

**BOARD OF TRUSTEES MEETING MINUTES**  
**Thursday, February 23, 2023, Board Room/ZOOM, 6:00 p.m.**

**5:00 p.m. Board of Trustees Education/Dinner.** Sherman Romney, Medical Staff Coordinator, gave a presentation on the credentialing process

**6:00 p.m. Board of Trustees Regular Meeting.**

**Call to Order.** The meeting was called to order by Dr. Kelly Hepworth, Chair.

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

**Staff Present:** Jennifer Riley, Brittany Johnson, Rebecca Forney, Kristine Cooper, Dr. Jeff Womble, Carol Bolt, Dr. Matthew Grzegozewski (Via Zoom), Dr. Linda Couillard (VIA Zoom), Dr. Elise Sullivan (VIA Zoom), Sheli Steele (VIA Zoom), Todd Jourgensen, and Julie Hanna.

**Guests Present:** Melody Villard (via Zoom), and Eli Pace (VIA Zoom.)

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

CEO Jennifer Riley spoke to the board concerning the Emergency incidents on Tuesday, February 21 that included weather issues, critically ill ED patients, and an MVA. All put a strain on the department. The Trauma Team was utilized, and examined all avenues of care and transport as flights were grounded because of weather. The ED physician, Dr. DiLorenzo, managed everything with exceptional support from the entire team.

**Agenda Review.**

**MOTION 2023 – 13:** Moved by Amy Updike, seconded by Roger Richmond, That Agenda Items F, 5 – 9, be postponed to allow the board further review. Ayes, all. Motion carried.

**March, 2023 Calendar.** The calendar was reviewed by the board. The Quality Steering Committee will move forward from a ZOOM meeting to hybrid meeting.

**Board Member Visitation Report.** Dr. Allan Reishus visited with Brittany Johnson, CFO, regarding the Nichols fund. He also met with Meghan Francone, Executive Director, and Jamie Fraipont, Grant Writer, of Open Heart Advocates. OHA's mission is to assist with those in crisis for assault and suicide, mental health issues, and human trafficking.

**Annual Reorganization of the Board of Trustees.**

**2023 Board of Trustees Pledge.** Each of the board members reviewed and signed the pledge which was placed on file for 2023.

**2023-2024 Board Member Election of Officers:** Chair, Vice Chair, Secretary/Treasurer.

**MOTION 2023-14:** Moved by Roger Richmond, seconded by Steve Hilley, That Denise Arola be nominated as Chairperson to take up the gavel with an affirmative vote. Roll Call Vote: Dr. Kelly Hepworth, Aye; Denise Arola,, Aye; Dr. Allan Reishus, Aye; Steve Hilley, Aye; John Ponikvar, Aye; and Roger Richmond, Aye. Ayes, all. Motion carried.

**MOTION 2023-15:** Moved by Roger Richmond, seconded by Dr. Kelly Hepworth, That Dr. Allan Reishus be nominated as Vice Chair. Roll Call Vote: Dr. Kelly Hepworth, Aye; Denise Arola,, Aye; Dr. Allan Reishus, Aye; Steve Hilley, Aye; John Ponikvar, Aye; and Roger Richmond, Aye. Ayes, all. Motion carried.

**MOTION 2023-16:** Moved by Dr. Allan Reishus, seconded by Dr. Kelly Hepworth, That Amy Updike be nominated as Secretary/Treasurer. Roll Call Vote: Dr. Kelly Hepworth, Aye; Denise Arola,, Aye; Dr. Allan Reishus, Aye; Steve Hilley, Aye; John Ponikvar, Aye; and Roger Richmond, Aye. Ayes, all. Motion carried.

2023 Appointment of Board Member Committees/Liaison Assignments. Committee appointments were made as follows:

COMMITTEE	2023
<b>BOARD OF TRUSTEES</b> (3 officers)	DENISE AROLA, CHAIR DR. ALLAN REISHUS, VICE CHAIR AMY UPDIKE, SECRETARY/TREASURER
<b>CREDENTIALS</b> (1 member, 1 alt)	DR. ALLAN REISHUS, LIAISON DR. KELLY HEPWORTH, ALTERNATE
<b>FINANCE</b> (Sec/Treas. Is chair, 2 members)	AMY UPDIKE, CHAIR JOHN PONIKVAR, MEMBER
<b>QUALITY STEERING</b>	JOHN POINKVAR, MEMBER STEVE HILLEY, MEMBER
<b>MRH FOUNDATION</b> (1 member/1 alt)	DENISE AROLA, LIAISON KELLY HEPWORTH, ALTERNATE
<b>MEDICAL STAFF LIAISON</b>	STEVE HILLEY, LIAISON AMY UPDIKE, ALTERNATE
<b>BOARD DEVEVELOPMENT/EDUCATION BY-LAW REVIEW</b>	ROGER RICHMOND, LIAISON AMY UPDIKE, ALTERNATE

**2023 MRH Board of Trustees Meeting Official Notice Places.**

**MOTION 2023-17:** Moved by Dr. Allan Reishus, Seconded by Amy Updike, That the Board of Trustees approve the Meeting Official Notice Places: Notices of the Board of Trustees meetings will be posted on three official sites: Front foyer of the hospital, the hospital website, and at the Moffat County Court House. Ayes, all. Motion carried.

**Consent Agenda – Meeting Minutes**

**MOTION 2023 – 18:** Moved by John Ponikvar, seconded by Amy Updike, That the Board of Trustees approve the MRH Board of Trustees Meeting Minutes for 1-26-2023; accept the MRH

Finance Committee Meeting Minutes for 1-20-2023; and accept the Quality Steering Committee Meeting Minutes for 2-8-2023. Ayes, all. Motion carried.

