

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS MEETING MINUTES
Hospital Board Room
October 24, 2018
6:00 p.m.

Present: Chris Stagg, Karen Matherlee, Andy Torres, Fred Peralta, Lucille Gallegos-Jaramillo, Barbara Vondy, Trinidad de Jesus Arguello, Patsy Scott, Tim Moore, M.D, and Dan Guttman, MD

Members Absent: Cisco Gonzales, John Foster, MD, and Gregory Trujillo,

Administration: Bill Patten, Renee Sudborough, Sue Romansky, Cheri Benander, and Jeff Schenck

Guests: Leandro Cordova, Taos County Manager

Citizens: Stephen Hall

- I. **Call to Order** - Holy Cross Hospital, a division of the Taos Health Systems, Inc., Board of Directors meeting was called to order at 6:10 p.m., Wednesday, October 24, 2018, by Chris Stagg, Chair. Attendance was recorded and a quorum was present.
- II. **Pledge of Allegiance**
- III. **Approval of Agenda** - The agenda was presented for review and approval. Following review and discussion, a motion was made and seconded to approve the agenda as amended to remove the FY18 Final Audit Report from the Consent Agenda. All were in favor and the motion carried.
- IV. **Approval of Minutes** - Following review and discussion, a motion was made and seconded to approve the October 3, 2018 minutes as presented. All were in favor and the motion carried.
- V. **Public Comments** – There were no public comments.
- VI. **Lifewings Quality & Safety Council Report – Sue Romansky, Quality Asst., VP**
Sue Romansky presented on the following:
 - Measurement Team
 - Celebrating one year anniversary of the team collecting, analyzing and reporting data.
 - Quality Measures Departmental Outcomes
 - Internal Customer Satisfaction Surveys
 - Internal Audits
 - Taos Alive Coalition (Initiative to reduce substance abuse in Taos)
 - Lifewings Quarterly Reporting
 - Imaging – 100% patient satisfaction scores.
 - Laboratory – Quality Control, Inspections/Regulatory, and Equipment/Prevention Pgrm.
 - L & D – Exclusive Breastfeeding Rates
 - Marketing – Website Tracking
 - Customer Satisfaction Trends
 - Quality Score Cards Review
 - BeStarrs Recognition Program Awards
 - September
 - ED Department – “Service”
- VII. **Approval of the Consent Agenda** - Following review and discussion, a motion was made and seconded to approve all the items listed under the Consent Agenda. All were in favor and the motion carried.
 - September 2018 Financial Statements – Approved on Consent Agenda as recommended by the Finance Committee.

- Approval of Physician Employment Agreements:
 - Approval of Physician Employment Agreement for William Dougherty, MD – Approved on Consent Agenda as recommended by the Finance Committee.
 - Approval of Physician Employment Agreement for John Foster, MD – Approved on Consent Agenda as recommended by the Finance Committee.
 - Approval of Physician Employment Agreement for Cipry Jaramillo, MD – Approved on Consent Agenda as recommended by the Finance Committee.
 - Approval of Physician Employment Agreement for Olan Bassett, MD – Approved on Consent Agenda as recommended by the Finance Committee.
 - Approval of Employment Agreement for Wendy Stevens, NP - Approved on Consent Agenda as recommended by the Finance Committee.
- Approval of ED Medical Director Agreement for Per Bjorkman, MD – Approved on Consent Agenda as recommended by the Finance Committee.
- Authorization for Bill Patten, CEO to sign the FY2018 Cost Report – Approved on Consent Agenda as recommended by the Finance Committee.
- 2018-2019 Hospital Professional/General/Excess Liability Insurance Renewal – Approved on Consent Agenda as recommended by the Finance Committee.
- Quarterly CEO Department Reports – Approved on Consent Agenda as recommended by Administration.
- Quarterly CFO Department Reports – Approved on Consent Agenda as recommended by Administration.
- Compliance Report & Educational Information – Approved on Consent Agenda as recommended by the Compliance Committee.

