



750 Hospital Loop Craig, Colorado 970-824-9411

**BOARD OF TRUSTEES MEETING MINUTES
February 22, 2018, Board Room, 6:00 p.m.**

Board of Trustees members present: Todd Jourgensen, Chair; Cathrine Blevins, Vice Chair; Don Myers; Forrest Luke; and Terry Carwile.

Board of Trustees member absent: Alman Nicodemus and Kelly Hepworth.

Hospital staff present: Andy Daniels, CEO; Jennifer Riley, VP of Hospital Operations; Dr. Kristie Yarmer, Chief of Staff; Sam Serniak, Physician Recruiter; and Julie Hanna, Executive Assistant and Recorder.

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

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

Agenda Review. There were no changes to the agenda.

March Calendar. The calendar was reviewed and accepted by the board.

Annual Reorganization of the Board of Trustees.

Introduction of Re-Appointed Members. Thanks to Forrest Luke for being reappointed to the board for an additional five year term.

2018 Board Committees/Liaisons Appointments. The Board appointed the following as their officers and committee liaisons for 2018.

COMMITTEE	2018
BOARD OF TRUSTEES (3 officers)	TODD JOURGENSEN, CHAIR CATHRINE BLEVINS, VICE CHAIR ALMAN NICODEMUS, SECRETARY/TREASURER
CREDENTIALS (1 member, 1 alt)	ALMAN NICODEMUS, LIAISON DON MYERS, ALTERNATE
FINANCE (Sec/Treas. Is chair, 2 members)	ALMAN NICODEMUS, CHAIR CATHRINE BLEVINS, MEMBER
QUALITY	TERRY CARWILE, CHAIR FORREST LUKE, ALTERNATE

TMH FOUNDATION (1 member/1 alt)	KELLY HEPWORTH, LIAISON TERRY CARWILE, ALTERNATE
MEDICAL STAFF LIAISON	TODD JOURGENSEN, LIAISON KELLY HEPWORTH, ALTERNATE

Approval of 2018 Meeting Official Notice Places.

MOTION 2018 – 6: Moved by Terry Carwile, seconded by Cathrine Blevins, That the Board of Trustees approve the 2018 official agenda posting sites: Front foyer of the hospital, the hospital website, and at the Moffat County Court House. Ayes, all. Motion carried.

Conflicts of Interest Policy Review and Annual Certification.

MOTION 2018 – 7: Moved by Forrest Luke, seconded by Terry Carwile, That the Board of Trustees approve, certify and agree to the Conflicts of Interest policy pursuant to C.R.S. § 18-8-308. Ayes, all. Motion carried.

Ethical and Legal Compliance Review and Annual Certification.

MOTION 2018 – 8: Moved by Terry Carwile, seconded by Cathrine Blevins, That the Board of Trustees review, certify and agree to Ethical and Legal Compliance pursuant to 62 FR 63721.

Consent Agenda – Meeting Minutes.

MOTION 2018 – 9: Moved by Forrest Luke, seconded by Terry Carwile, That the Board of Trustees approve the MRH Board of Trustees minutes of the meeting of January 18, 2018, accept the Quality Steering Committee minutes of the meeting of February 14, 2018, accept the Finance Committee minutes of the meeting of February 21, 2018, and accept the MRH Foundation minutes of the meeting of January 22, 2018. Ayes, all. Motion carried.

Consent Agenda –Projects and equipment as recommended by Finance Committee.

OEC C-Arm Service Contract. This service contract supports the C-Arm that was previously approved for purchase. The equipment comes with a twelve month warranty and this service contract begins on month thirteen at a cost of \$13,872.00 per year for seven years. The Finance Committee recommended that the contract be forwarded to the Board of Trustees for final consideration.

MOTION 2018 – 10: Moved by Cathrine Blevins, seconded by Forrest Luke, That the Board of Trustees approve the OEC C-Arm Service Contract that begins on month thirteen at a cost of \$13,872.00 per year for seven years. Ayes, all. Motion carried.

