

**TAOS HEALTH SYSTEMS, INC.**  
**BOARD OF DIRECTORS MEETING MINUTES**  
**Hospital Board Room**  
**December 5, 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, John Foster, MD, Cisco Gonzales, and Gregory Trujillo

**Members Absent:** Dan Guttman, MD

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

**Guests:** Don Smithburg, AVP, QHR

**Citizens:** Stephen Hall, Jim Mitchell

- 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, December 5, 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 table item VIII.9 Corporate Resolution and add the Personnel & Labor Relations Committee Report under Item XII. Committee Reports. 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 24, 2018 minutes as presented. All were in favor and the motion carried.
- V. **Public Comments** – Mr. Jim Mitchell reported that he is from El Prado and moved to the community of Taos about 14 months ago. He mentioned that he has been a patient of Holy Cross Hospital and wanted to share his impression of the hospital in general. He stated that he has dealt with the Lab, Imaging, volunteers, and ED staff is very impressed and everything has been top notch from demeanor to technical knowledge. He also stated that given what he has read, the hospital does not get the justice that it deserves. He mentioned that he did have one issue that he is concerned relating to the sharing of patient information between computer systems in the ED. He asked that the hospital make sure to address this issue as this could be a huge liability.
- VI. **Imaging Department Presentation – Jeff Schenck, Ancillary Serv. Asst. VP**  
Jeff Schenck gave a presentation on the Imaging Department. He presented on the following:
  - Services provided
  - Introduction of staff
  - Presented the equipment used in the Imaging Department
  - AIDET Training

Mr. Schenck also presented the recommendation from the Antimicrobial Committee for a 15 month lease on a reagent rental (Vitastri) to run procalcitonin tests in the Laboratory Department. He mentioned that this test provides the ability to determine the need to order the use of antibiotics in a more efficient timeframe. Bill mentioned that given the hospital's financial situation, they were not asking for approval but wanted to let the board know that this is project the Lab is working on. The board thanked Mr. Schenck for his presentation.

VII. **Lifewings Quality & Safety Council Report – Sue Romansky, Quality Asst., VP**

Sue Romansky presented on the following:

- Measurement Team
- Quality Measures Departmental Outcomes
- Customer Satisfaction Trends
- Quality Score Cards Review
- Flu Vaccines – We are currently at 80%.

VIII. **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. The majority were in favor and the motion carried. Ms. Barbara Vondy abstained from voting.

- October 2018 Financial Statements – Approved on Consent Agenda as recommended by the Finance Committee.
- Approval of Contracted Hospitalist Agreements:
  - Approval of agreement for Christina Pumo, ACNP-BC – Approved on Consent Agenda as recommended by the Finance Committee.
  - Approval of agreement for Mehul Daulat, DO – Approved on Consent Agenda as recommended by the Finance Committee.
  - Approval of agreement for Aaron Davis, DO – Approved on Consent Agenda as recommended by the Finance Committee.
  - Approval of agreement for Faith Makka, CNP – Approved on Consent Agenda as recommended by the Finance Committee.
  - Approval of agreement for Sara Aragon, CNP - Approved on Consent Agenda as recommended by the Finance Committee.
- Draper Properties, LLC Building Lease – Removed from Consent Agenda as recommended by the Finance Committee.
- Approval of the FY18 Final Audit Report – Approved on Consent Agenda as recommended by the Finance Committee.
- Approval of Corporate Resolution - Approved on Consent Agenda as recommended by the Finance Committee.
- Quarterly Quality Reports – Approved on Consent Agenda as recommended by Administration.
- Quarterly Patient Care Div. Reports – Approved on Consent Agenda as recommended by Administration.

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

- Recruitment Update.
- Wireless Upgrade Update
  - The board agreed to adhere to the IT Risk Assessment recommendation to block access to the production network. Bill reported that access is still available through the guest network.
- Safety Net Care Program Federal Policy Change
- Business Office Update
- Completion of the Trane Penthouse Floor Project
- Upcoming air handler #3 Project
- Hospital to take a more prominent role in local opioid epidemic response efforts
- Strategic Plan Discussion
  - Recommendation was made to defer the Board/Medical Staff Strategic Plan Retreat to later in the year.

- Spend more time on the hospital's Mission and Vision and tie it directly to Taos County.

X. **QHR Report – Don Smithburg, RVP**

- Don reviewed the QHR project report in the board packet.
- Jody Pigg has been promoted to be the head of finance at QHR. He will be ending his service to HCH. A new AVP will be assigned to HCH and will start next month.
- Don Smithburg will be taking over Bill Donatellis' role and will continue to oversee HCH.

