

TITLE: Board of Trustees Regular Meeting
DATE/TIME: February 24, 2026 at 7:00 AM
LOCATION: Valor Health Fernlee Conference Room and Zoom

I. **CALL TO ORDER**

The Valor Health Board of Trustees meeting was called to order at 7:00 a.m. by Hoss White. The meeting was held in person and via Zoom.

Board Member Attendance: Hoss White (Chair), David Little (Vice Chair), Shane Roe (Past Chair), Dave Shaw, Judy Barbera, Earl DeFur, Ron Oberleitner, Brad Turpen (CEO), Dr. Zachary Bastian (Med Staff President).

Staff and Guest Attendance: Michael Sokolowski (CFO), Matt Godfrey (Exec. Dir. of Physician Services), Tahja Jensen, Victoria Mendoza (Executive Assistant/Med Staff Coordinator), Mike Cummings (HR Manager), Sara Otto (Quality/Compliance Manager), Jason McIntosh (Valley County Sheriff Deputy/Fire Commissioner for Gem County).

Absent: Kathy Prindle (Exec. Dir. of Clinical Services)

II. **AGENDA AMENDMENTS – ACTION ITEM**

III. **STANDING AGENDA**

A. **Consent Agenda – ACTION ITEM**

1. Approval of minutes
 - PICC 1/13/2026*
 - Finance 1/14/2026*
 - Board Minutes 1/27/2026*

MOTION: Shane Roe moved to approve the consent agenda with the minutes as presented. Judy Barbera seconded the motion. No objections, the motion passed.

B. **Public Comment Period**

1. Jason McIntosh, Valley County Sherriff Deputy and Gem County Fire Commissioner, joined this meeting to continue learning about the Valor Board.

C. **Commissioner Update – Earl DeFur**

1. General Update
 - Commissioners are working through gravel pit applications.
 - A recent traffic study was completed evaluating Gem County Road usage for commuting traffic, also known as “bypass trips”. The study resulted in the following:
 - West Idaho roads – 4% bypass trips
 - West Black Canyon – 29% bypass trips
 - North Plaza roads – 13% bypass trips
 - Payette River – 26% bypass trips.
 - Commissioners reviewed and approved the Valor Health Center loan amendment.

D. **Finance Committee – Judy Barbera**

1. Committee Report
 - Finance Committee discussed the workflow improvements and leadership changes within Revenue Cycle aimed at strengthening cash collections and reducing claim denials.
2. Financial Statements (January)
 - Total Patient Revenue for January was \$4.5M, which is over the projected budget of \$4M.
 - Contractual Adjustment was at 50% reflecting lower cash collections and increased expenses.
 - Revenue drivers continue to be Pharmacy, Swing Bed, and Radiology.

- Expenses were higher in Salaries and Wages due to increased usage of contract labor with short staffing in Nursing and Radiology.

E. Planning Committee – Shane Roe

1. Committee Report
 - The Planning Committee will reconvene in March following leadership transitions, with Shane Roe serving as Planning Chair.
2. FY26 Planning Goals Dashboard*
 - Updates included in the Board packet for review.
3. CY25 Board Goals Dashboard*
 - Updates included in the Board packet for review.
4. FY2026 Strategic Plan Update*
 - Updates included in the Board packet for review.

F. Performance Improvement Committee – Dave Shaw

1. Committee Report
2. PICC Packet with DNV Progress Tracking*
 - Sara Otto, Quality Manager, attended this meeting to provide a thorough update.
 - Valor Health has been DNV accredited since September 2015.
 - DNV Progress tracking for CAPs (Corrective Action Plans) are currently all in green except for Contract Management being yellow. The contract transition to NTracts has been delayed but is now moving forward. Sara will begin scheduling trainings with department leaders as we prepare for the go-live date.
 - Quality Assurance and Quality Improvement workgroups continue to meet monthly. Current priority initiatives include:
 - Decreasing medication variances
 - Strengthening the Value-Based Care program by increasing wellness visits
 - Survey response rates have declined; efforts are underway to improve response rates and ensure accurate capture of patient demographic information.
 - Upcoming mandatory reporting includes OP-22 (patients leaving without being seen) and antibiotic stewardship metrics.

