

**Pend Oreille Hospital District**  
**MINUTES**  
**February 25, 2020**

A meeting of the **Board of Trustees of the Pend Oreille Hospital District** was held in the classroom at Bonner General Hospital.

**Present:** Tom Lawrence, MD, Tim Cochran, Jim Frank (via phone), Scott Burgstahler, Dan Rose, Helen Parsons, and Bart Casey. Others present: Julie Hoffman, Amy Clemmons, and Sharon Beeman.

The meeting was called to order at 7:00 a.m. by Tom Lawrence, Chairman.

**Business:**

1. Approval of Agenda. Dan Rose moved to add to the agenda, discussion/decision of his allegation of unlawful SWH clinic services funding related to the losses at the Bonners Ferry Bonners Ferry Clinic for all of the months since March 2019 and 2020. No second received. Dan Rose moved to add to the agenda, discussion/decision of his allegation of unlawful SWH inpatient call funding related to the losses which creates a misuse of public funds by public officials conditions pursuant to 18-5701. Mr. Rose was reminded by the Chairman that it was passed at the last meeting that any complaints he has are to be submitted in writing prior to the meeting. Dan Rose did not submit any allegation or complaint in writing prior to the meeting. Dan Rose alleged in a Point of Order: the regular POHD March meeting, as a second request, in compliance with item 3.3 POHD-BGH Agreement which states the District "shall evaluate the appropriateness of the requests for funding under applicable Idaho Statutes and Constitutional provisions." Second for Dan Rose's motion was called for, hearing none, the motion failed. Motion to approve Agenda was made by Bart Casey, seconded by Tim Cochran. The Agenda was approved, by 6 yea votes and 1 nay vote.
2. Pend Oreille Hospital District Meeting Guidelines. These Guidelines were emailed to members in the meeting packet for their review prior to the meeting. Tom Lawrence read the Meeting Guidelines during the meeting. Regarding contacting the Secretary, Dan Rose received a letter from the Attorney that he is not allowed to harass, threaten or bother the Secretary. Dan Rose was asked if the statement on the guidelines regarding contacting the secretary was clear, he said "I'm not even going to comment on that." Dan Rose made comment that our business is to the public and should not be time limited and comments or any suggestions or any motions or anything that is made at this meeting is a matter of public record and do not need any prior notice or attention to that subject. Dan Rose commented, that the contention relating to his harassment, threatening of the secretary, was not accurate. Dan Rose asserted that if the secretary can not handle a visit to obtain documents or a request, then he thinks we should have another Secretary. Point of Order: under what authority does the Attorney for POHD or Chairman have to public documents pertinent to any member of the POHD Board. Chairman Lawrence stated that requests for documents will be run by him before they are released. Jim Frank commented on the Guidelines and thought they were great and was in favor of them and thought perhaps a time limit on any one person holding the floor be limited. Jim asked that the discussion being held by Dan Rose on this subject end.
3. Approval of Minutes. The motion to approve the minutes from the January 28, 2020 meeting was made by Jim Frank seconded by Tim Cochran. Dan Rose moved to add that Mrs. Hoffman did state that the noticeable increase in professional fees in the last months of 2019 was to pay for the call services as the audio recording evidences – Chairman asked for a second – none received. Dan Rose moved to add that Mrs. Hoffman did state that a variety of expenses, not listed on the BF SWH Clinic statement, are material and related to the BF SWH Clinic expenses as the audio recording evidences. No second received. Minutes were approved by 5 yea votes, 1 abstain by the trustee who was not at the prior meeting, and 1 nay vote.

