

SOUTHWEST HEALTH SYSTEM, INC.
BOARD OF DIRECTORS MINUTES
June 26, 2024
KIVA Room – 5:00pm

Quorum:

Ex Officio:

Shirley Jones, Chairperson	Joe Theine, CEO	Brandon Johnson, MCHD Board Chair
Susan Hodgdon, Vice-Chair (Teams)	Randy Davidson, MD Chief of Staff	Chuck Krupa, IS Director / PIO
Jim Rogers, Director		Barb Lorsbach, GHI GovernWell
Eric Croke, Director	<u>Also in Attendance:</u>	Kaye Marantette, CHC Quality Director
Jay Wood, Director	Caitlin DeCrow, Compliance Mgr. (Teams)	Adam Conley, SHS CFO
Evelyn Quigley, Director	Travis Parker, CHRO	<u>Excused:</u>
	Judi McLain, VP Finance for CHC	Dan Valverde, Scty/Treas

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	SHS Chairperson Shirley Jones called the meeting to order at 5:05pm.		
Approval of Agenda	No change to agenda.	It was moved and seconded to approve the agenda as presented. MOTION: Jay Wood SECOND: Eric Croke Motion carried.	
Public Comment	No public comment.		
Board Education Health Equity presented by Kaye Marantette, CHC Quality Director	CHC Quality Director Kaye Marantette reviewed the enclosed presentation, reviewing the CMS guidance. Lisa Gates, CNO added work SHS does and how the data collection has been managed and goals for data compilation for trends and disparities in the coming years.		
MCHD Report	MCHD Chair Brandon Johnson advised original work completed on the roof project. The change order additional items should be finished by the end of this week, and the work will be finished.		
CHC Report	Judi McLain reviewed the enclosed report, including work by Lisette Hudson and Valerie Hayes who will be leading the strategic planning session scheduled for July 25 & 26.		
Foundation Report	SHS Director Evelyn Quigley reviewed the enclosed written report.		

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Quality Report	Ms. Gates reviewed the enclosed Quality Report. All sections reviewed, including inpatient, outpatient, readmission and hospital-acquired conditions. Overall scorecard data showing favorable results.		
Finance Report	SHS CFO Adam Conley reviewed the April Statistics and Financials with the Board. May 2024 net income was \$46k; EBIDA is \$447k. Year to date net income is \$521k; Year to Date is \$2.6m. Net assets at \$23.7m; Liabilities of \$15m Days cash on hand is at 84 days, but includes most of prefunding of roofing project as balance has not been invoiced to SHS yet. Business office elements continues to get back to normal cycle as processing resumes for billing. 13-week cash projection remains less accurate, but will improve as cash receipts go back to normal.		
Capital Infrastructure Committee Report	Eric Croke advised that the Capital Infrastructure Committee has completed recommendation to review and reassess top 10 items to repair on campus. Microgrid design work continues to move forward. The Committee is reviewing “stacked funding” opportunities for the Microgrid project.		
Compliance Committee Report	Ms. Quigley reviewed the committee meeting discussions, focusing on Conflict of Interest Plan, as well as the Compliance Work Plan enclosed in Consent Agenda.		
Provider Recruitment Contracting and Retention Committee Report	Mr. Croke reviewed the enclosed PRCRC report which included discussion of the sleep program with the resignation of Carly Temple, NP. After review of options, no changes were recommended, so an APP position to continue the sleep program as is currently will be posted.		
Strategic Planning Report, CIO/PIO Chuck Krupa	Mr. Krupa reviewed a presentation on screen as well as the enclosed report updating the board on recruiting plan status, retention rates, and capital expenses.		
Consent Agenda	The board reviewed the enclosed consent agenda.	It was moved and seconded to approve the consent agenda with all enclosed action as presented: May 29, 2024 Regular Meeting Minutes May 2024 Financials	

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		CHC Invoices – June Capital Infrastructure Committee Prioritizing Repairs as Recommended Compliance Committee Recommendations MOTION: Jim Rogers SECOND: Evelyn Quigley Motion carried.													
Board Business: Market Assessment Follow Up	Mr. Theine reviewed the draft agenda enclosed and the plan and process of the strategic planning scheduled for July 25 th and 26 th .														
Break for Dinner	All were excused except those remaining for Executive Session at 6:32pm														
Adjourn to Executive Session		The Board began to Executive Session at 6:55pm.													
Return to Regular Session		The Board returned to Regular Session at 8:15 pm.													
Action Items	<p>MEC Recommendations</p> <table border="1" data-bbox="443 808 1108 1175"> <thead> <tr> <th data-bbox="443 808 632 846">Background</th> <th data-bbox="632 808 905 846">Name</th> <th data-bbox="905 808 1108 846"></th> </tr> </thead> <tbody> <tr> <td data-bbox="443 846 632 943">Initial Appointment</td> <td data-bbox="632 846 905 943">Todd Winkler, MD Stetler Shumway, CRNA</td> <td data-bbox="905 846 1108 943">Telemedicine APP Staff</td> </tr> <tr> <td data-bbox="443 943 632 1040">Re-appointment</td> <td data-bbox="632 943 905 1040">Shannon Ferrari, LCSW Jeffrey Tarpey, MD Moriah Tarpey, MD</td> <td data-bbox="905 943 1108 1040">APP Staff Active Staff Active Staff</td> </tr> <tr> <td data-bbox="443 1040 632 1175">Continued Privileges</td> <td data-bbox="632 1040 905 1175">Extension of M. Thompson privileges superceding contract language section</td> <td data-bbox="905 1040 1108 1175">Active Staff</td> </tr> </tbody> </table> <p>Slate of Contracts: Chris Jetter, DPM 1st Amendment Kronen PRN Hospitalist Agreement Eve Bruneau, DO Employment Agreement</p>	Background	Name		Initial Appointment	Todd Winkler, MD Stetler Shumway, CRNA	Telemedicine APP Staff	Re-appointment	Shannon Ferrari, LCSW Jeffrey Tarpey, MD Moriah Tarpey, MD	APP Staff Active Staff Active Staff	Continued Privileges	Extension of M. Thompson privileges superceding contract language section	Active Staff	<p>It was moved and seconded to approve the Executive Session minutes. MOTION: Evelyn Quigley SECOND: Jim Rogers Motion carried.</p> <p>It was moved and seconded to approve the MEC Recommendations as presented and recommended by the Medical Executive Committee (including appointments and reappointments, and continued privileges). MOTION: Jim Rogers SECOND: Jay Wood Motion carried.</p> <p>It was moved and seconded to approve the Slate of Contracts as presented. MOTION: Evelyn Quigley SECOND: Jim Rogers Motion carried.</p>	
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Adjourn Regular Meeting		The meeting was adjourned at 8:15pm.	

Respectfully submitted:

Shirley Jones, Chairperson

Dan Valverde, Secretary/Treasurer