

**BOARD OF TRUSTEES MEETING MINUTES**  
**Thursday, November 18, 2021, Board Room, 6:00 p.m.**

**5:00 p.m.**     Dinner Presentation – Update on Providence Recovery by Kyle Miller

**Call to Order.** The meeting was called to order at 6:00 p.m. by Dr. Kelly Hepworth, Chair.

**Board of Trustees present:** Terry Carwile, Denise Arola, Dr. Kelly Hepworth, Dr. Allan Reishus, Don Myers, and Forrest Luke.

**Staff Present:** Kyle Miller, Jennifer Riley, Meg Schroeder, Dr. Jeff Womble, Dr. Linda Couillard, Keith Velardo, Michael Buda, Paula Belcher, Steve Hilley, Sam Radke, Annette Saylor, Becky Forney, Carol Bolt, and Julie Hanna.

**Guests Present:** Donna Secules and Roger Richmond.

**Comments from the Chair.** Dr. Kelly Hepworth spoke to the mass casualty disaster that occurred on Wednesday, November 17 when a vehicle collided with the Steamboat Transit bus causing injuries to four passengers and the unfortunate death of the driver of the vehicle. He thanked all involved for helping deal those who came to the ED and all who assisted.

On Monday, November 29, a Community Forum was held at the Moffat County Pavilion by Interim CEO Jennifer Riley. It was well attended by about forty community members.

**Opportunity for Public to Address the Board.** Jayne Morley submitted her written request to the Board of Trustees to consider an independent public perception survey.

**Agenda Review.** The agenda was reviewed.

**MOTION 2021-62:** Moved by Terry Carwile, seconded by Denise Arola, That the Board of Trustees approve the agenda as presented. Ayes, all. Motion carried.

**December 2021 Calendar.** The calendar was reviewed and accepted by the board.

**Consent Agenda – Meeting Minutes**

**MOTION 2021-63:** Moved by Terry Carwile, seconded by Denise Arola, That the Board of Trustees approve the MRH Board of Trustees Minutes of the meeting of September 23, 2021; the October 21, 2021 Special Meeting; and accept the MRH Finance Committee Minutes of the meeting of November 17, 2021. Ayes, all. Motion carried.

**Projects and Capital Purchases.** Denise Arola presented three capital requests that were reviewed at the Finance Committee on 11-17-2021.

Surgical Equipment – Stryker Power Equipment, Stryker Neptune Suction Machines and Endoscopy Video and Instruments. The total cost for these items is \$792,711 for a 5 year Operating Lease for this equipment.

Nuance Dragon Dictation for an unlimited licensing agreement for Dragon Dictation. The annual lease amount is \$36,000.

Dell Virtual Servers. These 2 servers will replace 6 end-of-life servers. The cost of these servers is \$33,604.

**MOTION 2021 – 64:** Moved by Terry Carwile, seconded by Dr. Allan Reishus, That the Board approve the requests for Stryker Power Equipment, Stryker Neptune Suction Machines, Endoscopy Video and Instruments, Nuance Dragon Dictation, and Two Dell Virtual Servers as presented for a total cost of \$862,315.00. Ayes, all. Motion carried.

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

**MOTION 2021 – 65:** Moved by Dr. Allan Reishus, seconded by Denise Arola, That the following privileges be approved as reviewed and recommended by the Credentials Committee and the Medical Executive Committee.

The following files were presented for **Provisional Staff** appointment:

- **Paul Davidson, MD – Emergency Medicine.** The committee reviewed the file for Dr. Davidson, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- **Chelsea Pluta, DO – Tele-Neurology (Proxy).** The committee reviewed the file for Dr. Pluta, and they unanimously recommended her appointment to the Provisional Staff of The Memorial Hospital.
- **Thomas Bullock, MD – Tele-Neurology (Proxy).** The committee reviewed the file for Dr. Bullock, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- **Brian Morgan, DO – Tele-Psychiatry (Proxy).** The committee reviewed the file for Dr. Morgan, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- **John Greenert, MD – Tele-Psychiatry (Proxy).** The committee reviewed the file for Dr. Greenert, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.

The following files were presented for **Advancement** of privileges:

- **Ramnik Dhaliwal, MD – Emergency Medicine.** The committee reviewed the file for Dr. Dhaliwal, and they unanimously recommended his appointment to the Associate Staff of The Memorial Hospital.

