

**TITLE:** Board of Trustees Regular Meeting  
**DATE/TIME:** March 31, 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, Jim England, Brad Turpen (CEO), Dr. Zachary Bastian (Med Staff President).

**Staff and Guest Attendance:** Michael Sokolowski (CFO), Kathy Prindle (Exec. Dir. of Clinical Services), Matt Godfrey (Exec. Dir. of Physician Services), Tahja Jensen, Victoria Mendoza (Executive Assistant/Med Staff Coordinator), Staci Carr (Marketing & Community Engagement Manager), Mike Cummings (HR Manager), Jason McIntosh (Valley County Sheriff Deputy/Fire Commissioner for Gem County), Luke Zarecor (DZA Owner), Eriko Martian (Controller).

**Absent:**

**II. AGENDA AMENDMENTS – ACTION ITEM**

**III. STANDING AGENDA**

**A. Consent Agenda – ACTION ITEM**

1. Approval of minutes
  - Planning 1/23/2026\*
  - Finance 2/17/2026\*
  - Board Minutes 2/24/2026\*
  - Special Board 1/14/2026\*
  - Special Board 1/20/2026\*
  - Special Board 2/18/2026\*

**MOTION:** Shane Roe moved to approve the consent agenda with the minor corrections to the minutes of the Special Board Meetings identified by Dave Shaw. Judy Barbera seconded the motion. No objections, the motion passed.

**B. FY25 Community Benefit\* - Staci Carr**

1. FY25 Community Benefit (CB) Statement\* – **ACTION ITEM**
  - The implementation strategy was focused on the following initiatives:
    - Affordable and Quality Healthcare
    - Health Education
    - Community Engagement
    - Behavioral Health
    - Food Security and Healthy Lifestyle.
  - With these focus areas, FY25 Community Health Improvement Services ended at \$405K, increasing \$93K compared to the previous year.
2. FY25 Community Benefit Report – **ACTION ITEM**
  - Brad reported the FY2025 ended at \$2.1M for overall Community Benefit with notable increases in Financial Assistance and Community Health Improvement Services.

**MOTION:** Shane Roe moved to approve the FY25 Community Benefit Statement and FY25 Community Benefit Report. Ron Oberleitner seconded the motion. All in favor, no objections. The motion carried.

**C. Public Comment Period**

1. No public comments.

#### **D. DZA FY25 Financial Audit**

1. Luke Zarecor, DZA (Dingus, Zarecor, and Associates) owner presented the Valor Health FY2025 Financial Audit to the Board:
  - Luke recognized Eriko Martian, Controller and the finance team for their accuracy and strong financial reports.
  - Total Assets ended at \$24.3M indicating a stable and healthy position.
  - Operating Revenue increased year-over year to \$25.3M.
  - Operating loss for FY25 totaled \$370K.
  - Non-Operating Revenue ended \$1.96M and Net position was \$16.1M, reflecting successful grant funding efforts.
  - Total Cash and cash equivalents was \$5.8M decreasing by \$464K from FY24. Net Cash from Operating Activities was a loss of \$1.1M.
  - Payer mix continues to be heavily weighted toward Medicare (including Medicare Advantage) and Medicaid, impacting operating margin.
  - Total Margin was 5.7%, an improvement from the prior year and above the benchmark for Critical Access Hospitals in the far West region.
  - Total Operating Margin ended at -1.5%, reflecting challenges with collections and claim denials. Days cash on hand ended at 78.
  - Capital equipment expenditures were 171% of annual equipment depreciation, indicating ongoing investment in capital assets.
  - Long Term Debt to Net Position increased to 24% due to the purchase of Valor Health Center.
  - Days in Net Patient Accounts Receivable were below the benchmark for Critical Access Hospitals in the far West region at 74 days, reflecting increases due to claim denials and revenue cycle staffing challenges.
  - Gross days in Patient Accounts Receivable ended at 78, up from previous years.
  - Contractual Adjustment for FY25 is at 40% showing no change compared to last year.
  - Bad debt was 6.1% of net patient service revenue, reflecting uncollectible accounts and overall revenue cycle performance.
  - FTE employees only, not including contracted staff of providers, is 151, which is increased compared to last year (139).
  - Salaries and Employee Benefits per FTE averaged \$105K, down slightly from FY24.
  - Net Patient Service Revenue per FTE was \$165K. This number is impacted by the use of contracted traveler staff.

