

Board of Commissioners Meeting Minutes
Thursday, March 26, 2026
6:00 pm

Agenda	Discussion	Action Items
<p>Call to Order</p>	<p>Call to Order The meeting of the board of commissioners meeting of WhidbeyHealth Medical Center was called to order at 6:00 pm by board president Marion Jouas.</p> <p>Commissioners present: Marion Jouas RN Kirk Gasper MD Mark Borden MD Katherine Nelson Marcy Shimada</p> <p>Present: Nathan Staggs, CEO Paul Rogers, CFO Shanna Harney-Bates, Executive Director of Quality and Transformations Tim Waldner, Executive Director of Ancillary Services Robert Rookstool MD, Chief of Staff Justin Williams MD, Chief of Staff Elect Carl Bredthauer, Director of Finance Dana Hunt, Controller John Gleason, Administrative Chief of Staff</p>	
<p>Consent Agenda/Points of Order</p>	<p>Introduction of new commissioner Marcy Shimada</p> <ul style="list-style-type: none"> • Marcy has over 40 years in healthcare leadership, 20 of those is as the CEO of a primary care group. She has also worked with consulting firms and with Island Health in Anacortes. <p>Approval of February 20, 2026 Board Meeting Minutes</p> <p>Approval of February 23, 2026 Board Special Session Minutes</p> <p>Approval of February 26, 2026 Board Meeting Minutes</p> <p>Resolution #484 - Coastal Community Bank Bond</p> <ul style="list-style-type: none"> • This resolution authorizes issuance of a \$10 million bond for the purpose of funding district needs. • There are no known or expected capital expenditures or operating expenses that this money will be used for. • Paul looks at this money as an insurance policy and a funding of last resort. • This bond will expire on April 2, 2027. At that point we will go through this process again if we think we need it. • We pay no interest on this money unless we use it. • There is a \$50,000 processing fee associated with this bond. 	<p>Motion to approve Feb. 20 minutes: Comm. Gasper Seconded: Comm. Borden Motion is approved</p> <p>Motion to approve Feb. 23 minutes: Comm. Borden Seconded: Comm. Nelson Motion is approved</p> <p>Motion to approve Feb. 26 minutes: Comm. Gasper Seconded: Comm. Borden Motion is approved</p> <p>Motion to approve Resolution #484: Comm. Shimada Seconded: Comm. Borden Motion is approved</p>

	<ul style="list-style-type: none"> • Securing this bond is expected to improve the hospital's credit rating. <p>Resolution #485 - Change to Board Meeting Time</p> <ul style="list-style-type: none"> • This resolution would change the start time of the regular board meeting back to 11:00 am from the current 6:00 pm start time. • We have found that there is a lot of business conducted during the day that makes it difficult to have meetings this late in the evening. • All meetings are recorded for the public to be able to watch at any time. 	<p>Motion to approve Resolution #485: Comm. Gasper Seconded: Comm. Nelson Motion is approved</p>
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<p>Eide Bailly 2024 Audit Results</p>	<p>Kevin Smith, CPA, Audit Partner</p> <ul style="list-style-type: none"> • Kevin outlines the scope of the audit that was completed by Eide Bailly. • The net effect of adjustments to net position was \$195,000. • There were 35 total adjustments during the audit process. • WhidbeyHealth spent about \$900k between two different grants in 2024. • Days in accounts receivable have risen from 54 days in 2022 to 70 in 2024. • Net patient revenue and expenses have both risen from 2022 to 2024. • Paul elaborates on the rise in the days cash on hand. In 2022 we had three bond issues that drove our days in cash on hand up. • The ERC money was not received until 2025. • The net days in AR rise in 2024 was largely due to the implementation of Meditech Expanse which led to a brief halt in collections, driving the net days up to 70. 	

