



Board of Trustees Meeting
Regular Meeting
April 4th, 2024
Minutes
10:00 am

Members Present:

Rod Waeckerlin, *President*
Mark Kostovny, *Vice President*
Jerry Steele, *Secretary*
Gary Goergen, *Treasurer*
Lisa Engstrom, *Member (absent)*
Dr. Duane Abels, *Chief Medical Officer*

Administration:

Rex Walk, *Interim Chief Executive Officer*
Margaret Fontana, *Chief Financial Officer*
Stephanie Hinkle, *Director of Strategic Operations*
Lisa Boston, *Director of Compliance*
Alexis Martinez, *Executive Assistant*
Scott Miller, *Ovation Healthcare*
Chip Holmes, *Ovation Healthcare (via zoom)*
Woody White, *Ovation Healthcare (via zoom)*

Guests:

Abbi Forwood, *Legal Counsel (via zoom)*
Emily Weber, *Director of Revenue Cycle*
Veronica Lynch, *Director of Revenue Cycle (Amplify)*
Gwynn Bartlett, *Carbon County Clerk's Office*
Lisa Smith, *Carbon County Clerk's Office*
Lori Ridgeway, *Director of Operations*
Patti Burke, *Auxiliary Volunteer*
Sherri Rodabaugh, *Auxiliary Volunteer*
Michael Hardy, *Director of Maintenance*
Roger Chizek, *Maintenance Mechanic*

Rod Waeckerlin, President, called the Memorial Hospital of Carbon County Board of Trustees meeting to order at 10:00 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:

Mr. Kostovny enjoyed the Saratoga and Hanna Clinic board reports and appreciated that statistics were available to review.

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 February 29th & March 7th, 2024:

President Waeckerlin thanked Ms. Martinez, Executive Assistant, for a job well done on the minutes.

Mark Kostovny made a motion, and Jerry Steele seconded the motion to accept the minutes from the regular meeting on February 29th and March 7th, 2024 as presented. Motion carried unanimously.

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

The MHCC Employee of the Month was presented to Missy Herrera, MA. Supervisor of Quarter was presented to Blair Nelson, FPC Supervisor. The Board of Trustees thanked both employees for their hard work and dedication to the organization.

Department Highlight of March: Michael Hardy & Roger Chizek, Maintenance Department

Mr. Michael Hardy and Mr. Roger Chizek were present. Mr. Hardy, Maintenance Director reviewed various issues the maintenance department has come across recently. A pipe was being held up by a wooden crutch in the crawlspace. He reviewed the condition of the boilers within the hospital and stated that Snow Crest Boiler was recently onsite and stated the boilers were in excellent condition. The department anticipates to begin processing all problems within the facility to implement further planning.

Fremont Therapy Group: Lori Ridgeway, *Director of Operations*

Ms. Ridgeway was welcomed by the Board of Trustees. Ms. Ridgeway reviewed the various monthly numbers. She indicated that the only month that was “better” was December. Fremont Therapy Group has been struggling. They are down (2) physical therapists. Ms. Ridgeway also indicated that the partnership between MHCC and Fremont Therapy Group is a priority. She continued to explain that she feels as though MHCC does not communicate well with their facility. She requested communication improves. Fremont Therapy Group has not been paid since December. Ms. Ridgeway received a check for \$35k and initially thought that was payment. It appeared it was a utility check for MHCC and not a payment to Fremont Therapy Group. She continued to review the struggles that they are dealing with. Their current PT is working very hard to keep up, as he loves the Carbon County community. Ms. Ridgeway disclosed that a new PT is set to onboard with Fremont Therapy Group in July 2024. They are still having issues similar with MHCC finding a fulltime OT. The Saratoga Hospital is struggling as well. President Waeckerlin addressed Ms. Fontana, MHCC CFO and stated that he would like this addressed immediately to send payment to Fremont Therapy Group. Ms. Fontana stated that she understood and she would take care of the payment. Ms. Ridgeway requested to have weekly phone calls reinstated with Mr. Walk. Mrs. Hinkle stated that she will also touch base with Ms. Ridgeway and be another contact source. Ms. Ridgeway was appreciative and added that, “Fremont Therapy Group is not a creditor, but a partner to MHCC.”

Ms. Ridgeway continued and stated that they are dealing with burnouts. They are starting a coaching program for their PT’s to avoid burnout. Mrs. Hinkle and Ms. Ridgeway also agreed to work together to create talking points for the community. The Board of Trustees thanked Ms. Ridgeway and apologized for the non-payment to Fremont Therapy Group.

