



Board of Trustees Meeting
Regular Meeting
October 26th, 2023
Minutes
10:00 am

Members Present:

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

Administration:

Rex Walk, *Interim Chief Executive Officer*
Wayne Colson, *Interim Chief Financial Officer*
Woody White, *Ovation Healthcare*
Alexis Martinez, *Executive Assistant*

Guests:

Abbi Forwood, *Legal Counsel (via zoom)*
Emily Weber, *Director of Revenue Cycle*
Veronica Lynch, *Amplify Business Office Manager*
Christina Baugh, *Director of Quality, Compliance/Risk and Infection Control*
Stephanie Hinkle, *Director of Marketing and Communications*
Dr. Duane Abels, *Medical Executive Chairman*
Business Office Staff Members

Rod Waeckerlin, President, called the Memorial Hospital of Carbon County Board of Trustees meeting to order at 10:03 AM. The Pledge of Allegiance and a moment of silence 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 Consent Agenda:

The Board of Trustees had questions about the Consent Agenda. Mr. Kostovny questioned if Wendy Thorvaldson was still managing MHCC Education, as her name was not provided on her board report. Mrs. Engstrom stated that she had wondered the same thing. Ms. Martinez explained that it was an error and that she is still employed at Memorial Hospital of Carbon County and to disregard the discrepancy.

Mr. Goergen questioned the progress of retrieving files in Casper, Wyoming for medical records, as it was indicated in the previous Board of Trustees Meeting in September. Mr. Colson indicated that staff has not gone to Casper, Wyoming yet, but anticipates to. Plans have not been finalized. Mr. Goergen questions Mr. Colson on when those plans will be finalized. Mr. Walk interjects into the conversation and stresses to the Board of Trustees that this an important issue. He discusses the ongoing issues with Medhost, including that MHCC has all capabilities to the program besides “adding data.” Mr. Walk adds that various staff members, including himself, Mr. Matt Brooke (Director of IT,) and Ms. Martinez have

been working through emails to see if there is any evidence that indicates that MHCC was on “read only.” Currently, MHCC owes \$613,000.00. Medhost has placed a payment plan together.

Mr. Goergen questions the IT job description. He understands that there has been a raise, but he states that he has hopes that this issue has been rectified. Mr. Colson states that they have a call on Monday. Mr. Walk believes that education may not always be everything, but the individual must be inquisitive. He continues to discuss a new mid-level provider and Dr. Westfall’s background in IT.

President Waeckerlin asks the Board of Trustees if there are any other questions on the Consent Agenda.

Lisa Engstrom made a motion, and Garry Goergen seconded the motion to approve the agenda as presented. Motion carried unanimously.

Approval of Board of Trustees Open Session Minutes from September 28th, 2023:

Garry Goergen made a motion, and Lisa Engstrom seconded the motion to accept the minutes from the regular meeting on September 28th, 2023 as presented. Motion carried unanimously.

Employee Recognition Presented by Rod Waeckerlin, *Board of Trustees President*:

President Waeckerlin recognized Kim Russell, as the October Employee of the Month. Ms. Russell was unable to attend. Her manager, Janessa Mann was present to accept the award of her behalf. In addition, Cassandra Gier was recognized for Supervisor of the Quarter. Mr. Waeckerlin and the Board of Trustees congratulated Ms. Russell and Ms. Gier for a job well done.

Welcome Guests:

President Waeckerlin welcomed the Business Office staff members. Mrs. Weber, Director of Revenue Cycle, introduced all Business Office staff members to the Board of Trustees. The Board of Trustees thanks the Business Office for all of their hard work and dedication.