Bank of Colorado (My Loans) AR contract. Denise Arola presented information on this contract for the purchase of patient’s accounts payable by utilizing loans from the Bank of Colorado. This would be an option for patients to extend their time to pay off their account up to five years at a rate of 10% for patients needing. This would provide a cash flow opportunity as MRH would no longer carry accounts. A lower interest rate is being requested. The Finance Committee recommended the contract be forwarded to the Board of Trustees for final approval.

MOTION 2018 – 11: Moved by Terry Carwile, seconded by Forrest Luke, That the Board of Trustees approve the Bank of Colorado contract known as My Loans. Ayes, all. Motion carried.

Medical Staff Privileges. Dr. Kristie Yarmer presented the privileges.

MOTION 2018 – 12: Moved by Don Myers, seconded by Cathrine Blevins, That the Board of Trustees approve the following privileges as reviewed and recommended by the Credentials Committee on February 1, 2018 and the Medical Executive Committee on February 7, 2018.

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

- **Raymattie Singh, MD-Hospitalist Medicine.** The committee reviewed the file for Dr. Singh and they unanimously recommended her appointment to the Provisional Provider Staff of The Memorial Hospital.

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

- **David Kaminski, MD-Emergency Medicine.** The committee reviewed the file for Dr. Kaminski and they unanimously recommended his appointment to the Associate Provider Staff of The Memorial Hospital.
- **Mary Wardrop, MD-Emergency Medicine.** The committee reviewed the file for Dr. Wardrop and they unanimously recommended her appointment to the Active Provider Staff of The Memorial Hospital.
- **Ananda Fine, MD- Neurology Tele-Medicine.** The committee reviewed the file for Dr. Fine and they unanimously recommended her appointment to the Associate Provider Staff of The Memorial Hospital.
- **Ray Bogitch, MD-Neurology Tele-Medicine.** The committee reviewed the file for Dr. Bogitch and they unanimously recommended his appointment to the Associate Provider Staff of The Memorial Hospital.

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

- **Christopher Fanale, MD-Neurology Tele-Medicine (by Proxy).** The Committee reviewed the file for Dr. Fanale and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Russell Bartt, MD- Neurology Tele Medicine (by Proxy)** The Committee reviewed the file for Dr. Bartt and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Ira Chang, MD-Neurology Tele-Medicine (by Proxy).** The Committee reviewed the file for Dr. Chang and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Byron Spencer, MD-Neurology Tele-Medicine (by Proxy).** The Committee reviewed the file for Dr. Spencer and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Jeffrey C. Wagner, MD-Neurology Tele-Medicine (by Proxy).** The Committee reviewed the file for Dr. Wagner and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Albert Krueger, MD-Emergency Medicine.** The Committee reviewed the file for Dr. Krueger and they unanimously recommended his reappointment to the Associate Provider Staff of The Memorial Hospital.
- **Russell Stagg, CRNA-Certified Registered Nurse Anesthetist.** The Committee reviewed the file for Russell Stagg and they unanimously recommended his reappointment to the Associate Non-Physician Provider Staff of The Memorial Hospital.

Ayes, all. Motion carried.

Approval of Hospice/Palliative Care Privilege Set. Dr. Kristie Yarmer presented these privileges. One of MRH's goals is to provide Hospice/Palliative services and this is the new

privileging set to address this area of care. Three of MRH's physicians will be privileged to care for Hospice/Palliative patients.

MOTION 2018 – 13: Moved by Forrest Luke, seconded by Terry Carwile, That the Board of Trustees approve the Hospice/Palliative Care Privilege Set. Ayes, all. Motion carried.

Medical Staff By-Laws, Fair Hearing Plan and Disruptive Physician Policy. The Medical Staff By-Laws, Fair Hearing Plan and Disruptive Physician Policy have been revised based on recommendations by the entire medical staff. Changes were recommended, presented to legal for review, and reviewed through Medical Executive Committee and Medical Staff.

MOTION 2018 – 14: Moved by Cathrine Blevins, seconded by Forrest Luke, That the Board of Trustees approve the Memorial Regional Health By-Laws, Fair Hearing Plan and Disruptive Physician Policy. Ayes, all. Motion carried.

Adoption of USDA Loan Resolution relating to indebtedness for the Medical Office Building. Andy Daniels presented this USDA resolution to the board.

