

July 24, 2025

The regular meeting of the Board of Commissioners of the Whidbey Island Public Hospital District was called to order at 11:00 am by Board President, Commissioner Golder. Present were Commissioner, James Golder; Commissioner, Marion Jouas; Commissioner, Greg Richardson; Commissioner, Jamie Canby; Commissioner, Ron Wallin; Chief of Staff, Dr. Robert Rookstool; Chief Executive Officer, Nathan Staggs; Chief Financial Officer, Paul Rogers; Executive Director of Quality and Transformation, Shanna Harney-Bates; Executive Director of Ancillary Services, Tim Waldner; Administrative Chief of Staff, John Gleason. Dominic Symes from HealthTech was also in attendance.

Consent Agenda

Commissioner Jouas motions to approve the June 26 Board Meeting minutes.

Commissioner Canby seconds the motion. The June 26 minutes are approved.

Commissioner Jouas motions to approve the July 10 Special Board Meeting minutes.

Commissioner Canby seconds the motion. The July 10 minutes are approved.

Call to Order/Points of Order

No points of order at this time.

Island County Update

Janet St. Clair, Island County Commissioner

Zachary Heffron, NW Washington Regional Director for Senator Maria Cantwell

Commissioner St. Clair gives updates on what is going on at the county level and how it is expected to impact the hospital. She is joined by Zachary Heffron, who she invited to the board meeting to address issues on the federal level. Commissioner St. Clair discusses cuts to the SNAP program, Island County Senior Services, and various Medicaid eligibility issues that are ongoing. She also discussed the impending potential

closures of rural hospitals in other parts of Washington, and how those closures affect all of the surround hospitals in the state. A question is raised about raising the Tricare rates, and discussion about state funding and how that may be allocated to help with cuts to federal healthcare coverage. Commissioner Richardson expresses concern about charity care requirements in Washington state and inquiries about the potential for funding to offset those charity care expenses.

Commissioner Golder breaks the meeting for 5 minutes. The board meeting breaks at 12:12 pm. After 5 minutes, the board meeting resumes at 12:17 pm.

IT and Facilities Report

Chief Executive Officer, Nathan Staggs

All of our construction projects are going well. No additional costs have been accrued yet. The Department of Health is scheduled to do a walk through on the 28th of July. We expect to be able to do surgeries again by the following Thursday. Commissioner Richardson remarks on the new front entrance setup and how welcoming it looks.

Operations and Outpatient Services Report

Chief Executive Officer, Nathan Staggs

We had an interview with a Physician's Assistant this week that we will be making an offer to. Dr. Rookstool gives an update on Dr. Sarin and the types of procedures he can perform.

Nursing Report

Chief Executive Officer, Nathan Staggs

No updates at this time.

Administrative Report

Chief Executive Officer, Nathan Staggs

No updates at this time.

Public Comments

Bryan Stuckey, Oak Harbor resident

Mr. Stuckey works for a local funeral home, and he has been having issues getting WhidbeyHealth providers to sign death certificates in a timely manner. He often has to send multiple emails and attempt to make numerous phone calls to get the death certificates signed. Dr. Rookstool acknowledged that this topic has been brought up in recent staff meetings, and that he will bring it up again. Commissioner Richardson asks if we can track this the way we track other practices, and Shanna will look into that.

Medical Staff Report

Chief of Staff, Dr. Robert Rookstool

Dr. Rookstool presents the credentials report to the board.

INITIAL APPOINTMENTS

- Michael Stella MD, Tele-Radiology- CBP, Provisional Tele-Medicine
- Joseph Werner MD, Emergency Medicine, Provisional Active

Commissioner Richardson motions to approve the Initial Appointments. Commissioner Wallin seconds the motion. Motion is approved.

ADVANCEMENTS

- Deepjot Singh MD, Oncology/Hematology, Active
- Anthony Rowe MD, Tele-Radiology- CBP, Tele-Medicine
- Jeffrey Hebert MD, Tele-Radiology- CBP, Tele-Medicine
- John Mannschreck, Radiology-Remote, Courtesy

Commissioner Richardson motions to approve the Advancements. Commissioner Wallin seconds the motion. Motion is approved.