Quality Report Update Presented by Christina Baugh, *Director of Quality and Infection Prevention, Compliance and Risk Management*:

Mrs. Baugh provided an Ovation Healthcare agenda created by Michele Back (Ovation Healthcare). This information was presented to provide information about the restructure of the Quality Program. She will be here on December 12th to conduct an assessment. Meetings will occur bi-weekly. Mrs. Baugh believes that this is going to be great because it will separate Compliance and Quality. Mr. Walk and Mr. White state that the Quality program is very meaningful and they are excited that she will learn from Michele Back. Mr. Walk indicates that the Quality Program holds the hospital together. Dr. Abels reflects on the previous Quality Program’s from previous CEO’s and states how the processes have changed. Mrs. Baugh continues with her report and discusses how the Quality Program can impact Revenue Cycle. Dr. Abel’s provides details about the Quality Program’s ties to specific functions in Revenue Cycle.

Mr. Kostovny questioned the Medicare processes with admissions. Mr. Colson, Dr. Abels, and Mrs. Baugh explain that it has always functioned in that matter. Mr. Walk expresses the importance of the implementation. President Waeckerlin requests for a briefing after the mentorship from Ms. Back is completed.

Motion to Recess Board of Trustees Public Meeting for Break at 10:50 AM

Medical Staff Report Presented by Dr. Mikesell, *Chief of Staff*:

Dr. Mikesell was on vacation during the Board of Trustees Meeting. Dr. Abels states that there is nothing to his knowledge to report on.

Operational Report Presented by Rex Walk, *Interim Chief Executive Officer* and Stephanie Hinkle, *Director of Marketing and Communications*:*Clinics:*

Mrs. Hinkle reviewed the clinic situation with the Board of Trustees. Mrs. Hinkle indicated after visiting with all of the clinics that are involved, the Pain Clinic and Orthopedic Clinic have decided to move to the 2nd Floor Clinic space. She continues to review each bullet point of each plan for the different clinics. Mrs. Hinkle states that she believes this will alleviate some providers and increase patient visits. A scheduled meeting to roll out a timeline will take place at the end of next week. They have received approval of the space, furniture is currently in boxes, and the next step is to set a deadline date for completion. President Waeckerlin questions how this happened again. Mr. Walk stated that there was not enough space in the building, and all parties are making the best out of a situation. All are trying to work around it. He believes stress test (Nuclear) will be on the 3rd floor. Hospitalists need to be in charge of that. This will provide the program to be near the hospitalists. Everyone is working through these different issues. He believes that the providers will be happier, and patients will be happier. Mr. Kostovny expresses that he wants trust with the employees so in the future, if mistakes are made, the employees will feel comfortable enough to tell the Board of Trustees that decisions can potentially be mistakes. President Waeckerlin indicated that there needs to be more board oversight. Mrs. Hinkle states that this may be the silver lining and discusses more about the clinics, including the MHCC building across the street. President Waeckerlin and Board Members were lead to believe that changes must be made to the building in order for the codes to upgrade. Mr. Walk explains the various issues with placing other clinics in the 2nd floor area. He believes that there is logic to the situation. Mr. Goergen wonders if the Board Members misunderstood the utilizing of the other building and the code issues. Mr. Kostovny questions how much the log cabin is being utilized because it has great space and if MHCC is making the best with it. Mr. Walk stated that employees are utilizing the log cabin for housing when they are in Rawlins. This has helped with recruitment and housing. Mrs. Hinkle indicates that she will contact Pat Davis to assess the building again. Mr. Kostovny asks that Mr. Davis provides the outcome in writing for the Board of Trustees to review.

Credentialing Coordinator:

Mr. Walk explains to the Board of Trustees that Mrs. Hardy has resigned full-time as the Credentialing Coordinator for Memorial Hospital of Carbon County. She remains PRN until a replacement has been found. He reviewed her various job responsibilities that she carried in role and commends Mrs. Hardy for her excellent work in those duties. Mr. Walk would like to utilize HSC and move the position under medical records, rather than the position directly report to Mr. Walk. He states that he is aware of 2 applications who are interested in the position. He is hoping to have HSC step in to assist with training for the future Credentialing Coordinator. President Waeckerlin states that is a hard loss and reflects on how great of an employee she is and how she has done great work for organization.