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<p>Public Comments</p>	<ul style="list-style-type: none"> • Anna Sturm, PA, WhidbeyHealth - PA Sturm addresses Commissioner Borden regarding a public comment he contributed to the American College of Physicians article from Feb, 2026, in which Commissioner Borden argues that using the term 'provider' is intentionally misleading to patients. PA Sturm reads the entirety of the statement aloud and expresses that she does not feel supported by Dr. Borden's statement. • Lisa Fobian, Community member - Lisa is a WhidbeyHealth patient and speaks to address the Health Information Management department. She addresses an experience as a patient with a microvascular disease. Commissioner Jouas asks Lisa to read the letter that is in her portal. Per the letter, Lisa "received a total of 2,473 controlled substances from 13 unique subscribers", leading to the decision to no longer provide these services 	

	<p>through the WhidbeyHealth Emergency Department.</p> <ul style="list-style-type: none"> • Shana Fogarty, MD - Dr. Fogarty addresses the comments made by PA Sturm and opinion shared by Dr. Borden. Dr. Fogarty asks who the community members are expected to get their care from if not from the many providers at the hospital. Dr. Fogarty shares her support for the various providers at WhidbeyHealth and the exceptional level of care that they provide. • A commentor online addresses the use of the term 'mid-level' and asks that we do away with the use of that term. 	
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<p>Medical Staff Report</p>	<p>Robert Rookstool, MD, Chief of Staff</p> <p>Initial Appointments</p> <ul style="list-style-type: none"> • Jana Mullen MD, Pediatrics, Provisional Active • Rebecca Albright FNP, Primary Care Freeland - Provisional Active • Annette Fly ARNP, Primary Care Freeland - Provisional Active • Sarah Kent PA-C, Primary Care Freeland / Walk-In Clinic Clinton - Provisional Active • Terrence Wong MD, Cardiology - Cabot, Provisional Active • Douglas Waldman MD, Orthopedic Surgery - LOCUM Tenens (6mos) • Steven Black MD, Tele-Radiology, Provisional Tele-Medicine • Michael Murphy Jr MD, Tele-Radiology, Provisional Tele-Medicine <p>Advancements</p> <ul style="list-style-type: none"> • Heather Badger NP, Walk-In Clinic - Coupeville, Courtesy • Fang Yu MD, Real Radiology - Tele-Radiology, Tele-Medicine • Bryan Suchecki MD, Real Radiology - Tele-Radiology, Tele-Medicine • Daniel Miner MD, Real Radiology - Tele-Radiology, Tele-Medicine • Taylor R. Anderson MD - Tele-Stroke, Tele-Medicine • Harsh Patel MD, Tele-Stroke, Tele-Medicine <p>Reappointments</p> <ul style="list-style-type: none"> • Mare Pallerine PMHNP, Behavioral Health- Cabot, Active • Anna Sturm, PA-C, Sound Physicians Hospitalist, Active • Kelly Lloyd MD, Pathology, Courtesy • Eric Wallace MD, Skagit Radiology - Remote, Courtesy • Ravi Menon MD, Tele-Stroke, Tele-Medicine • Kinjal Desai MD, Tele-Stroke, Tele-Medicine 	<p>Motion to approve Initial Appointments: Comm. Gasper Seconded: Comm. Nelson Motion is approved</p> <p>Motion to approve Advancements: Comm. Shimada Seconded: Comm. Gasper Motion is approved</p> <p>Motion to approve Reappointments: Comm. Gasper Seconded: Comm. Shimada Motion is approved</p>

	<ul style="list-style-type: none"> • Hanbing Wang MD, Tele-Stroke, Tele-Medicine • Jason DiVito DO, Real Radiology - Tele-Radiology, Tele-Medicine • Kevin Marcum MD, Real Radiology - Tele-Radiology, Tele-Medicine • Jake Vrdoljak MD, Real Radiology - Tele-Radiology, Tele-Medicine • Garth Miller MD, Emeritus 	
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Agenda	Discussion	Action Items
Staff and Status Reports	<p>Quality and Compliance Report - Shanna Harney-Bates, Executive Director of Quality and Compliance</p> <ul style="list-style-type: none"> • Shanna presents the Quality report for February. • WhidbeyHealth completed a successful massive transfusion protocol. • Regional numbers for respiratory illnesses were low for the second consecutive week. • Quality is transitioning to a new policy software. • All outpatient survey scores surpassed benchmarks. • Commissioner Jouas asks to include the Quality report with the board minutes. <p>Finance Report - Paul Rogers, Chief Financial Officer</p> <ul style="list-style-type: none"> • We are reporting a total net loss of \$1,484,765 for the month of February. • There was a drop in patient volumes for the month of February. • Expenses from the extended illness bank were reported in December of 2025, although that expense was unknowingly tracked in the month of January. This is due to a new requirement that those funds are set aside at the beginning of the year. • We underreported expenses, overreported earnings in the month of January. This affected the February figures. • Patients are likely paying more for secondary insurance policies due to the federal government's decline to continue funding ACA subsidies. • We are forecasting to be at around 30 days of cash-on-hand in six months. • Current days cash-on-hand is 9.2 days. <p>IT Report - Tim Waldner, Executive Director of Ancillary Services</p> <ul style="list-style-type: none"> • The IT department continues to optimize Meditech Expanse as well as optimizing functions for Labor and Delivery. <p>Facilities Report - Tim Waldner, Executive Director of Ancillary Services</p> <ul style="list-style-type: none"> • There is an old elevator that is being modernized and should be completed in the next few weeks. • Fire alarm replacement has started today. • Electrical work is being done in the old part of the building. 	

