TITLE: **Board of Trustees Special Meeting**
DATE/TIME: **August 28, 2026 at 7:00 AM**
LOCATION: **Valor Health Executive Board Room and Zoom**

- **CALL TO ORDER**

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

Board Member Attendance: Hoss White (Chair), Shane Roe (Past Chair), Angie Phillips (Vice Chair-Elect), Dave Shaw, Kelsey Masaitis, Jason McIntosh, Ron Oberleitner, Jim England, Brad Turpen (CEO).

Staff and Guest Attendance: Michael Sokolowski (CFO), Matt Godfrey (Exec. Dir. of Physician Services), Kathy Prindle (Exec. Dir. of Clinical Services, Tahja Jensen, Victoria Mendoza (Executive Assistant/Med Staff Coordinator).

Absent:), David Little (Vice Chair), Earl DeFur, Judy Barbera,

- **AGENDA AMENDMENTS – ACTION ITEM**

- **STANDING AGENDA**
  - **A. Consent Agenda** – **ACTION ITEM**
    1. Valor Health EHR Selection Proposal* – **ACTION ITEM**
       - Brad Turpen presented the Electronic Health Record (EHR) Recommendation outlining the situation, evaluation process, assessment, financial comparisons, staff perspectives, and strategic considerations. The Executive Team recommends implementing Epic through a partnership model, starting the contracting process with Providence while evaluating the feasibility of and engaging in a preliminary contract with the Idaho Consortium option.
         - Should the Idaho Consortium be deemed not feasible by October 23, Valor will execute steps to go-live with Providence.
         - Should the Idaho Consortium be feasible by October 23, Valor Health will execute steps to go-live with the Idaho Consortium (feasibility involves cost, timeframe, capabilities, consortium stability, and more).
         - Should we not be ale to move forward with an Epic partnership model, Expanse SaaS through Meditech will be the second option.
         - Cerner Community Works provided by Oracle will be Valor's third option.

Discussion: Shane asked how it was determined that all costs were captured in the EHR Selection Proposal. Brian explained that the majority of EHR costs are associated with implementation. However, additional costs may vary among the options depending on AI utilization and infrastructure requirements. Brian added that the contract will include clear language and safeguards to protect Valor Health from unexpected or hidden costs associated with personalized additions or enhancements.
Shane commented that the Idaho Consortium could be a strong option if adopted by the State of Idaho but expressed concern that the process may not move quickly enough to meet Valor Health's September 2027 timeline. Brad shared that he had discussed the timeline with Juliett Charon (Idaho Department of Health and Welfare Director) and Leela Vaughn (Epic Vice President), who indicated that, should the Idaho Consortium option become feasible, the anticipated timeline could align with Valor Health's requirements.
Angie shared that, from a clinical perspective, Epic is heavily involved in training the next generation of healthcare professionals. She noted that St. Luke's Health System partners with Epic to provide EHR education at Boise State University.
Dave expressed concern regarding Epic being hosted through Providence and whether Valor Health would receive an appropriate level of priority within Providence's hosting initiatives. Hoss noted that similar challenges had been experienced when Billings Clinic hosted Cerner. He stated that, as Valor Health moves forward with the contract process, the Executive Leadership team is trusted to conduct appropriate due diligence regarding

Providence and to develop strong contractual language to support a successful implementation and long-term partnership.

MOTION: Hoss White moved to approve the EHR strategy and prioritization as presented, with Epic as Valor's top choice, and that we move forward with contracting with Providence while evaluating the feasibility of and engaging in preliminary contracting with the Idaho Consortium option. If by October 23, the Idaho Consortium is not feasible, we will finalize the contracting process with Providence and cease contracting with the Idaho Consortium. If neither Epic option is feasible, proceed with Meditech as our next priority alternative and Oracle Cerner as our tertiary option. Executive leadership is authorized to negotiate contracts and execute the steps necessary to carry out this plan. Shane Roe seconded the motion. All in favor, with no objection. The motion carried by unanimous vote.
Roll Call Vote:

- ✓ Hoss White, Chair – Yes
- ✓ Shane Roe, Past Chair – Yes
- ✓ Angie Phillips, Vice Chair-Elect – Yes
- ✓ Dave Shaw – Yes
- ✓ Earl DeFur – Yes
- ✓ Ron Oberleitner – Yes
- ✓ Kelsey Masaitis – Yes
- ✓ Jason McIntosh – Yes
- ✓ Jim England – Yes

- **NEW BUSINESS**
  - **A. Executive Session –** None.

- **ADJOURNMENT**

Being no further business, the meeting was adjourned at 8:12 a.m.