**Projects and Capital Purchases (as recommended by Finance Committee on 2-20-2023).**

**Fiju Film Sonosite Ultrasound Machine for ED.** Becky Forney presented this request for a Fuji Film Sonosite Ultrasound Machine at a cost of \$46,112.00 including a five year warranty. The department's older equipment is now at end of life. The equipment is budgeted for 2023 at \$46,112. The cost of the machine will be funded approximately as follows: Donations \$18,000, El Pomar Grant for \$23,000, Trade in of old machine \$8K, and additional MRH Auxiliary funds if needed. The Finance Committee recommended this item be forwarded to the board.

**MOTION 2023 – 19:** Moved by John Ponikvar, seconded by Roger Richmond, That the Board of Trustees approve the purchase of the Fiju Film Sonosite Ultrasound Machine for the ED at a cost of \$46,112.00. Ayes, all. Motion carried.

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

**MOTION 2023 – 20:** Moved by Amy Updike, seconded by Dr. Kelly Hepworth, That the following privileges be approved 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:

- **Nicholas Dickson, DO – Tele-Radiology (proxy).** The committees reviewed and approved the application and file for Dr. Dickson, and they recommend his appointment to the Provisional Staff of The Memorial Hospital.

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

- **Mark Hermacinski, MD – General Surgery.** The committees reviewed and approved the application and file for Dr. Hermacinski, and they recommend his advancement to the Active Staff of The Memorial Hospital.
- **Frank Laws, MD – Cardiology.** The committees reviewed and approved the application and file for Dr. Laws, and they recommend his advancement to the Active Staff of The Memorial Hospital.
- **Stephen Mayer, MD – Hematology/Oncology.** The committees reviewed and approved the application and file for Dr. Mayer, and they recommend his advancement to the Active Staff of The Memorial Hospital.
- **James D. (“Dan”) Phillips, MD – Family Medicine (hospitalist).** The committees reviewed and approved the application and file for Dr. Phillips, and they recommend his advancement to the Associate Staff of The Memorial Hospital.
- **John A. (“Alex”) Sielatycki, MD – Orthopaedic Surgery.** The committees reviewed and approved the application and file for Dr. Sielatycki, and they recommend his advancement to the Active Staff of The Memorial Hospital.
- **Aaron Stewart, DO – Family Medicine.** The committees reviewed and approved the application and file for Dr. Stewart, and they recommend his advancement to the Active Staff of The Memorial Hospital.

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

- **Alyssa Minor, PAC – Physician Assistant.** The committees reviewed and approved the application and file for Ms. Minor, and they recommend her reappointment to the Non-Physician Provider Staff of The Memorial Hospital.

Ayes, all. Motion carried.

**Clinics Census Report.** Jennifer Riley, CEO, presented the February clinic reports.

**1-31-2023 MRH Financial and Statistical Report.** Brittany Johnson, CFO.

Income Statement

Gross revenue for the month of January was at \$10.1m (Column A, Line 4) compared to a budget of \$10.1m. Prior year gross revenue was \$8.4m. Net Patient Revenue was \$5.1m (Column A, Line 10) for January on a budget of \$5.4m and prior year at \$4.4m. Charity Care (Column A, Line 6)- We had \$179k in Charity Care written off. This included one large account and several small accounts over the last 6 months. Expenses: Employee Health Insurance costs (Column A, Line 15) were high in January due to employee health insurance claims. Contract Labor continues to be high (column A, line 18). Total expenses for the month were at \$5.7m (Column C, Line 33) compared to a budget of \$5.3m. Gain/Loss on Investment- Community Clinics loss for the month was (\$280k) in total, (\$207k) was from EMS, (\$1k) from OHA, (\$87k) from Retail Pharmacy, (\$6k) from School Nurse, and \$20k from HH&H. The Net Loss for January was \$794k, and YTD Net Loss is \$794k on a budget of \$116k. Prior Year was at a Net Loss of \$253k.

Balance Sheet

Cash for the month is at \$5.9m (column A, line 1). Column A, line 11 shows a payable for our 2018/2019 DSH audit of \$1.4m. Under Limited Use Assets (Column A, Line 15), we have \$1.8m reserved for future Cost Reports. On Column A, Line 16 we have \$1.5m that we have self- reserved for future capital purchases.

Days in AR

Days in AR are up from last month's 62 to 65 in January.

Days  
Cash on  
Hand

Days Cash on Hand is at 37.1 days, which is down from prior month of 41.4 days. We also have 21.1 additional days of cash on hand in self-restricted accounts.

Total Profit  
Margin (TPM)

Our TPM for the month is at (-7.9%). Our 12 month average is -0.2%.

**Executive Session.** At 7:35 p.m., the board adjourned to executive session.

**MOTION 2023 – 21:** Moved by Dr. Allan Reishus, seconded by Amy Updike, That the Board 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 Anesthesia Services pursuant to C.R.S. § 24-6-402(4)(e)(I).

At 7:55 p.m. the board of trustees returned to regular session.

**New Business - Anesthesia Services**

**MOTION 2023 -22:** Moved by Roger Richmond, seconded by John Ponikvar, That the Board of Trustees approve moving forward with employment agreements with current CRNAs Keith Prescott, Trey Gorham, and Tara Herrero. Ayes, all. Motion carried.

**Adjourn.** The meeting was adjourned at 7:56 p.m.

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