

COVID-19 Notice

No in-person attendance allowed, pursuant to Governor Inslee's Proclamation 20-28.

All meeting attendees, including Board of Commissioners, staff and members of the public must participate virtually. No physical meeting location will be provided.

**To attend the meeting, dial Phone Conference Line: (509) 598-2842
When prompted, enter Conference ID number: 613756871#**

Regular Session Agenda
Wednesday, January 27, 2021

<u>Call to Order:</u>	2:30
<u>Approve Agenda:</u>	2:30
<u>Education Topic:</u>	2:31
• Just Culture- Health Equity- Brandie Manuel, Chief Patient Safety & Quality Officer	
<u>Break:</u>	3:15
<u>Staff Recognition</u>	3:30
• Facilities and Projects Teams- Aaron Vallat, Project Manager	
<u>Patient Story:</u> Tina Toner	3:50
<u>Minutes:</u>	4:00
• December 23 Regular Session Minutes (pgs. 2-6)	
• January 14 Special Session Minutes (pgs. 7-10)	
<u>Required Approvals:</u> Action Requested	4:10
• Medical Staff Credentials/ Appointments/ Reappointments (pg. 11)	
• Resolution 2021-01 Surplus Equipment (pg. 12)	
• Interlocal agreement with Jefferson County/JCPH- Vaccine Clinic Services (PGS. 13-17)	
<u>Financial Report:</u> Jim Heilsberg, Interim CFO	4:20
<u>Quality Report:</u> Brandie Manuel, Chief Pt Safety and Quality Officer	4:30
<u>Administrative Report:</u> Mike Glenn, CEO	4:40
<u>CMO Report:</u> Dr. Joe Mattern, CMO	4:50
<u>Board Business:</u>	5:05
• Adopt Board Book	
• Adopt Board Calendar	
• Adopt Committee Assignments	
• Review of questions for independent attorney re: recordings	
<u>Meeting Evaluation:</u>	5:20
<u>Conclude:</u>	5:25

This Regular Session will be officially recorded.
Times shown in agenda are estimates only.

No Live Public Comment

In lieu of live comments, members of the public may comment on any agenda item or any other matter related to the District via a letter addressed to the Commissioners at 834 Sheridan Street, Port Townsend, Washington 98368, or via email to commissioners@jeffersonhealthcare.org.

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Jefferson County Public Hospital District No.2
Board of Commissioners, Regular Session Minutes
Wednesday, December 23, 2020

Call to Order:

The meeting was called to order at 2:30 pm by Board Chair Buhler Rienstra. Present by phone and video were Commissioners Dressler, Kolff, McComas and Ready. Also, in attendance by phone were Mike Glenn, CEO, Jim Heilsberg, Interim Chief Financial Officer, Jon French, Chief Legal Officer, Brandie Manuel, Chief Patient Safety and Quality Officer, Jenn Wharton, Chief Ambulatory and Medical Group Officer, and Brittany Huntingford, Administrative Assistant were also in attendance. This meeting was officially audio recorded by Jefferson Healthcare.

Approve Agenda:

Commissioner Dressler moved to approve the agenda. Commissioner McComas seconded.

Action: Motion passed unanimously.

Education Topic:

- Home Health and Hospice Annual Update
Tammy Tarsa, Executive Director Home Health and Hospice

Tammy Tarsa, Executive Directors of Home Health and Hospice provided a presentation titled Home Health, Hospice and Palliative Care... Caring for our Community at Home.

Discussion ensued

Commissioners recessed for break at 3:15 pm.
Commissioner reconvened from break at 3:30 pm.

Team, Employee and Provider of the Quarter:

Caitlin Harrison, Chief Human Resources Officer presented Drs. Tracie Harris, Joseph Mattern and R. Steven Butterfield, Provider of the Quarter; Ambir Pankau, Employee of the Quarter & PPE Committee, Team of the Quarter.

Minutes:

- November 25, 2020 Minutes

Commissioner Dressler made a motion to approve the November 25, 2020 and the December 10, 2020 minutes. Commissioner McComas seconded.

Action: Motion passed unanimously.

Required Approvals: Action Requested

- November Warrants and Adjustments
- Resolution 2020-18 Cancelled Warrants
- Resolution 2020-19 Cash Drawers
- Resolution 2020-20 Surplus Equipment
- Medical Staff Credentials/Appointments/Reappointments

Commissioner Dressler made a motion to approve the November Warrants and Adjustments, Resolution 2020-18 Cancelled Warrants, Resolution 2020-19 Cash Drawers, Resolution 2020-20 Surplus Equipment and Medical Staff Credentials/ Appointments/ Reappointments Commissioner Kolff seconded.

