

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS MEETING MINUTES
Hospital Board Room
March 27, 2019
6:00 p.m.

Present: Chris Stagg, Karen Matherlee, Andy Torres, Lucille Gallegos-Jaramillo, Barbara Vondy, Tim Moore, M.D, John Foster, MD, Trinidad de Jesus Arguello, Gelian Ismail, MD, Cisco Gonzales, Gregory Trujillo and Cindy Vest

Members Absent: Sylvia Villarreal, MD

Administration: Bill Patten, Renee Laughlin, Sue Romansky, Jeff Schenck, Pam Akin, and Shea Brock

Guests: Brent Jaramillo, Taos County Manager

Citizens: Stephens 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 6:00 p.m., Wednesday, March 27, 2019, 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 presented. 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 February 27, 2019 minutes as presented. All were in favor and the motion carried.
- V. **Public Comments** – Mr. Stephens Hall reported on a radio show he listened to focusing on provider population. They reported that there is an oversupply of nurses, NP's and Physician Assistants and an undersupply of physicians. He asked if this applied to Taos. The program also reported that practitioners spend 50% of their time doing administrative work.
- VI. **Lifewings Quality & Safety Council Report – Sue Romansky, Quality VP**
Sue Romansky presented on the following:
 - Lifewings Report (two committees presented this month)
 - Internal Audit Committee - Has been very busy the past year working on 16 different audits throughout the organization. Some are related to the plant and life safety and others related to contracts. All of them had no findings at all meaning that all actions that have been put in place have corrected any issues and are doing very well. Other system audits that are also being reviewed are: Document control, orientation/training, sedation, restraints, pain assessment & reassessment, care plans, advanced directives, use of abbreviations in the medical record
 - Pharmacy and Therapeutics Committee & Antimicrobial Stewardship – Tracking non-compliant medication orders, med errors, and # hours registration to 1st dose.
 - Reviewed the Department Quarterly Reports.
 - Reviewed the February Outcomes and Score Cards.
 - Reviewed the Customer Satisfaction – All areas saw an improvement in February.
 - Behavior Standards Awards
 - February
 - Dr. Johnson – Teamwork
 - Amy Espinoza & Kelly Reagan – Communications

- Rick Trujillo – Quality & Safety
- Gina Trujillo – Accountability
- Anna Romero – Respect & Courtesy

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. Dr. Gelian Ismail recused herself from voting.

- February 2019 Financial Statements – Approved on Consent Agenda as recommended by the Finance Committee.
- 990 Draft Approval - Approved on Consent Agenda as recommended by the Finance Committee.
- Approval of Contracts/Agreements:
 - Approval of Cardiology Locums Agreement – Gelian Ismail, MD – Approved on Consent Agenda as recommended by the Finance Committee.
 - Approval of ED Physician Employment Agreement – Heather Marshall, MD – Approved on Consent Agenda as recommended by the Finance Committee.
 - Approval of ED Medical Director Agreement – Heather Marshall, MD – Approved on Consent Agenda as recommended by the Finance Committee.
 - Approval of the Medical Vacuum System – Approved on Consent Agenda as recommended by the Finance Committee.
- Quarterly Quality Reports – Approved on Consent Agenda.
- Quarterly Patient Care Div. Reports – Approved on Consent Agenda.
- Compliance Education – (Informational) Approved on Consent Agenda.

