

**BOARD OF TRUSTEES MEETING MINUTES
November 21, 2019, Board Room, 6:00 p.m.**

Dinner at 5:00 p.m. At the afternoon session, Megan Francone, Director of Open Heart Advocates, presented on QPR – Evidence Based Suicide Prevention Training.

Call to Order. The meeting was called to order by Cathrine Blevins, Chair, at 6:00 p.m.

Board Members Present: Todd Jourgensen; Cathrine Blevins, Chair; Terry Carwile, Secretary/Treasurer; Forrest Luke; Alman Nicodemus, Vice Chair; 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 Liaison, Paula Belcher, Population Health Director; and Julie Hanna, Executive Assistant and Recorder.

Guests present: Denise Arola, Keith Velardo, Billie Velardo, and Ken Wergin.

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

Agenda Review. There were no changes to the agenda.

December Calendar. The calendar was accepted by the board.

Consent Agenda – Meeting Minutes

MOTION 2019-54: Moved by Alman Nicodemus, seconded by Todd Jourgensen, That the Board of Trustees approve the MRH Board of Trustees Minutes of the meetings of October 16, 2019, and November 12, 2019 Special E-Meeting; accept the Finance Committee Minutes of the meeting of November 20, 2019; accept the MRH Foundation Meeting Minutes of the meeting of October 28, 2019.

Ayes, all. Motion carried.

Consent Agenda –Projects and equipment as recommended by Finance Committee Meeting of November, 2019. There were no requests.

Medical Staff Privileges. The privileges were presented by Dr. Jeff Womble.

MOTION 2019-55: Moved by Alman Nicodemus, seconded by Forrest Luke, That the Board of Trustees approve the following privileges as reviewed and recommended by the Credentials Committee in November and the Medical Executive Committee on November 6, 2019.

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

- **Michael Walery, MD – Family Practice.** The committee reviewed the file for Dr. Walery, and they unanimously recommended his appointment to the Provisional Provider Staff of The Memorial Hospital.
- **Jeffrey Graham, MD - Pediatrics.** The committee reviewed the file for Dr. Graham, and they unanimously recommended his appointment to the Provisional Provider Staff of The Memorial Hospital.

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

- **Jason Hill, MD – Tele-Neurology Medicine.** The committee reviewed the file for Dr. Hill, and they unanimously recommended his advancement to Associate Provider Staff of The Memorial Hospital.
- **Michael Melton, MD – Emergency Medicine.** The committee reviewed the file for Dr. Melton, and they unanimously recommended his advancement to Associate Provider Staff of The Memorial Hospital

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

- **Linda Couillard, DO – Pediatrics.** The committee reviewed the file for Dr. Couillard, and they unanimously recommended her advancement to Active Provider Staff of The Memorial Hospital.
- **Joseph Leary, DO – Emergency Medicine.** The committee reviewed the file for Dr. Leary, and they unanimously recommended his advancement to Active Provider Staff of The Memorial Hospital.

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

- **Emily Lampe, MD – Tele-Neurology Medicine.** The committee reviewed the file for Dr. Lampe and they unanimously recommended her reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Jonathan Wily Scott, MD-Tele-Neurology Medicine.** The committee reviewed the file for Dr. Scott and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Jamie VanOveren, DO - Urology.** The Committee reviewed the file for Dr. VanOveren and they unanimously recommended his reappointment to the Associate Physician Provider Staff of The Memorial Hospital.
- **Clay Pendleton, DO - Urology.** The Committee reviewed the file for Dr. Pendleton and they unanimously recommended his reappointment to the Associate Physician Provider Staff of The Memorial Hospital.

Ayes, all. Motion carried.

Privilege Set Revisions. Dr. Jeffrey Womble presented changes to several privilege sets that were discussed at Medical Staff.

MOTION 2019:56: Moved by Alman Nicodemus, seconded by Kelly Hepworth, That the Board of Trustees approve the Privilege Set Revisions as presented.

