



BOARD OF TRUSTEES

Regular Meeting

June 25, 2020

Minutes

10:00 am

Members Present:

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

Administration:

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

Guests:

Abbi Forwood, Legal Counsel (via phone)
Woody White, QHR AVP (via phone)
Cody Lewis, Facilities and Plant Maintenance Director
Dr. Chiu, Clinic Medical Director
Stephanie Hinkle, Marketing, Communications and Foundation Director (via phone)

Rod Waeckerlin, President, called the Memorial Hospital of Carbon County Board of Trustees meeting to order at 10:05am. Mr. Waeckerlin informed everyone that Jerry Steele is at a funeral today.

Approval/Amendment of Agenda:

The addition of (3) SLIB Grant Resolutions was requested to New Business as item “e”, as well as the addition of the Election of Officers to be added to New Business Continued as item “d”.

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

Approval of Regular Board Minutes from Board of Trustees 5.28.2020:

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

Department Report (EVS) presented by Cody Lewis, Plant Maintenance and Operations Director:

- Mr. Lewis gave a brief overview of the Environmental Services Department. EVS has 11 full-time employees, with Caroline Ramirez leading as the Supervisor. Their main functions are to clean, sanitize and disinfect. The most important of the jobs is their terminal cleans, which entails cleaning a room from ceiling to floor in order to prevent infections and cross-contamination. Mr. Lewis added that he gets

regular compliments on the EVS Department, and it was noted during a recent Central Sterile Assessment that we have one of the cleanest ORs in the nation.

Discussion: Dr. Johnson added that the EVS Team does a marvelous job, and Treasurer Goergen commented how friendly they always are to everyone. Board Member Kostovny also noted how important their job is, since they make it possible for everyone else to do theirs. President Waeckerlin asked how the Board can help them, to which Mr. Lewis said the UV lights that are being requested through the SLIB grant will be a tremendous help to them.

There was some additional discussion regarding the status of the HVAC system. Mr. Lewis stated that Dynamic Controls is replacing the coils on rooftops 1 and 2 for the cooling system, and the heating system will be done in August. He added that they are going to start running glycol in the system to prevent the freezing issues that have been happening yearly.

Medical Staff Report presented by Greg Johnson, MD:

- The following individuals were approved for credentialing privileges and provisional reviews at the June 3rd Medical Executive Committee Meeting:
 - Radiologists Dr. Madsen, Dr. Spicer, Dr. Giuliano, Dr. Biddulph and Dr. Narkiewicz-Jodko
 - Dr. Lamousin, Psychiatrist
 - Dr. Hinshaw, Emergency Medicine
 - Dr. Rice, Hospitalist/Family Practice
 - Dr. Andersen, Pathologist
 - Dr. Mikesell, Family Medicine
- Dr. Chiu was recommended and approved as the Medical Director for Cardiopulmonary.
- Dr. Cunningham has given his notice, and his last day will be August 28th.

Discussion: Treasurer Goergen asked if the hospital was 100% open. Dr. Johnson informed him that although we aren't completely restraint free, we are making progress on getting back to normal. He noted that it was approved in the last COVID Steering Committee Meeting to allow one visitor per patient at the Physician's discretion, as long as they are screened, wash hands before entering, wear a mask at all times and do not leave the patient's bedside. CEO Harman added that essentially there are no restrictions on surgeries, other than the screening protocols that have been put in place. The Steering Committee has been reduced to bi-weekly meetings, unless there is a significant change that would require more frequent meetings.

President Waeckerlin also inquired about the status of FPC. Mr. Harman informed him that the Steering Committee has approved the process for reopening FPC, and it was left at the discretion Dr. Chiu and Clinic Director Melissa Yowell as far as timing on doing that. Dr. Chiu commented that the bottleneck in the waiting room is the main concern, so they are looking at options for car check-ins in order to reduce congestion. Mr. Waeckerlin expressed his satisfaction with how everything has been handled and thanked the staff for everything they have done.

