

BOARD OF TRUSTEES MEETING MINUTES
Thursday, February 24, 2022, Board Room, 6:00 p.m. ZOOM

5:00 p.m. Board of Trustees Dinner. Brittany Johnson, CFO, gave a Finance Presentation.
6:00 p.m. Board of Trustees Regular Meeting

Call to Order. The meeting was called to order by Dr. Kelly Hepworth, Chair, at 6:00 p.m.

Board of Trustees present: Terry Carwile, Denise Arola, Dr. Kelly Hepworth, Dr. Allan Reishus, Roger Richmond, and Forrest Luke.

Staff present: Brittany Johnson, Jennifer Riley, Dr. Jeff Womble, Kyle Miller, Michael Buda, Carol Bolt, Linda Couillard, Becky Forney, R.J. Palmer, Sheli Steele, Todd Jourgensen, and Julie Hanna.

Welcome to new board member. Roger Richmond, newly appointed board member, was introduced to the board.

Executive Session. At 6:05 p.m. the board adjourned to Executive Session. Invited to remain were the board members, Derrick Webb, Michael Buda, Susan O'Hare and Brad Veal of Gallagher Consulting.

MOTION 2022 – 9: Moved by Terry Carwile, seconded by Allan Reishus, That the Board of Trustees adjourn to Executive Session for matters required to be kept confidential pursuant to the Colorado Open Meetings Law C.R.S §24-6-402(4)(f) for discussion of a personnel matter involving the evaluation and professional development plan of the Interim Chief Executive Officer, who was previously informed of the meeting. Ayes, all. Motion carried.

Return to regular session. At 7:30 p.m. the board returned to regular session.

MOTION 2022 – 10: Moved by Terry Carwile, seconded by Allan Reishus, That the Board of Trustees return to regular session. Ayes, all. Motion carried.

Opportunity for Public to Address the Board. Anyone who would like to speak in public comment via ZOOM will need to indicate an interest via e-mail to Julie Hanna at Julie.hanna@memorialrh.org prior to 5:45 PM that night before the meeting begins. We will unmute the participants and we will limit the comments to three (3) minutes per person.

Todd Jourgensen addressed the board concerning the unique decision they are making at this time. Speaking as a former Board member and now as an employee, he feels Jennifer Riley has done an excellent job. She is a known quantity and he supports her appointment as CEO.

Agenda Review. The board reviewed the agenda.

MOTION 2022 – 11: Moved by Terry, seconded by Dr. Reishus, That the Board of Trustees approve the agenda as presented. Ayes, all. Motion carried.

March, 2022 Calendar. The board reviewed and accepted the calendar.
Annual Reorganization of the Board of Trustees

2022 Board Officers, Committees, Liaisons Appointments. Proposed motion: That the Board of Trustees postpone committee appointments until the March 24, 2022, meeting when the full board is seated upon appointment of a new trustee by the Moffat County Commissioners.

MOTION 2022 – 12: – Moved by Terry Carwile, seconded by Dr. Reishus, That the Board of Trustees postpone committee appointments until the March 24, 2022, meeting when the full board is seated upon appointment of a new trustee by the Moffat County Commissioners. Ayes, all. Motion carried

Motion to approve the Meeting Official Notice Places for 2022. 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.

MOTION 2022 – 13: Moved by Dr. Allan Reishus, seconded by Denise Arola. That the Board of Trustees approve the Meeting Official Notice Places for 2022 as the 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. The board members will review, certify and agree to compliance pursuant to C.R.S. § 18-8-308. Each of the board members completed the required certification.

Ethical and Legal Compliance. The board members will review, certify and agree pursuant to C.R.S. § 18-8-308. Each of the board members completed the required certification.

Consent Agenda – Meeting Minutes

MOTION 2022 – 14: Moved by Forrest Luke, seconded by Terry Carwile. That the Board of Trustees approve the MRH Board of Trustees Meeting Minutes for 1-27-2022; accept the MRH Finance Committee Meeting Minutes for 2-23-2022; accept the Quality Steering Committee Meeting Minutes for 2-9-2022; and accept the MRH Foundation minutes for the meeting of January 25, 2022. Ayes, all. Motion carried.