Ayes, all. Motion carried.

October, 2019 Financial Report. Sam Radke, CFO, was introduced to the board as the CFO. He presented the report and responded to questions. He outlined corrections in our financial statements and our expectations going forward.

Rapid Care Report for October, 2019. Jennifer Riley, VP of Operations, presented the report. Average patients per day for Steamboat Rapid Care are 9 and for Craig Rapid Care are 34.

CEO Monthly Report. Daniels, CEO, presented his report. Highlights include:

1. The move to 473 Yampa is close to being completed;
2. Renovations to 785 Russell will begin and Home Health and Hospice will be moved there;
3. 785 Russell will be winterized by December 18, 2019 when all the utilities are taken down;
4. The permanent financing on the Medical Office Building will be closed on December 13, 2019.
5. Management training plans and programs concerning customer service and management training for 2020 are being put into place.
6. The MCI Drill was completed and Dr. Womble gave a brief report.

2020 Proposed Budget. Sam Radke, CFO, presented the budget for certification to the county.

MOTION 2019:57 - Moved by Alman Nicodmeus seconded by Forrest Luke, That the Board of Trustees approve the 2020 MRH Budget and that it be certified to Moffat County by the CFO. Ayes, all. Motion carried.

Proposed Revisions to MRH Board of Trustees By-Laws. Andy Daniels presented revisions to the By-Laws as requested by USDA which have been incorporated into the By-Laws.

MOTION 2019:58 - Moved by Alman Nicodemus, seconded by Todd Jourgensen, That the Board of Trustees approve the changes to the MRH Board of Trustees By-Laws as presented. Ayes, all. Motion carried.

Proposed revisions to MRH Contract Management Policy. Andy Daniels presented these revisions to the policy as requested by USDA.

MOTION 2019:59 - Moved by Alman Nicodemus, seconded by Todd Jourgensen, That the Board of Trustees approve the changes to the MRH Contract Management Policy. Ayes, all. Motion carried.

Proposal to sell Wal Mart Subdivision Lot 1 with proceeds to be set aside for MOB Third Floor in a restricted account. Andy Daniels presented this request to sell this property which is located just west of the Rapid Care Clinic. The property will likely never be used by MRH, so it will be listed for sale.

MOTION 2019:60 - Moved by Alman Nicodemus, Seconded by Kelly Hepworth, That the Board of Trustees approve listing the property at Wal Mart Subdivision Lot 1 with appropriate restrictions on the lot to exclude any future medical related use and proceeds to go to a restricted account for completion of the MOB third floor. Ayes, all. Motion carried.

Proposed 2020 Meeting Calendar. The 2020 proposed meeting schedule continuing with the present schedule of meetings on the third Thursday of each month was presented. Discussion about rescheduling to a later day in the month concerned the ability of finance to produce the previous month's financial statements one week before the board meeting. The calendar will be an old business item for the next meeting.

SOSI (Steamboat Orthopaedics and Spine Institute) Contract. Andy Daniels, CEO, presented an analysis of the present orthopaedics service line information. A proposed contract with SOSI has been received.

MOTION 2019:61 – Moved by Todd Jourgensen, seconded by Alman Nicodemus, That the Board of Trustees authorize Andy Daniels to enter into negotiations with SOSI for a contract as reviewed by legal and not to exceed \$110 per worked RVU

Ayes, all. Motion carried.

At 7:15 p.m. the board took a short break.

MOTION 2019:62 – Moved by Alman Nicodemus, seconded by Todd Jourgensen, That the Board of Trustees adjourn to Executive Session under Attorney/Client Privilege for the purpose of receiving legal advice on specific legal questions C.R.S. § 24-6-402(4)(b). Ayes, all. Motion carried.

At 9:30 p.m. the board returned to regular session

Adjournment. The meeting was adjourned at 9:35 p.m.

Respectfully submitted,

Julie Hanna

Julie Hanna

Executive Assistant and Recorder