Discussion ensued

Action: Motion passed unanimously.

Financial Report:

Jim Heilsberg, Interim CFO, presented the November Financial Reports.

Discussion ensued

Quality Report:

Brandie Manuel, CPSQO, presented the September Quality Report.

Discussion ensued

Administrative Report

Mike Glenn, CEO, presented the Administrative report.

Discussion ensued

CMO Report

Dr. Joe Mattern, CMO

Discussion ensued

Board Business:

- Board of Health Report
Commissioner Kolff gave a report from the Jefferson County Board of health, Full details are available on their website or the recording of this meeting.
- Commissioner Dressler gave an update on UGN donations from Jefferson Healthcare staff, full details can be found in the official meeting recording. Commissioner Dressler also shared that the Jefferson Healthcare Foundation was awarded a grant to continue assisting Jefferson Healthcare staff in their needs surrounding childcare during COVID-19, full details can be found in the official meeting recording.
- Resolution 2020-16 Health Equity

Discussion ensued.

Commissioner Ready moved to approve version 5 of resolution 2020-16 Health Equity. Commissioner McComas seconded.

Commissioner Kolff requested a point of clarification to ensure all parties were clear the vote was being taken on the most recent version, draft 5.

Discussion ensued.

Commissioner Dressler made a point of order to ensure the resolution reflected the Hospitals legal name rather than just Jefferson Healthcare, the organizations DBA.

Commissioner Dressler made a motion to amend the resolution to reflect the Martin Luther King Jr. quote "I have a dream that my four little children will one day live in a nation where they will not be judged by the color of their skin but by the content of their character." Commissioner Kolff seconded.

Action: Motion passed unanimously.

Commissioner Dressler made a motion to amend the resolution to reflect on page 3, 4th line down from NOW, THEREFORE, BE IT RESOLVED that it reflects Jefferson County Public Hospital District No. 2 administration and staff. Commissioner McComas seconded.

Discussion ensued.

Action: Motion did not pass.

Commissioner Dressler made a motion to change everywhere relevant throughout the resolution Jefferson Healthcare reads in the resolution Jefferson County Public Hospital

District No. 2 DBA Jefferson Healthcare. Jefferson Healthcare could then be used throughout the document. Commissioner Kolff seconded.

Action: Motion passed unanimously.

Commissioner Kolff made a motion to amend: 1A should be in quote's and attributed to Mike Glenn, Jefferson Healthcare CEO reflect his name, company and title. Commissioner Dressler seconded.

Action: Motion passed unanimously.

Commissioners voted to approve Resolution 2002-16 Health Equity.

Action: Motion passed unanimously.

- Board consultation with Attorney

Commissioner Kolff moved that the Board hire an independent and outside attorney to address all the questions concerning the recording of all Jefferson Healthcare board meetings. Commissioner Ready seconded.

Discussion ensued.

Action: Motion passed unanimously.

Meeting Evaluation:

Commissioners evaluated the meeting.

Executive Session:

- Discuss the performance of a public employee

Commissioners went into Executive Session for fifteen (15) minutes at 6:52 pm. Commissioners came out of Executive Session at 6:16 pm. Action will be taken following the session.

No public/Public was present on the line.

Commissioners went back into Executive Session for fifteen (15) minutes at 6:16pm. Commissioners came out of Executive Session at 6:33 pm.

Commissioner Dressler made a motion to approve compensation increase for CEO Mike Glenn who is currently thirty-five thousand three hundred seventy-four dollars (\$35,374) below the average of other CEO colleagues for his salary. Commissioner Dressler motioned that he be given a five percent (5%) increase of twelve thousand three hundred six dollars (\$12,306) for a total base pay compensation of two hundred fifty-eight thousand four hundred twenty-nine dollars (\$258,429), be allowed to cash out one hundred (100) hours of PTO already earned and earn an additional eighty (80)

hours of vacation time which he promises he will use next year. Commissioner McComas seconded.

Action: Motion passed with four Ayes and one abstention.

Conclude:

Commissioner Dressler made a motion to conclude the meeting. Commissioner Kolff seconded.

Action: Motion passed unanimously.

Meeting concluded at 6:35 pm.

