



BOARD OF TRUSTEES

Regular Meeting

May 28, 2020

Minutes

10:00 am

Members Present:

Rod Waeckerlin, President
Jason Campbell, Vice President (via phone)
Garry Goergen, Treasurer
Jerry Steele, Secretary
Mark Kostovny, Member

Administration:

Ken Harman, CEO
Jon Smith, CFO
Collin McDonald, Compliance and Risk Management Director (via phone)
Lisa Woodcock, Human Resources Director (via phone)
Dr. Johnson, Chief of Staff
Chandra Buchholz, Executive Assistant

Guests:

Abbi Forwood, Legal Counsel (via phone)
Stephanie Hinkle, Director of Marketing and Communications (via phone)
Bill Minion, OR/Short Stay Manager (via phone)
Melissa Yowell, Clinic Director (via phone)
Pam Evert, Controller
Dr. Chiu, Clinic Medical Director

Rod Waeckerlin, President, called the Memorial Hospital of Carbon County Board of Trustees meeting to order at 10:05am.

Approval of Agenda:

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the agenda as presented. Motion carried.

Approval of Regular Board Minutes from Board of Trustees 4.23.2020:

Mark Kostovny made a motion, and Garry Goergen seconded the motion to accept the minutes as presented. Motion carried.

Approval of Special Meeting Board Minutes from Board of Trustees 5.5.2020:

Garry Goergen made a motion, and Mark Kostovny seconded the motion to accept the minutes as presented. Motion carried.

Department Report presented by Bill Minion, OR/Short Stay Manager:

- Mr. Minion reported that in accordance with the joint statement released by the American College of Surgeons and the American Society of Anesthesiologists, MHCC is moving into Phase 2 of reopening elective surgeries. Phase 1 allowed for only outpatient surgeries, while Phase 2 will allow for 1 overnight stay. Phase 3 will be drafted within 2-3 weeks. Right now we have 50 surgeries in queue, with 15 cases scheduled. Patients are being called and screened prior to procedure being done, in addition to the actual COVID test. He added that Phase 4 would be pre-COVID standards, which we may not ever get back to. Mr. Minion said that we want to be cautious to make sure we have enough supplies and beds available to accommodate all of the procedures that need to be done. We need to be mindful of these things in the case of a surge in COVID cases, and we will continue to make sure we are doing what is best for our patients.

Discussion: Treasurer Goergen asked how we compare to other hospitals on this process. Mr. Minion said we are being more cautious than most, but we want to avoid having to shut down again, as that would only set us back farther. Board Member Kostovny asked how many respiratory and non-respiratory beds we have. CEO Harman explained that we had 10 respiratory beds originally separated, but, due to a low number of cases, we are going to take one of the temporary walls down in order to open up half of ICU and all of Med Surg, leaving 3 respiratory beds. He added that the wall can be put back up quickly in the case of a surge in COVID cases.

Secretary Steele inquired about the temperature and humidity levels in OR, after the broken coils. Mr. Minion said it is still a work in progress, as it is a little warm today, but the coils should be replaced today.

Medical Staff Report presented by Greg Johnson, MD:

- Dr. Johnson reported that he continues to be amazed at how the staff at MHCC rallies together to get things done. He commended Dr. Abels, Bill Minion, Kristen Dirck, Derek Elliott and Christina Baugh for all of their time and efforts during this pandemic.
- The Emergency Room is starting to ramp up after 4-6 weeks of a lull. Everyone is being cooperative with the restrictions.
- MEC recommended credentialing of the following 5 Psychiatrists for the Telepsych program:
 - Jourdan Aromin, MD
 - Joseph Hime, III, MD
 - Aaron Hawkins, MD
 - Dwayne Narayan, MD
 - Gregory Renck, MD
- MEC recommended the following individuals for reappointment:
 - Michael Enslow, MD
 - Scott Parker, MD
- MEC also recommended credentialing privileges for the following audiologist:
 - Jay Turner, AuD
- Telestroke went Live, and, although we haven't used it yet, it's a great addition to our services.

