



February 22, 2024 MRH Board of Trustees Meeting Minutes Education at 5:00 p.m., Regular Meeting at 6:00 p.m.

Education Session. BoardEffect Orientation by Carrie Forrester. Ms. Forrester presented BoardEffect use and organization to the board members. This is the board meeting software that will be used going forward by the board.

Update on emergency generator project. Power was transferred today to the temporary back up generator thanks to the facilities department, and especially Clint Jantz for his expertise.

Good News. E.J. Bunk (name used with permission) told board of trustee's member Steve Hilley of the many good things about his care in the hospital. He was an inpatient for three days and around every turn it was a meaningful experience.

Denise Arola was traveling on an airplane and set next to woman from Steamboat who said she loved our hospital.

6:00 p.m. Call to Order Denise Arola, Chair, called the meeting to order at 6:00 p.m.

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

Staff Present: Dr. Linda Couillard (VIA ZOOM), Dr. Matthew Grzegozewski (VIA ZOOM), Kendra Peyton; Clint Jantz, Rebecca Forney, Brittany Johnson, Kyle Miller, and Julie Hanna.

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

Partner Updates.

City Council Representative. Randy Looper

Things from the public. Rumors that bus loads of immigrants coming to Craig is not happening. There have been investigations and nothing has been found. The county is having an immigration workshop next week.

8th Street Development. Contrary to how it looks the tresses at the site are being built there and will be lifted up on top of the boxes to be set in place. No underground buildings are going to be built.

City Workshop. The city will be having a liquor license workshop because state inspections and city rules are different concerning state fines for violations.

Street lights. The city has hired a firm to do an audit of street lights and poles to study the feasibility of owning them as opposed to paying for service maintenance to CDOT.

State of Community. Thanks to Jennifer Riley for doing a great job. There were over 150 attendees and all the information was well received.

Craig Chamber of Commerce. The Yampa Building is on the historic registry and the board has submitted a grant in the amount of \$300,000 for roof replacement.

Police The city is in the process of trying to find more police vehicles because of being fully

staffed. To get them locally takes two to three years; from a supplier in Georgia about two months for purchasing and outfitting.

Review of Agenda.

MOTION 2024-13, Moved by Roger Richmond, seconded by Dr. Kelly Hepworth, That the Board of Trustees approve the agenda as presented. Ayes, all. Motion carried.

2024 Calendar. Jennifer Riley, CEO. The March 2024 Calendar was reviewed and accepted by the board.

Board Member Visitation Reports. John Ponikvar visited with Eva Peroulis, Director of the MRH Foundation, and Tracy Dierksen, who is MRH's newly employed LCSW.

MRH Foundation. The foundation is all about, and dedicated to, creating connections in the community, and encouraging people to have buy in to the hospital letting the community feel that - "This is my hospital". The list of the foundation's projects in support of the hospital is long and includes purchasing a new ultra sound machine for the ER, a new ventilator, books for Pediatric Patients, glide scopes for the ambulances, and funds for workforce development. Recently, the foundation rolled out a program for MRH employees to contribute to the foundation called the "Power of Five" which will be the topic of our March afternoon meeting.

Licensed Clinic Social Worker. John met with Tracy Dierksen who is a recent addition to MRH, and is an LCSW who is working with ER patients and those on the floor. We can be really proud of MRH for being proactive in dealing with people that present with mental health issues, addictions, violence, and family violence. Rural America has even more challenges. Tracy has a unique set of skills and life experiences that make her perfect for this job. She is a registered nurse, Licensed Clinical Social Worker, and is Certified in Crisis Prevention and Intervention. Tracy will be a huge asset to MRH and our community as she develops programs to benefit those in need of services.

Board Member Visitation Report. Denise Arola visited with Paula Belcher about Population Health and attended a staff meeting of the department. Services are diverse and include coordinating and helping people with social services in addition to medical services. Before this meeting Denise was unsure about what Population Health does for our community. Now she has learned!

Consent Agenda - Meeting Minutes.

MOTION 2024 -14: Moved by Amy Updike, seconded by Steve Hilley, That the Board of Trustees approve the 12-21-2023 MRH Board of Trustees Meeting Minutes; the 1-9-2024 MRH Board of Trustees Special Meeting Minutes; the 1-22-2024 MRH Board of Trustees Special Meeting Minutes; and the 1-25-2024 MRH Board of Trustees Meeting Minutes as amended. Ayes, all. Motion carried.

