

**BOARD OF TRUSTEES MEETING MINUTES**  
**Thursday, April 28, 2022, Board Room or ZOOM, 6:00 p.m.**

**5:00 p.m. Board of Trustees Dinner/Education.** Benjamin Anderson of the Colorado Hospital Association called in to visit with the board members concerning the recent Board Members' Orientation and other resources available from the CHA.

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

**Board of Trustees present:** Denise Arola, Dr. Kelly Hepworth, Dr. Allan Reishus, Roger Richmond, Amy Updike, and Forrest Luke.

**Board of Trustee absent:** Terry Carwile.

**Staff present:** Brittany Johnson, Jennifer Riley, Dr. Jeff Womble, Dr. Kyle Miller, Michael Buda, Carol Bolt, Becky Forney, R.J. Palmer, Olivia Scheele, Clint Jantz, Paula Belcher, Zachary Johnson, Samantha Dunham, Derrick Webb (VIA ZOOM), Sherri Appold (VIA ZOOM), Dr. Linda Couillard (VIA ZOOM), and Julie Hanna.

**Representing Eide Bailly via ZOOM:** Dave Studebaker and Kenny Suder.

**Guests present via ZOOM:** Melody Villard.

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

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

**Agenda Review.** The agenda was accepted as reviewed by the Board of Trustees.

**May, 2022 Calendar.** The calendar was accepted as reviewed by the Board of Trustees

**Consent Agenda – Meeting Minutes**

**MOTION 2022 – 30:** Moved by Dr. Allan Reishus, seconded by Denise Arola, That the Board of Trustees approve the MRH Board of Trustees Meeting Minutes for 3-24-2022 and 4-12-2022; accept the MRH Finance Committee Meeting Minutes for 4-27-2022; accept the Quality Steering Committee Meeting Minutes for 4-13-2022; and MRH Foundation Meeting minutes of 3-22-2022. Ayes, all. Motion carried.

**Projects and Capital Purchases (as recommended by Finance Committee on 4-27-2022).**

**Phantom Retractor System.** Becky Forney and RJ Palmer presented this request for an OR spine device that provides hands free use by the surgical assistant during spine cases to be purchased at a cost of \$31,853.05. The Finance Committee recommended the request be forwarded to the Board of Trustees.

**Zeiss Meditec Spine Microscope.** Becky Forney and RJ Palmer presented this request for an OR spine microscope which will support OR surgeries. It is proposed to be purchased with a one year warranty at a cost of \$150,424.63. This is a common spine surgery instrument, is the standard for spine surgery, and was Dr. Sielatycki's main request. It could also be used in other

areas such as ENT and ortho hand surgeries. The Finance Committee recommended the request be forwarded to the Board of Trustees.

**Allied Universal Security Services.** Jennifer Riley and Clint Jantz presented this request for a service agreement for campus onsite security from 10 p.m. to 6 a.m. at an annual cost of \$113,414.88. This addresses an ongoing conversation concerning staff safety in the ED. There has been an increase in violent patients, and law enforcement used to assist, but can no longer do so. This will provide a trained and licensed security guard walking the campus during the stated hours. The contract has undergone legal review by Michael Buda. The Finance Committee recommended the request be forwarded to the Board of Trustees.

**MOTION 2022 – 31:** Moved by Dr. Allan Reishus, seconded by Roger Richmond, That the Board of Trustees approve the procurements of the Phantom Retractor System at a cost of \$31,853.05; the Zeiss Meditec Spine Microscope at a cost of \$150,424.63; and Allied Universal Security Services at an annual cost of \$113,414.88. Ayes, all. Motion carried.