Discussion: Mr. Goergen asked if the increase in patients in the ER was due to travelers, to which Dr. Johnson replied that it is because people were avoiding the ER during COVID. He added that he still hopes everyone stays mindful that the illness is still a threat. It was also noted that there were no major incidents over Memorial Day Weekend.

Administrative Report: Consent Agenda

Discussion: President Waeckerlin commended the managers on how well their reports are put together. He also added that it is remarkable that we have been able to maintain our cash on hand after all that MHCC has faced the last few months. The Board requested to have a thank you sent out to all of the managers, as well as our government representatives.

Jerry Steele made a motion, and Garry Goergen seconded the motion to accept the items within the Consent Agenda as presented. Motion carried.

Corporate Compliance Report presented by Mark Kostovny:

- There were no calls on the hotline this month.
- We had a Compliance Meeting yesterday. We discussed the Drug and Alcohol Use and Testing Policy in great detail, which will be presented a little later in the meeting.

Compliance and Risk Report presented by Collin McDonald:

- This is our first full week of being able to do some things other than those related to the flood, insurance or COVID.
- Lisa Woodcock, HR Director, will be presenting a new Drug and Alcohol Use and Testing Policy to you that was discussed in the Compliance Meeting yesterday.
- We had a conference call with FM Global, as they wanted an update on our reopening status and procedures. They were impressed at how cautious and clear we are being. As far as the flood is concerned, they gave us a checklist to use for monthly/quarterly rounds in an effort to catch problems before they turn into disasters.
- USI will be presenting a Cyber Safety Webinar to our IT and Admin Teams. If it is of value, it may be presented to the Board at a later time.

Discussion: President Waeckerlin asked Mr. McDonald how often he is communicating with the insurance company, as we are 3 months post flood with no payment. He replied that he is in contact with them daily, but they are being very intensive, which he attributed to the lightning strike previously. They have asked for 3 months of financials from our clinic, which is a burdensome task. We have an advocate working with us, and we are hopeful to have a resolution within 30-60 days. Jon Smith, CFO, added that if we get into a cash crunch, we will ask for an advancement.

Treasurer Goergen inquired whether the Drug and Alcohol Use policy is different than what other public entities have. CEO Harman explained that Ms. Woodcock used her experience with writing policies and other organizations' policies as a reference and tailored it to fit MHCC. Secretary Steele asked if Abbi Forwood, MHCC's Legal Counsel, had reviewed it. Mr. Harman said we do not normally send policies to our attorney, and Ms. Woodcock added that we use Employers Council for HR policy review. After some discussion, Mr. Harman agreed that we would send it to Mrs. Forwood for review, and, if there are any substantive changes, it will be brought back to the Board for reapproval. He added that we will send all HR policies to her for review going forward.

The Financial Report was moved to be presented later in the meeting.

New Business:

- 2020 Health Fair Review – Stephanie Hinkle, Marketing and Communications Director: Mrs. Hinkle presented a PowerPoint presentation to recap the outcome of this year's Health Fair. Unfortunately, due to COVID, we had to cancel our Health Fair, and we weren't able to complete our blood draws, which had an impact on our revenue. Some of the items that she highlighted were as follows:
 - \$5,000 in sponsorship funds were returned, with \$1,701.74 of that being donated back to the committee

- Lab supplies and health fair expenses were comparable to 2019, and the Lab purchased back \$11,964.66 of unused supplies
- Wages decreased due to the cancellation of the event
- The net income for 2020 was \$31,184.06, while the net income in 2019 was \$34,788.05

Mrs. Hinkle added that this was a unique year, not only due to COVID, but also because Christina Baugh stepped down as Committee Chair after 7 years, so there was a huge learning curve. The committee identified some improvements that will be made; however, this event may be impacted indefinitely, depending on the outcome of COVID. The committee will also work on earning back the business from BLM and CCSD #1, as they chose to use Wyoming Health Fairs this year, while also continue to focus on business retention. We plan to meet with the public and businesses in order to get feedback on any improvements they would like to see in the future.

Discussion: Dr. Johnson inquired about what Wyoming Health Fairs offers compared to us. Mrs. Hinkle said there are very minor differences, and our pricing is spot on. Board Member Kostovny noted that they offer nicotine testing, which also lowers healthcare costs. Some additional discussion about ways to improve in the future occurred, with the majority of it surrounding how to get results out sooner while still encouraging attendance at the event.