MOTION 2018 – 15: Moved by Forrest Luke, seconded by Terry Carwile, That the Board of Trustees approve the USDA Loan Resolution authorizing and providing for the incurrence of indebtedness for the purpose of providing a portion of the cost of acquiring, constructing, enlarging, improving and/or extending its Medical Office Building. Ayes, all. Motion carried.

Adoption of USDA Amended Loan Resolution for Rural Development – Community Facilities Loan program. Andy Daniels presented this amended resolution to the board.

MOTION 2018 – 16: Moved by Cathrine Blevins, seconded by Forrest Luke, That the Board of Trustees approve the Amended Resolution adopted by the Memorial Hospital Board of Trustees for USDA Rural Development for authorized signers. Ayes, all. Motion carried.

January, 2018 Financial Report. Denise Arola presented the report.

Net income for January was approx. \$80k, above budget by \$87k. This exceeds last year's loss in January by \$173k.

Gross patient revenue for January was \$7.2m which was slightly below budget by \$170K. Net patient revenue was above budget by approximately \$51 k for January. Compared to 2017, Net patient revenue was \$800k higher in 2018.

January's expenses were under budget by \$86k. Labor cost were \$13k over budget as a result of higher professional fees and contract labor. Miscellaneous expense was higher than budget as a result of the Colorado Redistribution Fee for the Medicaid Supplemental Payment. Physician Recruitment was higher in January than expected.

Inpatient volumes and Patient Days were overall below budget. Surgeries and scopes were at 124, 11 above budget. Clinic visits were under budget in January but the highest volumes in the last 24 months, ED, Lab, Diagnostic Imaging and PT were all above budget for January.

CEO Monthly Report. Andy Daniels, CEO, presented the report for – February 2018.

- 1. Complete the implementation of retail pharmacy and take advantage of 340B retail program:** Estimated Completion Date: December 31, 2017

- February-2018 Update:** Goal complete.
2. **Complete process of seeking out funding opportunities and approval to build needed clinical and operational space (i.e. New MOB):** Estimated Completion Date: December 31, 2017
February-2018 Update: Goal complete.
 3. **Complete implementation of ISO9001:2015 Quality Management System AND achieve ISO-9001 Certification!** Estimated Completion Date: August 31, 2018
February-2018 Update: We have confirmed schedule of our unannounced survey. Plans of Service (Department plans that mirror our organization goals) in-service will be completed at the next managers' meeting by Zach Johnson/Team. Document Control Team has designated March 2, 2018 for a sweep of all facilities to dispose of paper forms, followed by elimination of electronic forms not in MRHDocs (our on-line repository for documents). This is an announced activity. There will be 8 staff who conduct this sweep. Each department will be swept twice on March 2, 2018. This activity will be repeated and be unannounced one week later.
 4. **Complete the set-up of a Federally Qualified Health Center (FQHC) Look-Alike Center.** Estimated Completion Date: June 30, 2018
February-2018 Update: Goal tabled.
 5. **Complete Home Health & Hospice Implementation.** Estimated Completion Date: March 31, 2018
February-2018 Update: 855A is submitted and in review status. ACHC (Accreditation Commission for Health Care) survey application has been completed. Hospice has a census of 4 and is awaiting the 5th admission. In order for ACHC to come and complete our survey, our 855A must be processed and forwarded to the state and CMS regional office. We have to have provided care to a minimum of 5 patients with 3-4 on active census.
 6. **Obtain interim construction financing, bid and begin construction of the new Medical Office building.** Estimated Completion Date: March 31, 2018
February-2018 Update: Bond documents were distributed on 2/12/18 for review by hospital counsel, Office of General Counsel and Moffat County Attorney. We expect the review to be completed on or around 3/13/18. Since the new documents will run in "parody" with the existing documents, we do not expect much comment or change. We will be requesting that the Moffat County Commissioners consent via resolution to allow us to proceed with additional indebtedness. It is looking like for interim construction financing we will have a deal that will allow us to pay interest only as we draw-down payments which will save us significant interest expense. Final site plan approval will miss the February City of Craig building and zoning, so it will go in March. As usual, we are pushing but remaining confident that we will be able to break ground as planned on April 2nd, 2018.
 7. **Analyze, propose and adopt solutions to correct technical and community perception of billing as it relates to billing clarity, accuracy and timeliness of services.** Estimated Completion Date: July 31, 2018
February-2018 Update: We met with each section of each department of the revenue cycle looking at identified issues and compiled a list. On January 29th our Patient Billing Advocate Service went live. The new primary staff member, Anastasia Barnes, is trained and currently seeing patients with questions. She's located in the