Discussion: Shane asked about the potential use of Artificial Intelligence (AI) for contract and policy review. Sara Otto indicated this has not yet been explored but would be valuable to investigate. Dave noted the high volume of policies reviewed monthly and agreed that AI tools may improve efficiency.

G. Medical Staff – Dr. Zachary Bastian

1. Patient Story
2. Committee Reports
 - Medical Executive Committee (MEC) met and reviewed policies related to Acute Care.
 - Peer Review improvements are being discussed in MEC to ensure we are meeting OPPE (Ongoing Performance and Practice Evaluation) requirements as well as reviewing the most current data.
3. February Medical Staff Highlights* (*reference only*)

H. Patient Care Services – Matt Godfrey/Kathy Prindle

1. General Update
 - Kathy
 - Kathy is absent from this meeting due to CMS (Centers for Medicaid and Medicare) being onsite due to a triggered compliant audit. A written update will be sent to the Board.
 - Matt
 - Provider Updates:
 - Dr. Mariellen Van Nieuwenhuyzen is currently on Maternity leave. Melisa Schwartz, Family Nurse Practitioner, is covering her patient panel during this time.

- Dr. Isaac Grabel has accepted our offer as a full-time Emergency Medicine physician and will begin in July.
- Dr. Brigham Hardy, family medicine physician, will begin in August.
- Dr. Taylor Rasmussen, pediatrician, visited last week and has accepted our verbal offer. If all goes well, he will begin with us in the fall and split his time with Full Circle Health.
- Service Line Updates:
 - The first Tele-Oncology patients have been seen. The team is diligently working on increasing this service line.
 - Pain Medicine and Orthopedics continue to grow rapidly. An additional Medical Assistant and Prior Authorization specialist will be recruited to support these service lines. Orthopedic financial performance is trending positively compared to historical benchmarks.
 - The contract with Eagle Telemedicine hospitalist program has been terminated. Our family medicine physicians have agreed to cover the additional call shifts.
 - The Rural Health Certification audit is in progress. Erika Perez, Clinic Manager, was recognized in her preparation for this audit, ensuring policies and procedures are updated and additional requirements are met.
 - Chronic Care Management implementation (in collaboration with Care Harmony) has begun to support chronic care coordination for patients.
 - Matt is working with the providers and Revenue Cycle by implementing AI Documentation to reduce charting errors and improve DNFB days (Discharge Not Final Billed).

I. Provider Privileging Approvals – ACTION ITEM

1. February Privileging Providers*

MOTION: Hoss White recommended approving for the listed providers. Dave Shaw moved to approve the provider privileging for:

- Michael Taylor, MD – Initial Appointment, Urology (Affiliate)
- Robert Jackson, MD – Initial Appointment, Urology (Affiliate)
- Garrett Sweet, NP – Initial Appointment, Urology (Affiliate)

Shane Roe seconded the motion. No objections, all in favor. The motion carried.

J. Board of Trustees – Hoss White

1. General Update

- Hoss encourages the Board to attend the All-Employee Meeting coming up on March 12 at 8am in the Fernlee Conference Room and Zoom. Hoss and Judy expressed the value that's received in attending those meetings.
- Ron Oberleitner introduced himself to the Board. Recently appointed by the County Commissioners, he is an Emmett resident with healthcare, business, and leadership experience and expressed enthusiasm for serving in rural healthcare.
- Hoss would like the upcoming Quarterly Board meeting to be focused on GEAR/Roots training (Valor Health Customer Service Program).

2. Board Recruiting and Succession Planning

- Shane and Judy will stay after the Board meeting to interview Jason McIntosh.
- Hoss is working with the Trustees to set up additional interviews for Board applicants Kelsey Masaitis, local business owner, and Angie Phillips, Nursing Director.
- David Frisbee has resigned from the Board due to increased responsibilities with education programs through PR2TA (Payette River Regional Academy).