Projects and Capital Purchases (as recommended by Finance Committee on 2-23-2022).

Stryker OR-Spine Radio-frequency generator. Becky Forney, Chief Nursing Officer, and R.J. Palmer, Surgical Services Interim Co-Director presented the request. This is a Stryker radio frequency generator used for ablations to patients with chronic back pain. The present equipment is being rented for each use at an annual cost of \$47,760.00. To purchase the unit would cost \$44,784.73. It was budgeted for 2022 at \$80,000.00. The Finance Committee recommended the procurement be forwarded to the Board of Trustees.

MOTION 2022 – 15: Moved by Roger Richmond, seconded by Denise Arola, That the Board of Trustees approve the purchase of a Stryker OR-Spine Radio-frequency generator at a cost of \$44,784.73. Ayes, all. Motion carried.

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

MOTION 2022 – 16: Moved by Dr. Allan Reishus, seconded by Terry Carwile, That the Board

of Trustees approve the privileges as reviewed and recommended by the Credentials Committee and the Medical Executive Committee.

The following files were presented for Provisional Staff appointment:

- Peter Zonakis, MD – Otolaryngology. The committee reviewed the file for Dr. Zonakis, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- Frank Laws, MD – Cardiology. The committee reviewed the file for Dr. Laws, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- Stephen Mayer, MD – Hematology and Oncology. The committee reviewed the file for Dr. Mayer, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- Brenton McCoy, DO – Family Medicine. The committee reviewed the file for Dr. McCoy, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- James D. Phillips, MD – Family Medicine. The committee reviewed the file for Dr. Phillips, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- Dr. Ronnie Gundlach – Tele-Radiology. The committee reviewed the file for Dr. Gundlach, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- Dr. Robin Gwaltney – Tele-Radiology. The committee reviewed the file for Dr. Gwaltney, and they unanimously recommended her appointment to the Provisional Staff of The Memorial Hospital.
- Dr. Richard Mitchell -- Tele-Radiology. The committee reviewed the file for Dr. Mitchell, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.
- Dr. Anoosh Montaser – Tele-Radiology. The committee reviewed the file for Dr. Montaser, and they unanimously recommended his appointment to the Provisional Staff of The Memorial Hospital.

Ayes, all. Motion carried.

Interim CEO's Report. Jennifer Riley.

1. **BHAG: 4-Star Hospital Campaign: "Our Family Caring for Yours."**

- a. Continuous 18 + month Assessment Process
- b. Approximate Completion Date: April 2023

February 2022 Update: The year-end HCAHPS data trended positive. It is encouraging that all but two metrics are above the benchmark, and the two that are still below the benchmark (room always quiet; and, medication always explained) were equal to or higher than where they started in January 2021.

Our Props Team is in the process of developing plan to celebrate and recognize all of our staff during Hospital Week (May 6-12, 2022). For the past two years, our celebration has been muted due to COVID. This year we are hoping to bring back more fun.

2. **Detox/Mental Health Short-Stay aka CSU/SUD Unit (Crisis Stabilization Unit/Substance Use Disorder):**

- a. Convert the existing OB unit to support short-term detox/mental health unit.
- b. Implement and establish service line.
- c. Completion Date: August 2022.

February 2022 Update: (Update courtesy of Meghan Francone) The CSU/SUD Committee is meeting weekly to make quick strides towards goals. Our largest task at hand is validating information for an updated cost report analysis.

3. **Housing Development:**

- a. Explore multiple options and partnerships to develop housing on old hospital property.
- b. Completion Date: December 2022

February 2022 Update: There is not much new to report. I am waiting on updates from Adena and the City regarding our land at 785 Russell. I did attend Coffee and a Newspaper on February 9th, and the discussion was about the housing study currently in process. The City has identified three parcels of land that have potential to be developed. They have applied for grant money that would allow them to install the necessary infrastructure that would make these parcels shovel-ready for a future developer.

4. **EMS Transition Project:**

- a. Develop plan for the transition of EMS Service to a new district assuming successful passage of EMS District ballot in November 2021.
- b. Terminate MRH EMS Service by 12/31/2022.
- c. Completion Date: 12/31/2022

February 2022 Update: Becky Forney (CNO) and Justin Doubrava (EMS Manager) participated in the first EMS County Taskforce meeting held last month (January 20th). The output from that meeting was for each entity (Craig EMS, Maybell EMS and Dinosaur) to gather together their respective call response data and financial reports so the committee could evaluate all of the data together. The next meeting was not to be scheduled until all the data was collected.