REAPPOINTMENTS

- Michael Marvi MD, Tele-Stroke, CBP, Tele-Medicine
- Robert Lada MD, Tele-Stroke, CBP, Tele-Medicine
- Archit Bhatt MD, Tele-Stroke, CBP, Tele-Medicine
- Joseph Freeburg MD, Tele-Stroke, CBP, Tele-Medicine
- Sarabjit Atwal MD, Tele-Stroke, CBP, Tele-Medicine
- Pratik Bhattacharya MD, Tele-Stroke, CBP, Tele-Medicine
- Abdelrahman Beltagy MD, Tele-Stroke, CBP, Tele-Medicine
- Yi Mao MD, Tele-Stroke, CBP, Tele-Medicine
- Lilith Judd MD, Tele-Stroke, CBP, Tele-Medicine
- Lindsey Frischmann DO, Tele-Stroke, CBP, Tele-Medicine
- Neha Mirchandani MD, Tele-Stroke, CBP, Tele-Medicine
- Amit Kansara MD, Tele-Stroke, CBP, Tele-Medicine
- Caren Ellington, ARNP, Pulmonary/Sleep Medicine, Active
- Zachary Phelps MD, Emergency Medicine, Active
- Nicholas Perera MD, Emergency Medicine, Active
- Robert Rookstool MD, Walk in Clinic, Active
- Alicia Darr, ARNP, CNM, OB/GYN, Active
- Michelle Gasper MD, Pediatrics, Active

Commissioner Canby motions to approve the Reappointments. Commissioner Richardson seconds the motion. Motion is approved.

MEDICAL STAFF POLICY #4 - Confidentiality in the Medical Staff Office.

This policy is to help define the credentials and the rules around how they are presented and who has access to them.

Commissioner Richardson motions to approve Medical Staff Policy #4. Commissioner Jouas seconds the motion. Motion is approved.

MEDICAL STAFF POLICY #12 - Impaired Providers.

This is an update from the prior document with minimum editing. It has gone through legal counsel review.

Commissioner Richardson motions to approve Medical Staff Policy #12. Commissioner Wallin seconds the motion. Motion is approved.

MEDICAL STAFF POLICY #15 - Medical Staff Fund and Application Fees.

The focus of the change is in the recruiting process. Often the application fees are waived. This change should level the playing field.

Commissioner Canby motions to approve Medical Staff Policy #15. Commissioner Richardson seconds the motion. Motion is approved.

MEDICAL STAFF POLICY #30 - Patient Transfers.

This applies primarily to Emergency Room patients that need to be transferred to a different facility. This document was drafted to follow EMTALA laws.

Commissioner Canby motions to approve Medical Staff Policy #30. Commissioner Wallin seconds the motion. Motion is approved.

HealthTech Update

Dominic Symes, HealthTech

Nathan and Dominic met to discuss grant possibilities and will meet again to look at the application process. Dominic has been researching the DaVinci robot and looking at funding possibilities. Nathan and Paul will be assessing the profitability of the product. Other hospitals in the HealthTech network have received grants for similar projects, and Dominic is meeting with some of those CEOs to discuss the possibilities.

Commissioner Golder states that the DaVinci machine was discussed extensively during a recent provider meeting and was received enthusiastically. Commissioner Jouas expresses concern that a project of this kind should be carried out operationally through the Executive team and medical staff.

Quality and Compliance Report

Executive Director of Quality and Transformations, Shanna Harney-Bates

Shanna Harney-Bates updates the board on highlights from the month of June. The CNA program is scheduled to start in September 2025. The interviews to select students have started. The goals for the Strategic Plan are on pace, all goals are currently in progress. We had a successful Department of Health survey in June of 2025 with compliments on care given. There have been 10 confirmed measles cases in Washington State. All of the HCAHPS scores are above the national benchmarks.

Financial Report

Chief Financial Officer, Paul Rogers

Paul introduces new WhidbeyHealth Controller Dana Hunt. The total net surplus was \$78k. Net patient revenue, operating revenue, and total operating expenses all exceeded budget. Personnel costs exceeded budget by 15%. This increase is driven by higher pay rates. Total days of cash on hand is 14.6 days. Net days in accounts receivable is 61.0 days. Days cash on hand is expected to reach 31 days by January.

General Board Items

Review of Committee Assignments - The commissioners discuss the benefits of the various committees and what can be gained from participating in the committees. Commissioner Canby will replace Commissioner Wallin on the Compliance and Ethics Committee. Commissioner Canby will join the Document Control Committee and will replace Commissioner Richardson on that committee. Commissioner Canby will join the All-Provider meeting and will replace Commissioner Jouas on that committee.