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

- Presented a summary on the Annual Medical Staff Meeting. Drs. Garland, Ismail, and Susan Akins, CNM were honored for being major contributors to HCH and the wellbeing of the community. Dr. Moore reported that he will be setting up two funds and making an initial contribution in honor of the retired colleagues. One of the funds is a Medical Staff Leadership Fund in honor of Drs. Ismail and Garland to be used to support medical staff leadership going to various seminars and educational training programs and possibly an avenue for stipends which might make leadership roles more enticing. The other fund is the Susan Akins Fund which will be used to support her and her colleagues efforts to educate midwife students which they currently do on a regular basis for gratis.
- The medical staff has made all the appropriate revisions to the Medical Staff Bylaws. Once compiled, it will be sent out to the medical staff for final approval.
- Medical staff gatherings – There has been a push for Dr. Moore to have more gatherings for the medical staff. He has put together a pizza/bowling event for December 21<sup>st</sup> at Gutters. On January 18<sup>th</sup>, a more formalized dinner event has been planned at the St. Bernard for the medical staff. The board was invited to attend. Another non formal event will be scheduled for February.
- Dr. Moore has served as Chief of Staff for four years and there still remains no chief elect. He stated that he will continue as Chief of Staff for another year.

XII. **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 October financials. He also reported on the following:

- Approved the contracted Hospitalist agreements.
- Approved the Draft FY18 Audit Report.
- Draper Properties Building Lease was tabled till further negotiations with the landlord.
- Approved the amended Corporate Resolution.

Discussion was held regarding the high cost of clinical traveler expense and staff turnover. Ideas were shared on developing a mentorship program and partnering with the Taos UNM Nursing Program.

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

Mr. Stagg gave a summary on the JCC meeting held on November 14, 2018. There were no action items to bring forward to the board.

c) **Board Education Committee Report – Barbara Vondy/Lucille Gallegos**

Lucille reported that the committee has met several times to review various educational topics. She mentioned that the first thing they need is for the board to complete the board evaluation (Board Self-Assessment) which will be sent out on December 11<sup>th</sup> by QHR. The deadline to complete it is December 31<sup>st</sup>. This will give the committee along with QHR and idea what topics as a board they want to be educated on. The committee also reviewed the previous education the board has received. They will also be looking at the Govern Well information. Lucille also reminded the board that they need to complete their hospital Net Learning education. QHR also has a lot of great education for the board as well.

Sue Romansky gave the board a hand out on how to access their Net Learning. The board has been assigned certain modules that they have to complete.

**d) Personnel & Labor Relations Committee Report – Andy Torres, Chair**

Mr. Torres gave a summary on the Personnel & Labor Relations Committee meeting held earlier today. There were no action items to bring forward to the board. A motion was made and seconded to approve the report as presented. All were in favor and motion carried.

**XIII. New Business**

There was no New Business presented.

**XIV. Old Business**

There was no Old Business presented.

**XV. Executive Session**

a) A motion was made and seconded at 8:30 p.m. to enter into Executive Session to discuss Medical Staff credentialing and privileging recommendations, QHR Reports, legally protected matters, CEO & CFO Contract Renewal and personnel issues. All were in favor and the motion carried.

b) A motion was made and seconded to reconvene into open session at 10:10 p.m. All were in favor and the motion carried.

**XVI. 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:**

Nisenbaum, Josef, DO, Radiology – Appointment in the Pediatric & Adult Medicine Department

Weiss, Steven, MD, ED, Locum Tenens – Appointment in the Emergency Medicine Department,

**REAPPOINTMENTS:**

Schreiber, Lucas, MD, Family Medicine and Surgery – Reappointment in the Pediatric & Adult Medicine Department, and Surgery & Anesthesia Department.

Baca, Justin, MD, ED – Reappointment in the Emergency Medicine Department.

Knight, Jesse, MD, ENT – Reappointment in the Surgery & Anesthesia Department.

Balsamo, Bea, PAC, ED – Reappointment in the Emergency Medicine Department.

Shapiro, Allan James, MD, Pediatric Cardiology – Reappointment in the Pediatric & Adult Medicine Department.

**CHANGE IN STATUS:**

Daniel Michaud CNP, Peds

**REAPPOINTMENTS FOR DECEMBER:**

Krudewig, Thomas, CRNA - Reappointment in the Surgery & Anesthesia Department.

Alcon-Romero, Jessica, CNP, ED - Reappointment in the Emergency Medicine Department.

Davenport, Jennifer MD, Pediatric Cardiology - Reappointment in the Pediatric & Adult Medicine Department.

Hendricks, Kristin DDS, Child Dentistry - Reappointment in the Surgery & Anesthesia Department.

Merkle, William PhD – Reappointment in the Pediatric/Adult Medicine Department.

Davis, Aaron DO, Hospitalist - Reappointment in the Pediatric & Adult Medicine Department.

**HONORARY APPOINTMENT:**

Ismail, Geilan MD

**XVII. Other Actions – None.**

XVIII. **Adjournment** - There being no further business, the meeting adjourned at 10:15 p.m.

Respectfully submitted by: Lenora Cisneros Approved by: Andy Torres  
Lenora Cisneros, Recorder Andy Torres, Secretary