- Briye Annual Wellness Visit Program (for information only) – Melissa Yowell, Clinic Director: Mrs. Yowell reported that MHCC Family Practice Clinic will be starting an Annual Wellness Visit Program, and Briye has the software for us to use to manage the billing and coding. This program is for Medicare patients at no cost and will help us tie our clinic to the community, as well as improve the relationship with their Provider. CEO Harman added that the cost associated is minimal at \$25/AWV, \$13,000 total with 700 eligible patients and the expectation to get 75% of them to participate, so we do not need approval for a contract; we just want to keep you informed of what we are doing.

Discussion: Mr. Goergen inquired about how contact was made. Mr. Harman explained that the initial contact is made by phone, and they will be asked to schedule an appointment. Patients are contacted every year in their birth month with 1-2 phone calls being made. Mr. Waeckerlin also asked if marketing was being done for the new programs and services being offered. Mrs. Hinkle, Marketing and Communications Director, said that press releases are being done, as well as adding tabs on the website and doing posts on the MHCC Facebook page. Mrs. Yowell added that she plans to reach out to the Senior Center as well.

Some additional discussion about the Chronic Care Management program that was approved at last month's Board Meeting occurred, with some concerns about how ChartSpan is conducting their calls and conversations. Mr. Harman assured the Board that he would follow-up on those complaints to make sure MHCC is being represented appropriately.

- Allergy Services of America/Contract Approval – Melissa Yowell, Clinic Director: Mrs. Yowell proposed the approval of a contract with Allergy Services of America in order for MHCC to implement an allergy clinic at the Family Practice Clinic. This would allow our Providers to do referrals to our clinic and save our community members from having to travel for those services. Allergy Services of America would hire a local Tech to do the testing, mix the serums and do the injections, while FPC would eventually need to hire 1 FTE to handle the administrative side of the program. CEO Harman added that any cost is only born to us as patients come through, with a projected net margin of \$280,000 in half a year. He emphasized that this service would meet a huge need in our community and help us improve the quality of care in Carbon County.

Discussion: Dr. Johnson agreed that this service would be a great benefit to our community and inquired about whether the Tech would just be doing the testing, or evaluation too, and whether

that would be a nurse or MA. Mrs. Yowell explained that the Tech would work in conjunction with the Primary Care Provider and could be a nurse, MA or CNA, as they would receive all the required training. They are monitored very closely by the Immunologist, who is very conservative with treatment, and they will have weekly meetings and reports to submit. She added that we will be able to add these services in Hanna and Saratoga as we build the program.

Mark Kostovny made a motion, and Jerry Steele seconded the motion to approve the Allergy Services of America Contract as presented. Motion carried.

- Drug and Alcohol Use and Testing Policy – Lisa Woodcock, HR Director: To add to the previous discussion, Ms. Woodcock explained that MHCC hasn't had a Drug and Alcohol Use and Testing Policy, other than a mention of it for pre-employment and code of conduct, so we have no ability to test right now.

Discussion: Board Member Kostovny assured the Board that he asked several questions about the policy at the Compliance Meeting, and there was an answer for every question. He added that it is not a "one and done" policy; if an employee completes the requirements, they can return to work. He also clarified that the MHCC Lab will do the testing, and there are appropriate safeguards, such as requiring two trained individuals who are in agreement to initiate testing. Dr. Johnson inquired about how prescriptions are handled, to which Ms. Woodcock said the MRO will review those. It was also reiterated from the previous discussion that this policy will be sent to MHCC's Legal Counsel for review, and, if she has any changes, this policy will be brought back to the Board for reapproval.

Jerry Steele mad a motion, and Garry Goergen seconded the motion to approve the Drug and Alcohol Use and Testing Policy as presented. Motion carried.

- Laramie Pediatrics Periodic Lease Agreement – Ken Harman, CEO: Mr. Harman informed the Board that the Laramie Pediatrics Lease Agreement at our Visiting Specialists Clinic expires July 1st so this is a renewal. After a fair market analysis, we made a minor change to the rental fees; they are now \$100/half day and \$200/full day, rather than \$75/half day and \$150/full day.