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

**MOTION 2022 – 32:** Moved by Amy Updike, seconded by Dr. Allen Reishus. 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:

- **Elias Awad, MD – Emergency Medicine.** The committees reviewed and approved the application and file for Dr. Awad, and they recommend his appointment to the Provisional Staff of The Memorial Hospital.
- **Aaron Wolfe, DO – Emergency Medicine.** The committees reviewed and approved the application and file for Dr. Wolfe, and they recommend his appointment to the Provisional Staff of The Memorial Hospital.
- **Michael Rubinstein, MD – Cardiology.** The committees reviewed and approved the application and file for Dr. Rubinstein, and they recommend his appointment to the Provisional Staff of The Memorial Hospital.
- **Marcus Howell, MD – Cardiology.** The committees reviewed and approved the application and file for Dr. Howell, and they recommend his appointment to the Provisional Staff of The Memorial Hospital.
- **Faraz Khan, MD – Tele-Radiology (Proxy).** The committees reviewed and approved the application and file for Dr. Khan, and they recommend his appointment to the Provisional Staff of The Memorial Hospital.
- **Gavin Arnett, MD – Tele-Radiology (Proxy).** The committees reviewed and approved the application and file for Dr. Arnett, 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:

- **Derek Bergeson, MD - Radiology.** The committees reviewed and approved the application and file for Dr. Bergeson and they recommend his advancement to Associate Staff

of The Memorial Hospital.

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

➤ **Stefani Parrisbalogun, MD – Tele-Psychiatry (Proxy).** The committee reviewed and approved the application and file for Dr. Parrisbalogun and they recommend her reappointment to Associate Staff of The Memorial Hospital.

➤ **Hope Beatte, MD – Tele-Psychiatry (Proxy).** The committees reviewed and approved the application and file for Dr. Beatte and they recommend her reappointment to Associate Staff of The Memorial Hospital.

➤ **Kelly N. Stinson, MD – Tele-Psychiatry (Proxy).** The committees reviewed and approved the application and file for Dr. Stinson and they recommend her reappointment to Associate Staff of The Memorial Hospital.

Ayes, all. Motion carried.

**2021 Audit Presentation by Eide Bailly.** The 2021 MRH Audit presentation of required communications by the accounting firm of Eide Bailly was made by representatives present via ZOOM: David Studebaker and Kenny Suder.

1. David Studebaker reviewed the 2021 MRH Audit and responded to questions.
2. Kenny Suder presented highlights of the audit letter.

**MOTION 2022 – 33:** Moved by Dr. Allen Reishus, seconded Roger Richmond, That the Board of Trustees approve the MRH 2021 Annual Audit pending an increase or decrease of 1% from the presented numbers after receiving the final cost report. Ayes, all. Motion carried.

**Trustees' Pledge.** Jennifer Riley presented this pledge that was a result of the recent board members governance training. The members requested that it be included in each board meeting packet going forward.

**MOTION 2022 – 34:** Moved by Amy Updike, seconded by Dr. Allen Rieshus, That the Board of Trustees approve the Trustees' Pledge. Ayes, all. Motion carried.

**Board of Trustees Visitation Policy.** Jennifer Riley presented the proposed policy which would codify the required visitation by trustees. Visitation provides members the opportunity to become more familiar with locations/service lines; talk/get to know staff; and learn about departments. A verbal report will be given at each meeting of highlights of the monthly visit by the member.

**MOTION 2022 – 35:** Moved by Amy Updike, seconded by Denise Arola, That the Board of Trustees Visitation Policy be approved with a change made to 4. in the summary to state the member will give an oral report at the BOT monthly meeting. Ayes, all. Motion carried.

**Board of Trustees By-Laws.** Jennifer Riley presented a summary of the proposed changes to the By-Laws. Following discussion it was determined to schedule a workshop for further review.

**MOTION 2022 – 36:** Moved by Roger Richmond, seconded by Forrest Luke, That this item be tabled and a workshop scheduled. Ayes, all. Motion carried.

**CSU/SUD (Crisis Stabilization Unit/Substance Use Disorder) 2022 Goal.** Jennifer Riley presented additional information about implementing this goal. She stated that this is a community need that would help meet the mental health and substance use needs of individuals who are in crisis. A detailed financial pro-forma was developed which indicated that MRH cannot take on this project alone. At this time she is recommending that this project likely cannot go forward in this form.

**MOTION 2022 – 37:** Moved by Dr. Allan Reishus, seconded by Denise Arola, That the Board of Trustees not move forward with this goal, but continue to pursue options. Ayes, all. Motion carried.

**2022 MRH Strategic Planning Discussion.** Jennifer Riley. This process has always begun in August with the Board of Trustees beginning with an overview of healthcare, market share, internal operations and the next day discuss proposed goals. At this time she is recommending that the process begin in July.