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

- Sent out an article this afternoon to the board that focuses on physician and nurse burnout. There were seven different topics that boards need to be aware of. One of the statistics included in that when you look at all non-patient care activities, medical staff members often spend almost half of their time doing non-patient care. As a society, we all need to be aware of this.
- Recruitment Update.
 - Peds - Bill will be meeting next week with Dr. Villarreal regarding merging the peds practices. Looking at options: 1) buy call; 2) joint recruitment; and 3) recruiting two physicians.
 - OB/GYN – Dr. Ransom has submitted her resignation. Looking at different staffing models.
 - Save the Date: Community Substance Abuse Planning Summit Meeting - June 20th. The board is invited to attend.
 - EMS Transfers – Bill has met with Brent to discuss transfer issues and needs not being met. We will be working with Questa, Red River and Taos County on these issues and will keep the board posted.
 - Notes Implementation has been postponed for a later date..
 - Telestroke – We are scheduled to go live the end of this month.
 - Financial Improvement Plan - Due to the poor financial performance we had in February, we will be requiring most employees to take hours off during April and May. Administration is developing the rules for this program and will be looking at volumes three times a day for the next two months.
 - Annual Board Evaluation – The board self-evaluation was handed out at the last board meeting and posted on the board portal. A brief discussion was held regarding the board self- evaluation. Barbara Vondy highlighted some of the elements of the report which focused on 1) comments related to financial issues, 2) board behavior (development of a common view, selection of committee assignments, management oversight, 3) community relations and 4) strategic planning. It was noted that only six board members participated in the evaluation. Some board members reported that there were some technology issues in accessing the evaluation. Eric Jones will provide hard copies of the evaluation next year in order to get better participation.
 - Community Health Needs Assessment (CHNA) – We have an internal sub-committee who is working on editing the actual draft report. A draft copy of the results of the survey were provided to the board and was also posted on the board portal. Bill mentioned that the top five categories were very similar to what they were last year. Bill asked the board to verify

that these are the right categories that we need to be pursuing. Dr. Foster shared his concerns regarding some of the questions that he feels should have been included in the survey such as "what specialists do you go out of town to see?" He feels that we need to ask these type of questions on the next CHNA survey. Bill offered to bring the next CHNA survey tool to the board for their input before it is finalized. Karen Matherlee also suggested that the survey needs to be individualized to Holy Cross Hospital and not just a general template.

- Strategic Plan – Bill mentioned that he has a couple of documents related to some overarching national strategic planning initiatives that will be posted on the board portal so the board can review and see some of the national trends that are out there. The board will be notified when it has been posted. Bill also mentioned that we will have three new board members coming on board in May and asked if they wanted to delay the budget and strategic planning process by a month in order to get the input from the new board members. The consensus of the board is to not delay the budget or strategic planning process.
- Commitment to Excellence – Had a very successful Leadership Development Institute (LDI) training session on March 21st & 22nd. Bill recognized Jeff for providing the AIDET training and Sue Romansky for filling in for him. Bill mentioned that he had several copies of the "Eat that Cookie" book by Liz Jazwiec available if any of the board members would like to check out a copy.

IX. **QHR Report** – Eric Jones, AVP, QHR

- Quorum Board Minutes (Consumers: The New Healthcare Reformers) - (Informational). Eric reported on this month's board minutes which focused on Group Purchasing Organizations (GPO's). Eric reported on how Group Purchasing Organizations (GPO's) work. As part of our relationship with Quorum, HCH has access to their GPO called Health Purchasing Group. A GPO is a mass of hospitals accumulating their buying power together to achieve a much lower price. He related that it was very important for the board to get involved and review the GPO on a regular basis to make sure it is working for HCH as the needs for the supply chain may change.
- Eric reported that he has been very engaged with management on the weekly A/R calls and ongoing support and operations since he became our finance AVP.

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

- Approval of the Revised Medical Staff Bylaws, Rules & Regulations, Credentialing & Privileging Plan, and Committee Manual – Following review and discussion, a motion was made and seconded to approve the Revised Medical Staff Bylaws, Rules & Regulations, Credentialing & Privileging Plan, and Committee Manual as recommended by the Medical Executive Committee. All were in favor and motion carried.
- Medical Staff Visions and Observations:
 - The addition of Heather Marshall, MD, ED Medical Director will be very positive.
 - Dr. Doherty will be adding on a number of new services that we have not been able to offer here before.
 - Will be putting together a committee to look at our processes at the clinics on making sure our billing is being done correctly.
 - Orthopaedics – We have a very outstanding team in Taos that is nationally recognized. Dr. Moore observed this past week when five patients presented to him for health surveillance that mentioned that they had had joint replacement surgery in the past year out of this community. We need to make sure that our message on our services is reaching our community.
 - OB/GYN – Most of the visits are related to OB rather than GYN. This is becoming highly sub-specialized. We need to provide a good general service.
 - Peds – Dr. Moore is very much in support of combining the peds clinics.
 - Hospitalists- Commended the great team and their expertise.
 - Pathology – Dr. Xiao is very active in participating in many committees. She is a great asset to HCH.
 - Cardiology – Commended Dr. Ismail for helping out with Cardiology.