Auxiliary Report: Patti Burke and Sherri Rodabaugh, *Auxiliary Volunteers*

The 50th year anniversary for Auxiliary has been scheduled. The auxiliary provided services to Memorial Hospital of Carbon County for over 50 years. Ms. Burke read an overview of the past and present auxiliary volunteers to the Board of Trustees. The Board of Trustees thanked the Auxiliary team for their outstanding services.

Quality and Compliance: Rex Walk, *Interim Chief Executive Officer:*

Mr. Walk reviewed a portion of his plan pertaining to the Quality program report. He reviewed specific items on the power point presentation including a dashboard report that will help provide some of the report. Mr. Kostovny stated that he would like to see more in Open Session, going forward. Mr. Goergen questioned if Quality pertains to personnel issues. Mr. Walk does not believe it correlates, as the personnel issues would be related more so to Human Resources. President Waeckerlin indicated to all members and MHCC employees that Mr. Kostovny will be the board member that will hold the Quality program together. Mr. Kostovny stated that he still answers the compliance Mrs. Boston, MHCC Compliance Director indicated that MHCC needs to drop both of the compliance lines that are currently being utilized. She will provide a further update in Executive Session. In the past, Collin McDonald, former Compliance Officer and Mr. Kostovny spearheaded the program together. Mr. Steele also participated in the program. Mrs. Boston is in the process of updated policies, drafting new policies, and establishing a committee again. A plan has not been implemented yet. Mrs. Boston touched on Board of Trustees education, fiduciary duties and conflicts of interest. President Waeckerlin stated that he would like to see “boots on the ground for the trainings discussed.” Mr. Kostovny would like to see strong programs implemented for MHCC.

Hospital District: Gwynn Bartlett and Lisa Smith, *Carbon County Clerk’s Office*

President Waeckerlin is thankful for the guidance. Mr. Goergen started the discussion and interest pertaining to a possible hospital district.

Ms. Gwynn Bartlett started the presentation with steps of how to obtain a possible hospital district. To start a hospital district, a petition must be signed. The numbers depend on the lands and the areas surrounding. The second step would be a resolution signed by the County Commissioners. \$12k is needed for the mail ballot election. There is still opportunity for this year. MHCC must consult with an attorney to get through the process. The county would need to be informed of the desire for hospital district. MHCC would need to be consulted to follow election proceedings. Ms. Bartlett reviewed the areas where there are currently hospital districts. MHCC would need to review the colors of where hospital districts are currently located and review the rules of how the ballots work and the various values. Applicable statues would need review. Ms. Bartlett expressed that timing is crucial. 501 voters are needed to pass the hospital district. President Waeckerlin stated he would like to present for resolution to the County Commissioners at the May meeting. Ms. Bartlett indicated that she notified the commissioners of her attendance at the MHCC Board of Trustees meeting. She reviewed the county pays for resolutions. The organization pays for a petition. Petitioners sign within a (6) month period and it cannot over lapse with another hospital district. Essentially, MHCC would have the ability to start with (5) Directors and increase overtime to (7) Directors. Funding is further out and not a “quick fix.” However, the district can be enlarged later on. If the value exceeds over \$3M, directors can be divided. Estimates were provided and indication was shown not to exceed \$3M. Ms. Bartlett stated that values could be added together. The fire district was just recently approved and functioning. The County did provide funding for the fire district. President Waeckerlin questioned if MHCC could potentially receive monies from the county. Ms. Bartlett stated that is a county commissioner’s question and she could not elaborate on that. She reviewed the 2nd map that provides where other hospital and healthcare districts are located. Abbi Forwood may speak further regarding the legalities. Mr. Goergen was hoping that he would have more answers. He feels as though the county commissioners have forgotten that they own Memorial Hospital of Carbon

County. Roles and responsibilities should be defined. Ms. Bartlett added that the commissioner's would be able to provide answers. Legal counsel should be called upon, as Mrs. Forwood can answer those questions. Mr. Goergen questioned what Baroil and Wamsutter's addressed value at. Ms. Bartlett will provide answers to the Board of Trustees when she obtains the information.