Garry Goergen made a motion, and Jerry Steele seconded the motion to approve the Laramie Pediatrics Periodic Lease Agreement as presented. Motion carried.

Open Session dismissed for a 15-minute restroom break at 11:35am.

Open Session resumed at 11:50am.

Financial Report presented by Jon Smith, CFO:

- Mr. Smith reported that April is the third interesting month in a row, and has been the toughest of the three thus far. Revenues were down as expected, with most services being shut down, leaving us with a \$1.3 million loss. We started to see some COVID funds come in, and will have a large payment in May, but, without those funds, we would have had a \$2 million loss. Mr. Smith noted that days in AR are down, and we are continuing to work on cash collections.

YTD Highlights for April 2020 included:

- Gross Patient Revenue was \$2,596,119
- Net Operating Revenue was \$1,572,174
- Deductions were 63.8% of gross revenue
- Total operating expenses were \$2,923,887
- Salaries and Benefits were \$1,675,568 combined
- Month-to-Date Net Gain/(Loss) was \$1,311,031 negative
- Year-to-Date Net Gain/(Loss) is \$1,489,373 loss through the first 10-months of FY2020

- Current Days Cash on Hand were 122.2 as of April 30, 2020
- Current Net Days in Accounts Receivable is 92.8

CEO Harman added that April volumes will be the lowest. May will look better with more volumes and revenue; however, there may still be a loss. He expressed that he felt like we are in good shape given the circumstances.

Approval of Financials for period ending 4.30.2020 was requested.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the financials for the period ending 4.30.2020 as presented. Motion carried.

Approval of Vouchers for period ending 4.30.2020 was requested.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the vouchers for the period ending 4.30.2020 as presented. Motion carried.

New Business Continued:

- Departmental Credit Cards – Jon Smith, CFO: Mr. Smith explained that we would like to standardize and streamline our purchasing process by asking for approval to get three separate credits cards, one for Administration, Materials and Marketing each. Right now, MHCC has one debit card, which is difficult to manage and very time-consuming to balance. We feel that if these three departments had their own card, as that is where most of the purchases come from, it would give us more flexibility with more control, as we would be able to better manage the payments.

Mark Kostovny made a motion, and Garry Goergen seconded the motion to approve the acquisition of three credit cards, for the Administration, Materials and Marketing departments, with a \$25,000 limit on each credit card. Motion carried.

- Review/Approval of DZA, PLLC as Audit/Cost Report Preparers for FY2020 – Jon Smith, CFO: Mr. Smith presented the proposal from DZA, PLLC to do MHCC’s Audit and Cost Report for FY2020. The cost for the Audit is \$26,500, and the cost for the Cost Report is \$10,500, which includes them being on site for 1 week and all travel expenses.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve DZA, PLLC as Audit and Cost Report Preparers for FY2020.

- Draft Budget Review – Jon Smith, CFO: Mr. Smith presented a draft of the Operating and Capital Budget for FY2021 for the Board to review prior to approval at next month’s meeting. He explained that this budget was done with the following assumptions:
 - Volumes consistent with those from July2019-January 2020, with a few exceptions
 - Areas with increases: Surgery, Pain Management, Primary Care Clinics
 - No global charge adjustment for FY21, only targeted modifications based on CDM review
 - New services: Nuclear Medicine (mobile), Allergy Clinic, Saratoga Clinic
 - Chronic Care Management (CCM), Medicare Wellness Visit (MWV) programs
 - Rural Health Clinic (RHC) designation – FPC, Hanna, Saratoga
 - Allowances-37% & Bad Debt-13%=50%, better processes than current (52%)

The total projected revenue for FY21 is \$35,617,194. This includes total patient charges at \$64,872,870, which is consistent with FY20 July 2019-January 2020; Surgery, Pain Management, and Primary Care with a \$2.5 Million increase over FY20; a \$500,000 gain from our partnership with Fremont Therapy Group; \$32,436,435 in projected net revenue/cash collections from FY21 business; and \$3.1 Million in other revenue.