Administrative Report: Consent Agenda

Discussion: Board Member Kostovny inquired about the issues that the wind has caused with the microwave and clinic phones. CEO Harman explained that the wind causes the towers to get turned out of alignment with the microwave that sits on the courthouse, which connects the clinic to the hospital network. Matt Brooke, IT Manager, has removed some old equipment that was on the tower and tightened up the cables for a short-term fix, but, ultimately, we need to have CenturyLink put in a hard line to the clinic. This is beneficial for both the clinic and the hospital because it will create some redundancy in case one or the other loses internet. He added that it is not inexpensive at \$6,000-\$8,000 per year, plus a few thousand to get it installed, but it is necessary, as this has been an issue since the clinic opened.

Mr. Kostovny also asked if we had architect plans for the clinic in Saratoga. Mr. Harman said we don't at this point, but should have the design program next week. Mr. Kostovny also questioned previous discussion about

whether the existing building is going to be used, to which Mr. Harman explained that the architects said, after an evaluation, the existing building would not be beneficial to use.

President Waeckerlin confirmed with Mr. Harman that the Board's appreciation had been expressed to the Department Managers and State Legislators for all of their work.

Open Session dismissed for a 10-minute restroom break at 10:40am.

Open Session resumed at 10:50am.

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

QHR Report presented by Woody White, QHR AVP:

- We are going to start reemphasizing the price transparency regulation changes that go into effect January 1, 2021.
- We just hired Scott Nation, a surgery center expert, to help our clients look at the potential of having more surgery centers.
- The next annual QHR Leadership Conference dates are February 23-25, 2021 in Phoenix, AZ.
- We continue to update our COVID website with instrumental guidelines.
- We hope that you'll take advantage of our education programs/sessions on the Learning Institute website.

Corporate Compliance Report presented by Mark Kostovny:

- There were no calls on the hotline.
- We had a Compliance meeting yesterday, which Collin McDonald will report more on.
- It was noted that the system seems to be working internally.

Discussion: President Waeckerlin suggested having a link on the website for reporting, rather than just a phone number, to which Mr. McDonald said he would look into.

Compliance and Risk Report presented by Collin McDonald:

- We have submitted all requests for the insurance claim from the flood. There was a delay because they asked for the clinic financials as proof that we didn't shift business over there while the hospital was closed. The total claim is \$1.7 Million, \$536,000 of which is for the building and \$1.2 Million of which is for loss of income. The process should move along a little quicker now that they have all of the information.

Discussion: Some discussion ensued about the old ambulance claim. Mr. McDonald reported that he just completed an extensive amount of discovery for that case. He is confident that there will not be a deposition, as there was no one driving the ambulance when it was hit, so the liability is clear. Mrs. Forwood, MHCC Legal Counsel, agreed.

Finance Report presented by Jon Smith, CFO:

- Summary: May 2020 showed a gain from operations just shy of \$4.4 Million. The gain was solely due to \$5,871,773 in funds that we received this month related to the COVID-19 pandemic. We had a true loss of \$1.5 Million outside of those funds that we received. Patient Revenues were down due to the cancellation of all elective procedures for the first part of the month, coming in at 36% below budget. Operating expenses were 22% above budget, primarily due to payouts related to two physicians and some contract labor. Days cash on hand increased to 168.5 in May. To date, we have received \$9,471,000 in COVID funds, with only \$3.1 Million of that required to be paid back. Although, we are hopeful that those funds will be forgiven as well, they are restricted right now. Mr. Smith added that we will have our audit in August, and we added a single point audit in order to make sure all of the Federal Government money is accounted for correctly.

YTD Highlights for May 2020 included:

- Gross Patient Revenue was \$3,201,679
- Net Operating Revenue was \$1,515,565
- Deductions were 52.7% of gross revenue
- Total operating expenses were \$3,116,503
- Salaries and Benefits were \$1,806,598 combined
- Month-to-Date Net Gain/(Loss) was \$4,453,905 positive
- Year-to-Date Net Gain/(Loss) is \$2,187,001 gain through the first 11-months of FY2020
- Current Days Cash on Hand were 168.5 as of May 31, 2020
- Current Net Days in Accounts Receivable are 100.4

Discussion: There was some discussion regarding the progress on the cash collections process with the assistance of Resolution. Mr. Smith noted that they are doing a great job of helping to clean up the process and have found some major issues that need to be fixed. CEO Harman offered to have Resolution give a report at one of the Board meetings.