Approved by the Commission:

Chair of Commission: Jill Buhler Rienstra _____

Secretary of Commission: Marie Dressler _____

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**Jefferson County Public Hospital District No.2
Board of Commissioners, Special Session Minutes
Thursday, January 14, 2021**

Call to Order:

The meeting was called to order at 1:01pm by Board Chair Buhler Rienstra. Present were Commissioners Dressler, McComas, Ready, and Kolff. Also, in attendance was Mike Glenn, Chief Executive Officer and Brittany Huntingford, Administrative Assistant were also in attendance. This meeting was officially audio recorded by Jefferson Healthcare.

Approve Agenda:

No approval needed for special session.

Board Business:

Election of officers

Nominations are as follows:

Chair:

- Commissioner Buhler Rienstra was nominated by Commissioner Dressler; Commissioner McComas seconded.

Action: Motion passed unanimously.

- Commissioner Dressler was nominated by Commissioner Kolff; Commissioner McComas seconded.

Action: Commissioner Dressler declined the nomination.

Secretary:

- Commissioner Dressler nominated by Commissioner McComas; Commissioner Kolff seconded.
- Commissioner McComas was nominated by Commissioner Kolff; Commissioner Dressler seconded.

Action: Commissioner McComas declined the nomination.

Review Board Book

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Discussion ensued.

Commissioner Kolff and Commissioner McComas will meet and work with Mike Glenn to talk through the details surrounding Strategic Plan portion of the board book.

Commissioner Kolff made a motion to amend the board book page 10 CEO succession plan to include This plan will ideally include at least two staff members. Commissioner McComas seconded.

Action: Motion passed unanimously.

Commissioner Kolff made a motion to amend the board book page 6 Board meetings, paragraph 4 to include or other district employee after Jefferson Healthcare Commissioner. Commissioner McComas seconded.

Action: Motion passed unanimously.

Commissioner Ready made a motion to amend the board book page 6 Board meetings, paragraph 4 to include and special after regular Board meetings. Commissioner Kolff seconded.

Action: Motion passed unanimously.

Commissioner Kolff made a motion that the board higher an independent Attorney to answer 6 specific questions regarding previous incidents about recording as agreed upon by the board. Commissioner Ready seconded.

Action: Motion failed

Commissioner Kolff made a motion that Commissioners Ready and Kolff write up a series of questions that address the concerns and potential violations of the statutes and open public meetings act. Commissioner Buhler-Reinstra seconded the motion.

Action: Motion passed unanimously.

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Review 2021 Board Calendar

Discussion ensued.

Commissioner Kolff made a motion that the Board of Commissioners have at least 2 half day retreats in 2021 where the board takes control of the agenda taking time to review some material that has been received in the past to see if there are opportunities and ways to improve. Commissioner Ready seconded.

Discussion ensued.

Action: Motion passed unanimously.

- Board self-evaluation

Discussion ensued.

Commissioner Kolff shared his enjoyment working with the group and looking forward to a great year.

Commissioner Ready shared his optimism about the Board.

Commissioner McComas shared it was a good meeting and that the group made good progress.

Commissioner Dressler endorses what was said by Commissioners Kolff, Ready and McComas, keeping the hospital district as priority and emphasized the need to support the work of the JH team.

Commissioner Buhler Reinstra emphasized the needs for respect and teamwork.

Commissioner Kolff motioned to have further conversation about board functioning and Matts posts in his blog for 1 hour from 1:30pm- 2:30pm education at the January 27th meeting. The was not a second for to this motion.

Commissioner Kolff motioned that the board spend an hour from 1:30-2:30pm on January 27 to conclude the board evaluation and to finalize the letter/questions that will be sent to an attorney for clarification.

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Commissioner McComas seconded.

Action: Motion passed unanimously

Meeting Evaluation:

Conclude:

Commissioner Dressler motioned to conclude the meeting. Commissioner
McComas seconded.

Action: Motion passed unanimously.

Meeting concluded at 3:05 pm.

Approved by the Commission:

Chair of Commission: Jill Buhler Rienstra _____

Secretary of Commission: Marie Dressler _____

FROM: Medical Staff Services
RE: 01/26/2021 Medical Executive Committee appointments/reappointments for Board approval 01/27/2021

C-0241

§485.627(a) Standard: Governing Body or Responsible Individual

The CAH has a governing body or an individual that assumes full legal responsibility for determining, implementing and monitoring policies governing the CAH'S total operation and for ensuring that those policies are administered so as to provide quality health care in a safe environment.

