



BOARD OF TRUSTEES

Regular Meeting

September 24, 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* (via phone)

Administration:

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

Guests:

Abbi Forwood, *Legal Counsel* (via phone)
Woody White, QHR, *Vice President, Finance* (via phone)

Rod Waeckerlin, President, called the Memorial Hospital of Carbon County Board of Trustees meeting to order at 10:02am. Mr. Waeckerlin invited anyone who wanted to join to stand and recite the Pledge of Allegiance.

Approval/Amendment of Agenda:

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

Approval of Regular Board Minutes from Board of Trustees 8.27.2020:

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

Department Report (Intensive Care Unit) presented by Becky Forney, Director of Inpatient Services:

- Mrs. Forney gave an overview of the purpose and responsibilities of the 6-bed Intensive Care Unit of MHCC. She reported that ICU patients are those that need a little more intense care or monitoring due to a number of reasons. She noted that, due to our location and high probability for treacherous road conditions, which can halt the ability to transfer critical patients out, the nursing staff receives a lot of training and education in order to be able to handle any scenario that may arise. Mrs. Forney added that the ICU nurses operate under a lot of autonomy, but, with that, comes a lot of responsibility as well, and they are always prepared to help out in any department.

Discussion: President Waeckerlin inquired about the Mindray equipment that was included in her Consent Agenda report. Mrs. Forney explained that they are new patient monitors (3) that interface with the electronic health record system and enables them to monitor the patients remotely, and for vital signs to go directly into their charts without spending time at a computer. She thanked the Board for their support, as this was an approved capital budget purchase.

Some discussion also occurred regarding the staffing issues and needs of the ICU and MedSurg departments. Mrs. Forney reported that the day shift in ICU is fully staffed, but there is one night shift opening, which she is covering right now. Additionally, there is a day shift opening in MedSurg that she is trying to cover as well, which has made the last few weeks difficult. She added that the positions have been vacant for three weeks now, and, although, they are not usually vacant this long, HR is working hard to fill them.

It was mentioned that the maintenance staff is still working on getting the water temperature issues fixed, but, when asked how she feels about the overall progression of the hospital, Mrs. Forney offered that she feels like MHCC is in a good place, with a good leadership team, moving in the right direction.

Medical Staff Report presented by Greg Johnson, MD, Chief of Staff:

- Dr. Johnson reported that the Medical Executive Committee approved the following individuals for credentialing privileges:
 - Robert Novick, MD – Cardiology: Courtesy Staff Reappointment
 - Amanda Bisby, FNP-C, DNP – Pain Management: Allied Health Staff Reappointment
 - Duane Abels, DO – Emergency Medicine: Courtesy Staff Reappointment
 - David Taylor, APRN – Certified Registered Nurse Anesthetist: Allied Health Staff Reappointment
 - Kyle Anderson, CRNA, NSPM-C – Pain Management: Allied Health Staff Appointment
 - Christopher Williams, MD – Family Medicine: Active Staff Appointment
 - Miriam Hulkower, MD – Radiology: Telemedicine Staff Appointment
 - Michael Berven, MD – Radiology: Telemedicine Staff Appointment
- The Medical Executive Committee also approved provisional status for 16 TeleRadiologists and updated two policies.

Discussion: President Waeckerlin asked Dr. Johnson how things are going overall. Dr. Johnson replied that they are in the process of implementing the new electronic medical records system with T Systems, and there is going to be a huge learning curve before we will see the benefits. He noted that, although he understands that it is a necessary change in order to stay in compliance with CMS and federal regulations, he feels that it requires too much time at a computer, which reduces the amount of time that is spent with the patient. However, he acknowledged that it will be beneficial in the long-run, once the workflow is worked out. Mr. Waeckerlin thanked Dr. Johnson for his dedication and hard work and asked that that message be passed on to his staff.

Administrative Report: Consent Agenda

Discussion: Treasurer Goergen inquired about the MRI being down again, as reported in the Radiology report. Jan Gulbrandson, Radiology Manager, confirmed that the machine has been down 11 of the last 40 days of service. CEO Harman added that there was a spurt where the machine had a lot of issues, and then it was problem free for 8-9 months, so the purchase was put off. It has been on the capital budget for the last couple of years, as we knew it was probably getting to end of life at 8 years old, but Mr. Harman assured him that we will continue to monitor it and evaluate whether the purchase needs to be moved up. Mr. Goergen suggested getting things in place now, as there is most likely a lead time in getting it purchased and installed. Mrs. Gulbrandson confirmed that there is a 6-month lead time, and added that she will bring a report on pricing and placement back to the Board next month.

Treasurer Goergen also asked about the status of the flooring repairs at FPC. CEO Harman reported that although the 1-year warranty ended at the end of August, LM Olson is still honoring their work. He added that the temperature was not right for the glue when it was installed, to which Mr. Goergen insisted that it is going to continue to happen, so the whole floor should be replaced now, rather than later.

