

## **BOARD OF TRUSTEES MEETING MINUTES**

**Thursday, January 26, 2023, Board Room or ZOOM, 6:00 p.m.**

**5:00 p.m. Board of Trustees Dinner/Education.** At the afternoon meeting, new board members Steve Hilley and John Ponikvar were introduced to the board.

**6:00 p.m. Board of Trustees Regular Meeting.**

**Call to Order.** The meeting was called to order by Dr. Kelly Hepworth, Chair.

**Welcome to new Board Members – John Ponikvar and Steve Hilley.** The members have been sworn in and have started attending orientation.

**Board of Trustees present:** Dr. Kelly Hepworth, Roger Richmond, Dr. Allan Reishus, Denise Arola, Steve Hilley and John Ponikvar...

**Board of Trustees member absent:** Amy Updike.

**Staff Present:** Jennifer Riley, Brittany Johnson, Dr. Kyle Miller, Michael Buda (via ZOOM), Rebecca Forney, Kristine Cooper, Dr. Jeff Womble, Dr. Linda Couillard,, Carol Bolt, Clint Jantz, Zachary Johnson, Paula Belcher, Olivia Scheele, and Julie Hanna.

**Guests Present:** Tony Bohrer (via ZOOM), Melody Villard (via ZOOM).

**Opportunity for Public to Address the Board VIA ZOOM OR IN PERSON.** There were no requests.

**Agenda Review.** The agenda was presented for review.

**MOTION 2023 – 3:** Moved by Dr. Allan Reishus, seconded by Denise Arola, That the agenda be approved as presented. Ayes, all. Motion carried.

**February, 2022 Calendar.** Attachment. The February meeting is the annual meeting to consider officer election, committee appointments and other annual required items.

### **Consent Agenda – Meeting Minutes**

**MOTION 2023 – 5:** Moved by Dr. Allan Reishus, seconded by Denise Arola, That the Board of Trustees approve the MRH Board of Trustees Meeting Minutes for 1-5-2023; accept the MRH Finance Committee Meeting Minutes for 1-25-2023; accept the Quality Steering Committee Minutes for 1-12-2023; and accept the MRH Foundation Minutes for 12-15-2022. Ayes, all. Motion carried.

**MOTION 2023 -6:** Moved by Denise Arola, Seconded by Dr. Allan Reishus, That the Board of Trustees approve the MRH Board of Trustees Meeting Minutes for 12-22-2022 with the addition

of the e-mail stream. Steve Hilley and John Ponikvar abstained. Ayes, 4. Nays, 0. Motion carried.

**OR Dental X-ray Procurement.** Becky Forney and RJ Palmer presented this request for a pediatric hand held dental x-ray for use with Medicaid patients. The total cost budgeted is \$17,730.00, and the proposal for the unit is less than budgeted at \$15,634.00. This is the standard of care for this type of patient, and the dental firm using it already has the required software to operate it. The Finance Committee recommended the request be forwarded to the Board of Trustees.

**EMS Procurement.** Becky Forney. This equipment is part of the project to increase the ability of EMS to transport more critical patients by ground to other facilities. A matching grant has been applied for in the amount of \$15,000, leaving the MRH amount \$15,826.00 requested from the budgeted amount of \$22,000.00. The Finance Committee recommended the request be forwarded to the Board of Trustees.

**MOTION 2023 – 7:** Moved by Roger Richmond, seconded by Steve Hilley, That the Board of Trustees approve the OR Dental X-ray unit at a cost of \$15,634.00, and the EMS equipment at a cost of \$15,826.00. Roll Call Vote: Dr. Kelly Hepworth, Aye; Denise Arola, Vice Chair, Aye; Dr. Allan Reishus, Secretary/Treasurer, Aye; Steve Hilley, Aye; John Ponikvar, Aye; and Roger Richmond, Aye. Ayes, all. Motion carried.

**Consent Agenda – Medical Staff Privileges.** Dr. Jeffrey Womble, Chief of Staff, presented the medical privileges.

**MOTION 2023 – 8:** Moved by Steve Hilley, seconded by Denise Arola, That the Board of Trustees approve the following privileges as reviewed and recommended by the Credentials Committee and approved by the Medical Executive Committee:

The following files are presented to the Board of Trustees for **Provisional Staff** appointment:

**Richard Gray, MD – Tele-Radiology (proxy).** The committees reviewed and approved the application and file for Dr. Gray, and they recommend his reappointment to the Provisional Staff of The Memorial Hospital.

**Anna Weissmann, MD – Tele-Radiology (proxy).** The committees reviewed and approved the application and file for Dr. Bullock, and they recommend her reappointment to the Provisional Staff of The Memorial Hospital.

**Lauren Middleton-Hoang, DO – Tele-Neurology (proxy).** The committees reviewed and approved the application and file for Dr. Middleton-Hoang, and they recommend her reappointment to the Provisional Staff of The Memorial Hospital.