Interpretive Guidelines §485.627(a)

It is the responsibility of the governing body (or responsible individual) to appoint, with the advice of the medical staff, the individual practitioners to the medical staff. After considering medical staff recommendations, and in accordance with established CAH medical staff criteria and State and Federal laws and regulations, the governing body (or responsible individual) decides whether or not to appoint new medical staff members or to continue current members of the medical staff.

Recommended provisional appointment to the active/courtesy/allied health/locum tenens staff:

1. Stephen Erickson, MD - POCUS
2. Tadesse Eshetu, MD – Radia
3. Maria Recio Restrepo, MD – Teleneurology

Recommended re-appointment to the active medical staff with privileges as requested:

1. Alex Herzberg, ND – Ortho
2. Reina Parker, MD – Emergency
3. Robert Rookstool, MD – Emergency

Recommended re-appointment to the courtesy medical staff with privileges as requested:

1. James Barclay, MD – Telepsych
2. Iris Fadlon, MD – Telepsych
3. Todd Czartoski, MD – Teleneurology
4. Muhammad Farooq, MD – Teleneurology
5. Timothy Gleason, MD – Teleradiology
6. Lawrence Lee, MD – Teleradiology
7. Terri Reichner, MD – Teleradiology

Recommended re-appointment to the allied health staff with privileges as requested:

1. Amy Grace, ARNP – Express Clinic
2. Chuck Speed, PA-C – Express Clinic

Medical Student Rotation:

1. Andrew Leichty – Med Student to shadow Dr. Meyerson in February
2. Michelle Hedeem – Med Student to shadow Dr. Hong in March

Disaster Privileging:

N/A

90-day provisional performance review completed successfully:

1. Alex Pratt, MD - Hospitalist

Resignations:

N/A

JEFFERSON COUNTY PUBLIC HOSPITAL DISTRICT NO. 2

RESOLUTION 2021-01

A RESOLUTION TO DECLARE CERTAIN EQUIPMENT SURPLUS TO THE NEEDS OF
JEFFERSON COUNTY PUBLIC HOSPITAL DISTRICT NO. 2 AND TO AUTHORIZE THE
DISPOSAL OF SAID EQUIPMENT

WHEREAS the item(s) of equipment enumerated below are obsolete and otherwise surplus to the District, and;

WHEREAS said equipment now represents an unnecessary cost to the District to retain and store it,

NOW, THEREFORE, BE IT RESOLVED THAT:

- 1) The following equipment be declared surplus to the needs of Jefferson County Public Hospital District No. 2 and will be disposed of in compliance with state law:

Description	Asset #	Serial #	Model #
Midmark IQecg	14-00165	477046	IQecg (RT07063)

APPROVED this 27th day of January 2021.

APPROVED BY THE COMMISSION:

Commission Chair Jill Buhler Rienstra: _____

Commission Secretary Marie Dressler: _____

Attest:

Commissioner Bruce McComas: _____

Commissioner Kees Kolff: _____

Commissioner Matt Ready: _____

**INTERLOCAL AGREEMENT
FOR COVID-19 VACCINE CLINIC SERVICES**

This Interlocal Agreement for COVID-19 Vaccine Clinic Services (the “Agreement”) is made by and between Jefferson County Public Hospital District No. 2 dba Jefferson Healthcare (“District”) and Jefferson County, Washington (“County”)(each a “Party” and collectively the “Parties”), and is effective as of January 25, 2021 (the “Effective Date”).

WHEREAS, RCW 70.44.060 expressly authorizes public hospital districts to contract with any state or municipality, or any department thereof, to provide health care services;

WHEREAS, RCW 39.34.010 and RCW 39.34.030 also authorize public entities, including public hospital districts and counties, to cooperate to provide services;

WHEREAS, pursuant to the authority granted by Chapter 39.34 RCW and Chapter 70.44 RCW, the District and the County desire to enter into and carry out this Agreement to better meet the urgent health care needs of Jefferson County residents arising from the present COVID-19 health emergency;

WHEREAS, the District currently operates a temporary vaccination clinic (the “Clinic”) at its main hospital campus; and the Parties also contemplate establishing additional temporary vaccination clinic sites at such times and at such locations as they may mutually determine;

WHEREAS, the Parties’ respective Boards of Commissioners have each authorized a cooperative relationship between the Parties for purposes of providing vaccinations and related services, pursuant to and in accordance with the Centers for Disease Control (“CDC”) COVID-19 Vaccination Program, both at the District’s existing vaccination Clinic and at any future COVID-19 vaccination clinic sites as may be established by the Parties;

WHEREAS, pursuant to this Agreement the District desires to obtain the assistance of the County, via its Emergency Operations Center (“EOC”) and its Public Health Department (“JCPH”) in recruiting, vetting, managing and onboarding qualified volunteers to help staff and operate the Clinic(s) together with District personnel, and the County desires and agrees to provide such assistance; and

WHEREAS, the Parties mutually acknowledge and agree that providing COVID-19 vaccines and vaccination services qualify as “Covered Countermeasures” as defined in the PREP Act (42 U.S.C. § 247d-6d) and authorized by the Washington State Secretary of Health via the Secretary’s PREP Act Authorization letter dated January 13, 2021.