Mr. Kostovny stated that the Board of Trustees attempted the hospital district process over 10 years ago. From his recollection, if the hospital district passes, the Board of Trustees takes over total control of the hospital. At that point, the county is out. Other counties are not in. Dr. Abels stated that Wamsutter does not support Memorial Hospital of Carbon County. This project would need to be completed by May or June 2024. The 1st Fire District attempt failed. The 2nd attempt they succeeded and passed. Mr. Kostovny added that the petition route was a disaster. President Waeckerlin stated that the county has suffered since COVID-19 pandemic. Families will be effected and the county will be effected. Other hospitals receive county support. MHCC does not receive any help from the county and have very little interest. June 4th is the deadline date for completion. June 16th is the absolute final deadline date for completion. Mrs. Smith continued to review dates with the Board of Trustees. A petition route would have to be submitted in September for signatures. This year, resolution would be the very best route to take. President Waeckerlin believes that MHCC should move on the resolution. Ms. Bartlett suggest to speak with the county commissioners. Mrs. Smith added that the Department of Revenue would need to review the boundaries to ensure they do not overlap. President Waeckerlin indicated that he would not go near Saratoga or Ryan Park. He would like to incorporate some of this in the Bagg's, Hanna, and Sinclair areas. Ms. Bartlett questioned if MHCC could explain the relationships between all. Mrs. Forwood (via zoom), stated that if the Board of Trustees chooses to go down this route, the Board of Trustees would be in complete and total control of the organization. Furthermore, she explained the differences of t current roles and obligations between the board members and the county commissioners. Ms. Bartlett provided guidance to the board members to approach the county commissioners with a plan and reviewed the tax legislation bills. Mr. Kostovny questioned if it changed the assessed value. Ms. Bartlett indicated that they would just need to pay. MHCC wouldn't receive sales tax. Management council addressed that this week. Mr. Goergen stated that the county commissioner's budget went up quite drastically. Ms. Bartlett stated that she doesn't have the number off of the top of her head. It will fluctuate further and could potentially cause an increase of property taxes. President Waeckerlin felt the conversation was enlightening and strongly suggested to move forward. He would like the county commissioners to help further. Mrs. Hinkle believes that communication and support will drive the goal. Assistance to aid in marketing would be helpful. Mr. Kostovny questioned if they are permitted to utilize hospital funds. There is a political action committee and restrictions on what the hospital can and cannot spend money on, cannot directly campaign, and could use further education. Ms. Bartlett suggested to start at the COG (Council of Governments.) The goal would be to obtain voters by October. President Waeckerlin suggested to start forming a committee. Mr. Goergen is in agreement with President Waeckerlin. He stated he would assume that a Board of Trustees motion needs to be made. Mrs. Forwood stated that the minutes need to reflect and format a committee of Special Hospital District. The minutes will need to indicate who will be on the committee. Ms. Bartlett and Mrs. Smith continued to review the specific counties and districts that currently hold a hospital district. Mr. Goergen questioned which county commissioner the Board of Trustees should contact. Ms. Bartlett recommended to contact Ms. Sue Jones, first. President Waeckerlin recently reached out to Commissioner Espy. Commissioner Espy is onboard with the idea of a hospital district. Ms. Bartlett questioned if the Board of Trustees has a plan. If so, they could give 30 days at the June 4th meeting. President Waeckerlin stated that a plan is not in place yet. Ms. Bartlett is happy to help where she can. The Board of Trustees thanked Ms. Bartlett and Mrs. Smith for taking the time to discuss the Hospital District at the open session board meeting. Ms. Bartlett added that she will provide a tax assessor map to the Board of Trustees.

Motion to Recess Board of Trustees Public Meeting to go to Executive Session/Lunch at 11:55 AM

Motion to Recess Board of Trustees Executive Session to go to Public Meeting at 3:54 PM

Operational Report Presented by Rex Walk, *Chief Executive Officer*:

Mr. Walk reviewed the process for improvements. 1. Product recalls and payroll processes (process enhancements) the negative air pressure grant monies were \$500,000 match to \$250,000. Mr. Walk already touched previously on the ambulance piece. Mr. Lenny Laymen, Emergency Coordinator recently pulled together all emergency personnel for a meeting at Memorial Hospital of Carbon County to discuss inmate protocols when MHCC has an inmate onsite for patient care. Brendan Gemelli, Pharmacy Director, will be resigning. Mr. Gemelli indicated to Mr. Walk he would “think about” staying at MHCC. Mr. Walk continued to share about interdepartmental “sharing” employees. Mr. Walk commended Mrs. Hinkle for a job well done and the completion of the lunch and learns for “Crucial Conversations.” President Waeckerlin questioned if there is a possibility to keep Mr. Gemelli onboard with MHCC. He stated that Mr. Gemelli completely turned the Pharmacy department around. Mr. Walk will do his best to keep Mr. Gemelli with MHCC, but ultimately he also has other future plans he has shared that he would like to pursue.