glass office in the main lobby. Marketing has started in the paper, on Facebook, in our Living Well magazine, and in our Employee Newsletter. We are printing rack cards for displays, and we are putting information in the discharge packets. We met with each department staff that make up the “revenue cycle” to gather all known issues. From this list we are prioritizing easy fixes, and we work through the technical side of the systems. IT has been researching technology options to help us combine our billing into one system. We are attempting to complete a project plan (at least at a high level) by March which includes targets for bringing the business office back into the organization.

7. **With the exception of emergencies, eliminate the use of locums physician coverage beginning with the emergency department.** Estimated Completion Date: August 31, 2018
February-2018 Update: Nothing new to report, waiting for new providers to start as planned.
8. **Explore, develop and then propose a level 2 nursery service at MRH. If approved, implement.** Estimated Completion Date: October 31, 2018
February-2018 Update: Dr. Yarmer, Dr. Sullivan and Dr. Kipe have agreed to provide Curosurf (Surfactant) in the nursery. We are currently investigating a program with Rocky Mountain Hospital for Children. They offer education very similar to the University of Utah. It would allow us to focus our Obstetrical (OB) Nurses and our Respiratory Therapists (RT) to become comfortable with the process. Our current limiting factor is that our RTs will need to be trained and competent on working with pediatric patients.
9. **Develop a beginning population health plan that is fiscally responsible with the goal of identifying high cost patients in target area and implementing a structured chronic disease management program.** Estimated Completion Date: July 31, 2018
February-2018 Update: I am starting to describe this goal as “eating a elephant”, but we love a challenge. We have lots of “little piecies” that belong with population health. For example, this month our ACO coordinator, (accountable care organization) Aimee Haskins met with two high cost users of the ED that have underlying social issues. I had the opportunity to sit with Aimee during one of the interventions. We have a patient that is a frequent user of the ED because they are essentially “lonely.” I sat as he worked with his counsellor to try to develop a plan for him to put his efforts toward something constructive to avoid constantly calling 911 for services. In working with Paula, we want to take a strategy of focusing on our own employees that are high consumers of our own services, work with chronic conditions in our clinics, and then move out into the community. If you read the Administrative Topic of the Week for 2/12/18, it highlighted this strategy.
10. **Mental Health: Phase I: Explore additional collaboration with existing entities for “crisis management,” and integrate ongoing behavioral health into primary care clinics. Investigate all possible concepts to use “surplus beds” for inpatient mental health services in Moffat County while making the entire program breakeven or better for the organization.** Estimated Completion Date: April 30, 2018
February-2018 Update: An additional application has been submitted to the HRSA (Health Resources and Services Agency) grant system from the Rural Health Development Network. This grant will provide supplemental monies for interagency

collaboration. The Rural Healthcare Outreach Program grant application is pending with notification of success/failure due in April 2018. If these grants are successful, the money will allow us to put in a peer support model for high risk suicide and substance abuse patients. **Telepsych services:** we have not received the program proposal from MindSprings and have given them until Feb 28, 2018 to submit. The other two proposals are from ReGroup Telehealth and FASPsych Telepsychiatry. Lyric Wood, LCSW, is providing services to hospice cases in the MRH Home Health/Hospice Program, and has visited with families of patients in the hospital who are considering hospice.

11. Analyze, propose and, if approved, implement strategic price initiatives in the following three areas: Labs, Imaging and “Scopes” with a focus on process improvement and internal cost reductions. Estimated Completion Dates:

- Lab – February 28, 2018
- Radiology – August 31, 2018
- Scopes – May 31, 2018

February-2018 Update:

Radiology: We truly are getting “killed” by our imaging pricing. As I explained prior, this is something that I do not believe we can “just change” without working to increase net revenue through some of our other expanding programs. We have the ability legally to take a 100% pre-payment for imaging services, but cannot advertise this, so the patient has to approach us. In addition, we cannot send the charge through their insurance, so it does count toward someone’s deductible. We had two such events this past month – we did both MRI’s to avoid having the customer leave our area for the front range.

