

**PUBLIC HOSPITAL DISTRICT NO. 2 OF SNOHOMISH COUNTY, WASHINGTON  
SOUTH SNOHOMISH COUNTY COMMISSION FOR HEALTH**

***BOARD OF COMMISSIONERS***

***Regular Meeting  
January 26, 2011***

**Commissioners  
Present**

Fred Langer, President  
Charles Day, Secretary  
Kimberly Cole, Commissioner  
Deana Knutsen, Commissioner  
J. Bruce Williams, M.D., Commissioner

**Others Present**

H. Thomas, Superintendent  
E. Ash, Treasurer  
M. Correll, Executive Assistant  
L. Hunt, Auditor

Rick Canning, VP/COO/CFO, Swedish/Edmonds  
Citizens from the community.

**Call to Order**

The Regular Meeting of the Board of Commissioners of Public Hospital District No. 2, Snohomish County, was called to order at 8:03 a.m.

**Approval of  
Minutes**

***Motion was made, seconded and passed unanimously to approve*** the minutes of the Regular meeting on November 17, 2010 and the Special meeting on January 13, 2011.

**Administrative  
Report:**

Mr. Thomas reported that the closing of the Swedish transaction is very close. The final audit will be presented to Swedish today. With that we should be waiting on the final balance transfer of funds which will be due to the District once we close the transaction.

Mr. Thomas stated that the State audit is underway. This is being overseen by Mr. Thomas but was principally conducted by the Swedish/Edmonds staff as they were in charge during the period of the audit. Mr. Thomas noted that he has been focusing on the work pertaining to the hiring of the new superintendent, Carl Zapora. Mr. Thomas has also been working with Ms. Hunt and Ms. Ash on the financials and wrapping up a number of District affairs including professional liability management.

**Board Finance  
Committee**

Commissioner Knutsen reported that the Finance Committee met on January 19, 2011. Moss Adams gave a presentation of the audit and the monthly financials were reviewed.

**Moss Adams  
Audit  
Presentation**

Mr. Canning gave a brief summary of the Moss Adams Audit report (E:01:11).

**Profit & Loss  
Statement**

Ms. Hunt reported on the financials for November and December (E:02:11).

**Authorization for  
Payment of  
Vouchers & Payroll**

Warrants No. 10034 through 10056 for November for payment in the amount of \$549,998.23 was presented for approval (E:03:11). ***Motion was made, seconded and passed unanimously to approve.***

Warrants No. 10100 through 10136 for December for payment in the amount of \$3,634,977.23 was presented for approval (E:04:11). ***Motion was made, seconded and passed unanimously to approve.***

**Compensation  
Benchmarking**

President Langer announced that the District will be appointing a new superintendent and that they had done some benchmarking on the appropriate compensation for the position. The District has retained Ms. Miller from Morgan Human Resources Consulting for that purpose. Ms. Miller gave a brief summary about her company and presented the compensation information (E:05:11).

President Langer presented a resolution to execute Mr. Zapora's management contract and appointing Carl Zapora as the Chief Operating Officer. Commissioners Williams and Cole expressed their approval of Mr. Zapora's appointment.

**Resolution No.  
2011-01**

A RESOLUTION of the Commission of Public Hospital District No. 2, Snohomish County, Washington (the "District"), appointing Carl Zapora as chief operating officer of the District. ***Motion was made, seconded and passed unanimously to approve.***

**Resolution No  
2011-02**

President Langer introduced Resolution No. 2011-02. This resolution will be acted upon at the February Board meeting appointing Carl Zapora as superintendent and removing Howard Thomas as interim superintendent of the District.

**Commissioner  
Cole's Resignation**

Commissioner Cole stated that she has been on the Board for three years and is resigning, effective this meeting. She stated that it has been a pleasure working with all the Commissioners.

Commissioner Knutsen stated that it has been a pleasure seeing Commissioner Cole grow in the role of Commissioner. Commissioner Knutsen thanked Ms. Cole.

Commissioner Williams also thanked Ms. Cole and wished her luck.

Commissioner Day stated that it has been a pleasure working with Ms. Cole. He remarked that it has been an emotional time and that it is difficult to step down, but the accolades that have resulted from the work that has been done during Ms. Cole's tenure on the Board speaks for itself.

President Langer thanked Commissioner Cole and stated that she has added value to the Board with her talents and leadership. She was presented with a plaque and the gratitude of the Commissioners.

President Langer reported that a new commissioner will be appointed to fill Ms. Cole's commissioner seat within 60 days. There is a schedule in place, as well as placing advertisements in the newspapers and the District's web site announcing the open position. The District will be accepting letters and applications and screening the applicants as they come in. The cut off date for new applicants is February 18, 2011. Interviews will be held at a public meeting which will be held and all special announcements will be made for the February 23rd meeting. An announcement of the new commissioner will be made on March 23, 2011. This information has been shared with the press and will be posted on the web site.

**Meeting Schedule  
2011**

President Langer stated that the day and time of the Board meetings will stay on the 4<sup>th</sup> Wednesday of the month at 8 a.m. at the Hospital. The meeting schedule may change over time but will stay the same for now.

Dr. Williams expressed the desire to have some evening meetings through the year, perhaps in different venues around the District to encourage citizens to come and give their input. President Langer stated that evening meetings have been held in the past, but the Commissioners all agree that they should have more of a public outreach.

**2011 Officers**

President Langer asked for a motion for election of 2011 officers. Commissioner Williams made the motion to keep the current slate; President Langer will remain President and Commissioner Day will remain Secretary. *Motion was made, seconded and passed unanimously to approve.*

**Other Business:  
Public Input**

Mr. Rutledge shared information pertaining to the Log Cabin in Edmonds. He discussed the Edmonds City Council meeting last week and noted discussions held there. He also spoke of Ms. Cole's role on the Board of Commissioners and other activities she has been involved in.

**Adjourn**

There being no further business to discuss, the meeting was adjourned at 9:52 a.m.

**ATTEST BY:**

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Secretary

\_\_\_\_\_  
President