

Board of Commissioners Meeting Minutes
Monday, August 31, 2026
2:00 pm

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 2:01 pm by board president Marion Jouas. The meeting took place at WhidbeyHealth in the Administration Conference Room. Commissioners present: Marion Jouas, RN Kirk Gasper, MD Katherin Nelson Marcy Shimada Mary Engle Others in Attendance: Dana Hunt, Director of Finance/Controller John Gleason, Administrative Chief of Staff Aubrey Maru, HR	
Consent Agenda	Purpose of Meeting • Purpose of the meeting is to discuss C-Suite benefits and to meet with David Rowe and Innovative USDA Company Chair Alan Richman to discuss financing.	

Agenda	Discussion	Action Items
Public comments	Public Comments • No public comments were made.	

Agenda	Discussion	Action Items
C-Suite Benefits	C-Suite Benefits - David Rowe • The board discusses C-Suite benefits with David Rowe, who is a Senior Consultant at Highland Capital Advisors. • David and the board discuss WhidbeyHealth's tax status and how it affects compensation. • The board is intending to create a C-suite level staff and is working to create a framework to use going forward in future C-suite level recruiting.	

Agenda	Discussion	Action Items
MOB Financing	Medical Office Building Financing - Alan Richman • The board discusses funding for a medical office building with Alan Richman, Innovative Finance USDA Company Chair.	

	• Innovative Finance has been in business for 26 years. Alan reviews the resources that his company can provide to WhidbeyHealth. • Alan and the board review the details of the proposed contract.	
--	--	--

Agenda	Discussion	Action Items
General Board Items	C-Suite Benefits - Aubrey Maru • The board discusses C-Suite benefits with Human Resources benefits specialist Aubrey Maru. • Aubrey gives an overview of the benefits available to C-suite level employees. • The majority of the current benefits available to C-suite employees mirror those of general benefit eligible employees. Benefits Discussion • The board decides to create a benefits subcommittee to develop the framework of benefits for C-Suite employees. The subcommittee will consist of Commissioners Nelson and Shimada. Financing Discussion • Commissioner Shimada expresses the desire to obtain more bids for the financing and USDA loan, ideally obtaining 3 bids to choose from. • Commissioner Gasper would like an analysis of alternate financing options. • The board has decided to recruit input from two additional companies to further evaluate a wider range of financing options. The additional bids should be submitted for approval by September 30th.	

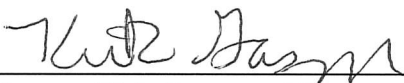
Agenda	Discussion	Action Items
Executive Session	Executive Session • The board will move to Executive Session to discuss qualifications of applicant or review the performance of a public employee per RCW 42.30.110 (g) • The board will be in Executive Session for a total of 40 minutes. • No votes will be taken in executive session, and no decisions will be made. • The board returns to open session and requests an additional 20 minutes to discuss qualifications of applicant or to review the performance of a public employee.	Time out of Open Session: 4:12 pm Time in to Executive Session: 4:12 pm Time out of Executive Session: 4:52 pm Time in to Open Session: 4:52 pm Time out of Open Session: 4:52 pm Time in to Executive Session: 4:52 pm

		Time out of Executive Session: 5:12 pm Time in to Open Session: 5:12 pm
--	--	---

Agenda	Discussion	Action Items
Adjournment	- Upon returning to open session, the board decides that the total compensation package will be sent to legal counsel for review. - The board also decides to relay an offer to the CEO through a motion. - The next regular board meeting will take place on Thursday, September 24 at 11:00 am. - The board meeting is adjourned at 5:15 pm.	Motion to relay offer to CEO: Comm. Shimada Seconded: Comm. Gasper Motion is approved. Motion to adjourn: Comm. Shimada Seconded: Comm. Gasper Motion is approved



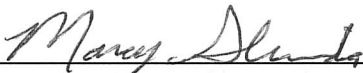
President of the Commission, Marion Jouas, RN



Commissioner, Kirk Gasper, MD



Commissioner, Katherine Nelson



Commissioner, Marcy Shimada



Commissioner, Mary Engle