Amplify Report Presented by Veronica Lynch and Lindsay Gabbert:

The clean claim rate is up by 2%. There are many touch points. Mrs. Lynch indicated that she did see improvement this week. There was an increase from 17% to 19%, which places MHCC in the low 70 percentile. Internal changes have been implemented. Errors are in the process of being corrected prior to sending to the payer. United Healthcare was impacted from the cyber-attack. It slowed the process for everyone. There is currently \$2.4M in A/R. Reducing to \$223,000. Continued to work with HSI and HSA. Amplify continues to work with Continuum and Five Nines. Amplify is still receiving and collecting payments. There is \$10.5M in self pay. The early out company, Revenue Enterprises anticipated to go live on 4/1/2024. \$10.5M bad debt, \$600K non-collectable adjustments. \$900K increase in self-pay. Pre-Registration is speaking with patients. Mrs. Lynch continues to touch on the changes that are in the process. The early out implementations and patient statements are looking at late charges at the departmental levels. Continuing to reduce to \$1.7M. President Waeckerlin stated to everyone that the Board of Trustees requested to see the solutions. Is MHCC getting closer, can we get there, etc. Mrs. Weber explained that there are different processes that she and Mrs. Lynch have created. Mrs. Lynch briefly discussed the 90 day plan. They are still working through gaps, policies and procedures, communications, and educations. Mr. Walk stated that he would like the financial assistance process to be tightened, as it reflects on the cost reports. Mrs. Lynch agreed that the processes needed to be tightened and/or implemented. It will come down to setting a foundational education. President Waeckerlin questioned what the financial counselor determination was. Mr. Walk stated that he has that prepared in his slide deck to review for later on. Ultimately, pre-registration will assist with that portion. Dr. Abels questioned when Amplify started to assist MHCC. Mrs. Lynch stated 2 ½ years ago. Dr. Abels stated, “After we changed to the Cerner conversion is what I am interested in.” Mrs. Lynch explained the revenue cycle components. Dr. Abels expressed that the Board of Trustees would like to know about Revenue Cycle specifically. Mrs. Lynch stated that she will work on sharing that information. Mrs. Lynch continued to review the Executive Dashboard, reviewing insurance, pending payer mix, 40’s, etc. Amplify is focused on the clean claim rate. Mr. Steele stated that the discharge is not billed for January-February it jumped then March dropped. He questioned what the gross revenue for March is. Mrs. Weber stated that the March revenue is at \$5M. President Waeckerlin questioned why A/R is continuing to rise. Mrs. Lynch stated that it is on insurance. \$9.6-6.10 in one month of self-pay. President Waeckerlin would like a plan to fix it. Mrs. Lynch indicated that they need more people calling to collect. She believes it is critical to get the early out company (Revenue Enterprises) in place.

Mrs. Weber updated the Board of Trustees with the status of Revenue Enterprises. MHCC worked with Pagosa Springs (Colorado) for testing. It appears it is flowing efficiently. Mrs. Weber will know more tomorrow. The hope is to go live today, as Mrs. Weber stated she wanted to ensure that all tests are working properly. She is currently waiting on that final piece. Testing was delayed, but everyone has been working diligently to assure a proficient process. Statement files are needed. Revenue Enterprises will share when it is 100% ready. Mr. Walk commended Mrs. Weber and Mrs. Gulbrandson for a job well done, as their efforts have started to create a positive impact for the organization. Mrs. Weber indicated that the HIM department pulled the zip codes. Mrs. Lynch explained in detail about the total A/R insurance \$2.4M for February over 90 days. Medicare was reduced by \$139,000. Amplify reviewed the highest dollars and the highest payers. There is \$642K for motor vehicle, and Continuum is working on the rest. President Waeckerlin feels as though they have made headway. Mrs. Lynch agreed. President Waeckerlin would like this resolved. Mr. Walk stated that MHCC and Amplify addressed roles and responsibilities. Mrs. Lynch added it is mostly process and procedures, sharing areas and workflows. She continued to review the flow chart, process corrections, and root causes with solutions.

Further education needs to be implemented for denials management to ensure the documentation is there. Mrs. Lynch stated that the early out will be up and going. Amplify will continue to “dial for dollars.” President Waeckerlin stated there is good and bad news in the financial report. He thanked Chelle Keplinger and Scott Miller for their assistance. Mrs. Fontana reviewed the audit. Mr. Miller disagrees with Mrs. Fontana’s financial breakdown statement and corrects her with the accurate data. Ms. Reed (AP Clerk) has been calling vendors to request copies of invoices. The cost report for 2021 was reopened, 2022 reopened with the potential to owe money back. Ms. Fontana stated that she forwarded Mr. Woody White the results. The last (3) pages are stats, trends are needed. The best numbers came from Hanna. She is working on gather the rest of the departments. DZA found error calculations. Bad debt was a positive number. The audit was finished on Friday. Ms. Fontana indicated she would like to close soon. Mr. Miller provided clarification on some of Ms. Fontana’s financial statements to the Board of Trustees. Ms. Fontana indicated she didn’t review as extensively as she should have. She would like to compare salaries. Mr. Walk stated another adjustment with other income was created. Mr. Steele questioned if the board members needed to approve the financials and vouchers. Mr. White stated not to approve the financial statements. President Waeckerlin advised to table the February and March financials until the next board meeting. Mr. Kostovny requested again that AP vouchers are available for the next Board of Trustees Meeting on May 1st. He has readily made this request to the Finance Department, as these items need to have board review.

