the system and specifically in Monroe, he also shared the current efforts of the Medical Staff include a quarterly staff meeting which included discussions regarding growth and feedback from the providers. Discussion ensued.

VIII. ANNUAL COMPLIANCE REPORT

CCO Meeks reviewed the annual compliance report which included updates on training, education, auditing, monitoring, investigations, projects, and initiatives. Discussion ensued.

IX. AGB BUSINESS**a. SYSTEM POLICY: MANAGEMENT OF POLICIES**

CCO Meeks requested approval of the updated system policy for Management of EvergreenHealth Policies and Related Documents noting that Management found the previous version difficult to follow and that the policy has been updated to a streamlined and user-friendly version. Discussion ensued.

There being no further discussion needed, Commissioner Cabe called for a motion to approve.

Motion: Commissioner Gahm moved to approve and adopt the Management of EvergreenHealth Policies and Related Documents Board policy. This policy supersedes the previous policy. Commissioner Cashman seconded the motion. **The motion carried unanimously.**

b. SYSTEM POLICY: CONFLICT OF INTEREST

CCO Meeks requested approval of the updated system policy for Conflict of Interest. Changes included incorporating electronic submission, word revisions to a user-friendly version, and inclusion of supplemental processes and committees to identify and manage conflicts of interest. Discussion ensued.

There being no further discussion needed, Commissioner Cabe called for a motion to approve.

Motion: Commissioner Cashman moved to approve and adopt the Conflict-of-Interest Policy as presented. This policy supersedes the previous policy. CEO Palazzo seconded the motion. **The motion carried unanimously.**

c. ORTHO CLINIC TRANSITION TO PROVIDER BASED

FO Peterson presented the proposed transition of EvergreenHealth Medical Group (EHMG) Monroe Orthopedic Clinic to Monroe Hospital Outpatient Department (HOPD) /Provider-Based Billing (PBB) Clinic. FO Peterson noted as a system, we are actively exploring opportunities to convert current global billing clinics to HOPD/PBB clinics when the clinic is located within the required proximity to be considered on-campus. The EHMG Orthopedic Clinic meets the criteria and was analyzed for the financial impact of converting to HOPD/PBB. In the HOPD/PBB clinic model, EHMG incurs all of the professional revenue and expenses while EH Monroe incurs all of the facility revenue and expenses. This clinic model is consistent with the Monroe 2nd Floor Multi-Specialty Clinic. Additionally, the Kirkland Orthopedic clinic is an HOPD/PBB clinic. Discussion ensued.

There being no further discussion needed, Commissioner Cabe called for a motion to approve.

Motion: Commissioner Stewart moved to approve the project and associated capital expenditure for EvergreenHealth Monroe and EvergreenHealth Medical Group to convert the EHMG Monroe Orthopedic Clinic to a Monroe Hospital Outpatient Department / Provider-Based Billing Department. Commissioner Gahm seconded the motion. **The motion carried unanimously.**

d. MFP PREDESIGN INITIATION

CAO LaPlante and Garrett Buckingham, Director, Design & Construction Services presented a proposal for predesign funding for EvergreenHealth Monroe Master Campus Plan. CAO LaPlante and Director Buckingham noted should the Board approve a future UTGO effort to fund a new Hospital building option, it is recommended the board approve funding in the amount of \$500,000 through 2024 capital funding to complete a predesign of a new Hospital building. The capital amount would be reimbursed through UTGO bond proceeds should the Board opt to pursue a UTGO, and if voters approve the bond. Discussion ensued.

There being no further discussion needed, Commissioner Cabe called for a motion to approve.

Motion: Commissioner Gahm moved to approve the \$500,00 to complete the predesign of a new hospital building as presented and the reimburse capital funds from any bond proceeds, if and when received. Commissioner Stewart seconded the motion. **The motion carried unanimously.**

e. RISK UPDATE

CAO LaPlante noted there are no open risk items to date for EvergreenHealth Monroe.

X. Q2-2024 LARC

CAO LaPlante reviewed the Q2-2024 LARC results noting action plans for any metrics not currently being met. Discussion ensued.

XI. EXECUTIVE REPORTS**a. EHM CHIEF ADMINISTRATIVE OFFICER & ADMINISTRATIVE COUNCIL REPORT**

CAO LaPlante noted the CAO report included in the board materials. The following highlights or updates were shared by CAO LaPlante, and the EHM Administrative Council: FEMA Training (in Anniston); Living Our Values award; Diversity, Equity, Inclusion & Access Committee (DEIAC); Blue Jeans & Boots Gala; National Night Out; Kiwanis Golf Tournament; Alaris pumps; Pre-op clinic; Legacy gift to EHM Foundation; general surgeon recruitment; grant applications; June financials and provider growth. Discussion ensued.

b. EH CHIEF EXECUTIVE OFFICER REPORT

CEO Palazzo welcomed Bill Howe again, noting with his arrival the EH Executive Team is now complete. CEO Palazzo shared system and EH updates including the July CMS Quality rating of 5 stars noting the rating is volume driven so unfortunately EHM doesn't qualify, DNV Ortho & Spine Center of Excellence, AHA Award, Payor negotiations, open Commissioner position recruitment and continuing to be a presence in the community and meet with local leadership/officials. Discussion ensued.

c. SCPHD#1 BOARD REPORT

Commissioner Gahm noted the board continues to endorse a needed presence in Snohomish.

XII. COMMISSIONER CLOSING COMMENTS

None.



ALLIANCE GOVERNANCE BOARD

Wednesday, August 7, 2024

MINUTES

XIII. EXECUTIVE SESSION III

None.

XIV. ADJOURN

There being no further business, Commissioner Cabe adjourned the meeting at 4:42 p.m.

ATTEST: ALLIANCE GOVERNANCE BOARD

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Melissa Gray
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Melissa Gray, Recording Secretary

DocuSigned by:
Nancy Stewart
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Nancy Stewart, Commissioner & Board Secretary