

## Board of Directors

Date: January 24, 2022

Members Present:  Eileen Yarborough/Chairman,  Kendra Brown/Vice Chairman  Chase Elkins/Secretary  Stacey Dimitt, M.D./Chief of Staff  Robert Windhorst/Board Member  
 Kevin Branum/Board Member  Ron Ortiz/ Board Member  Joan Gilmore /Board Member  Stephanie Rivard /Board Member,

Others present:  Thomas Whelan/CEO  Jim Hermes/ CFO  Maria Atencio/co-CNO  Glenna Losito/co-CNO  Christopher Harris/ HR Director  Ambrosia Mandagaran/Director of Risk and Quality  Cynthia Tena/Director of Marketing /  Lorraine Chavez /Compliance Director  Nydia Sanchez / Marketing Assistant  
 Eric Jones/QHR

Additional Attendees:  Lauren Bline/QHR

Recorder: Amanda Jim / Administrative Assistant

Called to order: 1736

Time adjourned:

Location: Community Room via WebEx

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
<b><u>Call to Order</u></b>	The meeting was called to order by Eileen Yarborough		Nothing further.
<b><u>Roll Call</u></b>	Eileen Yarborough called roll.	Kevin Branum and Chase Elkins were not present	Nothing further.
<b><u>Prayer</u></b>	A prayer was given by Thomas Whelan		
<b><u>Recognition of Additional Attendees</u></b>			Nothing further.
<b><u>Citizens to Address the Board</u></b>			None present.
<b><u>Agenda</u></b>	<ul style="list-style-type: none"> <li>a. Agenda presented for January 24, 2022</li> <li>b. Meeting minutes presented for approval:                             <ul style="list-style-type: none"> <li>i. Board Meeting: November 22, 2021</li> </ul> </li> </ul>	Motion to amend Agenda made by Joan Gilmore, Seconded by Stephanie Rivard <ul style="list-style-type: none"> <li>a. Motion Carried by way of acclamation, all in agreement.</li> <li>b. Motion to approve minutes as presented was made by Dr. Stacey Dimmitt. Seconded by Stephanie Rivard. Motion carries by way of acclamation, all in agreement.</li> </ul>	
<b><u>Committee Reports</u></b>	<ul style="list-style-type: none"> <li>i. Finance/CFO Report</li> </ul>	<ul style="list-style-type: none"> <li>i. Jim Hermes verbally advised the board with details from the Finance Committee. Patient revenue and encounters were flat at \$7.7m and 5,600 respectively. YTD Revenues are \$6.4m higher than the same period in FY 2021.</li> </ul>	

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
		<p>Net revenue was \$3m, \$520k below budget while YTD we remain \$79k above budget. December negatively impacted by @ \$300k on re-evaluation of collectability on legacy system self-pay balances Net revenue per encounter hit a YTD low of \$528 related to increased testing and no major elective surgeries. The YTD Net Revenue is \$3m or 17% &gt; FY 2021 YTD at 12/31/20. Operating Expenses were \$200k below budget in December and \$300k below YTD.</p> <p>Agency clinical staffing remains problematic with &gt; \$200k adding \$150k cost premium over comparable in-house staffing. Non-Operating Revenue, no unusual activity. Accounts Receivable and Cash Update: AR days dropped .7 to 83.1, Days cash on hand increased 5 to 175 and cash balances grew \$458k on \$3.3m patient receivable collections</p> <p>The Department of Health insisted a bathroom and door to equipment room had to be added to the MRI Suite Layout. Completion date for the MRI project has been pushed back to October 31, 2022.</p>	

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
<b><u>CNO Report</u></b>	<p>Maria reported that Staffing has been challenging as we have had a part of our workforce ill with COVID in December and now going into January. We have requested FEMA staff for support and wait to hear if our request will be honoured.</p> <p><b>Education:</b> We just completed a BLS for Healthcare Providers and ACLS (Advanced Cardiac Life Support) recertification course for the staff.</p> <p><b>Emergency Department:</b> ED continues to have high volumes 913 in November and 829 in December. Partnering with our clinic to triage the lower acuity patient in the ED, (whom would normally be seen in the clinic), over to the clinic for care assisted with some of the wait time for the non-emergent patient and definitely decreased congestion in the ED. Patient Satisfaction score in ED remain 84% with a response rate of 26 which is AWESOME!. LWBS (Left without Being Seen) remains at 3% while many hospitals in our state are practicing under Crisis Standards of Care.</p> <p><b>OR/PACU</b> We continue to do outpatient surgeries that have minimal potential for an overnight stay due to lack of bed availability. The OR/PACU team has been instrumental in providing infusions along with their regular day job. We continue to revisit this topic regularly with our Incident Command Team &amp; our Provider committee.</p> <p><b>Obstetrics (OB)</b> In November &amp; also December we had 13 deliveries each month. Our newly appointed OB Manager has decided to step down into a staff position. Her heart is at the bedside caring for patients.</p> <p><b>Infection Control</b> Our Interim Infection Preventionist had made a lot of headway in implementing a solid, sustainable</p>		No further discussion.

