

Board of Trustees Meeting

Regular Meeting

12.15.2022

Minutes

10:00 am

Members Present:

Rod Waeckerlin, *President*
Mark Kostovny, *Vice President*
Jerry Steele, *Secretary*
Lisa Engstrom, *Member*

Absent Members:

Garry Goergen, *Treasurer*

Administration:

Ken Harman, *Chief Executive Officer* (via phone)
Jon Smith, *Chief Financial Officer*

Guests:

Abbi Forwood, *Legal Counsel* (via phone)
Lena Moeller, *Legal Counsel* (via phone)
Woody White, *QHR, VP Finance* (via phone)
Peter Meissner, *QHR* (via phone)

Rod Waeckerlin, President, called the Memorial Hospital of Carbon County Board of Trustees meeting to order at 10:02 am. The Pledge of Allegiance and a moment of silence in recognition of those affected by COVID-19 followed.

Approval of Agenda:

Mark Kostovny made a motion, and Jerry Steele seconded the motion to approve the agenda as presented. Motion carried unanimously.

Approval of Board of Trustees Open Session Minutes from 11.23.2022:

Mark Kostovny made a motion, and Lisa Engstrom seconded the motion to accept the minutes from the regular meeting on November 23rd, 2022 as presented. Motion carried unanimously.

Due to a scheduling conflict with the Employee of the Month and the Chief of Staff, the Board decided to move forward with the Financial Report.

Financial Report presented by Jon Smith, Chief Financial Officer:

- Mr. Smith presented a brief financial report to the Board of Trustees. Due to the timing of the Board meeting and the closure of November financials, there will not be a full financial report for this month.

Mr. Smith reported the bottom line for the month of November is \$105,000; final numbers would be posted by Monday, December 19th, 2022. Total patient charges were at \$4.9 million, which is slightly

below budget. Expenses were at \$3 million – this is a slight increase due to the Retention checks that were funded by the governor (MHCC covered the employer taxes, individual taxes were expected to be covered by the employee). Total cash for the month was \$1.4 million - \$225,000 was collected for today. MHCC is currently sitting at 14 days cash on hand for the month. The DNFB (Discharge, Not Final Billed) is down to \$2.3 million, which equates to 14 days.

Mr. Smith stated that overall, there is \$4.9 million being billed, which should result in about \$3 million in collections. MHCC can expect to bring in a total \$7.2 million from Cerner and from these fund we can build our cash reserves.

Mr. Smith provided additional updates to the Board of Trustees. The Dexa/Nuc Medicine project has finally been approved by the State and we can start scheduling those patients. This has been a very long project, so MHCC is excited to be able to perform these exams for the patients of Carbon County. The SLIB board is meeting today and our project is up for approval. More information will be provided to the board and Administration once a decision has been made. President Waeckerlin asked if a representative from MHCC should have been at the hearing in person and to that, Mr. Smith stated that we are currently attending virtually and will speak if needed.

There was only one question presented to Mr. Smith. Mr. Kostovny asked if 60% reimbursement for services from insurance companies was reasonable. Mr. Smith stated yes, it is and added that he has seen reimbursements range from 45-60%, so overall, we are getting a higher return in certain services, but not all revenues are created equal. Some services don't have a great return, which is why we look at reimbursement rates as we bring in more service lines, such as Dexa, Allergy Clinic, and Wound Care.

The Board of Trustees took a brief pause from financials to present the Employee of the Month award and listen to the Medical Staff Report. The Board resumed the financial discussion at 10:33 am.

The Board had a brief conversation about the Mobile Clinic and where it would be stored for the winter. Unfortunately, the previous storage location was too expensive for MHCC. The Board members stated they would look for locations as well and may reach out to the County Commissioners for assistance.

Mark Kostovny made a motion, and Lisa Engstrom seconded the motion to approve the Financial Summary for November, 2022 as presented. Motion carried unanimously.

Mark Kostovny made a motion, and Lisa Engstrom seconded the motion to approve the vouchers for period ending November as presented. Motion carried unanimously.

Employee Recognition presented by Rod Waeckerlin, Board President:

- President Waeckerlin recognized Hillary Larson, as December Employee of the Month. Hillary represents the heart of MHCC by continually going above and beyond to help others.