The following files were presented for **Reappointment** of privileges:

- **Jessica Nyquist, PA-C – Physician Assistant.** The committee reviewed the file for Ms. Nyquist, and they unanimously recommended her reappointment to the Non-Physician Provider staff of The Memorial Hospital.

Ayes, all. Motion carried.

**Reports.** The board heard reports from the following:

**2021 Q3 Quality Report** from Zachary Johnson.

**2021 Q3 Infection Control and Emergency Preparedness Report** from Steve Hilley.

**2021 Q3 Population Health Report** from Paula Belcher.

**October 2021 Clinics Report** from Jennifer Riley.

**Interim CEO's Report.** Interim CEO Jennifer Riley, presented her report. Highlights were:

**2022 Goal Progress:**

1. **BHAG: 4-Star Hospital Campaign: "Our Family Caring for Yours."**

- a. Continuous 18 + month Assessment Process
- b. Approximate Completion Date: April 2023

**November 2021 Update:** Returned to in-person Employee Meetings. Reconnect with Staff.

2. **Detox/Mental Health Short-Stay:**

- a. Convert the existing OB unit to support short-term detox/mental health unit.
- b. Implement and establish service line.
- c. Completion Date: August 2022.

**November 2021 Update:** Meghan Francone has been identified as the project lead for this goal. Her expertise and leadership in Open Heart Advocates will help her succeed in this project. We have tentatively identified August of 2022 to implement this goal, but this will depend heavily on our COVID volumes and how much we are using that space for patient-care. We will monitor.

3. **Housing Development:**

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

**November 2021 Update:** The building is down, and now they are excavating the foundation materials. The clean-up is ongoing. Andy submitted the replat of the lot to the City. Remember we are squaring up the lots, and deeding over to Northwest Colorado Health the portion that will square up their parcel (completed). Andy also is working with planning and zoning to get the land re-zoned to accommodate medium to high-density residential land.

4. **EMS Transition Project:**

- a. Develop plan for the transition of EMS Service to a new district assuming successful passage of EMS District ballot in November 2021.
- b. Terminate MRH EMS Service by 12/31/2022.
- c. Completion Date: 12/31/2022

**November 2021 Update:** The Board is going to have to determine next steps for EMS. I recommend that we continue EMS as-is for 2022, and make a new plan. It is my recommendation that a task-force re-convene to determine how the measure should be brought back to voters in November 2022. The BOT should consider in early 2022 how long they feel comfortable funding EMS.

5. **Other Major Items:**

**November 2021 Update:**

**Monoclonal Antibodies:** On November 11<sup>th</sup>, we administered our first infusions of monoclonal antibodies to help treat COVID-positive patients. These are done as outpatient encounters, but we are doing them in the ER since the staff and physicians would be called upon in the event there was a reaction. We will continue to offer this treatment as long as we can appropriately staff. Thanks to all who were instrumental in getting this done: Meg, Kyle, Linda, Stevan Squires, and Dr. Grzegozewski.

**Stuff the Ambulance:** “Our Family Caring for Yours” through action. December 2-3, 2021. MRH is the key sponsor of the KRAI drive. The agencies we are supporting are Open Heart Advocates, MRH Home Health and Hospice, and Christmas for Kids and Seniors.

**State/CMS Survey Follow-up:** Plans of correction have been submitted to CDPHE and CMS for the findings identified last month. A surveyor will be back on-site to verify that the corrections are implemented. Remember the findings were specific to staffing ratios. The correction was revising our current policies regarding how we would staff our units.

**October, 2021 Financial and Statistical Report.** Brittany Johnson, Interim CFO, presented the report.

Financials: Gross patient revenue for October 2021 was \$11,669,019 and was MRH’s best month in the last twelve months. This month the PPP money was attributed to unrestricted cash and some of the Medicare Accelerated payment money is being recognized. The bottom line for October is positive - \$2,548,387.

\* Patient days were up from September and up 14.7% compared to 2020. ED Visits were up 37% as compared to September 2020. Clinic Visits were up 14.6%. Surgeries were down for the month and down 22.5% compared to September 2020.

\* Days of cash on hand went up to 39.1 days compared to 24.3 in September.