*Discussion:* Shane asked Luke if he had any advice or experience working with a hospital that had a successful Electronic Health Record conversion. Luke noted that a former CFO from Pullman Regional Hospital, now with DZA, is available as a resource. David Little asked about the portion of bad debt from patients who have the resources to pay. Brad stated we do not have data if people have not shared what resources they have as part of the financial assistance program. Earl DeFur asked whether recovered bad debt is reflected in audits. Luke confirmed it is recorded in the period received. Ron asked about employee benefit costs as a percentage of total labor costs. Brad reported it is estimated at 15.8% for FY25.

**MOTION:** Earl DeFur moved to accept the Valor Health FY25 Financial Audit. Judy Barbera seconded the motion. All in favor, no objections. The motion carried.

#### **E. Commissioner Update – Earl DeFur**

1. General Update
  - There will be a bicycle race in the County on April 8.
  - Funding has been approved for the America250 Independence Day celebrations.
  - Jim England has been appointed to the Valor Board of Trustees.
  - Youth Appreciation Day will be held at the Gem Sports Complex on Saturday, April

**F. Finance Committee – Judy Barbera**

1. Committee Report
  - Discussion regarding creation of a Financial Analyst position to enhance budgeting, expense tracking, and revenue reporting.
2. Financial Statements (January)
  - Total Patient Revenue for February was \$4.6M.
  - Patient volumes continue to increase and workflows for cash collections are improving as staffing in Revenue Cycle stabilizes.

**G. Planning Committee – Shane Roe**

1. Committee Report
  - The Planning Committee met on March 13. Discussion included dashboards, Valor Health Center, and the ED/OR expansion and renovation plans.
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\*
  - Continued focus on increasing annual wellness visits to enhance Value Based Care initiatives.
  - The contract with Eagle Telemedicine has been terminated, but we are still focusing on strengthening and expanding Telehealth services.
  - Electronic Health Record (HER) selection is still in progress with options being Meditech, Cerner, and Epic. The upcoming Quarterly Evening Board meeting will be focused on the selection proposal for a targeted go live date of August 2027.

**H. Performance Improvement Committee – Dave Shaw**

1. Committee Report
  - No meeting was held in March due to CMS-triggered audit related to an EMTALA complaint.

**I. Medical Staff – Dr. Zachary Bastian**

1. Patient Story
2. Committee Reports
  - Dr. Bastian reported updates to Peer Review policy and procedure. Providers will utilize ActionCue for documentation and timely management of complaints and grievances.
3. February Medical Staff Highlights\* (*reference only*)

**J. Patient Care Services – Matt Godfrey/Kathy Prindle**

1. General Update
  - Kathy
    - CMS audit investigated three EMTALA concerns; final report expected in April following submission of corrective action plans.
    - Sleep Lab was granted reaccreditation for an additional 3 years.
    - ECHO implementation is nearly complete to begin this service in Imaging.
    - With the Trauma Level IV designation received, Renee McDaniel, ED Manager, is working with the Business Office for new trauma codes.
    - Christina Ostrem, Infection Prevention Manager, has joined the team and is doing a fantastic job with the 2026 goals.
  - Matt
    - Dr. Jon Hlavinka was recognized for his service at Valor Health, with his last day being March 30.
    - Dr. Isaac Grabiell, Emergency Medicine provider, Dr. Brigham Hardy, Family Medicine provider, and Dr. Taylor Rasmussen, Pediatrician, will be onboarding

in the next months.

- The Rural Health Clinic (RHC) compliance audit passed and VHC has officially been certified.
- The Chronic Care Management telemedicine program is in the implementation phase.
- Lisa Isaksen, PMHNP and Gail Baker, LCSW have given their letters of resignation. Both work with behavioral health patients in our clinic
- Erika Perez, Clinic Manager, has been promoted to Senior Manager. Misty Martinez, MA, has been promoted to VHFM (Valor Health Family Medicine) Clinic Manager.