President Waeckerlin asked Bill Minion, OR Manager, about the surgery numbers, to which he replied that July and August were very busy, but they are now leveling out to pre-COVID numbers. He noted that visiting specialist Dr. Cooper, Gastroenterologist, is now doing 5-6 procedures two days per month, and Dr. Freeman, ENT, will start doing some procedures at MHCC next month.

President Waeckerlin thanked all of the department managers for the time that they put into their reports.

Jerry Steele 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, Vice President, Finance:

- Mr. White reported that there are a lot of transitions going on at QHR right now, with one of them being the retirement of Ron Vigus, Senior Vice President. As of October 1st he will be moving into a consultant role to focus on the Ambulatory Service Center and Behavioral Health programs, until his full retirement on December 31st. Mr. White added that he will be taking over the oversight of the hospitals and will now be the contact person in that role, and encouraged everyone to reach out to him at any time. He also informed the Board that the negotiations with resolution are complete, and, although they are now a part of the QHR services, he noted that they will still operate independently, as they are now. Finally, Mr. White also added that QHR will be ramping up their Physician Recruitment program.

Corporate Compliance Report presented by Mark Kostovny, Board of Trustees, Member:

- Mr. Kostovny reported that there was one call on the Compliance Line in the last month. It was a personnel issue, so it was referred to HR and has been dealt with.

Compliance and Risk Report presented by Collin McDonald, Compliance/Risk Management Director:

- Mr. McDonald reported that he is working on the RHC policies and procedures with Melissa Yowell, Director of Clinics, as they are a priority right now. He also reported that there are three groups that will be bidding on our insurance package: Leavitt Group, USI and Wyoming Financial. Mr. McDonald also acknowledged that, although people are getting more frustrated with the restrictions in place and less grace is being extended by our patients, the staff of MHCC are doing a great job of handling the situations appropriately.

Discussion: Treasurer Goergen pointed out that we need to make clear the differentiation between “claims made” and “claims incurred” when looking at our insurance options.

Financial Report presented by Jon Smith, Chief Financial Officer:

- August 2020 Summary: August 2020 showed a loss from operations of \$692,035; however, MHCC had a total net income of \$161,882, as compared to a budgeted net loss of \$103,073. Volumes have continued to increase in many service areas, and the overall loss from operations is linked to an increase in chargeable supplies used in surgical procedures. The positive net income for the month was related to \$848,691 in COVID-19 funds that was allocated to us from the State for our Mobile Clinic and HVAC upgrade. Gross patient revenues were 7% (\$180,000) below budget, due to surgical charges that were in final coding process and will be included in the September totals. Our lower volumes in ER and Ambulance also attribute to the lower revenues. Mr. Smith noted that revenues and expenses have been impacted by the delay in the therapy partnership, as we projected roughly \$165,000 in revenues and \$130,000 in expenses per month. He continued with allowances and bad debt totaling 55%, as compared to a budget of 52%, and operating expenses were 1% above budget, again related to an increase in chargeable supplies in operating room cases. Days in AR also increased to 105.8, from 91.6 in July, due to the increase in overall operating room volumes and the time it takes to complete each chart prior to billing.

CFO Smith also presented a Profit and Loss report for the clinics, which will be included in the financial report moving forward, as requested by the Board. The report shows an overall year-to-date loss of \$136,585, which is expected, with all things considered. He added that once we have RHC status for FPC, Hanna and Saratoga, those negatives will turn into positives due to a different reimbursement methodology.

Mr. Smith added, as the Board requested, that there is \$4.1 Million in investments at Bank of Commerce, while there is \$7.7 Million in investments and \$1.4 Million in the general operating account at Rawlins National Bank, as of the end of August.

Jerry Steele made a motion, and Jason Campbell seconded the motion to approve the financials for the period ending 8.31.2020 as presented. Motion carried.

Garry Goergen made a motion, and Jerry Steele seconded the motion to approve the vouchers for the period ending 8.31.2020 as presented. Motion carried.

Old Business:

- Dorm Property - Ken Harman, *Chief Executive Officer*: Mr. Harman reported to the Board that, as a follow-up to their request at the last Board meeting, the Administrative Team has started the process to evaluate the options for the dorm property, which now sits as a non-performing asset for MHCC. A commercial appraiser has been scheduled to do an appraisal on the property, and an asbestos analysis has been complete, which came in much lower than expected at \$60,000 to do the asbestos abatement. Once all of the information is complete, Mr. Harman told the Board that a financial analysis will be done in November, and he will bring to them a recommendation on whether MHCC should sell the property or keep it and utilize it as a usable asset at the December 3rd Board meeting.

Discussion: Treasurer Goergen asked whether a sale of the property would need to go through the County Commissioners or not. Legal Counsel Forwood responded that she didn't think it would need to, as the hospital owns the property out right, but added that she will look into it further for surety.

