

**BOARD OF TRUSTEES MEETING MINUTES**  
**January 16, 2020, Board Room, 6:00 p.m.**

**Call to Order.** The meeting was called to order at 6:00 p.m.

**Board Members Present:** Todd Jourgensen; Terry Carwile, Secretary/Treasurer; Forrest Luke; Alman Nicodemus, Vice Chair; Don Myers, Chandler Larsen, and Dr. Kelly Hepworth.

**Hospital staff present:** Andy Daniels, CEO; Jennifer Riley, VP of Operations; Kyle Miller, VP of Clinical Services; Michael Buda, General Counsel (remotely); Sam Radke, CFO; Dr. Jeffrey Womble, Chief of Staff; Dr. Linda Couillard, Chief Medical Officer; Carol Bolt, PA-C; Don Cook, Moffat County Commissioners; Steve Hilley, Emergency Preparedness; Zachary Johnson, Quality Manager; Crystal Sirmans, Revenue Cycle Director; Adrie Salcido, Community Outreach Coordinator; and Julie Hanna, Executive Assistant and Recorder.

**Guests present:** Josh Carney, Craig Daily Press and Denise Arola, new board member.

**Introductions.** It is our pleasure to introduce two new members to the Board of Trustees: Chandler Larsen, who has been appointed to replace outgoing member, Cathrine Blevins effective this meeting for the remainder of her term; and Denise Arola, who has been appointed to replace Alman Nicodemus effective February 20, 2020, for a five year term.

**Opportunity for Public to Address the Board.** There were no requests.

**Agenda Review.**

**MOTION 2020-1:** Moved by Terry Carwile, seconded by Todd Jourgensen, That the agenda be changed to add the action item – Elect new chair. Ayes, all. Motion carried.

**2020 Calendar** – The 2020 Board of Trustees Meeting dates and February, 2020 Calendar were reviewed.

**Consent Agenda – Meeting Minutes**

**MOTION 2020 - 2:** Moved by Todd Jourgensen, seconded by Terry Carwile, That the Board approve the MRH Board of Trustees Minutes of the meeting of December 16, 2019; and accept the Finance Committee Minutes of the meeting of January 15, 2020. Ayes, all. Motion carried.

**Consent Agenda –Projects and equipment as recommended by Finance Committee Meeting of January 2020.**

**FAX SERVER** - Adrie Salcido presented the procurement for a new FAX server to swap analog lines at a cost of \$59,785 for 39 months to correct a workflow issue to improve efficiency.

**MOTION 2020 - 3:** Moved by Todd Jourgensen, seconded by Chandler Larson, That the Board of Trustees approve the FAX server lease in the amount of \$59,785.00. Ayes, all. Motion carried.

**Medical Staff Privileges.** Dr. Jeff Womble, Chief of Staff, presented the privileges.

**MOTION 2020 - 4:** Moved by Todd Jourgensen, seconded by Kelly Hepworth, That the Board of Trustees approve the Medical Staff Privileges as reviewed and recommended by the Credentials Committee in December and January, and the Medical Executive Committee on January 8, 2020.

The following files were presented for **Provisional – Non-Physician Provider Staff** appointment:

- **Kolby Lance, DMD – Oral Maxillofacial/Dental (Pediatric Only).** The committee reviewed the file for Dr. Lance, and they unanimously recommended his appointment to the Provisional Provider Staff of The Memorial Hospital.
- **Travis White, DMD – Oral Maxillofacial/Dental (Pediatric Only).** The committee reviewed the file for Dr. White, and they unanimously recommended his appointment to the Provisional Provider Staff of The Memorial Hospital.

The following files were presented for **Advancement - Associate:**

- **Clint Devin, MD – Orthopaedic Surgery.** The committee reviewed the file for Dr. Devin, and they unanimously recommended his advancement to Associate Provider Staff of The Memorial Hospital.