	<ul style="list-style-type: none"> • Patient Financial Services moved to a new building across the street. • We are working on a plan to move the primary care clinic to 107 S. Main street sometime around June. <p>Operations and Outpatient Services - Nathan Staggs, Chief Executive Officer</p> <ul style="list-style-type: none"> • We are adding an Orthopedic Surgeon. • A cardiologist will start next month. • A Pain Management Specialist will start this summer. • Primary Care provider interviews are still ongoing. <p>Nursing Report - Nathan Staggs, Chief Executive Officer</p> <ul style="list-style-type: none"> • Union negotiations are ongoing with the nurses union. • We currently have around 35 travelers across multiple departments. Most of our traveling employees are concentrated in the Emergency Department. <p>Human Resources Report - Nathan Staggs, Chief Executive Officer</p> <ul style="list-style-type: none"> • No HR updates at this time. <p>Administrator’s Report - Nathan Staggs, Chief Executive Officer</p> <ul style="list-style-type: none"> • Volumes have been down a bit lately. • Dr. Miller and members of our Behavioral Health team recently spoke at a conference in Washington DC. They were well received and were asked to speak at a conference in San Diego later this year. 	
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Agenda	Discussion	Action Items
General Board Items	<p>Medical Staff Vote of No Confidence in Commissioner Borden</p> <ul style="list-style-type: none"> • At the March 3, 2026 Medical Staff meeting, the medical staff made a vote of no confidence in Commissioner Mark Borden. • The vote was unanimous. • Dr. Borden was present and was allowed to speak at the meeting. <p>Board Committee Assignments New committee assignments are as follows:</p> <ul style="list-style-type: none"> • All Provider - Jouas & Shimada • Board of Health - Gasper & Jouas • Strategic Planning - Jouas & Shimada • Bylaws - Nelson & Gasper • Compliance & Ethics - Borden & Nelson • Document Control - Borden & Nelson • Finance - Jouas & Shimada • Medical Executive - Jouas & Gasper • Medical Staff - Gasper & Nelson • Quality Improvement - Borden & Shimada 	<p>Motion to approve the committee assignments as presented: Comm. Gasper Seconded: Comm. Shimada Motion is approved.</p>

	<p>Phone System Replacement - Cerium Networks</p> <ul style="list-style-type: none"> • Both items were on the capital expense budget, and both went through the finance committee for review. • The phone system has reached end of life and is no longer supported. • We received 2 different quotes and decided to go with Sysco. • This system costs \$285k and will save significantly over the other system option. • This upgrade is expected to make the phone system much more reliable. • This upgrade will cover the entire phone system through the whole organization. <p>Electronic Nurse Call System Approval</p> <ul style="list-style-type: none"> • In the old building we have a system that is obsolete. • We are extending the system that was installed in the patient system in the new building. • We are no longer able to get parts for the current system. • This system will cost \$245k. 	<p>Motion to approve phone system replacement: Comm. Nelson Seconded: Comm. Gasper Motion is approved.</p> <p>Motion to approve nurse call system: Comm. Borden Seconded: Comm. Nelson Motion is approved</p>
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Agenda	Discussion	Action Items
<p>Executive Session</p>	<p>Executive Session</p> <ul style="list-style-type: none"> • The board will move to Executive Session for a total length of 30 minutes pursuant to RCW 42.30.110(1)(i) to discuss with legal counsel the legal risks of a proposed action of the district that may result in adverse legal or financial consequences. • The Executive Session will last a total of 30 minutes and will return to open session at 8:15 pm. • We will have legal representation on the call. • No decisions will be made, and no votes will be taken. • The board returns to Executive Session at 8:16 pm for a total of 10 minutes and will return to open session at 8:26 pm. 	<p>The Board moves to Executive Session at 7:47 pm</p> <p>The Board returns to open session at 8:15 pm.</p> <p>The Board returns to Executive Session at 8:16 pm</p> <p>The Board returns to open session at 8:26 pm.</p>