\* Days in Accounts Receivable increased again in October probably because Medicare has started taking back part of the Accelerated Payments. When Medicare a remit, it indicates a lump sum of withholding. MRH’s billing company is working to reconcile the accounts so the payments may be attributed correctly.

**October, 2021 Financial Report for Home Health and Hospice.** Brittany Johnson, Interim CFO, presented the report. Operating cash is going in the right direction. Receivables are up since last month. Salaries are climbing because of contract labor.

**2021 MRH Goal Achievement Report.** Michael Buda, General Counsel, presented the summary of the 2021 goals:

- a. Telehealth Services – Implement in Primary Care: Achieved March 2021
- b. Re-establish GYN Women’s Health Services: Achieved July 2021
- c. OB Services – presented all options. Recommended not to proceed: Achieved August 2021
- d. Research Several Business Opportunities – Presented options at 2021 Strategic Planning – Achieved August 2021.
- e. Home Health and Hospice – Additional Revenue Sources – Achieved August 2021
- f. EMS Project – Achieved August 2021
- g. COVID-19 and MRH Responsiveness – On-going Achievement
- h. 4-Star Campaign – On-going Achievement

**MOTION 2021 – 66:** Moved by Terry Carwile, seconded by Forrest Luke, That the Board of Trustees approve the achievement of the 2021 Goals as presented. Ayes, all. Motion carried.

**2022 MRH Budget Certification.** Andy Daniels presented the 2022 Budget which includes: \$126,012,600 Gross Revenue Projection, \$65,759,400 Net Patient Revenue Projection, \$63,759,570 Total Expenses, and an Operating Income of \$5,100,335 and a Net Income of \$979,979.

**MOTION 2021 – 67:** Moved by Denise Arola, seconded by Terry Carwile, That the Board of Trustees certify the 2022 MRH Budget. Ayes, all. Motion carried.

**2022 MRH Proposed Capital Budget.** Jennifer Riley, Interim CEO, presented \$992,843.83 in proposed capital requests which will serve as a guideline. These requests are not final. If new capital needs are identified, they will replace some of the proposed items.

**MOTION 2021 – 68:** Moved by Denise Arola, seconded by Dr. Allan Reishus, That the Board of Trustees approve the 2022 MRH Capital Budget. Ayes, all. Motion carried.

**Banking and Financial Authorizations Report.** Andy Daniels reported that MRH keeps twenty two accounts in the hospital. This is a summary of all the accounts.

**MOTION 2021 – 69:** Moved by Terry Carwile, seconded by Don Myers, That the Board of Trustees approve the financial authorizations report for the banking accounts at Great Western Bank, Bank of the San Juans and Yampa Valley Bank. Ayes, all. Motion carried.

**Providence Recovery - Funding Request.** At the afternoon session, Kyle Miller presented a status update of Providence Recovery. He requested an additional investment to the organization.

**MOTION 2021 – 70:** Moved by Terry Carwile, seconded by Denise Arola, That the Board of Trustees approve an additional investment of \$100,000, to be placed in an escrow account, which can be drawn down as needed to maintain the financial support of the business in 2022. Ayes, all. Motion carried.

**Request to cancel December 2021 BOT Meeting.** Jennifer Riley, Interim CEO, presented the request.

**MOTION 2021 – 71:** Moved by Dr. Allan Reishus, seconded by Terry Carwile, That the Board of Trustees cancel the December BOT meeting, but leave on the calendar in the event an e-meeting is needed to address certain items. Ayes, all. Motion carried.

**Executive Session.** At 7:30 p.m. the Board adjourned to executive session.

**MOTION 2021 – 72:** Moved by Terry Carwile, seconded by Denise Arola, 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). – 2021 Q3 - Risk Management Summary Report.

At 7:45 p.m. the board returned to regular session.

**Approval of 2021 Q3 Risk Management Report.**

**MOTION 2021 – 73:** Moved by Terry Carwile, seconded by Allan Reishus, That the Board of Trustees approve the 2021 Q3 Risk Management Report. Ayes, all. Motion carried.

At 7:50 p.m. the board returned to regular session and the meeting was adjourned.

Respectfully submitted, *Julie Hanna*, Julie Hanna, Executive Assistant and Recorder