The total projected expenses for FY21 is \$35,155,913. This includes total employee costs (salaries, benefits, contract labor) at \$17,742, 487, which is 50% of the total budget; \$8.5 Million in professional and physician fees, and services bought from others; and \$3.6 Million for supply costs.

With all revenue and expenses considered, the projected net income for FY21 has a positive bottom line of \$461,281.

There are not a lot of significant changes to the Capital Budget from last year, as some items are still on the list from FY20 or are place holders. After grants and other subsidized funds, the total Capital costs are projected to be \$4,602,308, which includes \$2.775 Million in facilities development and renovations and almost \$1 Million in OR and IT equipment and infrastructure. We have asked managers to look ahead 2 years, and, eventually, 3-4 years, giving us a projected Capital Budget total of roughly \$2 Million in FY2022-2023.

Discussion: Pam Every, Controller, asked whether we will submit all of the items to the County. Mr. Smith said that, in the past, we targeted a few items to submit for the mill levy and bond money; however, he suggested that we just share the full list with them. President Waeckerlin asked everyone to keep in mind that the County's budget is extremely stressed right now, so we shouldn't expect a lot from them going forward.

Secretary Steele asked for clarification on whether the elevator renovation had been cancelled. CEO Harman confirmed that it was decided that doing the required repairs and maintenance on it was more financially judicious than replacing the entire system since we are wanting to build a new building in 3-5 years.

Mr. Harman added that there is still some room to improve inefficiencies before approval next month, so we are happy to answer any questions between now and then.

Motion to go to Executive Session.

Garry Goergen made a motion, and Jerry Steele seconded the motion to go into Executive Session. Motion carried.

Recess Board of Trustees Public Meeting to Executive Session.

Jerry Steele made a motion, and Mark Kostovny seconded the motion to recess the Board of Trustees Public Meeting to Executive Session. Motion carried.

Board convened to Executive Session at 1:15pm to discuss personnel issues, litigation, and to consider or receive any information classified as confidential by law.

Resume Board of Trustees Public Meeting.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to resume the Board of Trustees public meeting at 3:15pm. Motion carried.

New Business Continued:

- Credentialing:
 - Michael Enslow, MD – Radiology: Courtesy Staff Reappointment
 - Scott Parker, MD – Radiology: Courtesy Staff Reappointment

Mark Kostovny made a motion, and Garry Goergen seconded the motion to approve the staff reappointments of the individuals listed above as presented. Motion carried.

- Jay Turner, AuD – Audiology: Allied Health Staff Appointment
- Jourdan Aromin, MD – Psychiatry: Telemedicine Staff Appointment
- Joseph Hime, III, MD – Psychiatry: Telemedicine Staff Appointment
- Aaron Hawkins, MD – Psychiatry: Telemedicine Staff Appointment
- Dwayne Narayan, MD – Psychiatry: Telemedicine Staff Appointment
- Gregory Renck, MD – Psychiatry: Telemedicine Staff Appointment

Mark Kostovny made a motion, and Jerry Steele seconded the motion to approve credentialing privileges for the individuals listed above and as presented. Motion carried.

- Approval of RFP for MHCC Health Center-Platte Valley:

Jerry Steele made a motion, and Mark Kostovny seconded the motion to authorize CEO Ken Harman to move forward with the Request for Proposal for the MHCC Health Center-Platte Valley. Motion carried.

- Consideration and/or approval of contracts and additional Board business:

Mark Kostovny made a motion, and Jerry Steele seconded the motion to recommend that the Foundation Board to change their Bylaws to remove the requirement that a Board Trustee serve on the Foundation Board, instead requiring that the Board of Trustees will appoint a member for Board Trustee representation. Motion carried.

Adjournment:

Mark Kostovny made a motion, and Jerry Steele seconded the motion to adjourn the Board of Trustees public meeting at 3:20pm with no further business coming before the Board.

The next Board of Trustees meeting will be June 25, 2020.

Respectfully Submitted.

Chandra Buchholz, Executive Assistant
Jerry Steele, Secretary, Board of Trustees

crb