MOTION 2024-15: Moved by Amy Updike, seconded by John Ponikvar, That the Board of Trustees accept the 12-18-2023 Finance Committee Minutes; the 1-22-2024 Finance Committee Minutes; the 2-19-2024 Finance Committee Minutes; the 1-10-2024 Quality Steering Committee Minutes; and the 2-14-2024 Quality Steering Committee Minutes. Ayes, all. Motion carried.

1-31-2024 MRH Financial and Statistical Report, and Capital Purchase Summary. Brittany Johnson.

Income Statement

Gross revenue for the month of January was at \$11.7m (Column A, Line 4) compared to a budget of \$11.5m. Prior year gross revenue was \$10.1m. Net Patient Revenue was \$6.3m (Column A, Line 10) for January on a budget of \$5.9m and prior year at \$5.1m.

Expenses: Contract labor is at 8 current travelers (column A, line 18). Total expenses for the month were at \$5.7m (column A, line 33) compared to a budget of \$1.1m. Our donation to ACTSS (previously OHA) of \$100k was included in January's expenses.

Gain/Loss on Investment (column A, line 39)- Community Clinics loss for the month was (\$192k) in total, (\$131k) was from EMS, (\$4k) from HH&H, and (\$57k) from OHA.

The net income for January was \$454k on a budget of (\$763k). Prior year was at a net loss of (\$794k).

Balance Sheet

Operating cash for the month is at \$5.3m (column A, line 1) which is up from prior month at \$5.1m. We also have \$1m in investments (Column A, Line 2) with LPL Financial.

Under Limited Use Assets (column A, line 17), we have \$2.5m reserved for future cost reports. On column A, line 18 we have \$2.7m that we have self-reserved for future capital purchases.

Days in AR

Days in AR is at 69 days for January. We have a formal action plan with our billing company, Firstsource, to reduce AR and improve processes.

Days Cash on Hand

Days cash on hand is at 36.8 days, which is up from prior month of 35.2 days. We also have 30.2 additional days of cash on hand in self-restricted accounts for a total of 67.0 days.

Total Profit Margin (TPM)

Our TPM for the month is at 3.9%. Our 12-month average is 2.2%.

Projects and Capital Purchases as recommended by the Finance Committee.

Cisco Phone System. Brittany Johnson presented this request. This is leased equipment consisting of a Cisco server and switch, forty-three Cisco phones and licenses, and other miscellaneous equipment for the new phone system implementation that occurred in June 2018. There were two other leases on this contract which were capital leases and have since ended. This lease is, however, an operating lease, and there are three options to end this lease. The Finance Committee reviewed three options and recommended Option #3 which would be to buy out the lease at a cost of \$35,856.20. IT believes the equipment has four to five years left on the system. The Finance Committee recommended the request be forwarded to the Board of Trustees meeting for consideration.

MOTION 2024:16 – Moved by John Ponikvar, seconded by Amy Udike, That the Board of Trustees approve payment to AV Tech for the Cisco Phone System in the amount of \$35,856.20 for the payoff of this lease. Ayes, all. Motion carried.

EVS Floor Scrubber. Kendra Peyton presented this purchase for a floor scrubber. It is

replacing an older of piece of equipment that has a very short-lasting battery requiring maintenance, and is very loud. This will be the same machine as was previously purchased last year with a lithium ion battery that is not costlier, and does not require maintenance. Same scrubber, same parts, same training for staff. This was budgeted for 2024. The old one is being relegated to the 3rd floor for use by facilities to control dust. The Finance Committee recommended the request be forwarded to the Board of Trustees meeting for consideration.

MOTION 2024 – 17: Moved by Amy Updike, seconded by Roger Richmond, That the Board of Trustees approve the purchase of the Southeastern Equipment floor scrubber in the amount of \$9,795.69. Ayes, all. Motion carried.

Contracts - None at this time.

Consent Agenda - Medical Staff Privileges. Dr. Matthew Grzegozewski presented the privileges.

MOTION 2024 – 18: Moved by Dr. Kelly Hepworth, seconded by Amy Updike, 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:

- **Brent Jacobson, DO – Radiology.** The committees reviewed and approved the application and file for Dr. Jacobson, and they recommend his appointment to the Provisional Staff of The Memorial Hospital at Craig for a term of one year.