Scopes: We understand now why we seem to be not at competitive for scopes in the market. We charge it like any other surgery (utilization of OR time, etc.) where others are starting to charge it as a bundled flat charge. We are working on that analysis to see what we can do.

12. Enhance the following service lines by re-structuring and adding the necessary components to offer a fuller and profitable pain management, wound care and sleep center service program(s).

Estimated Completion Dates:

- Pain Management – June 30, 2018
- Wound Care – January 31, 2018
- Sleep – February 28, 2018

February-2018 Update:

Wound Care: A second nurse has been hired for General Surgery to allow Denise Huff more time for Wound Care patients and procedures. Additionally, Dr. Miller the general surgeon who has accepted our offer, has extensive experience with wound care. We had 31 Wound Care Patients in January.

Pain Management: We have determined that we can bill for the care management of chronic pain patients. We have identified a nurse who will assume the role of care manager/coordinator. We are also putting together a group to evaluate what our organization’s pain policies should be. We will look at the prescriptive behavior of providers, and provide education and resources to assist with these patients. We really need to find a doctor or mid-level that can specialize in pain, and link this service with our CRNA’s, etc.

Sleep: Our contract with Mobile Sleep expired on 01-31-18. In January we had 6 patients, or February we have 15. We are still a month out on being able to accept more patients – our first date is March 19th, 2018. We need to continue to ramp up to reduce this wait. We would like to start marketing, but need to be sure we can handle the capacity.

13. Additional Recruiting (not contained within another goal): ENT – surgical and allergies, Spine Orthopedics – surgical (either full or shared), Internal Medicine – Clinic

Estimated Completion Date:

- ENT – December 31, 2018
- Spine Ortho – September 30, 2018
- IM – September 30, 2018

February-2018 Update:

ENT: We have a candidate scheduled for March 15th & 16th to be on site. He has had initial conversations with our surgery department and the candidate sounds promising.

General Surgery: Dr. Miller has tentatively accepted, and we may have her contract for approval at the board meeting. Her intended started date is June 5th, 2018. She has already started her Colorado License Application and is currently looking for a home in the area.

Pediatrics: The candidate did not come as planned on 1/26/18. He had some personal issues and asked to delay the visit until the end of February or first part of March. We have identified a second potential candidate and are in the process of screening.

14. Pursue “Microexpansion” in Hayden, Baggs & Mobile Clinic. Develop plans, financial proformas and, if approved, implement. Note – (one not all – TBD)

Financial Analysis – Estimated Completion Date: March 31, 2018

February-2018 Update: Based on the pro-forma and our average payor mix, we need to see approximately 20 patients per month (10 per visit) in the Dionosuar clinic to make this a break-even endeavor. Any additional upstream labs or scripts filled will be incremental revenue as were not included in the pro-forma. Dr. LeBlanc is also open to going over to this clinic if we desire to try to capture some sports medicine or orthopaedic work and bring it back to Craig. We may explore this option. We have started painting and cleaning up the building. Signage is ordered

15. Explore possible joint ventures, affiliation agreements and other legal structures to add, expand and participate in the expansion of healthcare services in a “win-win” format. If approved, pursue and implement. Estimated Completion Date: Ongoing.

February-2018 Update: The breezeway demo between 785 Russell and 745 Russell was completed the week of 2/2/18. The buildings are now fully disconnected. We have returned our portion of the the enviromental study and await the closing process. I will try to get an update from USDA on NWCH’s progress before the board meeting.

16. Develop, establish and implement a strategic succession plan for the organization. Estimated Completion Dates: July 31, 2018

February-2018 Update: We have narrowed our critical people and positions list, but our agenda during our dinner in February meeting is pretty full (annual business issues, etc). I will wait until our March dinner meeting to present our results to the board.