Agenda	Discussion	Action Items
<p>Open Session</p>	<ul style="list-style-type: none"> • A motion was made for Katherine Nelson and Marion Jouas to be authorized to work with WhidbeyHealth's legal counsel to negotiate proposed terms for the termination of WhidbeyHealth's management company agreement with HealthTech." Commissioner Shimada motions, Commissioner Gasper seconds. The motion passed with all commissioners voting in favor. 	<p>Motion to Approve Comms. Jouas and Nelson to work with counsel: Comm. Shimada Seconded: Comm. Gasper Motion is approved</p>

Agenda	Discussion	Action Items
Commissioner Comments	<ul style="list-style-type: none"> There was a second Executive Session that was on the agenda for tonight. That session has been tabled due to time constraints. Commissioner Shimada thanks the board for having her contribute as a member of the board. 	


Agenda	Discussion	Action Items
Adjournment	<ul style="list-style-type: none"> The next regular board meeting will take place on Thursday, April 23 at 11:00 am. The board meeting is adjourned at 8:28 pm Minutes are taken by John Gleason Attached: Quality Metrics for February 2026 	Motion to adjourn: Comm. Borden Seconded: Comm. Gasper Motion is approved



 President of the Commission, Marion Jouas



 Commissioner, Kirk Gasper, MD



 Commissioner, Mark Borden, MD



 Commissioner, Katherine Nelson



 Marcy Shimada

Quality March 2026 Board Meeting

Shanna Harney-Bates, Executive Director of Quality and Compliance

Quick Highlights!



- *Successful* Crisis Prevention Institute hands-on training at WhidbeyHealth for de-escalation, situational awareness, and mental health.
- *Successful* Massive Transfusion Protocol hands-on drill with the Emergency Department, EMS, Family Birthplace, Blood Bank/Laboratory, LifeFlight, Pharmacy, Physician Leadership, Administration, Education, Engineering, EVS, and Quality.

EMS – Emergency Medical Services

EVS – Environmental Services



Current Accreditation, Licensure, or Notes of Importance

Patient Aggression Events

February 2026: 7 events

- 6 events were verbal & 1 was physical
- 2026 Year-to-date 11 events

Infection Prevention

- Mandatory masking throughout WhidbeyHealth has concluded, March 18, 2026.
- Our regional numbers for respiratory illnesses were below the masking threshold for the second consecutive week.

Education Department

- Heartcode courses (BLS, ACLS & PALS) for providers continue to be provided every other month.
- Focus on continued growth and standardization for ongoing efficiency and skills.

Accreditation

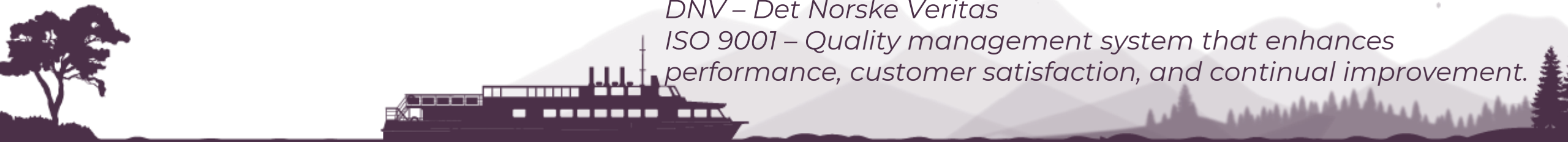
- DNV & ISO 9001 Annual Survey window opens April 2026 for the Medical Center and Specialty Clinics.
- Successful DOH Annual Survey for State and Fire/Life Safety 2/2026.
- CAP Survey window opens June 2026.