The following files were presented for **Reappointment – Associate Staff:**

- **Scott Loomis, MD – Radiology.** The committee reviewed the file for Dr. Loomis and they unanimously recommended her reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Robert Macaulay, MD- Pathology.** The committee reviewed the file for Dr. Macaulay and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Malaika Thompson - Radiology.** The Committee reviewed the file for Dr. Thompson and they unanimously recommended his reappointment to the Associate Physician Provider Staff of The Memorial Hospital.
- **Frank George Holmes, MD - Pathology.** The Committee reviewed the file for Dr. Holmes and they unanimously recommended his reappointment to the Associate Physician Provider Staff of The Memorial Hospital.
- **Dr. Charles Wells, MD – Radiology Tele-medicine (by proxy).** The Committee reviewed the file for Dr. Wells and they unanimously recommended his reappointment to the Associate Physician Provider Staff of The Memorial Hospital.
- **Dr. Ray Bogitch, MD – Neurology Tele-medicine (by proxy).** The Committee reviewed the file for Dr. Neurology and they unanimously recommended his reappointment to the Associate Physician Provider Staff of The Memorial Hospital.

The following files were presented for **Reappointment – Non-Physician Provider Staff:**

- **Keith Prescott, CRNA – Certified Registered Nurse Anesthetist.** The committee reviewed the file for Mr. Prescott and they unanimously recommended her reappointment to the Non-Physician Provider Staff of The Memorial Hospital.

**Intergovernmental Resolution and Agreement to approve Solar Building Planning Project.** Jennifer Riley presented this proposal for MRH to participate with other community and county entities in a grant opportunity for solar planning study.

**MOTON 2020 -5:** Moved by Todd Jourgensen, seconded by Terry Carwile, That the Board of Trustees approve participation in the solar planning study. Ayes, all. Motion carried.

**December, 2019 Financial Report.** Sam Radke, CFO, presented the report. Crystal Sirmans,

Director, gave a brief report on AR and billing.

**CEO Monthly Report.** Andy Daniels, CEO, presented the report on the 2019 Goals. For the 2020 Goals that have already been adopted, he suggested that goals #1, 2, and 4 be tabled for the present, and our focus be directed toward goals 3 and 5.

**MOTION 2020 - 6:** Moved by Terry Carwile, seconded by Kelly Hepworth, That the Board of Trustees place 2020 Goals #1, 2, and 4 in abeyance for ninety days. Ayes, all. Motion carried.

**Rapid Care Report for December 2019.** Jennifer Riley, VP of Operations, presented the patient reports for the Rapid Care Clinics in Craig and Steamboat.

**2019 Q4 – Infection Control and Emergency Preparedness Report.** Steve Hilley, Infection Control and ER Preparedness Manager, presented the report.

**2019 Q4 – Quality Report.** Zachary Johnson, Quality Manager, presented this report.

**Elect new chair.** Todd Jourgensen nominated Kelly Hepworth. There were no other nominations and nominations were closed.

**MOTION 2020 - 7:** Moved by Todd Jourgensen, seconded by Terry Carwile, That the Board of Trustees elect Kelly Hepworth, Board Chair. Ayes, all. Motion carried.

At 7:10 p.m. the Board of Trustees took a short break.

At 7:20 p.m. the Board of Trustees returned to regular session.

#### **Executive Session.**

**MOTION 2020 - 8:** Moved by Terry Carwile, seconded by Todd Jourgensen, That the board adjourn to Executive Session for matters required for hospital quality management information pursuant to C.R.S. 25-3-109. Q4 2019 - Risk Management Report. Ayes, all. Motion carried.

At 7:35 p.m. the Board of Trustees returned to regular session.

**MOTION 2020 - 9:** Moved by Terry Carwile, seconded by Todd Jourgensen, That the Board of Trustees approve the 2019 Q4 Risk Management Report. Ayes, all. Motion carried.

#### **Executive Session.**

**MOTION 2020- 10:** Moved by Terry Carwile, seconded by Todd Jourgensen, That the Board of Trustees adjourn to Executive Session – Attorney/Client Privilege - For the purpose of receiving legal advice on specific legal questions C.R.S. § 24-6-402(4)(b). – Personnel Matters – Michael Buda. Ayes, all. Motion carried.

At 8:28 p.m. the board returned to regular session.

**MOTION 2020 - 11:** Moved by Kelly Hepworth, seconded by Todd Jourgensen, That the Board of Trustees enter into a retention agreement through the due diligence period with SCL Health. Ayes, all. Motion carried.

**Adjourn.** The meeting was adjourned at 8:30 p.m. Respectfully submitted, Julie Hanna, Executive Assistant and Recorder.