President Waeckerlin commented that we have done a great job of weathering a lot of storms, but we cannot sustain long-term without some changes.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the financials for the period ending 5.31.2020 as presented. Motion carried.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the vouchers for the period ending 5.31.2020 as presented. Motion carried.

New Business:

- Gastroenterology Associates, PC Periodic Lease Agreement (New) – Ken Harman, CEO: Mr. Harman reported that Dr. Cooper is the Gastroenterologist with this group from Casper who has been seeing patients at Cedars Health. He approached us about doing some of his procedures here, which will probably be 18-20 scopes per month. His procedures are not in any way tied to the lease; he just wanted to be close to the hospital.

Discussion: President Waeckerlin asked if this would detract from Dr. Lumb. Mr. Harman explained that these patients were going to Casper anyway, and Dr. Chiu added that Dr. Lumb refers for those outside his level of comfort zone, so it is actually beneficial for everyone.

Mark Kostovny made a motion, and Garry Goergen seconded the motion to approve the Gastroenterology Associates, PC Periodic Lease Agreement as presented. Motion carried.

- Wyoming Cardiopulmonary Service, PC Periodic Lease Agreement (Renewal) – Ken Harman, CEO: Mr. Harman reported that this is the same group that has been coming here for years; we just changed the rent to reflect the new rates.

Discussion: Dr. Chiu noted that this is a great group to work with.

Mark Kostovny made a motion, and Garry Goergen seconded the motion to approve the Wyoming Cardiopulmonary Service, PC Periodic Lease Agreement as presented. Motion carried.

- Bank of the West New Account Resolution – Jon Smith, CFO: Mr. Smith reported that, due to our partnership with Fremont Therapy Group, it is in everyone's best interest to keep those funds separate from our general hospital funds. This gives us an opportunity to work with a local business that we haven't worked with, and Bank of the West has a branch in Riverton, which is where Fremont Therapy Group's main office is. He noted that we will have sole control of the account; they will only be able to make deposits into the account.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the Bank of the West Resolution to open a new account to be used solely for therapy service purposes and as presented. Motion carried.

- Approval FY2021 Capital and Operating Budget – Jon Smith, CFO: Mr. Smith reported that there were some minor changes made to the Operating Budget from the initial draft, as we tightened up some staffing items with attrition, scheduling and reducing contract labor. We did not account for the grant money being requested through SLIB because that is not guaranteed, and we wanted to base the budget on what we know. The managers were very involved this year, and the process will only improve as we move forward.

Some major changes were made to the Capital Budget due to the new information regarding the \$200 Million from the CARES Act that is being allocated to healthcare facilities. The items requested in the grant have to be shown as budgeted items; however, if we don't get the grant money, then some of those costs will not occur.

Discussion: There was extensive discussion about details of the budget. In summary, the FY2021 Budget projects a \$783,404 positive bottom line and \$6,353,599 in capital expenditures, not accounting for any grant funding.

Garry Goergen made a motion, and Jason Campbell seconded the motion to approve the FY2021 Capital and Operating Budget as presented. Motion carried.

- (3) SLIB Grant Resolutions – Ken Harman, CEO: Mr. Harman informed the Board that \$200 Million of the CARES Act money that was given to the State has been allocated for healthcare facilities to assist in costs associated with the COVID-19 pandemic. He clarified that one of the stipulations of the grant is that the project has to be completed by December 30, 2020. We are asking to submit three different requests, which are as follows:
 - Resolution 2020-01: Request of \$2,500,000 for MHCC Saratoga COVID-19 Healthcare Services to provide for Coronavirus relief efforts by developing primary care services in Saratoga, WY.
 - Resolution 2020-02: Request of \$350,000 for an MHCC Mobile COVID-19 Clinic to help with Coronavirus relief efforts by providing outreach of primary care and point of service testing throughout all of Carbon County.
 - Resolution 2020-03: Request of \$998,691 for the MHCC COVID-19 Infection Response Program to assist with Coronavirus relief efforts by improving MHCC's HVAC system and purchasing additional equipment for screening and fighting the pandemic.