NOW, THEREFORE, in consideration of the foregoing and the mutual promises and covenants contained herein, the Parties agree as follows:

Section 1. Purpose. The purpose of this Agreement is to document the Parties’ mutual intent for the County to provide vaccine clinic volunteer support and related services in Jefferson County, Washington, and to set forth terms and conditions related to the provision of services.

Section 2. Term and Termination. This Agreement shall commence on the Effective Date and continue in effect for so long as the District is operating a COVID-19 vaccination clinic. This Agreement may be terminated by either Party, at any time with or without cause, upon thirty (30) days written notice to the other Party.

Section 3. Administration; No Separate Entity Created. Pursuant to RCW 39.34.030, the Parties hereby appoint a Contract Administrator who will be responsible for administering this Agreement. At the direction of the Parties, the Contract Administrator shall take such action as is necessary to ensure that this Agreement is implemented in accordance with its terms. The parties hereby designate Jennifer Wharton, or designee, as the Contract Administrator for this Agreement. No separate legal entity is formed by this Agreement.

Section 4. Vaccine Clinic Services. The Clinic is comprised of COVID-19 vaccination services under the CDC COVID-19 Vaccination Program, including prescribing, administering, delivering, distributing, and dispensing COVID-19 vaccines, subject to patient consent. The Parties acknowledge and agree that such COVID-19 vaccine services qualify as “Covered Countermeasures” as defined in the PREP Act (42 U.S.C. § 247d-6d) and authorized by the Washington State Secretary of Health.

Section 5. Additional Services. The Parties may in the future agree to expand the scope of services permitted under this agreement. Any such changes to the agreement will be effective only upon written approval by both Parties.

Section 6. Property. No joint property ownership is contemplated under the terms of this Agreement.

Section 7. Indemnification. Each Party to this Agreement shall be responsible for its own negligent and/or wrongful acts or omissions, and those of its own agents, employees, representatives or subcontractors, to the fullest extent required by the laws of the State of Washington. Each Party agrees to indemnify and hold the other Party harmless from and against any and all such liability for injury or damage to the other Party or the other Party’s property, and also from and against all claims, demands, and causes of action of every kind and character arising directly or indirectly, or in any way incident to, in connection with, or arising from the terms hereof, caused by a Party’s own fault or that of its agents, employees, representatives or subcontractors, regardless of the form of action, whether in contract, tort or otherwise.

Section 8. Insurance and PREP Act Immunity. Each Party shall maintain appropriate liability insurance or self-insured coverage to cover potential liabilities arising from this Agreement. The Parties acknowledge and agree that each Party, including but not limited to all individuals who organize, operate and participate in COVID-19 vaccination clinics, qualifies as “Covered

Persons” as defined in the PREP Act (42 U.S.C. § 247d-6d), and shall be immune from suit and liability under both Federal and State law with respect to all claims for loss caused by, arising out of, relating to, or resulting from the Covered Countermeasures.

Section 9. Compliance with Medical Records Laws. The Parties acknowledge that medical and other records containing PHI are protected by and subject to numerous laws, rules and regulations regarding privacy, security, confidentiality, consent, access and disclosure. The Parties agree to comply with all privacy, security, confidentiality, research, consent, access and disclosure requirements, including all documentation and access requirements, of applicable federal and state laws, rules and regulations, including, without limitation, the Washington State Uniform Health Care Information Act (RCW 70.02), the Family Education Rights and Privacy Act (“FERPA”), and the Health Insurance Portability and Accountability Act of 1996, 42 U.S.C. § 1320d, as modified by the Health Information Technology for Economic and Clinical Health (“HITECH”) Act and any implementing administrative simplification regulations codified at 45 C.F.R. Parts 160 and 164 et seq. (“HIPAA”), as such laws, rules and regulations now exist or are hereafter amended. Each Party shall be responsible for its own compliance obligations under the foregoing laws, rules and regulations. As of the Effective Date, the Parties acknowledge and agree that neither Party is a “business associate” (as that term is defined in HIPAA) of the other Party in connection with the cooperative relationship contemplated by this Agreement or any activities undertaken pursuant to the Agreement. If the Parties later determine that either Party is a “business associate” of the other Party as that term is defined by HIPAA, the Parties will enter into a mutually agreeable business associate agreement. The Parties further acknowledge and agree that COVID-19 vaccinations, as described in Section 4, are not required to be recorded in the District’s electronic medical record, provided that such vaccinations are reported to the State via the Washington Immunization Information System (“IIS”) pursuant to the CDC COVID-19 vaccination program provider agreement.

