



750 Hospital Loop Craig, Colorado 970-824-9411

**BOARD OF TRUSTEES MEETING MINIUTES  
December 20, 2018, Board Room, Meeting at 6:00 p.m.**

**Board Members Present:** Todd Jourgensen, Chair; Cathrine Blevins, Vice Chair; Forrest Luke; Alman Nicodemus, Secretary/Treasurer; and Don Myers.

**Board Members Absent:** Terry Carwile.

**Hospital staff present:** Andy Daniels, CEO; Kyle Miler, VP of Clinical Services; Beka Warren, VP of Quality; Dr. Scott Ellis, CMO; Kelsea Henry, CFO; Michael Buda, General Counsel; Amy Peck, CNO; Dr. Jeffrey Womble; Chief of Staff; Sam Serniak, Physician Recruiter; Bryan Curtis, VP of IT; Jennifer Riley, VP of Operations; and Julie Hanna, Executive Assistant and Recorder.

**Call to Order.** The meeting was called to order at 6:15 p.m. by Todd Jourgensen, Board of Trustees Chair.

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

**Recognition of Beka Warren, outgoing VP of Quality.** Beka Warren was honored by the Board of Trustees for her many years of service to Memorial Regional Health.

**Agenda Review.** Item K. – Executive session was deleted from the agenda.

**January Calendar. Schedule of 2019 Board of Trustees Meetings.** The January, 2019, Calendar was reviewed and accepted by the trustees.

**Consent Agenda – Meeting Minutes**

**MOTION 2018 – 97:** Moved by Alman Nicodemus, seconded by Don Myers, That the Board of Trustees approve the MRH Board of Trustees minutes of the meeting of November 15, 2018; accept the Finance Committee minutes of the meeting of December 19, 2018; accept the Quality Steering Committee minutes of the meeting of December 12, 2018; and accept the MRH Foundation minutes of the meeting of November 26, 2018. Ayes, all. Motion carried.

**Consent Agenda –Projects and equipment as recommended by Finance Committee Meeting of December 19, 2018.**

**Philips Invivo MRI Patient Monitor.** Kelsea Henry presented this emergency request to purchase a new patient anesthesia monitor to replace the present monitor which is failing. The cost to purchase the equipment is \$82,977.02 with a three year service agreement at a cost of \$20,013.00. The total expense with additional discount will be \$99,868.38. The Finance Committee recommended the request be forwarded to the Board of Trustees for their approval.

**MOTION 2018 – 98:** Moved by Alman Nicodemus, seconded by Don Myers, That the Board of Trustees approve the request for the Philips Invivo MRI patient monitors at a cost of \$99,868.38. Ayes, all. Motion carried.

**Medical Staff Privileges.** Dr. Jeff Womble presented the staff privileges.

**MOTION 2018 – 99:** Moved by Alman Nicodemus, seconded by Don Myers, That the Board of Trustees approve the following privileges as reviewed and recommended by the Credentials Committee on December 11, 2018 and the Medical Executive Committee on December 13, 2018.

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

- **Alejandro D. Miranda, MD - Orthopaedic Medicine.** The committee reviewed the file for Dr. Miranda and they unanimously recommended his appointment to the Provisional Provider Staff of The Memorial Hospital.
- **Lyric E. Wood, LCSW – Licensed Clinical Social Worker Medicine.** The committee reviewed the file for Lyric Wood and they unanimously recommended her appointment to the Provisional Non-Physician Provider Staff of The Memorial Hospital.
- **Benjamin H. Hughes, MD – Pediatric Pulmonary Medicine (PFT’s).** The committee reviewed the file for Dr. Hughes and they unanimously recommended his appointment to the Provisional Provider Staff of The Memorial Hospital.
- **Robert C. McLean, MD- Otolaryngology Medicine.** The committee reviewed the file for Dr. McLean and they unanimously recommended his appointment to the Provisional Provider Staff of The Memorial Hospital.

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

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

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

- **Larry W. Kipe, MD – Family Medicine.** The Committee reviewed the file for Dr. Kipe and they unanimously recommended his reappointment to the Active Provider Staff of The Memorial Hospital.
- **Clay H. Schneider, MD-Hospitalist Medicine.** The committee reviewed the file for Dr. Schneider and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Jarod B. Schoeberl, PA-C- Physician Assistant.** The Committee reviewed the file for Jarod Schoeberl and they unanimously recommended his reappointment to the Associate Non-Physician Provider Staff of The Memorial Hospital.

Ayes, all. Motion carried.

**November Financial Report.** Kelsea Henry, CFO, presented the financial report and responded to questions.

**CEO Monthly Report.** Andy Daniels, CEO, presented his monthly report and responded to questions.

**Approval of Audit and Cost report vendor.** Kelsea Henry presented the results of a request for proposals from three companies (DZA, Eide Bailley and BKD) for a three-year agreement for cost report and annual audit. The Finance Committee recommended Eide Bailley for audit and cost reporting.

**MOTION 2018 – 100:** Moved by Alman Nicodemus, seconded by Cathrine Blevins, That the Board of Trustees approve Eide Bailey as the audit and cost report vendor for the next three years. Ayes, all. Motion carried.

**Transfer of Emergency Medical Services from TMH to CC at MRH.** Jennifer Riley and Andy Daniels discussed the transfer of EMS assets to Community Clinics at Memorial Regional Health. CC at MRH has already approved the transfer of assets at their December 20, 2018 meeting.

Memorial Regional Health would like to focus on its core mission of providing hospital services, and would like to transfer its ambulance and emergency medical services operations to a charitable, non-profit organization whose mission is to provide healthcare services in Moffat County. CC at MRH was formed by TMH and is a Colorado non-profit corporation in good standing, affiliated with and under the control TMH, whose charitable purposes are to act for the benefit of and to perform ancillary healthcare-related functions in support of TMH by, among other things, providing ancillary healthcare services to individuals in Moffat County, Colorado in support of TMH, and operates as a part of the Memorial Regional Health system.

**MOTION 2018 – 101:** Moved by Alman Nicodemus, seconded by Don Myers, That the Board of Trustees approve the transfer of Emergency Services assets to Community Clinics at Memorial Regional Health. Ayes, all. Motion carried.

**Adjournment.** The board adjourned at 7:05 p.m.

Respectfully submitted,

*Julie Hanna*

Julie Hanna

Executive Assistant and Recorder