Commissioner Richardson motions to approve the committee assignments as discussed to remain effective through December 31, 2025. Commissioner Wallin seconds the motion. Committee Assignments are approved.

Review of Commissioner Job Descriptions - Commissioner Jouas has developed job descriptions with input from Human Resources and from our attorney. There are two descriptions; one for commissioners, and one for board president. Dominic discusses the possibility of having a board orientation with new board commissioners. Commissioner compensation changes every 4 years, and the descriptions will need to be reviewed and updated accordingly when those changes are made.

Commissioner Jouas moves to approve the board of commissioner's job description. Commissioner Richardson seconds the motion. The commissioner job description is approved.

The job description for board president is separate because there are separate requirements for the president, and well as specifics about term of office.

Commissioner Richardson proposes a change from using the word "responsibilities" to instead use the phrase "key accountability". Discussion ensues about how long a commissioner should be on the board before they are eligible to be president.

Commissioner Richardson states that he would like the president to have at least 1 year of service on the board before they are eligible to be the board president. The commissioners also discuss terms of office.

There is discussion about how the agenda should be developed and how long in advance of the board meeting the agenda should be developed. The description states 10 days in advance, and the board discusses a shorter timeline, perhaps 5 days.

Commissioner Richardson motions to approve the job description for president of the board as amended. Commissioner Golder opposes the description. He expresses his concern that this would impose on commissioners' ability to serve in the various roles. He also voices disagreement with the proposal that the board president could not serve consecutive terms. There is ongoing discussion about the specifics of the presidential terms and how long they should be. The members of the board cannot

agree to an amendment to the term limits. Commissioner Wallin proposes that the board table the description until the next meeting so that he and Commissioner Golder can discuss the changes more thoroughly and make changes accordingly before bringing it back to the board for approval.

Commissioner Jouas motions to table the commissioner of the board president job description until the next board meeting. Commissioner Richardson seconds the motion. Motion is approved.

Executive Session

No Executive Session was taken.

Commissioner's Comments

Commissioner Wallin expresses concern that we have an insurance policy to cover us from ransomware.

Commissioner Richardson expresses thanks to Commissioner St. Clair and Zachary Heffron for coming to the board to discuss issue related to the hospital.

Commissioner Golder notes that in August we are expected to have State Representative Clyde Shavers coming to speak with the board and in September we are hopeful that we will have Representative Rick Larsen meet with the board.

Board Bylaws Update

Commissioner Golder notes that we have two working documents of the bylaws that are up for review. Commissioner Richardson noted that the prior version had many grammatical errors that have been noted and corrected. His suggestion is for Commissioners Golder and Canby to make their changes to the modified working document.

Nathan suggests that the board bring their edited versions to him and he will bring them to John to make changes. Once Nathan and John are able to compile the edits, they will send the new version back out to the commissioners to review at a future date.

Commissioner Wallin motions to table the board meeting discussion, make revisions, and submit changes to Nathan within 2 weeks. Commissioner Richardson seconds the motion.

Adjournment

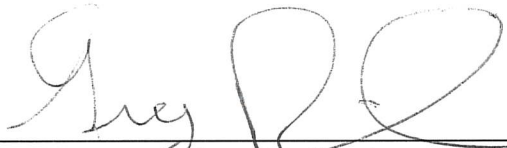
Commissioner Wallin motions to adjourn the board meeting. Commissioner Wallin seconds the motion. The board meeting is adjourned at 2:01 pm. Minutes taken by John Gleason.



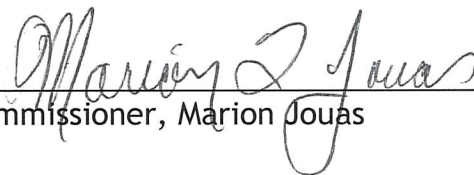
President of the Commission, James Golder



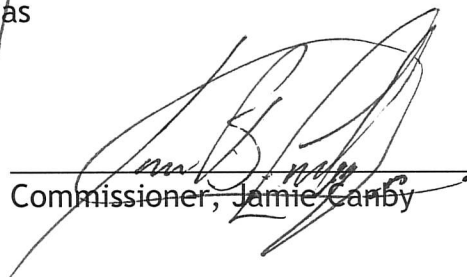
Secretary of the Commission, Ron Wallin



Commissioner, Greg Richardson



Commissioner, Marion Jouas



Commissioner, Jamie Carby