4. Addendum Regarding Legal Review and Approval of 2019 Clinic Services Agreement and Leases. Our Attorneys have reviewed our past minutes and have a statement about that. Amy Clemmons stated that George Wentz and Colton Boyles appeared before the Board in 2019 and the minutes will reflect which date they appeared on and they also provided an opinion to the Board that there was no “conflict of interest” relating to Board members participating on both the POHD Board and the BGH Board. That legal opinion will be set out in writing. George Wentz is going to be providing the written statement. That legal opinion by the Attorney General’s Office. Discussion was held and Dan Rose questioned if we received, in writing, the Attorney General’s written opinion on the conflict of interest and that he has not seen the Attorney General’s documentation or that opinion. The motion to add the addendum regarding the legal review to the March 2019 minutes was made by Scott Burgstahler to add the statement to those minutes, seconded by Tim Cochran. Copy of this statement will be available at the next meeting. Dan Rose moved to amend the motion to review the statement first, before approving adding them to the minutes. Second was called for. No second received to Dan’s motion. Dan Rose asserted that if Mr. Frank can not hear the discussion, as open meeting law, over the phone, how can we conduct business. The phone was moved closer to the end of the room where Dan Rose was sitting. Back to the original motion made by Scott Burgstahler, approved by 5 yea votes, 1 abstain, and 1 nay vote.
5. Attorney Fees. Amy Clemmons suggested this item be tabled until the next meeting since the invoice is not ready yet. Dan Rose asked if Ms. Clemmons rate has been determined. It is \$250 per hour – the same as Mr. Boyles. Dan Rose asked as to the response as to the Attorney invoice billing – Dan was reminded that the issue was tabled until the next meeting when the invoice will be provided.
6. Committee Assignments. Committee assignments were made, following the Bylaws, by the Chairman and were emailed to members in the meeting packet for their review. Meetings are to be held quarterly, first quarter meetings will be in March, it is up to the committee chair to set the time/date of meeting and is recommended that they should happen prior to the monthly POHD Board meeting. They can happen immediately prior to the start of the monthly meeting, if that is desired.
7. Contract with SWH / Satellite Clinic ENT. The Chairman addressed that Dan Rose brought a contract to us at the last meeting which was signed by Dr. Bruce Honsinger. Dr. Honsinger was a private OB/GYN in Sandpoint for many years and that contract with Boundary County was signed by him and it had nothing to do with the POHD or with Bonner General Health as previously alleged by Dan Rose. The point brought up by Dan Rose that we were failing at our duty because it was a 2012 contract with Boundary County that was done with a private practice. In the next few years after that, Dr. Honsinger became an employee of BGH in the next few years. We have continued to follow that contract with SWH when we took over 5 years ago. That contract needs to be renewed and we need to get that done with Boundary County. Chairman Lawrence assigned Julie Hoffman to get a new contract. She was asked to bring it back to our Legal Affairs Committee for review before we get that signed. Another item we need to discuss - Parkwood sent a notice that they have increased our monthly assessment by \$2,662.51 per month for SWH. This additional rent assessment needs to be signed. This would be retroactive back to January 2020. Discussion was held regarding the increase and concern over the amount of the increase. It was noted that we could approved it temporarily for this month, to prevent any possible closure of the clinic and to take time to look into the matter. Dan Rose moved to table the signing of this agreement until next month until we can get an appropriate option of other space available and this price and authorize an extension of the previous lease for one more month. Seconded by Tim Cochran. Approved by 7 yea votes.
8. We recently had our Audit done and it was brought to the attention of Chairman Lawrence that the Auditors found an accounting error in the POHD accounting. Chairman Lawrence explained the error to the members. This error will need to be corrected at some time this year. He just wanted to let the members know that happened and when we get the Audit Report we will look into this further.