Health Insurance:

Mr. Walk briefly discusses health insurance and the enrollment date approaching. However, he would like to ask the Board of Trustees to be more involved next year to review various entities. He has met with (3) different entities. He made the decision to raise the percentage to 8% and explains the reason to raise the

premium. Novo (Insurance) suggested to leave the percentage. Mr. Walk disagreed with Novo, as he believes that the previous percentage left the organization a bit “exposed.” He would like to re-review companies for next year. Adjustments will be made this year. He anticipates to start in June and restructure the process.

MedHost:

Mr. Walk states that he intends to keep providing justifications for Medhost. He stated that \$200,000 would be “nice” to have back. He will inform the Board of Trustees if/when they need to become involved in the situation. Mr. Walk also questioned if there is anything that delineates board members involvement to approve specific instances. Ms. Forwood (legal counsel) states that there is. President Waeckerlin questions if Ms. Forwood remembers the termination agreement between Memorial Hospital of Carbon County and MedHost. She does not remember the termination agreement.

Fema:

Mr. Colson is reviewing the FEMA issues. There is information on a portal with support. Mr. Colson has reached out to DZA. He states that he feels uncomfortable reviewing the data. He believes that there is insurance premiums in there that do not belong. Mr. Colson continues to discuss the drop in earnings, but there it is work in progress and they are “getting there.” Ms. Engstrom requests when the deadline date for it is. Mr. Colson responds that he hopes DZA can figure it out. Mr. Kostovny asks if the Board of Trustees should set a deadline date for completion. Mr. Colson states that he does not want a deadline set, as he is the one who has to complete it all. Mr. White joins the conversation stating that he does not feel that there should be a deadline date set for Mr. Colson. Mr. Kostovny indicates that he strongly disagrees and states that there are many things that are not getting fixed. He believes the Board of Trustees should be involved. President Waeckerlin stops the conversation and states there will be deadline date set. Mr. Kostovny requests that the Board of Trustees receive a tracking spreadsheet of all projects to ensure projects are completed in a timely manner. Mr. Walk indicates that it comes from FEMA, Noridian, etc. and continues to express that everyone has a lot on their plate. President Waeckerlin questions Mr. Colson on a timeframe. Mr. Colson states that he is waiting on DZA to get him the information to review and that he needs to talk to the FEMA “people.”

There is a meeting scheduled to discuss the FEMA Grant next month. Mr. Kostovny requests to be invited to the meeting.

Noridian (Medicare Intermediary Update):

Noridian stopped withdrawing at \$400,000. Mr. Walk has met many contacts throughout this process. Noridian was withholding already, and withheld \$100,000. In order to release the other \$400,000, additional information needs to be provided along with a promissory note. MHCC is covering, but Mr. Walk indicates that this does not “flush out” the cost report. Mr. Walk feels it is odd cost report in November. However, withholds have not been helpful to the situation.

Monthly Staff Meetings:

All staff meetings have been held monthly. The previous staff meetings had the highest attendance in employees. Mrs. Hinkle believes that staff members are becoming more comfortable and continues to discuss the process for meetings. Mr. Walk also reviews his attempts to increase communications with providers as well. President Waeckerlin along with other board members, would like to receive invitations to the all staff meetings, admin huddles, etc. to appear every so often to engage in those scheduled meetings. Mr. Walk expresses that he will take advantage of that and ensure invites are sent out.

Motion to Recess Board of Trustees Public Meeting to go to Executive Session at 11:12 PM

Motion to Recess Executive Session to go to Board of Trustees Public Meeting at 2:18 PM

Amplify Report Presented by Veronica Lynch:

Ms. Lynch reviews the Amplify reports with the Board of Trustees. She indicates that specific number decreased due to the loss of 2 providers and outpatient levels have gone down. Ms. Lynch reviews the key performance indicators. There is currently \$2.6 million AR cash collections. An action plan is in place to work on clean claims. Mr. Goergen questions a clean claim rate. He wondered if that is a “good or bad.” Ms. Lynch responds that it is not “good.” Mr. Goergen questions what a “good” clean claim rate is. 80’s or 90’s are better, 95’s and above are best practice. President Waeckerlin states that the AR number is essentially “magic money” that does not matter. Mr. White reviews the data with board and states that he will re-review.

