

Board of Commissioners Special Session Meeting Minutes
Friday, January 30, 2026
11:00 am

Agenda	Discussion	Action Items
Call to Order	Call to Order The meeting of the board of commissioners meeting of WhidbeyHealth Medical Center was called to order at 11:15 am by board president Marion Jouas. Commissioners present: Marion Jouas, Kirk Gasper MD, Mark Borden MD. Present: Paul Rogers, CFO; Dr. Garth Miller, COO, CMO; Robert Rookstool MD, Chief of Staff; John Gleason, Administrative Chief of Staff. CEO Nathan Staggs attends virtually.	
Consent Agenda	No consent agenda at this time.	
Points of Order	Officer Elections <ul style="list-style-type: none"> • Since the secretary of the board has resigned, the board needs to elect a secretary. The secretary fills in for the president when they cannot be there and signs off on resolutions. • Discussion - No discussion • Commissioner Gasper is appointed as secretary of the board of commissioners. Resolution #483 - Changing the time of the regular board meeting <ul style="list-style-type: none"> • This came up for discussion at a prior board meeting when an employee asked that the board change the time to a meeting session so that more medical staff and members of the public could attend. Discussion - <ul style="list-style-type: none"> • Commissioner Gasper is interested in hearing from hospital staff and the community and getting larger insight. • Commissioner Jouas discusses a later time than proposed to account for dinner times and staff who are required to be present during the day. • Commissioner Borden comments that staff have remarked that a later time would allow them to attend. • A member of the community comments that the board has tried to meet at later times before, and results did not yield any more attendance as expected. • Dr. Robert Wagner and Dr. Bonnie Tulk both remark that the meeting info is difficult to find on the website. • Dr. Richard Demmler remarks that 5:00 pm may not be late enough for medical staff to attend. • Dr. Tulk suggests the meeting take place at 6:00 pm. 	Motion to appoint Comm. Gasper as Secretary: Comm. Borden Seconded: Comm. Jouas Motion is approved Motion to approve Res. #483: Comm. Gasper Seconded: Comm. Borden Resolution #483 is amended from a 5:00 pm start time to a start time of 6:00 pm. a start time of 6:00 pm. Motion to amend Res. #483 to a 6:00 pm start: Comm. Gasper Seconded: Comm. Borden Resolution #483 is unanimously approved with an amended start time of 6:00 pm.

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Public Comments	<ul style="list-style-type: none"> • Dr. Richard Demmler comments about financial comments made at the prior board meeting. His contention is that any new commissioner needs to have a focus on the growth of services on the island. • Community member John Mishasek comments about the processes of the board, and a new appointee needs governance experience as well as financial experience and industry experience. • Dr. Shanna Fogarty comments that the staff and community would like to see more transparency from the hospital board. 	
Candidate Applicants	<p>Acknowledgement of Board Resignations</p> <ul style="list-style-type: none"> • The board acknowledges the resignation of James Golder, position 2, effective at noon on January 23, 2026. • The board acknowledges the resignation of Jamie Canby, position 3, effect January 26, 2026. <p>Position 2 and position 3 defined terms</p> <ul style="list-style-type: none"> • The length of term for position 2 - this commissioner will be appointed until certification of the election in 2027. If this applicant runs for the position and wins their election, they would serve through December and they would start a full 6 year term on January 1 2028 and will run until December 31, 2034. • Length of term for position 3 - This commissioner will serve until the certification of the 2027 election. If they run and win their race for this position, they will serve an additional 4 years to finish out that term on December 31, 2031. <p>Timeline for Board Vacancies per RCW 42.12.080</p> <ul style="list-style-type: none"> • The board will follow the timeline template laid out by the Association of Washington Public Hospital District. • The board would like to fill the vacancy by the February 26th board meeting. • Per the RCW, the board needs to selection a candidate to fill the position. • This selection does not give this candidate any preferential treatment, and all candidates will be reviewed equally. • There will be a 15-day period where the position will be posted publicly and any eligible resident of the community can apply. • The application period will end at 5:00 pm on Monday, February 16th, 2026. • Comm. Jouas asks the board if we receive a large number of applicants, would the board like to meet to narrow the field down not a selected number to move into the interview phase. Commissioner Gasper suggests narrowing the field to 4 candidates. • The special session meeting will open as a public meeting and will take place in Executive Session to 	<p>Motion for the board to select 4 candidates to interview at a special session meeting: Comm. Gasper Seconded: Comm. Borden Approved</p>