The following files are presented to the Board of Trustees for **Advancement** of privileges:

**None**

The following files are presented to the Board of Trustees for **Reappointment** of privileges:

**Nathan Hamburger, MD – Ophthalmology.** The committees reviewed and approved the application and file for Dr. Hamburger, and they recommend his reappointment to the Associate Staff of The Memorial Hospital.

**Khristin Degli, PAC – Physician Assistant.** The committees reviewed and approved the application and file for Ms. Degli, and they recommend her reappointment to the Non-Physician Provider Staff of The Memorial Hospital.

Roll Call Vote: Dr. Kelly Hepworth, Aye; Denise Arola, Vice Chair, Aye; Dr. Allan Reishus, Secretary/Treasurer, Aye; Steve Hilley, Aye; John Ponikvar, Aye; and Roger Richmond, Aye. Ayes, all. Motion carried.

It was suggested by Dr. Allan Reishus that an education on the credentialing process be presented to the board, possibly at the February meeting 5 p.m. dinner.

**Board of Trustees Monthly Hospital Visits.** Kelly Hepworth spoke to the Trustees By-Laws requirement for visitation as required by statute. This does not have to be complicated, and is meant to be an opportunity to learn more about processes in the hospital, or spending time in any particular department. It could also be as easy as coming in for lunch and getting to know employees.

**MOTION 2023 – 9:** Moved by Dr. Allan Reishus, seconded by John Ponikvar, That the Board of Trustees visit monthly as assigned two different departments or locations. The trustees will report to the board at the following board meeting. Roll Call Vote: Dr. Kelly Hepworth, Aye; Denise Arola, Vice Chair, Aye; Dr. Allan Reishus, Secretary/Treasurer, Aye; Steve Hilley, Aye; John Ponikvar, Aye; and Roger Richmond, Aye. Ayes, all. Motion carried.

**2022 Organizational Goals Summary and Accomplishment.** Jennifer Riley presented the report for the goals that she inherited when she was appointed interim, then permanent CEO.

**Goal 1 BHAG: 4-Star Hospital Campaign: “Our Family Caring for Yours”**

- Create and Finalize 4-Star Hospital Metric Dashboard and Implement September 2020.
- Continuous 18 + month Assessment Process
- Approximate Completion Date: April 2023

**Accomplishments:**

- Developed robust leadership training program
- Celebrated Craig Press’s “Best Large Employer, Best Doctor and Best Physical Therapy”
- Nominated for Craig Chamber’s Business of the Year
- Completed Salary Market Analysis and adjusted wages accordingly
- 33% reduction in travel staff utilization
- Held Employee Town Hall Meetings every 4 months

Goal Met.

**Goal 2 Detox/Mental Health Short-Stay**

- Convert the existing OB unit to support short-term detox/mental health unit.
- Implement and establish service line.
- Submit to USDA for funding.
- Completion Date: August 2022

Pro-Forma Results and auditor comments indicated a projected Annual loss of \$690,000

Decision Not to Proceed. Alternative put in place.

- MRH developed a team to investigate alternatives. We have created an outpatient mental health tech program to incorporate mental health solutions to be utilized before patient’s mental health condition deteriorates to the point of needing ER Care.

Goal Met.

### **Goal 3 Housing Development**

- Explore multiple options and partnerships to develop housing on old hospital property.
- Completion Date: December 2022

#### **Disposition of Land**

- City requested MRH donate land at 785 Russell Street to be included as part of City's grant proposal to secure funding for income-restricted, affordable housing project.
- City is proposing four 5-plex units be constructed at the location.
- Grant funding will cover costs of horizontal infrastructure.
- Housing units will be for sale and for rent, but at restricted pricing/rents.
- Housing units will appreciate at a restricted rate to keep affordable.
- Land to be transferred before end of January.
- Board agreed to this request.
- Transfer Agreement signed 1/25/2023.

Goal Met.

### **Goal 4 EMS Transition Project**

- Develop plan for the transition of EMS Service to a new district assuming successful passage of EMS District ballot in November 2021. Terminate MRH EMS Service by 12/31

#### **EMS Ballot Measure Failed**

- Administration recommended to the Board after failed ballot initiative that EMS remain part of MRH and we not attempt another ballot initiative.
- MRH did participate on EMS Task Force appointed by the County Commissioners.
- Task Force ultimately recommended to Commissioners that County assume management of all EMS. County declined.
- High-quality EMS is an essential, fundamental service for this community
- MRH will continue operating EMS, minimize expenses and maximize opportunities for additional revenues with inter-facility transfers and improved billing and collections.

Goal Met.