Ms. Lynch moves onto denials and that there are some good numbers trending. There are currently (10) wound care outstanding patient bills. She reviews the plan to implement in denials management. If the operating expenses are 2.5 million, they could potentially make the bottom line. Discussion continued regarding the Allergy Clinic. MHCC ended the contact with Allergy Services of America and are no longer utilizing allergy services. The costs for these services in the past were \$133,000.00 per month. The cost for the allergy clinic services were exceeding the revenue that was brought in.

There have been preliminary conversations with Fremont Therapy Group that could possibly save Memorial Hospital of Carbon County \$20,000.00. The weekly call with Fremont Therapy Group is scheduled for Wednesday’s at 11:00am. Ms. Lynch discussed the physician fees and the reasons for the fluctuations. They are working on removing DZA to in-house. Mr. Kostovny questions if we receive 19% in return after Fremont Therapy Group bills MHCC. Mr. Colson stated that MHCC is receiving 19% of their earnings back.

Mr. Colson reviews the purchased services with the Board of Trustees. These are services with costs that exceed over \$5,000. He indicates that some of these expenses are between Mr. Colson, Mr. Walk, and the Emergency Department physicians. Mr. Goergen had a question, but suddenly withdraws the question. Mr. Colson is estimating cash for October. Mr. Walk indicates to the Board of Trustees that they need to be aware of the travel expenses. Mr. Kostovny and the rest of the Board of Trustees have asked Mr. Colson to provide a breakdown of each of the expenses, including the ED physician, Mr. Colson and Mr. Walk’s expenses and travel expenses.

Ms. Lynch reviews the estimated cash at 3 million dollars, gross revenue at 4.6 million. She indicated that this is less than Septembers. She states the Memorial Hospital of Carbon County will receive half of that amount. President Waeckerlin questions why the gross revenue is declining at a rapid pace. He indicates that his recollection, MHCC has always been above 5 or 6 million. The past 6 months have been impacted. Mr. Walk states that this is why he would like to get the swing bed program up and running to get patients “in the beds” to generate some revenue.

Mr. Walk indicates that he would like to return back to the County Commissioners with the budget. Mr. Colson reviews the fiscal year of 2022 audit. He states that he is currently working with DZA on the 2023 audit. Mr. Colson provided the budget that he presented to the Carbon County Commissioners. He stated that this budget he composed is a “sophisticated guess.” He estimated the revenue for the fiscal year. President Waeckerlin stated, “When you look at 2022, net operating, is that due to the incorrect

reporting?” Mr. Colson replied that is what he received from DZA for 2022. He states that MHCC made a little bit. President Waeckerlin indicates that 2022 should resolve. Mr. Colson proceeds to explain the significant adjusting entries that had been made and what they had added. President Waeckerlin expresses that it is hard since the numbers are bouncing around and he is struggling with the data. Mr. Kostovny reviews with Mr. Colson why he has asked for this data. MHCC has historically had history of why we bill out to different departments. Mr. Walk indicates that there are no statistics to track and trend. Information is sent out monthly. However, Mr. Kostovny believes that information is not being compiled and what/if MHCC is producing revenue. Mr. Colson states that he has a cost report to file at the end of November. Mr. Kostovny reviews with Mr. Colson that discussion has occurred in regards to fiscal year 2022 numbers and DZA is contracted to look into this. DZA is currently paid a great amount of money to do this. Mr. Colson feels that they should have given the Board of Trustees a “heads up” and filled everyone in on what was going on. Mr. Goergen questions where the breakdown is. Mr. Colson states that is coming next for review.

During the ongoing discussion between the Board of Trustees and Administration, Mrs. Hinkle has had time to review the budget. She states that \$55,000.00 per year is not feasible for Marketing and Communications. Many agree to her statement.