Operational Report (Continued) Presented by Rex Walk, Chief Executive Officer:

President Waeckerlin discussed the renewal of the Amplify contract. The Vantage contract system indicated the contract is up for renewal next month. Mr. Kostovny questioned if this was an addition to the initial Amplify contract and if the question is to add to the master services agreement. Mrs. Forwood reviewed the Amplify contract. It stated that it terms on April 30th. Mr. White believes that this is the coding contract. It was never updated. Amplify has been dual coding with Savista. Mrs. Forwood would need to review and approve. A special meeting can be created and send the agreement for open session. Mr. White is going to follow up with Amplify regarding the details of the contract. Mr. Miller requested for Amplify to pull all SOW’s to review. Dr. Abels stated the MHCC will get their “ducks in a row.”

Credentialing:

Mark Kostovny made a motion, and Jerry Steele seconded the motion to approve and accept the MEC Credentialing as followed below with one change to Dr. Dan Wandsneider. Dr. Wandsneider is active staff, not courtesy. Motion carried unanimously.

APRIL CREDENTIALS LIST for BOT Meeting on 4.4.24

- Appointments
 - ◆ Kevin Bui, MD
 - Telemedicine—Neurology
 - Recommend Appointment to Telemedicine Staff
 - ◆ Roger Blake, MD
 - Locum Tenens—Surgery
 - Recommend Appointment to Locum Tenens Staff
- Reappointments
 - ◆ Chad Cooper, MD
 - Courtesy—Gastroenterology
 - Recommend Reappointment to Courtesy Staff
 - ◆ Daniel Wandsneider, MD
 - Courtesy—Hospitalist
 - Recommend Reappointment to Courtesy Staff
- Provisional Reviews
 - ◆ Eric Shackmuth, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Mark Slepian, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Mark Giovannetti, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Mark Dearing, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Stephen Chang, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Kyle Arslanian, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Craig Hancock, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Elizabeth Lagomarsino, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Alan Muraki, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ William Theodourou, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Christopher Malcolm, MD
 - Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
 - ◆ Stephanie Wang, MD

- Telemedicine—Radiology
 - Recommend transition to full, unrestricted Telemedicine Staff
- ◆ Parry Davison, CRNA
 - Allied Health—Anesthesia

Quality Discussion

Mr. Kostovny questioned if the Quality program has everything in place. He expressed his concern that the Director of Quality should have a medical background. Mr. Walk indicated that he will ensure to have it ready for the June 2024 board meeting.

Policies and Procedures Review:

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

Telephone Update:

Mrs. Weber has implemented a phone log for the business office and Amplify has implemented a phone. Within the next business day, Amplify and MHCC will combine the phone logs and compare notes. Phone calls will soon be transferred to Revenue Enterprises. Mrs. Hinkle provided the telephone information handout. She recently had a conversation with HiTek phone services. She is in the process of rebuilding and will push the results out to staff, including the business office. Mrs. Hinkle started this process due to the inconsistencies within the organization and with subcontractors. Policies need to be built around that. She would like to meet with each department to ensure everything is set up correctly. HiTek does not have the capability to run reports for us, but will allow us to monitor. President Waeckerlin repeated the process. When the phone rings (3) times at the business office, it rolls over to Amplify. He indicated the help will be needed for internal builds. He also reiterated the importance of hearing real voices when patients call MHCC. Discussion will continue at the next Board of Trustees meeting. There are still issues that need to be resolved as soon as possible. Solutions need to be made to resolve those said issues. Be prepared for recommendations.

Mr. Walk reviewed Lisa Hardy's trip to Denver pertaining to the Patient Experience Trainings that she attended.

Mr. Walk reviewed a portion of the Employee Handbook.

Adjournment:

Mark Kostovny made a motion, and Jerry Steele seconded the motion to adjourn the Board of Trustees public meeting at 5:15 pm and to reconvene on May 1st, 2024. Motion carried unanimously.

The next Board of Trustees meeting continuation will be on May 1st, 2024 at 10:00 am.

Respectfully Submitted,

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