Section 10. Compliance with Other Laws. Each Party shall carry out its respective activities and obligations under this agreement in conformance with applicable federal, state and local laws and regulations. Each Party agrees to comply with the licensure laws and pertinent regulations of the state of Washington and any other requirements of any other regulatory entity having legal authority as to their respective operations. The Parties intend this Agreement to comply with all laws, regulations and requirements applicable to physicians, hospitals, Medicare and Medicaid participants, and healthcare professionals in general. This Agreement shall be construed in a manner consistent with compliance with such statutes and regulations. If at any time either Party has reasonable grounds to believe this Agreement may not conform to evolving requirements or interpretations relevant to such matters, the Parties shall immediately reopen negotiations in good faith to bring it into compliance.

Section 11. Notices. Any and all notices or communications required or permitted to be given under any of the provisions of this Agreement shall be in writing and shall be deemed to have been given upon receipt when personally delivered or sent by overnight courier or when such delivery is refused or upon receipt if sent by facsimile with hard copy in two (2) days or two (2) days after deposit in the United States mail if sent by first class, certified or registered mail, return receipt requested. All notices shall be addressed to the Parties at the addresses set forth

below or at such other address specified by notice to the other Party.

If to District: Mike Glenn
CEO
Jefferson Healthcare
834 Sheridan St
Port Townsend, WA 98368
(360) 385-2200
mglenn@jeffersonhealthcare.org

If to County: Vicki Kirkpatrick
Director
Jefferson County Public Health
615 Sheridan St
Port Townsend, WA 98368
(360) 385-9400
vkirkpatrick@co.jefferson.wa.us

Section 12. Entire Agreement/Modification. This Agreement represents the entire agreement of the Parties with respect to the subject matter hereof and supersedes all prior negotiations or discussions with respect thereto. This Agreement may be supplemented by additional agreements executed by the Parties or may be amended or modified by written instrument signed by the Parties hereto. Such amendments may be for the purposes of, among other things, adding or deleting Parties to this Agreement or expanding the purposes for which the Parties are collaborating.

Section 13. Assignment. No Party to this Agreement may assign its rights or obligations hereunder.

Section 14. Counterparts. This Agreement may be executed in counterparts, including by ink, email, or electronic signature, and each counterpart shall be an original and all counterparts taken together shall constitute one and the same instrument.

Section 15. Filing Requirements. Upon execution of this Agreement, the Parties shall file a true and complete copy thereof in compliance with the provisions of RCW 39.34.040.

Section 16. Authorization. Each Party does hereby represent and warrant to the others that it is duly authorized to enter into and to carry out the terms of this Agreement.

Section 17. Independent Review. This Agreement has been reviewed and revised by legal counsel for all Parties and no presumption or rule that ambiguity shall be construed against the Party who drafted the Agreement shall apply to the interpretation or enforcement of this

Agreement.

Section 18. Governing Law and Venue. This Agreement shall be governed by the laws of the State of Washington. Any action arising out of this Agreement shall be brought in Jefferson County Superior Court.

Section 19. Severability. In case any term of this Agreement shall be held invalid, illegal or unenforceable in whole or in part, neither the validity of the remaining part of such term nor the validity of the remaining terms of this Agreement shall in any way be affected thereby.

IN WITNESS WHEREOF, the Parties hereby execute this Agreement as of the Effective Date set forth above.

JEFFERSON COUNTY PUBLIC HOSPITAL DISTRICT NO. 2

Jill Buhler Rienstra, Chair, Board of Commissioners

Mike Glenn, Chief Executive Officer

JEFFERSON COUNTY

Kate Dean, Chair, Board of County Commissioners

Philip Morely, County Administrator

JEFFERSON COUNTY PUBLIC HEALTH

Vicki Kirkpatrick, Director

Tom Locke, MD, Health Officer