Mr. Goergen refers back to the purchased service agreement. He questions what the “yellow” category is on the spreadsheet that had been provided by Mr. Colson. Mr. Colson states the yellow category provided on the spreadsheet are for the top 12 purchased services. Mr. Steele questions what “Savista” is. Mr. Colson states that Savista is for our medical company, but we are in the process of moving Savista coding to Amplify coding. President Waeckerlin reviews the purchased services and states that Ovation Health Care is the highest paid purchased service for Memorial Hospital of Carbon County. He also indicates that MHCC owes Ovation Health Care. Mr. White clarifies that MHCC owes Ovation Health Care ½ million dollars. Mr. Goergen questions if these are expenditures. The process will be reviewed later on. Mr. White explained some of the process of the purchased services.

The Financial Assistance Policy was presented to the Board of Trustees. This policy is for patients that do not have the means or the resources to pay their hospital bills. Ms. Weber explains the policy further in depth and asks for approval on the policy. There are currently financial applications pending on the desk. This breaks down the financial assistance on the cost policy. This should cover empty space for the patient does not qualify for different things. President Waeckerlin indicated that this is from Obamacare. Ms. Weber states that the federal poverty guideline increases yearly. MHCC was not increasing as needed. Mr. Walk questioned who “approves “patients. Ms. Weber continues to explain the policy in open discussion and believes that more people (employees) should be involved in the approval process. Mrs. Hinkle adds that this policy could potentially have a member of Administration to approve if the patient is within the guidelines to take the “weight” off of Ms. Weber’s shoulders. Mr. Colson states that the applicant should list information required and if there is missing documents, 2nd notices will be sent to patients. Mr. Kostovny indicates that he does not see the final piece and Mr. Steele seconds the statement. Applications will be determined by different levels of leadership for final approval. President Waeckerlin questioned what if Memorial Hospital of Carbon County does not have the means. He stated that he would like to proceed forward with this policy and for the verbiage to be sent. Mr. Goergen stated that the Business Office department is seeking answers now. Mr. Kostovny adds that a number can be selected that Ms. Weber is comfortable with and to let them know. Ms. Weber reviews the industry standard at the federal poverty guidelines at 200%. Mr. Goergen would like to ratify November, and approve the policy. Mr. Kostovny believes that once number limits exceed above Ms. Weber, it needs to go through the appropriate approval process. Discussion furthers, and Mr. White suggested that the Board of Trustees approve the policy as presented and approve amendments at the next Board of Trustees meeting.

Garry Goergen made a motion, and Mark Kostovny seconded the motion to approve the financials for September 2023 as presented. Motion carried unanimously.

Checks and vouchers were not available for the Board of Trustees to review. President Waeckerlin stated that the (expenditures) checks and vouchers needs to be added and available for the next Board of Trustees meeting. Mr. Colson understood.

The Executive Assistant, Ms. Martinez requested meeting dates for the upcoming Board of Trustees meetings for November and December, the holiday season. President Waeckerlin made date proposals and Board of Trustees agreed to the following: November 30th, January 4th, and January 25th. January 4th will take place of the December Board of Trustees meeting.

President Waeckerlin asked the Board of Trustees if there are any other discussions.

Mark Kostovny made a motion, and Jerry seconded the motion to follow the MEC recommendations of 1-16, and approve credentialing. Motion carried unanimously.

Mark Kostovny made a motion to approve and accept employment contracts, and Jerry Steele seconded the motion, while Garry Goergen made a third motion to approve employment contracts. Motion carried unanimously.

Adjournment:

Mark Kostovny made a motion, and Jerry Steele seconded the motion to adjourn the Board of Trustees public meeting at 3:41 pm and to reconvene on November 30th, 2023. Motion carried unanimously.

The next Board of Trustees meeting will be on November 30th, 2023 at 10:00 am.

Respectfully Submitted,

Alexis Martinez, *MHCC Executive Assistant*
Abbi Forwood, *Legal Counsel*