17. Develop, propose, adopt and begin “a housing solution” for support services.

Estimated Completion Dates: July 31, 2018

February-2018 Update: Our new Director of Population Health (also an architect) has agreed to help us conduct the first round of user group meetings. This will save us money with the architect. I will need approval in March to expend funds with our architect firm to complete a third-floor design since this is out-of-scope for the initial USDA project.

18. Report other major operational items to the board.

February-2018 Update:

Allevant “Swing-bed” Program: Dr. Lindsay (Medical Director for the program) was on site in January. He had many wonderful things to say about our facility, and all of the supporting departments to care for our patients. We met on 02/15/18 with the Director of Clinical Services to develop an educational plan for staff. Most importantly, we received our first Allevant patient on 02/12/18. She is a fantastic individual that had a stroke. She is very motivated to get stronger and go home. She is a long time resident of Craig, one of our own, and it wonderful for her and her family to be able to recover locally!

Denise Arola: Denise has decided to retire mid-year. While I have regrettably accepted her resignation, we wish her well as she and Sid take the next step in their life together. We have started a search using a search firm (Leaders4Today), and will be inviting board members to participate in interviews and provide feedback.

2017 Audit: Auditors were on-site for a second visit the week of 2/12/18. We are targeting the month of March to complete our cost report, and hopefully present the final audit to the board in April, 2018. So far the audit appears to be going well.

P.I.E “Provider Information Exchange”: This year we are hosting at least quarterly a social gathering with providers. We actually started this last-year in December and held the first one 12/5/17. It was well attended. The next event will be in March close to National Doctor’s Day (March 30th).

Parking: Parking will be very limited during construction of the MOB. We have put together an alternative parking strategy and started communicating out same. We are cancelling any reservations for space for off-campus groups during construction. They have been notified. As we get closer, we will publish more information for the community.

Upcoming Events:

- **Ribbon Cutting at Rapid Care: March 15th, 2018.** Please plan to attend! 4:00 PM to 7:00 PM – ribbon cutting followed by community tours. Clinic opens for business March 19th.

- **Dinosaur Clinic:** Open for business - April 4th, 2018.
- **New Medical Office Building:** Ground breaking – April 2nd, 2018.
- **March into Health Community Health Fair:** Blood draws all during the month of March and Annual Health Fair to be April 14th at CNCC. All Board of Trustees invited to participate – we will send you out an invitation – these labs are at no cost to you.

Pharmacy Spend: Below is a chart showing where our employees spend for pharmacy in the month of January 2018. Hopefully our employees will continue to shift their medication usage to our own pharmacy.

Pharmacy Name	Pharmacy Locale	Util	Rx	ICP
COMMUNITY PHARMACY AT MEMORIAL REGIONAL HEALTH	CRAIG, CO	79	163	\$8,439.44
WALGREENS	CRAIG, CO	32	88	\$6,288.21
WALMART PHARMACY 10-4377	CRAIG, CO	32	67	\$2,533.38
CITY MARKET PHARMACY	CRAIG, CO	26	43	\$1,208.12

Medicaid Backlog: We finally received our billing numbers for Colorado Medicaid and our back-date authorization for our Rural Health Clinics. We should now be able to clear out a large chunk of Medicaid A/R and start dropping claims for payment.

The board to a short break at 7:15 p.m.

Executive Session. At 7:30 p.m. the board entered into Executive Session.

MOTION 2018 – 17: Moved by Don Myers, seconded by Terry Carwile, That the Board of Trustees enter Executive Session for the purpose of reviewing matters of negotiation pursuant to C.R.S. § 24-6-402(4)(e), and Executive Session for the purpose of reviewing personnel matters pursuant to C.R.S. § 24-6-402(4)(f), Physician Contract. Ayes, all. Motion carried.

Approval of Physician Contract for Dana Miller, MD, General Surgeon.

MOTION 2018 – 18: Moved by Terry Carwile, Seconded by Forrest Luke, That the Board of Trustees approve the contract for Dana Miller, MD, General Surgeon. Ayes, all. Motion carried.

Adjournment. The meeting was adjourned at 7:50 p.m.

Respectfully submitted,

Julie Hanna

Julie Hanna

Executive Assistant and Recorder