- Psychiatry – Is almost non-existent. We need to look at improving our health services in the community.
- Radiology – Dr. Nielsenbaum is asking about a Foundation. It would be a good thing to pursue here at HCH with our physicians. The board and hospital should pursue soliciting donations. Bill mentioned that this could be an element of our Strategic Plan. The consensus of the board is to include a foundation in our Strategic Plan.

XI. Committee Reports

a) **Finance Committee Report - Shea Brock, Interim CFO**

Mr. Brock gave a recap of the Finance Committee meeting held earlier this afternoon and reported on the February financials. He also reported on the following:

- 990 Draft Approval
- Approved Contracts/Agreements
 - Geliam Ismail, MD – Cardiology – Locums Agreement
 - Heather Marshall, MD – ED Physician Employment Agreement
 - Heather Marshall, MD – ED Medical Director Agreement
- Approved the purchase of a medical vacuum pump system.
- Have decided to stay with the BKD Auditing firm for another year.
- Looking at changing to a different copy/prINTER provider.
- Presented a status report on the TruBridge Project.
- Mill Levy - The Finance Committee presented a recommendation to the board authorizing Bill to pursue a request for mill levy funds from the County. Following review and discussion, a motion was made and seconded to approve the recommendation from the Finance Committee. All were in favor and the motion carried.

b) **Joint Conference Committee Report – Dr. Ismail**

Dr. Ismail reported that the JCC met on March 13, 2019 and had some good discussions. Discussions focused on three major items:

- Use of EMR by locums providers.
- Throughput in and from the ER. Pam is putting together a rapid cycle team.
- Taos County EMS issues. Transfer of patients via ambulance vs. helicopter and lack of willingness to perform transfers when needed.

XII. New Business

- Nursing Recruitment & Retention – Dr. Foster questioned why there was so much turnover in the OR. Bill reported that on-call and long OR days are the main reasons. Pam is working on a plan to add a swing shift or in some way lessen the burden of long days. Bill is working with CCI, the anesthesia group, on adding a part time CRNA to cover the swing shift. Bill also reported that they have developed a standardized recruitment incentive document and they are working with a number of recruiters.

XIII. Old Business

- Board Self Evaluation - This topic was addressed under the CEO Report.
- Community Health Needs Assessment – Addressed under the CEO Report.
- Drug Testing – This item was tabled until the policy is finalized.

XIV. Executive Session

- A motion was made and seconded at 7:48 p.m. to enter into Executive Session to discuss Medical Staff credentialing and privileging recommendations, QHR Reports, legally protected matters, personnel issues. All were in favor and the motion carried.
- A motion was made and seconded to reconvene into open session at 8:46 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:

Carlson, Pamela, CRNA – Appointment in the Surgery & Anesthesia Department

Press, Ronald, MD, Hospitalist – Appointment in the Pediatric & Adult Medicine Department.

Abda, Rafik, MD, V-Rad – Appointment in the Pediatric & Adult Medicine Department.

REAPPOINTMENTS:

Kast, Douglas CNP, Wound & Derm Care – Reappointment in the Surgery & Anesthesia Department and Pediatric & Adult Medicine Department.

Foster, John, MD, Hospitalist – Reappointment in the Pediatric & Adult Medicine Department.

Wells, John, DO, ED – Reappointment in the Emergency Medicine Department.

Bassett, Bertrand Olan MD, Hospitalist – Reappointment in the Pediatric & Adult Medicine Department.

Dozier, Miguel, MD, ED – Reappointment in the Emergency Medicine Department.

XVI. Other Actions – None.

XVII. Adjournment - There being no further business, the meeting adjourned at 8:48 p.m.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Andy Torres, Secretary