9. From Sandpoint Women's Health. Chairman Lawrence has a report from two friends of his from Bonners Ferry that say Dan Rose went to a Town Hall meeting and brought up that you were a POHD Trustee member and that you discussed our subleases and that we were in violation of subleases, in Bonners Ferry which is outside our Hospital District at a Town Hall meeting. Also, these people that were there that you questioned trying to get some subpoenas for some reason about your statement about that. Both of those people reported that Dan Rose was in violation of the open meeting law. Chairman Lawrence has not looked into that yet but he wanted to let the Board know that it happened and that we have a Board member who is going to different places and attempting to speak on behalf of the board. Dan Rose stated that he is a public official and he can speak to public events and he did not speak about anything that was not a public record. Chairman Lawrence noted that it is a public record only when we have approved the minutes. Chairman Lawrence said if Dan Rose is going to be adversarial to this Board Dan should think about resigning. Dan Rose said he moves for a no confidence vote for the Chairman. No second received.
10. The District Trustees acknowledged receipt of a Bonner County Warrants dated January 23, 2020 in the amount of \$656,046.70, one dated February 10, 2020 in the amount of \$26,850.83, one dated February 11, 2020 in the amount of \$18,567.85, and one dated February 11, 2020 in the amount of \$333.25. Totaling \$701,798.63. Motion was made by Scott Burgstahler to acknowledge receipt of the checks, motion was seconded by Jim Frank. Approved by 7 yea votes.
11. Funding Requests for the POHD. Funding Requests for POHD Clinics are as follows:
- a. Sandpoint Women's Health: \$28,714
  - b. Ear, Nose & Throat Clinic: \$34,297
  - c. Behavioral Health Clinic: \$34,775

Total Clinic Funding Request for the month (Rental and Net Losses): \$97,786

It was noted that the signature cards are now complete. Discussion was held regarding the new rent payment for SWH and if the new amount was reflected in this amount or not – it was generally thought to not be in that amount. Bart Casey made the motion to approve the charges for SWH clinic for \$28,714, assuming that it does not include the new fees. Tim Cochran seconded the motion and it was approved. Dan Rose asserted that we are to consider the statutory and constitutional conformity by making a vote on the disbursement of public funds without fully knowing what those funds are covering, I believe is looking past our obligation. Dan Rose brought up funding requests. It was noted to Dan, by Chairman Lawrence, that he can't bring that up that we are discussing our current funding request not the one for last month. Dan stated last month included the BF services and the expenses related to those services. This point has been brought up several times by Dan Rose. Chairman Lawrence stated that he has looked at funding requests that Dan made and the accounting sheet that Dan made and decided that these are all SWH patients and we do not need to split off malpractice and other expenses just because it is a satellite clinic. None of the other hospitals and Hospital Districts in Idaho have to do that, so we do not have to do that. It was noted that Dan's personal view on how we should run the SWH satellite clinic is not controlling. Dan Rose called a Point of Order and asked the Chairman is saying that he alone is taking on his shoulders any act that would be necessary. Chairman Lawrence stated he is taking it on with the advice of our past Hospital District Treasurer, that what Dan wants is not reasonable and parts about taking out malpractice insurance, travel, and all of those things is craziness – they are all our Sandpoint Women's Health patients and we need to provide care for them. Chairman has discussed this with our Attorneys and is taking personal responsibility for not putting it on the agenda. Bart Casey withdrew his previous motion and made a new motion to fund all three Clinics, Sandpoint Women's Health, ENT Clinic and Behavioral Health Clinic, with the assumption that the rent is accurate for \$97,786. Seconded by Tim Cochran. Discussion was again held regarding the SWH sublease amount. Tim Cochran made to the motion to raise the question. Julie was directed to follow up and look into the lease amount. Approved 6 yea votes to 1 nay vote. The funding requests for \$97,786 was Approved by 6 yea votes, 1 nay vote.

12. Excess Money in Checking Account. Current account total was asked for and discussion was held regarding the current account total. Dan asked that if the Treasurer can not do his duties, can we consider finding another Treasurer? An estimate was given by the treasurer who noted that he did not have on-line access to get today's information. Chairman Lawrence explained that if we have an excess amount in our checking account we need to be investing some money. There are some Idaho State Laws we need to follow for investing this money. When Jim Frank returns to Sandpoint, Chairman Lawrence and Treasurer Frank will sit down and discuss the investment process. Chairman Lawrence will be investigating this further to present information to the board.
13. Next Meeting is March 24, 2020.
14. Scott Burgstahler made the motion to adjourn, seconded by Tim Cochran and was approved by 7 Yeas votes. The meeting was adjourned at 8:03 a.m.

Respectfully submitted,

Sharon Beeman,  
POHD Secretary