- Strategic Plan for MHCC Family Practice Clinic-Hanna - Ken Harman, *Chief Executive Officer*: Mr. Harman presented a PowerPoint presentation for the strategic plan for growth for the clinic in Hanna, as requested by the Board at the last meeting. He explained that the three areas of focus are Primary Care, Specialty Coverage and Equipment and Facility Upgrades. In summary, the plan is to have the clinic open 5 full days per week and to have orthopedic, obstetric and gastroenterology services available in the long-term. Mr. Harman added that they have received a verbal approval from the State to move forward with the renovations, but they still want a wet signature from the architect, as well as a letter from the electrical company, before final approval can be granted. He expressed that he does not want the Hanna clinic to be the "stepchild", as it is as important as MHCC's other clinics.

Discussion: Board Member Mark Kostovny inquired about whether the clinic would be closed during the renovations, to which CEO Harman replied that it would definitely be closed to install the flooring. However, he added that his plan is to have the Mobile Clinic available during that time. Mr. Kostovny agreed with that idea and was appreciative of the time and effort that was put into the plan.

New Business: There were no agenda items, but President Waeckerlin noted the impressive job that Stephanie Hinkle, Marketing and Communications Director, had done on the wrap design for the Mobile Clinic. Mrs. Hinkle shared some updated photos with the Board and asked for feedback on which option they preferred. The Board was in agreement that they liked "option 2", which includes the background photos offered for use by Stacey Jarrett of Bigfoot 99.

Open Discussion/Citizen Participation:

President Waeckerlin shared two Thank You notes that were received; one for MHCC's help with the fire in Hanna, and one for purchasing the beef at the Fair Livestock sale.

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

Jerry Steele made a motion, and Garry Goergen seconded the motion to move the Board of Trustees into Executive Session. Motion carried.

Jerry Steele made a motion, and Garry Goergen seconded the motion to recess the Board of Trustees Public Meeting for Executive Session at 11:35am. Motion carried.

Board convened to Executive Session at 11:35am to discuss personnel issues and to consider or receive any information classified as confidential by law.

Resume Board of Trustees Public Meeting.

Garry Goergen made a motion, and Jerry Steele seconded the motion to resume the Board of Trustees public meeting at 2:50pm. Motion carried.

New Business Continued:

Garry Goergen made a motion to approve credentialing privileges for individuals listed A. i. a-h, provisional status for individuals listed A. ii. a-p, and resignation of privileges for individuals listed A. iii. A-d. Motion died due to lack of a second.

- Credentialing:
 - Robert Novick, MD – Cardiology: Courtesy Staff Reappointment
 - Amanda Bisby, FNP-C, DNP – Pain Management: Allied Health Staff Reappointment
 - Duane Abels, DO – Emergency Medicine: Courtesy Staff Reappointment
 - David Taylor, APRN – Certified Registered Nurse Anesthetist: Allied Health Staff Reappointment
 - Kyle Anderson, CRNA, NSPM-C – Pain Management: Allied Health Staff Appointment
 - Christopher Williams, MD – Family Medicine: Active Staff Appointment
 - Miriam Hulkower, MD – Radiology: Telemedicine Staff Appointment
 - Michael Berven, MD – Radiology: Telemedicine Staff Appointment

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

- Provisional Reviews:
 - Shameem Azizad, MD – Radiology: Telemedicine Staff
 - Troy Belle, MD - Radiology: Telemedicine Staff
 - John Boardman, MD - Radiology: Telemedicine Staff
 - James Brull, DVM, DO - Radiology: Telemedicine Staff
 - Courtney Carter, MD - Radiology: Telemedicine Staff
 - Lillian Cavin, MD - Radiology: Telemedicine Staff
 - Todd Greenberg, MD - Radiology: Telemedicine Staff
 - Jeffrey Grossman, MD - Radiology: Telemedicine Staff
 - Morgan Haile, MD - Radiology: Telemedicine Staff
 - Kyle Henneberry, MD - Radiology: Telemedicine Staff
 - Perry Kaneriya, MD - Radiology: Telemedicine Staff
 - Farhad Keliddari, MD - Radiology: Telemedicine Staff
 - John Nwankwo, MD - Radiology: Telemedicine Staff
 - William Phillips, MD - Radiology: Telemedicine Staff
 - Teppe Popovich, MD - Radiology: Telemedicine Staff
 - Shree Shah, MD - Radiology: Telemedicine Staff

Mark Kostovny made a motion, Jason Campbell and seconded the motion to approve provisional status of the individuals listed above and as presented. Motion carried.

- Resignation of Privileges:
 - James Edlin, MD – Radiology: Courtesy Staff
 - Anne Giuliano, MD – Radiology: Courtesy Staff
 - Farhad Keliddari, MD – Radiology: Telemedicine Staff
 - Morgan Haile, MD – Radiology: Telemedicine Staff

Mark Kostovny made a motion, and Jason Campbell seconded the motion to accept the resignation of privileges for the individuals listed above and as presented. Motion carried.

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

Garry Goergen made a motion, and Jerry Steele seconded the motion to approve the Operating Agreement effective October 1st for Carbon County Therapy, LLC as presented. Motion carried.

Adjournment:

Jerry Steele made a motion, and Jason Campbell 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 October 29, 2020.

Respectfully Submitted.

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

crb