3. Trustee Recommendation (James England) – **ACTION ITEM**

- Dave and Judy recommended James England to the Board. James comes with extensive business and leadership experience and is well-known in the community, working as a veterinarian for many years.

4. Other Upcoming Meetings
 - Medical Staff – Tuesday, March 3, 2026 (Ron Oberleitner/Dave Shaw)
 - PFAC – Thursday, March 19, 2026 (Dave Shaw)
5. Agenda Items – Submit by March 9.

MOTION: Dave Shaw moved to recommend James England to the County Commissioners for appointment to the Valor Board of Trustees. Judy Barbera seconded the motion. All in favor, no objections. The motion carried.

K. Foundation Update – Brad Turpen

- Duane Thompson has been elected as the Valor Foundation president.
- The Packing Shed (event location for the Festival of Trees) is up for sale. Alternative locations may be investigated for this year's event.
- The Be Well Scholarship is now live. This is an opportunity for 5 seniors pursuing education in healthcare to receive \$1K.

L. Administration

1. General Update

- Marketing campaigns are being launched for Tele-Oncology, Orthopedics, Pain Medicine, and Valor Health Center. The partnership with Kane Marketing has been wonderful so far.
- There has been a pre-litigation request submitted to the Board of Medicine (this is a non-binding review related to a potential malpractice claim).
- Brad and the team have been active in the community this past month presenting Valor Health highlights to the Gem County Chamber of Commerce, Kiwanis, Emmett School District, PR2TA. Career day is coming up on March 11 with PR2TA, and the Valor team plans to participate.
- Electronic Health Record (EHR) selection continues with focus on investigating hosting partners for Epic Community Connect. Other options include Meditech and Cerner/Oracle Community Works.
- Brad will continue to share legislative updates from the IHA (Idaho Hospital Association). The Rural Health Transformation grant updates are concerning as there have been delays in implementation which could cause risks for funding.
- Brad expressed gratitude to the Trustees that were able to attend his presentation at the City Club panel. There has been outreach from different attendees interested in Valor Health tours and potential collaborations.

M. Speed of Trust

1. Valor Health is transitioning to an organization-wide recognition initiative centered on the 13 Behaviors from The Speed of Trust by Stephen Covey. Monthly recognition updates will be shared with the Board.

IV. NEW BUSINESS

A. Executive Session – 8:08 a.m.

MOTION: Hoss White moved to go into Executive Session, Idaho Code §74-206(1)(a) & (b) – Personnel Matters and Idaho Code §74-206(1)(d) – Records Exempt from Public Disclosure. Shane Roe seconded the motion. The motion was approved unanimously.

Brad Turpen attended Executive Session as an Ex-Officio non-voting member.

Roll Call:

In attendance

- ✓ Hoss White – Yes
- ✓ David Little – Yes
- ✓ Shane Roe - Yes
- ✓ Dave Shaw - Yes

- ✓ Earl DeFur - Yes
- ✓ Judy Barbera – Yes
- ✓ Ron Oberleitner - Yes

Not Present

The Board left the Executive Session and regular session resumed at 8:55 a.m.

V. **CEO Compensation – ACTION ITEM**

MOTION: Dave Shaw moved to approve an increase to CEO, Brad Turpen's base salary by 5% effective February 24, 2026 – representing the entirety of the CEO's base compensation adjustment for FY26. Shane Roe seconded the motion. All in favor, with one Trustee abstaining. The motion carried.

Judy Barbera – Yes
Earl DeFur – Yes
David Little – Yes
Dave Shaw – Yes
Shane Roe – Yes
Hoss White – Yes
Ron Oberleitner - Abstain

Commented [VM1]: Not sure if I need to include this list, as long as I have the abstain noted in the Motion. Thoughts?

VI. **ADJOURNMENT**

Being no further business, the meeting was adjourned at 8:54 a.m.