CAP – College of American Pathologists for Lab

DOH – Department of Health

DNV – Det Norske Veritas

ISO 9001 – Quality management system that enhances performance, customer satisfaction, and continual improvement.



Quality Updates

HCAHPS Report

Q2 2024 – Q1 2025
18% response rate

- 4 Star Rating
 - Communication with Nurses
 - Communication about Medicines
 - Discharge Information
 - Quietness of Hospital
 - Willingness to Recommend
- 3 Star Rating
 - Communication with Doctors
 - Cleanliness of Hospital
 - Overall Rating of Hospital

Quality

- Transitioning to a new policy software for ongoing efficiency and regulatory enhancements.
- Will be trained on Meditech Business & Clinical Analytics- web-based dashboards to visualize performance and outcomes to improve operations.

Medical Staff Credentials and MEC Appointments

Awaiting Board Approval

March

Initial Appointments: 3

Re-Appointments: 2

Credentialing Applications in Queue – 55

Behav. Health – 2	Pediatrics – 3
Cardiology – 2	Primary Care – 3
Emer. Med. – 3	Radiology – 2
General Surg.- 1	Rad. Remote – 4
Hospitalist – 2	Sleep Med. – 1
OB/GYN – 1	Tele-Rad. – 14
Orthopedic – 4	Tele-Stroke – 6
Pain Med. – 1	Urology – 1
Palliative Care - 1	Walk-In Clinic – 2
Pathology – 2	

HCAHPS – Hospital Consumer Assessment of Healthcare Providers and Systems

MEC – Medical Executive Committee



WhidbeyHealth HCAHPS – February 2026 *(21 surveys recorded in Qualtrics)*

**Communication
with Nurses**



82.5%

Benchmark 86.7%

**Communication
with Doctors**



81.0%

Benchmark 86.5%

**Recommend
the Hospital**



75.0%

Benchmark 74.2%

**Discharge
Information**



88.9%

Benchmark 91.6%

HCAHPS – Hospital Consumer Assessment of Healthcare Providers and Systems



Qualtrics (Outpatient Surveys) – February 2026

Medical Ambulatory Care –

How would you rate the interaction with front desk?

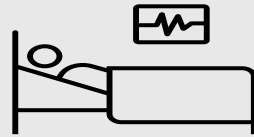


4.91

Benchmark 4.75

Emergency Department –

Check in Process



4.90

Benchmark 4.75

Behavioral Health –

How would you rate the provider on the following?
Listening carefully to you.



5.00

Benchmark 4.70

Walk-In Clinics –

How would you rate the providers on the following?
Treating you with courtesy and respect.



4.73

Benchmark 4.70

Primary / Specialty Clinics –

Return in the Future



4.77

Benchmark 4.75

Sleep Care –

Trust in Facility



4.96

Benchmark 4.75

Primary Care Clinic –

I was very impressed with the care, and the time that the entire team took with me.. Everyone was friendly, compassionate and I felt listened to.

Walk-in Clinic –

I have had excellent care at WhidbeyHealth for 20 years. This last visit to the walk-in clinic was no exception. Everyone on staff was courteous, friendly, efficient and professional. Thank you WhidbeyHealth.

Laboratory –

I have always had the best experience with all team members at the blood draw lab. So professional and courteous, with great attitudes that brighten my day every time.

Thank you

Medical Ambulatory Care-

Everything was great from check-in to completion. Staff and Doctor were friendly, knowledgeable and professional. Kudos to all and give them a raise, I believe they deserve one.

Surgical Care Clinic –

I've lived in Langley for 30+ years. I feel the hospital has gotten "bigger" and more fully functional in the last 10 years. The care we get here is better than our relatives in Edmonds. So.. Thank you for keeping us off the ferry.

Emergency Department –

They were excellent as usual. My spouse and I always feel like we are in good hands when being treated in the ER and elsewhere at WhidbeyHealth. We value WhidbeyHealth in our lives here in Coupeville. Many Thanks!