Medical Staff Report presented by John Lumb, MD, Chief of Staff:

- Dr. Lumb presented to Medical Staff report to the Board of Trustees. He reviewed ongoing discussions around issues with communication between Primary Care Providers and CRNA's when it comes to cardiac clearances for their surgical patients. These teams are working together to increase communications and be more involved in the decision making process when it comes to said clearances.

Dr. Lumb also spoke to the changes with the CRNA staff and he also expressed his concerns about finding CRNA's to replace those who are leaving. Dr. Lumb stated the process for finding and hiring experienced CRNA's can be lengthy, so he voiced that Administration should start looking immediately; we also need to include the CRNA on staff during the hiring process as well. Mr. Harman stated that conversations are being had to plan for a new staffing model with the OR and CRNAs; the details are still being worked out and should be completed in the coming weeks. President Waeckerlin asked if we could still grow surgeries and if the facility can move forward with only two CRNAs. Dr. Lumb stated that yes, we can. Currently, Dr. Allred (orthopedic) surgery days would be the hardest to cover given the amount of surgical cases scheduled. Further details regarding the CRNA staffing changes will be discussed in Executive Session.

Dr. Lumb spoke about the need to hire more experienced and adequate staff for the OR.

Dr. Lumb touched on the credentialing recommendations that will be discussed in Executive Session. There are no issues with the files that will be presented to the Board of Trustees.

Mr. Waeckerlin inquired about the new equipment received in the OR. Dr. Lumb stated it is working very well and he is happy with it. The other equipment had become unreliable.

Prior to heading into Executive Session, the Board of Trustees wanted to review and discuss the Consent Agenda; present the Corporate Compliance Report; present the Compliance Report; and review items a and b under New Business; the QHR report would be discussed after Executive Session.

Administrative Report - Consent Agenda:

Discussion: Mr. Smith wanted to point out that even with the pandemic and financials, MHCC is still making progress. For example, with the purchase of the new fit testing equipment, fit testing for employees is now taking a quick five minutes, versus 30-40 minutes. Jon thanked the Board for their support.

Mr. Kostovny voiced concern about the lack of report from the Emergency Room and Pharmacy. As a group, the Board agreed a report needs to be submitted, especially with the known issues in the ER at present time. Mr. Waeckerlin asked for Mr. Harman to follow up and to that, Mr. Harman agreed.

Mr. Waeckerlin thanked the Managers for taking the time to write their reports and expressed how important it is for the Board to know what is taking place in each department. Mr. Waeckerlin also requested for departments to start joining the Board of Trustees meeting again. Next month he would like to start with the Emergency Room. Mr. Harman and Ms. Webster will work on scheduling this with the department heads.

Mark Kostovny made a motion, and Lisa Engstrom seconded the motion to approve the Consent Agenda as presented. Motion carried unanimously.

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

- Vice President, Mark Kostovny, presented a brief Corporate Compliance report. He stated the Compliance meeting went very well; there was only one personnel issue that was reported and it was sent to HR for resolution.

Compliance Report presented by Jon Smith, *Chief Financial Officer*:

- Mr. Smith reported on behalf of Mr. McDonald for this month. There wasn't anything major to report. MAP will be discussed in Executive Session.

New Business:

- Compliance Policy, Ken Harman, *Chief Executive Officer*
Mr. Harman reviewed the policy with the Board of Trustees.

Jerry Steele made a motion, and Lisa Engstrom seconded the motion to accept the Compliance Policy as presented. Motion carried unanimously.

- Conflict of Interest Disclosure Form, Ken Harman, *Chief Executive Officer*
Mr. Harman reviewed the forms with the Board. Ms. Webster and Mr. Harman will review the forms and send to Legal Counsel for review if there are any conflicts of interest.

The Board of Trustees reviewed and signed the Conflict of Interest Disclosure Forms and turned them into Ms. Webster.

Motion to Recess Board of Trustees Public Meeting to go to Executive Session:

Mark Kostovny made a motion, and Lisa Engstrom seconded the motion to move the Board of Trustees to Executive Session. Motion carried unanimously.

Recess Board of Trustees Public Meeting for Executive Session:

Mark Kostovny made a motion, and Lisa Engstrom seconded the motion to recess the Board of Trustees Public Meeting for Executive Session at 10:52 am. Motion carried unanimously.