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
	<p>Infection Control Plan for our organization. Since her departure we have split up those plans between Nursing, Quality, Housekeeping, and Maintenance.</p> <p><b>Cardiopulmonary</b> The Respiratory department has really pushed through some staffing shortages with sheer perseverance. Thinking outside of the box we have added a local Paramedic to our roster and recently obtained a contract and prn Respiratory Therapist.</p> <p><b>Social Services</b> Our Psychiatric NP has completed on-boarding and has begun seeing patients in our new out-patient behavioural health program. We are planning a ribbon cutting ceremony for February to announce our grand opening to the community. We are also creating a video of the office setting and an introduction to our NP, Maggie, to be shared online with the community and fellow agencies that we work with. We are also planning the roll out of supportive counselling services that will be offered as an additional out-patient service. We continue to seek additional PRN social service clinicians for the hospital setting as well as a full-time counsellor for the clinic setting.</p> <p><b>Pharmacy</b> Medication shortages continue and present daily challenges for our pharmacy to keep needed items. Pharmacy continues to work hand in hand with the rest of the team discussing, planning and caring for our patients.</p>		
<b>CEO Report</b>	<p>Thomas Whelan reported recruitment is still moving forward and candidates have been interviewed and a site visits have taken place. A search for a General Surgeon is still underway. The top two candidates for Hospitalist have sent their CV's and Dr. Young wants to meet both of them.</p> <p>Cynthia Tena presented the Strategic Plan, Community Health Needs Assessment, and FY 2020, 2021, and 2022 goals and accomplishment updates.</p> <p>Lorraine Chavez reported on the October - December 2021 Compliance report.</p>		

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
<b><u>Medical Staff Report</u></b>	Dr. Stacey Dimitt reported the Clinic stepped up to help out the surge of patients once Omicron hit the ER. Triage services from the ER to move people who were appropriate to the clinical side. Clinic after hours have returned back to 5:00 pm.		No further discussion
<b><u>QHR Report</u></b>	Eric Jones presented the QHR report to the Committee.		
<b><u>Executive Session</u></b>	<p>Motion to move to Executive Session made by Dr. Stacey Dimitt, Seconded by Stephanie Rivard Motion Carried by way of acclamation, all in agreement.</p> <p>Executive session begins at 1852 to discuss:</p> <ul style="list-style-type: none"> <li>a. Credentialing</li> <li>b. Personnel</li> </ul>		<p>Motion to return to Open session made by Stephanie Rivard, Seconded by Kendra Brown. Motion Carried by way of acclamation, all in agreement.</p> <p>Open session begins at 1916</p>

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
<u>Old Business</u>	a. Advisory Management Contract Services	Recommendation to table discussion until next month's board meeting.	Motion to table discussion made by Stephanie Rivard, Seconded by Kendra Brown. Motion Carried by way of acclamation, all in agreement

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
<p><b><u>New Business/Action Taken:</u></b></p>	<p>a. Motion to approve the twelve medical professionals that MEC recommends to move forward presented in Executive Session.</p> <p>b. Motion to execute a contract with Dr. Molly Carroll for an OBGYN position presented in Executive Session.</p> <p>c. Motion to approve adjustment and renewal of Megan Greteman's contract as presented in Executive Session</p> <p>d. Motion to approve Hospitalist contract as presented in Executive Session.</p> <p>e. Motion to make an adjustment to the contract between the Hospital and Dr. Stacey Dimitt as presented in Executive Session.</p>		<p>a. Motion to approve credentialing recommendations by Robert Windhorst, Seconded by Joan Gilmore Motion Carried by way of acclamation, all in agreement</p> <p>b. Motion to execute OBGYN contract made by Robert Windhorst, Seconded by Joan Gilmore Motion Carried by way of acclamation, all in agreement</p> <p>c. Motion to approve revised PA contract made by Robert Windhorst, Seconded by Joan Gilmore Motion Carried by way of acclamation, all in agreement</p> <p>d. Motion to offer Hospitalist contract made by Stephanie Rivard, Seconded by Robert Windhorst Motion Carried by way of acclamation, all in agreement</p>

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
			<p>e. Motion to approve revised Physician contract made by Stephanie Rivard, Seconded by Ron Ortiz Motion Carried by way of acclamation, all in agreement</p> <p>Dr. Stacey Dimitt abstained.</p>
<p><b><u>Announcements/ Reminders</u></b></p>	<p>Popcorn has been handed out today for staff appreciation. Night shift will be handed popcorn after executive session.</p>		

AGENDA ITEM	DISCUSSION/FINDINGS	CONCLUSIONS/RECOMM.	ACTION/FOLLOWUP/RESP. PARTY
<b><u>Executive Session II</u></b>	<p>Motion to move to Executive Session made by Stephanie Rivard, Seconded by Dr. Stacey Dimitt  Motion Carried by way of acclamation, all in agreement.</p> <p>Executive session begins at 1925 to discuss:  a. Personnel</p>		
<b><u>Adjournment:</u></b>	Meeting adjourned by Board Chair Eileen Yarborough.	Meeting adjourned at 1735	The Board of Directors will meet next on Monday, February 28, 2022 at 1730 in the Board Room.

CHAIRPERSON APPROVAL SIGNATURE \_\_\_\_\_