	<p>discuss qualifications for candidates for public office.</p> <ul style="list-style-type: none"> • The board will then return to open session and vote to select their 4 candidates. • Because there are only 3 commissioners, all votes have to be unanimous. • When the candidates are interviewed, the interviews will be done in an open session. • Presentation of Board Member Nominations for position 2 • Commissioner Gasper nominates Dr. Dennis Rochier. • Commissioner Borden also nominates Dr. Dennis Rochier. • Commissioner Jouas nominates Henry Veldman who was interviewed this past summer along with former Comm. Canby. • The board will now move to Executive Session to discuss the qualifications of the candidates. 		<p>Vacancy Nominations: Comm. Gasper - Dennis Rochier Comm. Borden - Dennis Rochier Comm. Jouas - Henry Veldman</p>
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<p>Executive Session</p>	<p>Executive Session The board will move to Executive Session for a total length of 15 minutes to discuss the qualifications for candidates for a public office per RCW 42.30.110(h). No decisions will be made and no votes will be taken.</p>	<p>Time out of regular session: 11:50 am Time into Executive Session: 11:51 am Time out of Executive Session: 12:02 pm Return to Open Board Meeting: 12:05 pm</p>

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<p>Commissioner Candidate Nomination</p>	<p>Discussion</p> <ul style="list-style-type: none"> • Commissioner Gasper remarks that the board has received names for outstanding candidates, and the board is appreciative of those who have put their name forward. • Commissioner Jouas would like to see a mix of expertise among the commissioners. • Commissioner Borden notes that both candidates are worthy of choosing. <p>Final Vote for Board Nominee</p> <ul style="list-style-type: none"> • Votes are conducted for each candidate. • Commissioner Jouas speaks in favor of Henry Veldman who was vetted and found favorable by the prior board. • By a vote of 3-0, Henry Veldman is selected as the board's nominee for position 2. 	<p>Motion to select Dr. Dennis Rochier - No votes in favor Motion to select Henry Veldman: Comms. Gasper Seconded: Comm. Jouas Motion is approved.</p>

	<ul style="list-style-type: none"> • Commissioner Borden remarks that if the board was allowed to select two candidates, both candidates would have been selected. 	
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General Board Items	<p>HealthTech Discussion</p> <ul style="list-style-type: none"> • Commissioner Jouas notes that HealthTech is a management company that WhidbeyHealth has worked with to recruit and hire our CEO and CFO, as well as other staffing needs. • The contract with HealthTech is a 5-year contract will expire in March of 2027. <p>Board Education Plans</p> <ul style="list-style-type: none"> • The board had intended to have Board governance training in the coming months, but due to the loss of two board members we are going to postpone these plans until we have a full board of commissioners in place. <p>Committee Assignments</p> <ul style="list-style-type: none"> • All committees will be covered until a new board is elected. • Some of the committees will not have two people. • Board members will stay on the committees that they are currently on. • Notify John if you are unable to attend a meeting and he will notify Commissioner Jouas. 	

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Commissioner Comments	<ul style="list-style-type: none"> • Commissioner Gasper reflects on comments made by Dr. Fogarty as well as articles in the Whidbey News Times, both focusing on transparency. • Commissioner Gasper urges the public that if it appears that the board is not doing things correctly, please bring that to the attention of the board. • Commissioner Borden mirrors those remarks, and comments that the move to a later board meeting time is an attempt to move in that direction. 	
Public Comments	<ul style="list-style-type: none"> • Dr. Tulk expresses concern that a member of the board may have appeared in the Executive Session without video to confirm that they are alone in the room. • Dr. Demmler questions if the conduct of HealthTech will be brought up for discussion at a future meeting. • Discussion of HealthTech's role in relationship to the hospital. • Paul discusses how WhidbeyHealth has taken all of the HealthTech contractual work and moved that in house to be completed by our own employees. We have also hired a Revenue Cycle Director. 	

	<ul style="list-style-type: none"> • A question arises about the process for applying for the role of commissioner. The marketing team will be adding this information to the WhidbeyHealth website after the meeting. • Employee Dana Hunt discusses issues finding links online, and perhaps the board could consider expanding communication channels through an email service or through social media. • Dr. Campbell Bryson reads a comment from Dr. Johnson regarding attendance in Executive Sessions. Secondly Dr. Johnson comments that HealthTech is a liability and that we need to work to remove HealthTech from its relationship with the hospital. 	
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Adjournment	<ul style="list-style-type: none"> • The next regular board meeting will take place on Thursday, February 26 at 6:00 pm. • The board meeting is adjourned at 12:28 pm 	Motion to adjourn: Comm. Gasper Seconded: Comm. Borden Motion is approved



 President of the Commission, Marion Jouas



 Commissioner, Kirk Gasper, MD



 Commissioner, Mark Borden, MD