The post-election EMS survey will conclude Sunday, February 20th. As of Thursday, February 17th, there were over 500 responses. We will see a summary of the response information by the first week of March, and possibly sooner. Once we have the information collected, I will share with you, the commissioners and the EMS Taskforce.

8. **Other Major Items:**

February 2022 Update:

Board Member Update: With the resignation of Hannah Beaudin, the Commissioners had to post the vacancy for another 10 days. Applications to fill the vacancy are due Friday, February 25th. They will make the appointment at their March 8th meeting. Hopefully by our March meeting we will have a full board.

Audit: The auditors were onsite for a week this month, and are continuing work to complete the audit. At this point there are no findings. They will begin work on the cost report soon. The plan is to hear the Auditor's report at the April meeting.

Spine Surgery: SOSI confirmed that Dr. Sielatycki will be starting March 14th. The same physician assistant, Jessica Nyquist, who worked with Dr. Devin has continued seeing spine patients in our clinic. She will work with Dr. Sielatycki when he starts in March. We anticipate that the transition will be smooth.

Oncology: Dr. Mayer held his first clinic in Craig this month. We are working with the marketing team from Valley View to develop information for our community.

Community Meeting: The next Community Forum is scheduled for Tuesday, March 22nd at 6:00 p.m. at the Moffat County Pavilion. We will post a notice of a possible quorum so that any of you who wish to attend can do so.

Employee Town Hall Meetings: I will hold three Employee Town Hall meetings – March 21st at noon, March 22nd at 7:00 a.m., and March 24th at noon. The noon meeting on the 24th will also be available via Zoom.

Clinic Report. Jennifer Riley, Interim CEO. Presented the report and responded to questions.

1-31-2022 Financial and Statistical Report. Brittany Johnson, CFO, presented the report.

Statistics. Patient Days are at 117 for January, which is down from prior month of 161 and also down from prior year at 199.

ED Visits are at 491. This is trending with our 2021 average of 497 and up from January. Clinic Visits are at 2,795 for January, which is slightly up from December at 2,710, and also staying consistent with our 2021 average of 2,679.

Surgeries & Procedures are at 113, which is lower than Dec at 158, and also lower than our 2021 average of 149. However, we consistently see lower surgical volume at the beginning of the year.

Balance Sheet.

Cash for the month is at \$2.8m (column A, line 1) which is slightly up from \$2.7m in the prior month. We did have a large adjustment to cash in December due to some findings with how our Medicare Accelerated takeback was being posted. This will be handled appropriately going forward.

Under Limited Use Assets (Column A, Line 17-18), you will see that we have \$1.4m set aside for our 2021 Cost Report Payable, and also \$900k from our HHS funds to use as needed. We did use \$300k of our HHS funds to cover some of the interior remodeling costs in January.

Income Statement.

Revenue for the month of January was at \$8.4m (Column A, Line 4) compared to a budget of \$10.7m. Prior year revenue was \$8.9m.

Expenses: Contract Labor continues to be high due to short staffing. We are over budget for January on this line item by about \$200k (line 18). 785 Russell demo expenses for the month of January were \$20k. Supplies are low in January due to an internal issue dealing with an interface between Surgery and Materials. This is a one-time correction that was made in January.

Gain/Loss on Investment- Community Clinics loss for the month was \$307k in total. \$127k of that was from Retail Pharmacy, and another \$128k was from EMS.

Days in AR.

Days in AR are up from last month's 51 to 55. We did have a major correction to our AR number involving terminal bad debt in December.

Days Cash on Hand.

Days Cash on Hand is at 18.6, up from last month's level of 17.4.

Total Profit Margin (TPM).

Our TPM for the month is at -3.0%.

1-31-2022 Financial Report for Home Health and Hospice. Brittany Johnson, CFO, presented the report. Revenue for the month was lower than usual partly because of short staffing.

At 8:10 p.m. the meeting was adjourned.

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