**MOTION 2022 – 38:** Moved by Amy Updike, seconded by Denise Arola, That the Board of Trustees approve moving Strategic Planning to July. Ayes, all. Motion carried.

**2022 Q1 Quality Report.** Zachary Johnson presented the 2022 Q1 4-Star Hospital Quality Dashboard and the 2021 Annual Dashboard for comparison. The number of responses continues to be a problem.

**2022 Q1 Infection Control Report.** Olivia Scheele reviewed the report and responded to questions.

**2022 Q1 Population Health Report.** Paula Belcher reported the efforts of Population Health that works primarily with the Medicaid population.

**CEO's Report.** Jennifer Riley presented her report. Highlights included:

1. The EMS transition project will meet next week to discuss financials again.
2. The MRH Golf Tournament is scheduled for June 10.

**Clinics Report.** Jennifer Riley presented the clinic report and statistics.

**3-31-2022 Financial and Statistical Report Including Home Health and Hospice.** Brittany Johnson, CFO, presented the report.

**Statistics.**

Patient Days are at 188 for March, which is up from prior month of 130 and down from prior year at 220.

ED Visits are at 487. This is trending with our 2021 average of 497 and up from February which was at 459.

Clinic Visits are at 2,862 for March, which is up from February at 2,472, and up from March 2021 which was 2,789.

Surgeries & Procedures are at 167, which is higher than February at 117, and higher than our 2021 average of 149.

**Income Statement.**

Gross revenue for the month of March was at \$10.6m (Column A, Line 4) compared to a budget of \$10.7m. Prior year revenue was \$10m. Net Patient Revenue for March was at \$5.6m (Column A, Line 10) on a budget of \$5.6m Expenses: Contract Labor continues to be high due to short

staffing. We are over budget for March on this line item by about \$346k (Column C, Line 18). Expenses for the month were under budget by \$301k (Column C, Line 33).

Gain/Loss on Investment- Community Clinics loss for the month was \$150k in total, \$77k was from EMS, \$70k from OHA, and \$81k from HH&H. We had to make a change on how the Investments for Careflight and Providence were posted. We corrected this in March.

Net Income for March was \$612k on a budget of \$163k. YTD Net Income is \$415k on a budget of \$164k. Prior Year was at a Net Loss of (603k).

**Balance Sheet.**

Cash for the month is at \$4.3m (column A, line 1) which is up from \$2.8m in the prior month. Cash collections were up in March, while expenses remained relatively consistent.

Under Limited Use Assets (Column A, Line 18-19), we have \$1.4m set aside for our 2021 Cost Report Payable, and also \$900k from our HHS funds to use as needed. \$200k of the HHS funds will be used for the Mammo Equipment loan that was funded in April.

Building and Building Service Equipment (Column A, Line 32) is largely reduced from prior month which is due to the disposal of 785 Russell Street.

**Days in AR.**

Days in AR are up slightly from last month's 60 to 61. The Revenue Cycle team continues to work through this, and we expect to see this number reduce and stabilize in the coming months.

**Days Cash on Hand.**

Days Cash on Hand is at 28 days, which is up significantly from prior month of 18.1. The Revenue Cycle and Patient Access teams began providing estimates and collecting upfront payments of 20% on April 1st for non-urgent services.

**Total Profit Margin (TPM).**

Our TPM for the month is at 5.8%.

**Executive Session.** At 8:15 p.m., the board adjourned to executive session.

**MOTION 2022 – 39:** Moved by Amy Updike, seconded by Dr. 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)(c) subject to the Colorado Professional Review Act, C.R.S. § 12-36.5-104(15). - 2022 Q1 - Risk Management Summary Report - Zachary Johnson. Ayes, all. Motion carried.

At 8:30 p.m., the board returned to regular session.

**MOTION 2022 - 40:** Moved by Dr. Allan Reishus, seconded by Amy Updike, That the Board of Trustees approve the 2022 Q1 Management Risk Report. Ayes, all. Motion carried.

**Adjourn.** The meeting was adjourned at 8:35 p.m.

Respectfully submitted,

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