VIII. **CEO Report – Bill Patten, CEO** - Mr. Patten reported on the following:

- Recruitment Update.
- The Hospitalist conversion from Apogee to Holy Cross Hospital is scheduled for November 6, 2018.
- Low Census Update – To date, we are at 92% of desired hours and a projected savings of \$74,000.
- The new Kidney Stone Treatment Center is up and running. HCH will now have the equipment here all the time.
- Cancer Support –\$6,000 was raised at the silent auction.
- Developing a new IT Nurse Educator position. Their sole focus will be teaching our clinical staff.
- Govern Well – Mr. Patten recommended that rather than him picking the trustee education topics, that he would prefer setting up a sub-committee of board members on board education topics and the committee would then present to the board. Dr. Moore, Barbara Vondy and Lucille Jaramillo volunteered to sit on the sub-committee.

IX. **QHR Report** – No report.

X. **Chief of Staff Report – Tim Moore, MD** – Dr. Moore reported on the following:

- The Annual Medical Staff Meeting is scheduled for November 28th at 6:00 p.m. in the cafeteria. The board was invited to attend. Dr. Moore will be recognizing three retiring colleagues Dr. Ismail, Dr. Garland, and Susan Akins.
- Discussed challenges on retention and recruitment.
- Commended Dr. Parker on how great she is and her efforts to re-create pediatric services.
- Discussed the need to educate our own medical staff within the hospital. Looking at setting up grand rounds for the medical staff.

XI. **Committee Reports**

a) **Finance Committee Report - Steve Rozenboom, CFO**

Mr. Rozenboom gave a recap of the Finance Committee meeting held earlier this afternoon and reported on the September financials.

b) **Joint Conference Committee Report – Chris Stagg**

Mr. Stagg gave a summary on the JCC meeting held on October 10, 2018. There were no action items to bring forward to the board.

XII. **New Business**

There was no New Business presented.

XIII. **Old Business**

There was no Old Business presented.

XIV. **Executive Session**

- a) A motion was made and seconded at 7:02 p.m. to enter into Executive Session to discuss Medical Staff credentialing and privileging recommendations, QHR Reports, legally protected matters, and personnel issues. All were in favor and the motion carried.
- b) A motion was made and seconded to reconvene into open session at 8:13 p.m. All were in favor and the motion carried.

XV. **Other Business**

- 1) Credentialing – A motion was made and seconded to approve each of the Medical Staff recommendations to the Board for privileges and memberships as listed below. All were in favor and the motion carried.

APPOINTMENTS:

Rorebeck, Janna, CNP, Anticoagulation Department – Appointment in the Pediatric & Adult Medicine Department..

Miller, Eugenia, MD, Cardiology, Locum Tenens – Appointment in the Pediatric & Adult Medicine Department.

Michaud, Koryn CNP, Primary Care – Appointment in the Pediatric & Adult Medicine Department.

Omosewo, Jide, CRNA – Appointment in the Surgery & Anesthesia Department.

REAPPOINTMENTS:

Ransom, Sharon MD, OBGyn – Reappointment in the Perinatal Department and Surgery & Anesthesia Department.

Jaramillo, Cipry, MD, Hospitalist – Reappointment in the Pediatric & Adult Medicine Department.

Nylund, Justin DDS – Reappointment in the Surgery & Anesthesia Department. .

Rudolf, Jonathan, MD, Emergency Medicine – Reappointment in the Emergency Medicine Department.

Rhoden, Sandra MD, V-Rad – Reappointment in the Pediatric & Adult Medicine Department.

OTHER:

Singh, Rameet, MD - Status change.

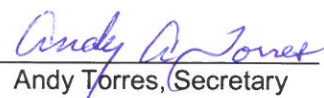
XVI. **Other Actions** – None.

XVII. **Adjournment** - There being no further business, the meeting adjourned at 8:15 p.m.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Andy Torres, Secretary