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

- **Lorenz Ramseyer, MD – Radiology.** The committees reviewed and approved the application and file for Dr. Ramseyer and they recommend his appointment to the Associate Staff of The Memorial Hospital at Craig for a term of three years.

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

- **Trey Gorham, DNP, CRNA, NSPM-C – Certified Registered Nurse Anesthetist and Clinical Pain Management.** The committees reviewed and approved the application and file for Mr. Gorham and they recommend his reappointment to the Non-Physician Medical Staff of The Memorial Hospital at Craig for a term of two years.
- **Chelsea Pluta, DO – Tele-Psychiatry (Proxy).** The committees reviewed and approved the application and file for Dr. Pluta and they recommend her reappointment to the Associate Staff of The Memorial Hospital at Craig for a term of three years.
- **Suzanne Newman, MD – Tele-Psychiatry (Proxy).** The committees reviewed and approved the application and file for Dr. Newman and they recommend her reappointment to the Associate Staff of The Memorial Hospital at Craig for a term of three years.
- **Jeffrey Wagner, MD – Tele-Neurology (Proxy).** The committees reviewed and approved the application and file for Dr. Wagner and they recommend his reappointment to the Associate Staff of The Memorial Hospital at Craig for a term of three years.

Ayes, all. Motion carried.

Board of Trustees Annual Review of Policies. Denise Arola, Chair, presented the policies for annual review and approval.

Capital Authorization Policy.

MOTION 2024-19: Moved by Amy Updike, seconded by Dr. Allan Reishus, That the Board approve this policy as presented that sets the limit for acquisition approval at \$5,000. Ayes, all. Motion carried.

Colorado End of Life Options Act Policy. This act was approved by the state of Colorado regarding a change in Colorado law. Following that change, hospitals were required to have a policy in place. It was the decision of this board that the hospital does not participate in any end of life decisions. There are no proposed changes to the policy.

MOTION 2024-20: Moved by Amy Updike, seconded by Roger Richmond, That the Board approve the Colorado End of Life Options Act Policy as presented. Ayes, all. Motion carried.

Conflict of Interest Policy. This policy focuses on board of trustee's members possible conflicts of interest. There were no changes to the present policy.

MOTION 2024-21: Moved by Dr. Allan Reishus, seconded by Roger Richmond, That the Board approve the Conflict of Interest policy as presented. Ayes, all. Motion carried.

Board of Trustees By-Laws. Most of the proposed changes are legislative. Dr. Allan Reishus pointed out an edit correction on paragraph 2.4.

MOTION 2024-22: Moved by Amy Updike, seconded by Dr. Allan Reishus, That the Board approve the MRH Board of Trustees By-Laws as amended by legal and the edit in paragraph 2.4. Ayes, all. Motion carried.

Patient Care Policy and Procedures. This policy speaks to patient care policies and procedures, and is required for accreditation by DNV. Some minor changes were made.

MOTION 2024-23: Moved by Roger Richmond, seconded by Steve Hilley, That the Board approve the Patient Care Policies and Procedures as amended. Ayes, all. Motion carried.

Governance Policy. There were very minor changes in verbiage, nothing substantive.

MOTION 2024-24: Moved by Amy Updike, seconded by Dr. Allan Reishus, That the Board approve the Governance Policy as amended. Ayes, all. Motion carried.

Investment Policy. This policy has been changed from administration to the Board of Trustees because any investments must be approved by the board. Legal has also reviewed the policy. Since MRH is a political subdivision of Moffat County, MRH is subject to Colorado statutes defining how public funds can be invested. This policy complies with those statutes.

MOTION 2024-25: Moved by Steve Hilley, seconded by Dr. Kelly Hepworth, That the Board

approve the Investment Policy as presented. Ayes, all. Motion carried.

Medical Staff Fair Hearing Policy. This policy has not been reviewed since 2018. It has now been reviewed by legal and approved by the Medical Staff. The Board of Trustees is also required to approve. Dr. Allan Reishus commented on his review of the policy. Jennifer Riley noted that there is similar language in both the policy and each employed provider's contract. The Medical Staff has reviewed and approved the policy.