**MOTION 2023 – 10:** Moved by Steve Hilley, seconded by Denise Arola, That the Board of Trustees approve achievement of the 2022 Goals. Roll Call Vote: Dr. Kelly Hepworth, Aye; Denise Arola, Vice Chair, Aye; Dr. Allan Reishus, Secretary/Treasurer, Aye; Steve Hilley, Aye; John Ponikvar, Aye; and Roger Richmond, Aye. Ayes, all. Motion carried.

**2022 End of Year Emergency Preparedness Report.** Clint Jantz presented the report and noted that the five goals were established in January, 2022. Most were completed, or modified and completed.

2023 Goals for Emergency Preparedness are:

- Participation in any county-wide exercise
- Participation in Yampa Valley Airports live action drill scheduled for 2023
- Table top training with AOC group as well as IT – focus on cybersecurity
- Continue monthly safety topic emails with staff to help improve overall safety within the organization

**2022 End of Year 4-Star Quality Report.** Zachary Johnson reviewed with the board the 2022 benchmark results. Of special interest is the comparison of the first quarter to the last quarter which shows continuing improvement.

**2022 End of Year Clinical Department Clinical Education Report.** Zachary Johnson stated

this report indicates 100% compliance among all clinical departments of staff compliancy with 12 hours of continuing education. This is a new report to the board addressing this requirement.

**2022 End of Year Population Health Report.** Paula Belcher reported at this annual review showing progress in two of the six measures. She would like to present further information on the Hospital Transformation Program to the board at a future board afternoon meeting.

**2022 End of Year Infection Control Reports.** Olivia Scheele presented this annual report addressing employee illness, animal bites, respiratory admissions, and other types of infections.

**12-2023 Clinics Census Report.** Jennifer Riley presented the December, 2023, all clinics census.

**12-31-2022 Financial and Statistical Report Including Home Health and Hospice.** Brittany Johnson, CFO, presented the financials and responded to questions.

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December 2022

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Income Statement

Gross revenue for the month of December was at \$10.2m (Column A, Line 4) compared to a budget of \$10.7m. Prior year gross revenue was \$10.6m. Net Patient Revenue was \$4.1m (Column A, Line 10) for December on a budget of \$5.6m and prior year at \$5m. We received the results of a 2018-2019 DSH audit indicating that we owe \$1.4m back to the State of CO. This payment has to do with our Medicaid numbers and the supplemental payments we received. An additional \$1.4m was booked to column A, line 5 for this. Other Adjustments (Column A, Line 7)- We had two Out of State Medicaid issues written off totaling \$42k. Expenses: Employee Health Insurance costs (Column A, Line 15) were up in December largely due to an unemployment adjustment and employee health insurance claims. Total expenses for the month were at \$5.8m (Column C, Line 33) compared to a budget of \$5.3m. Gain/Loss on Investment- Community Clinics loss for the month was (\$261k) in total, (\$51k) was from EMS, (\$29k) from OHA, (\$123k) from Retail Pharmacy, \$12k from School Nurse, and (\$54k) from HH&H. The Net Loss for December was \$757k, and YTD Net Profit is \$453k on a budget of \$980k. Prior Year was at a Net Profit of \$5.5m.

Balance Sheet

Cash for the month is at \$6.6m (column A, line 1). Column A, line 14 shows a payable for our 2018/2019 DSH audit of \$1.4m Under Limited Use Assets (Column A, Line 18), we have \$1.7m reserved for future Cost Reports. On Column A, Line 19 we have \$1.8m that we have self- reserved for future capital purchases and bonuses.

Days in AR

Days in AR are down from last month's 64 to 62 in December.

Days  
Cash on  
Hand

Days Cash on Hand is at 41.4 days, which is up from prior month of 38.3 days. We also have 22.1 additional days of cash on hand in self-restricted accounts.

Total Profit Margin (TPM)
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Our TPM for the month is at (-7.4%). Our 2022 average is 0.2%.

**Executive Session.** The board adjourned to Executive Session at 7:55 p.m.

**MOTION 2023 – 11:** Moved by Dr. Allan Reishus, seconded by Steve Hilley, That the Board of Trustees adjourn to executive session for matters required to be kept confidential pursuant to the Colorado Open Meetings Law, C.R.S. § 24-6-402(4)(c) subject to the Colorado Professional Review Act, C.R.S. § 12-36.5-104(15). – 2022 Q4 – Risk Management Summary Report – Zachary Johnson. Ayes, all. Motion carried.

At 8:15 p.m. the board returned to regular session.

**MOTION 2023 – 12:** Moved by Roger Richmond, seconded by Denise Arola, That the board approve the 2022 Q4 Risk Management Report as presented by Zach Johnson. Ayes, all. Motion carried.

**Adjourn.** The meeting was adjourned at 8:20 p.m.

Respectfully submitted,

*Julie Hanna,*

Julie Hanna

Executive Assistant and Recorder