**K. Provider Privileging Approvals – ACTION ITEM**

1. March Privileging Providers\*

**MOTION:** Hoss White recommended approval for the listed providers. Shane Roe moved to approve the provider privileging for:

- Zachary Reese, PA-C – Initial Appointment, Tele-Oncology
- Khurram Tariq, MD – Initial Appointment, Tele-Oncology
- Richard Tebbs, MD – Initial Appointment, Tele-Oncology
- Michael Adondakis, MD – Reappointment, Diagnostic Radiology
- John Jackson, MD – Reappointment, Diagnostic Radiology
- Shane McGonegle, MD – Reappointment, Diagnostic Radiology
- Mark Papenfuss, MD – Reappointment, Diagnostic Radiology
- Matthew Pond, MD – Reappointment, Diagnostic Radiology
- Howard Schaff, MD – Reappointment, Diagnostic Radiology
- Bertram Stemmler, MD – Reappointment, Diagnostic Radiology
- William Taylor, MD – Reappointment, Diagnostic Radiology
- Sanford Smoot, MD – Initial Appointment, Diagnostic Radiology
- Allison Pearl, MD – Initial Appointment, Diagnostic Radiology
- Jeffery Markham, MD – Initial Appointment, Diagnostic Radiology
- Matthew Hudkins, MD – Initial Appointment, Diagnostic Radiology

Dave Shaw seconded the motion. No objections, all in favor. The motion carried.

**L. Board of Trustees – Hoss White**

1. General Update

- Survey will be sent via SurveyMonkey for the additional dates needed for Board attendance at Medical Staff. Ron will attend the July 16 PFAC meeting, fulfilling CY26 Q2 for PFAC attendance.

2. Board Recruiting and Succession Planning

- Trustee Recommendation – **ACTION ITEM**
  - Jason McIntosh
  - Kelsey Masaitis
  - Angie Phillips

3. Other Upcoming Meetings

- Medical Staff – Tuesday, May 5, 2026 (needs filled)
- PFAC – Thursday, May 21, 2026 (Judy Barbera)

4. Agenda Items – Submit by April 13.

**MOTION:** Earl DeFur moved to recommend Jason McIntosh 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.

**MOTION:** Shane Roe moved to recommend Kelsey Masaitis to the County Commissioners for appointment to the Valor Board of Trustees. Dave Shaw seconded the motion. All in favor, no objections. The motion carried.

**MOTION:** Hoss White moved to recommend Angie Phillips to the County Commissioners for appointment to the Valor Board of Trustees. Shane Roe seconded the motion. All in favor, no objections. The motion carried.

**M. Foundation Update – Brad Turpen**

- Valor Health Foundation leadership seats have been established:
  - Duane Thompsen, Valor Foundation President
  - Karen Ritchie, Valor Foundation Vice President
  - JJ Patrick, Secretary
  - Stacy Jones, Treasurer
- The Be Well Scholarship is still open. This is an opportunity for 5 seniors pursuing ongoing education in healthcare to receive \$1,000 scholarships.
- Brad will continue to work with the Foundation to present an annual update at an upcoming Board meeting.

**N. Administration**

1. General Update

- Progress in the House and Senate continues for the Rural Health Transformation Grant funding oversight.
- Valor Health and the Foundation jointly sponsored a total of \$5K (\$2.5K each) for the America 250 Independence Day Celebration for Gem County.
- Brad continues to represent Valor Health at community meetings, recently presenting to the Rotary and Kiwanis.
- Brad met with Pat Goff, PR2TA Superintendent, to collaborate on developing non-clinical healthcare career pathways. He will be presenting to the business students.

**O. Valor Culture and Board Education**

1. Time was deferred for the Financial Audit report.

**IV. NEW BUSINESS**

**A. Executive Session – 8:28 a.m.**

**MOTION:** Judy Barbera moved to go into Executive Session, Idaho Code §74-206(1)(a) & (b) – Personnel Matters. Ron Oberleitner seconded the motion. The motion was approved unanimously.

Brad Turpen, Matt Godfrey, and Tahja Jensen 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
- ✓ Jim England – Yes

Not Present

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

**V. ADJOURNMENT**

Being no further business, the meeting was adjourned at 8:55 a.m.