Mark Kostovny made a motion, and Jason Campbell seconded the motion to approve SLIB Grant Resolution No. 2020-01 MHCC Saratoga COVID-19 Healthcare Services as presented. Motion carried.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve SLIB Grant Resolution No. 2020-02 MHCC Mobile COVID-19 Clinic as presented. Motion carried.

Jason Campbell made a motion, and Garry Goergen seconded the motion to approve SLIB Grant Resolution No. 2020-03 MHCC COVID-19 Infection Response Program as presented. Motion carried.

Open Discussion/Citizen Participation: Board Member Kostovny suggested, as a follow-up to Stephanie Hinkle's inquiry about an event tent to be used/rented, that MHCC purchase one. Vice President Campbell asked Mrs. Hinkle if she really thought it would be useful, to which Mrs. Hinkle said she did believe it is a need as we continue to increase our community involvement. President Waeckerlin added that he would like the MHCC logo on it if the Board does decide to move forward with the purchase.

Mark Kostovny made a motion to purchase an event tent with a monogram of the MHCC logo. He amended his motion to purchase an event tent with a monogram of the MHCC logo for the purchase price of up to \$10,000. Garry Goergen seconded the motion as amended. Motion carried.

In addition, Mr. Kostovny asked if there was a replacement for Dr. Abels at the Hanna Clinic. Mr. Harman informed him that Carey Lake, APRN will most likely start seeing those patients.

Motion Recess Board of Trustees Public Meeting to go into Executive Session.

Mark Kostovny made a motion, and Garry Goergen seconded the motion to Recess the Board of Trustees Public Meeting to go into Executive Session. Motion carried.

Board convened to Executive Session at 12:47pm to discuss personnel issues, litigation, and to consider or receive any information classified as confidential by law.

Resume Board of Trustees Public Meeting.

Mark Kostovny made a motion, and Garry Goergen seconded the motion to resume the Board of Trustees public meeting at 2:53pm. Motion carried.

New Business Continued:

- Credentialing:
 - Daniel Madsen, MD – Radiology: Courtesy Staff Appointment
 - Cory Spicer, MD – Radiology: Courtesy Staff Appointment
 - Anne Giuliano, MD – Radiology: Courtesy Staff Reappointment
 - Artur Narkiewicz-Jodko, MD – Radiology: Courtesy Staff Reappointment
 - James Lamousin, MD – Psychiatry: Telemedicine Staff Appointment
 - Gary Mikesell, DO – Family Medicine: Active Staff Appointment

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

- Provisional Review:
 - Vincent Hinshaw, DO – Emergency Medicine and Family Practice with OB: Courtesy Staff (recommend full, unrestricted)
 - Matthew Rice, MD – Family Practice: Active Staff (recommend full, unrestricted)
 - Jeremiah Andersen, MD – Pathology: Courtesy Staff (recommend full, unrestricted)
 - Michael Biddulph, MD – Radiology: Courtesy Staff (recommend full, unrestricted)

Mark Kostovny made a motion, and Garry Goergen seconded the motion to approve provisional reviews for the individuals listed above and as presented. Motion carried.

- Employment Agreement:
 - Duane Abels, DO – Part-Time Employment Agreement

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the Part-Time Employment Agreement for Duane Abels, DO. Motion carried.

- Approval of General Contractor for MHCC Health Center-Platte Valley:

Mark Kostovny made a motion, and Jason Campbell seconded the motion to approve Shepard Construction, Inc. as the General Contractor for the MHCC Health Center-Platte Valley and the \$12,000 pre-construction fee. Motion carried.

- Election of Officers:

Mark Kostovny made a motion, and Jason Campbell seconded the motion to approve the Election of Officers by a clear ballot and everyone continues to hold their current positions. Motion carried.

Adjournment:

Mark Kostovny made a motion, and Garry Goergen seconded the motion to adjourn the Board of Trustees public meeting at 2:55pm with no further business coming before the Board.

The next Board of Trustees meeting will be July 23, 2020.

Respectfully Submitted.

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

crb