The Board convened to Executive Session at 10:52 am to discuss personnel issues and to consider or receive any information classified as confidential by law.

Resume Board of Trustees Public Meeting:

Mark Kostovny made a motion, and Lisa Engstrom seconded the motion to resume the Board of Trustees Public Meeting at 1:06 pm. Motion carried unanimously.

New Business Continued:

- **Credentialing:**
 1. Scott Bennion, MD – VSC – Dermatology – Recommend Reappointment to Courtesy Staff
 2. Brandon Bennion, NP – VSC – Dermatology – Recommend Reappointment to Allied Health Staff
 3. David Klein, MD – Sleep Medicine – Recommend Reappointment to Courtesy Staff
 4. Dishant Shah, MD – Direct Radiology – Recommend Reappointment to Telemedicine Staff
 5. Glenn Mason, MD – Medical Imaging Associates - Recommend Appointment to Telemedicine Staff
 6. Stephanie Wang, MD – Medical Imaging Associates – Recommend Appointment to Telemedicine Staff

7. Katarzyna Lameka, MD – Medical Imaging Associates – Recommend Appointment to Telemedicine Staff
8. Jason Sutherland, MD – Summit Pathology – Recommend Appointment to Courtesy Staff
9. Erin Baumgartner, MD – Summit Pathology – Recommend Appointment to Courtesy Staff

Mark Kostovny made a motion, and Jerry Steele seconded the motion to accept the Medical Executive Committee's recommendation to approve credentialing privileges for the individuals listed above and as presented. Motion carried unanimously.

QHR Report presented by Woody White, QHR, Senior Vice President & Peter Miessner, QHR:

- Mr. White introduced Mr. Miessner, who would be presenting the QHR Health and MHCC Resolution RCM Update with the Board of Trustees.

Mr. Miessner communicated that the current process that the MHCC Revenue Cycle team is following is not producing the necessary cash to meet current and future operations. Mr. Miessner identified challenges, opportunities and solutions during his presentation. During this time, Mr. Miessner reviewed target points for metrics such as, days cash on hand, days in AR (Gross and Net), DNFB days, denials and coding days. Mr. Miessner discussed plans of accountability, leadership roles and recommended a new contract be signed between both parties. Mr. Miessner suggested reconstructing the current Resolution contract to better meet the needs of MHCC. Payment would be based on performance, rather than a fixed fee. Resolution would own all Revenue Cycle functions, including rebadging the current staff (they would become Resolution employees); staffing needs would be reassessed and it would reduce operating costs via payroll. The new contract would likely take effect in February 2023. Mr. Miessner reviewed the next steps with the group and a discussion followed.

Discussion: Mr. Waeckerlin stated he was not going to commit to anything at present time. He would need time to review the proposal with the Board and Administration. Mr. Harman also agreed to Mr. Waeckerlin's statement and asked for specific information to be provided, such as coding details, better understanding of services included and the potential increased in costs. Mr. Harman felt there was not enough information provided for him to make an informed decision and he requested an additional meeting with QHR to discuss these details. Mr. Waeckerlin also requested the Board be present and involved during these meetings as well.

Open Discussion/Citizen Participation:

- Mr. Kostovny apologized for being boisterous, but felt the Board needed to see action.

Mr. Waeckerlin inquired about Dexa and Nuclear Medicine services. Scheduling for Dexa will start next week while scheduling for Nuclear Medicine will begin after the first of the year.

Mr. Waeckerlin also thanked Sinclair Refining Company and the MHCC Foundation for their generous donation of the new video equipment in the OR.

Mr. Waeckerlin reviewed the DZA letter with Board of Trustees. This letter defines the potential risks of the audit process.

Mr. Steele pointed out that the new Administrative leaders have taken on their new responsibilities very well, but wanted to also state that we need to be careful with the amount of workload that is being placed on their shoulders to keep from burn out.

Adjournment:

Lisa Engstrom made a motion, and Mark Kostovny seconded the motion to adjourn Board of Trustees public meeting at 1:28 pm with no further business coming before the Board. Motion carried unanimously.

The next Board of Trustees meeting will be January 26th, 2022.

Respectfully submitted.

Abbie Webster, *Executive Assistant*

Jerry Steele, Board of Trustees, *Secretary*