MOTION 2024-26: Moved by Roger Richmond, seconded by Amy Updike, That the Board approve the Medical Staff Fair Hearing Policy as amended by legal. Ayes, all. Motion carried.

Medical Staff Rules and Regulations Policy. This policy has been reviewed by both the Medical Staff and legal.

MOTION 2024-27: Moved by Steve Hilley, seconded by Roger Richmond, That the Board approve the Rules and Regulations Policy as presented. Ayes, all. Motion carried.

Operations Policy. Changes to the policy as reviewed by the Governance Committee are: HUD requirements have been deleted; the debt to service ratio changed to the USDA requirement; and verbiage changes to establish the capital fund in general. Additionally, there were sever formatting and title changes.

MOTION 2024-28: Moved by Amy Updike, seconded by Dr. Allan Reishus, That the Board approve the Operations Policy as presented with the changes. Ayes, all. Motion carried.

Facilities Visitation Policy. There were no changes to this policy which mirrors the MRH Board of Trustees By-Laws and state statutes.

MOTION 2024-29: Moved by Dr. Allan Reishus, seconded by John Ponikvar, That the Board approve the Facilities Visitation Policy as presented. Ayes, all. Motion carried.

Ethical and Legal Compliance Policy. There were no changes to this policy.

MOTION 2024-30: Moved by Steve Hilley, seconded by John Ponikvar, That the Board approve the Ethical and Legal Compliance Policy as presented. Ayes, all. Motion carried.

Oath of office. The board reviewed the Oath of Office and it was accepted as presented.

Colorado Open Records Act Policy and Request Form. There are no changes to this policy and form, except that it will be placed into policy format.

MOTION 2024-30: Moved by Amy Updike, seconded by Roger Richmond, That the Board approve the **Colorado Open Records Act Policy and Request Form** in policy format. Ayes, all. Motion carried.

Pledge and Code of Conduct. The board reviewed the Pledge and Code of Conduct and it was accepted as presented.

Medical Staff By-Laws. The Medical staff By-Laws are in legal review and will be brought

back to the Board of Trustees when that is accomplished.

Dr. Allan Reishus commended Roger Richmond and Denise Arola, the members of the Governance Committee, for this extensive review of all the board policies.

2024 Board of Trustees Committee Appointments. The following board appointments were made:

COMMITTEE	2024
BOARD OF TRUSTEES (3 officers)	DENISE AROLA, CHAIR DR. ALLAN REISHUS, VICE CHAIR AMY UPDIKE, SECRETARY/TREASURER
CREDENTIALS (1-member, 1 alt)	NO APPOINTMENTS AT THIS TIME.
FINANCE (Sec/Treas. Is chair, 2 members)	AMY UPDIKE, CHAIR JOHN PONIKVAR, MEMBER
QUALITY STEERING	STEVE HILLEY, CHAIR DENISE AROLA, MEMBER
MRH FOUNDATION (1 member/1 alt)	ALLAN REISHUS, LIAISON KELLY HEPWORTH, ALTERNATE
MEDICAL STAFF LIAISON	STEVE HILLEY, LIAISON AMY UPDIKE, ALTERNATE
BOARD DEVELOPMENT/EDUCATION BY-LAW REVIEW	COMBINED WITH GOVERNANCE COMMITTEE
GOVERNANCE COMMITTEE	JOHN PONIKVAR ROGER RICHMOND

Reports Clinics, Jennifer Riley, CEO, presented the Clinic census for January. She noted that pain management in the clinic and surgical services volume is up. Pain management is growing more quickly than anticipated.

At 7:30 p.m. the board adjourned to Executive Session.

MOTION 2024-31: Moved by Amy Updike, seconded by Steve Hilley, That the Board of Trustees adjourn to Executive Session for determining positions concerning matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators in connection with physician recruitment pursuant to C.R.S. § 24-6-402(4)(e)(I). The executive session is not attorney-client privileged and will therefore be recorded.

At 8:00 p.m. the board returned to Regular Session.

MOTION 2024-31: Moved by Amy Updike, seconded by Roger Richmond, That the Board of Trustees approved the proposal for determining positions concerning matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators in connection with physician recruitment pursuant to C.R.S. § 24-6-402(4)(e)(I); and to make the additional incentive for recruitment to meet the community need. Ayes, all. Motion carried.

Adjournment. The meeting was adjourned at 8:15 p.m.

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