

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS MEETING MINUTES
Hospital Board Room
August 28, 2019
6:00 p.m.

Present: Chris Stagg, Barbara Vondy, Cindy Vest, Trinidad de Jesus Arguello, Sylvia Villarreal, MD, Menice Santistevan, Joaquin Gonzales, Peter Selzer, MD, Geilan Ismail, MD, Lucille Gallegos-Jaramillo, Rey Garcia and Cisco Gonzales (via teleconference)

Members Absent: Tim Moore, M D

Administration: Bill Patten, Sue Romansky, Steve Rozenboom, Jeff Schenck, and Leslie Hixson

Guests: Eric Jones, AVP, QHR (Via Teleconference)

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, August 28, 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 amended to table Item VIII. All were in favor and the motion carried.

- IV. **Mission, Vision and Values**

Bill Patten reviewed the second section of the "Patient's Come Second" book read by the leadership team at the last Leadership Development Institute. The section focuses on the mission, vision, and values. He mentioned that they have begun to develop the conversation script that will be used to discuss the mission, vision, and values with the employees. The goal is to engage the employees over the next 4-6 months, having the information ready to present to the Board at the March 2020 meeting

Barbara Vondy gave a brief summary regarding a recent meeting she attended which was very dysfunctional. She stated that they did not have a mission, vision or values in place. Barbara related the importance of having them in place in order for the organization to know why they exist, where they aspire to go and the rules they live by.

- V. **Declaration of Conflicts of Interest** - There were no conflicts of interest reported.

- VI. **Approval of Minutes** - Following review and discussion, a motion was made and seconded to approve the July 31, 2019 minutes as presented. All were in favor and the motion carried.

- VII. **Public Comments** – Bill introduced Lesley Hixson, HR Manager. Lesley gave a brief summary about herself. The board welcomed Lesley to Holy Cross Hospital.

Peter Selzer, MD was welcomed as the new Medical Staff Representative on the board. He will be replacing Dr. Foster who has stepped down from the board to serve as the Hospitalist Medical Director. Dr. Selzer gave a brief synopsis about himself. The board welcomed Dr. Selzer.

- VIII. **Taos Orthopaedic Institute – Orthopaedic Sports Medicine Fellowship Annual Report, Program Lines of Supervisory Responsibility and Memorandum of Understanding Introduction of Orthopaedic Fellows – Jeb Reid, MD** - Tabled until next month.

IX Lifewings Quality & Safety Council Report – Sue Romansky, Quality VP

Sue reported on the following

- Distributed copies of the final CHNA Report to the board
- Reviewed the quarterly department reports
- Reported on the Core Measures.
- The hospital will be receiving the HIIN Award at the NM Hospital Association.
- Reviewed the HCAHPS scores.
- Presented the BeStarrs Awardees
 - LDRP – Teamwork
 - Tristan Kwiecinski – Safety and Quality
 - Engineering Dept – Accountability
 - Anna Martinez – Respect and Courtesy

Discussion was held regarding patient transfers and issues with EMS transports.

X 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.

- July 2019 Financial Statements – Approved on Consent Agenda as recommended by the Finance Committee
- Approval of Contracts/Agreements.
 - Veronica Parker, MD – Peds Medical Director/On Call Agreement - Approved on Consent Agenda.
- Compliance Education – (Informational) Approved on Consent Agenda.
- Quarterly CEO Department Report - Approved on Consent Agenda
- Quarterly CFO Department Reports - Approved on Consent Agenda.

XI. QHR Report – Eric Jones, AVP, QHR

QHR Board Minutes – Vantage Suite, Part 3 | You're your Savings with Supply AdVantage

Eric Jones, AVP reported on the following:

- Eric reported that Chris Stagg and Bill will be receiving a packet on the Annual Disclosure of prior year GPO savings. The report will be ready for the board to see next month. The GPO savings is \$565,000.
- Still on track to complete the Service Line Analysis and present at the September board meeting.

XII CEO Report – Bill Patten, CEO - Bill reported on the following:

- Recruitment Update.
- September Board Meeting Date - Bill proposed to change the September board meeting date to September 23rd due to the conflict with the Annual NM Hospital Association Meeting. The consensus of the board was to change the date to September 23rd.
- NMHA PAC – Bill asked the board if they wanted to make a contribution to the NMHA PAC The board, MEC, and the Leadership Team will be included. The deadline to make a contribution is September 20th.
- Employee Satisfaction Survey – About 200 employees completed the survey Survey results/response will be shared with the staff at the September “All Staff” meeting
- Interior Design Project – Have had contact with three companies and have a few more to vet The plan is to have one of the companies assist us in creating a uniform pallet of colors, materials, that we will use as we replace flooring and repaint portion of the hospital
- Physical Plant Improvements/State Legislature funding – Looking at the current capital equipment list to develop a “this is what we need” estimate. Once completed the board will review prior to contacting Senator Cisneros and Representative Gonzales. The consensus of the board is to move forward with the funding request
- Mill Levy Project – The board has agreed to take the lead in speaking to the County Commissioners.
- Management Action Plan (MAP) – The MAP will be posted on the portal for the board’s review.

- PHO/ACO – Bill provided an update on the ongoing issues regarding his communications with Dr. Michael Kaufman Discussion held regarding the PHO board seat going away if the PHO dissolves. The board will need to decide if they want to keep the seat or eliminate it.
- September board meeting date – Bill proposed to move the September board meeting to September 23rd due to his attendance at the NMHA Annual Meeting. The board was in agreement with the change proposed.

XIII **Chief of Staff Report – Bill Patten, CEO for Tim Moore, MD** – Bill read Dr Moore’s written Medical Staff Report. Refer to Chief of Staff Report

XIV. **Committee Reports**

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

Steve gave a recap of the Finance Committee meeting held earlier in the afternoon and reported on the July financials. He also reported on the following:

- Approved the Peds Medical Director/On Call Agreement for Veronica Parker, MD
- Reviewed the Finance Committee’s responsibility for the Audit
- Presented a status report on the TruBridge Project
- Reviewed the Finance Committee’s responsibility for the Financial Audit

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

Chris Stagg gave a brief summary on the August 14th Joint Conference Committee meeting.

XV. **Old Business** - There was no old business presented

XVI. **New Business** – There was no new business presented

XVII **Executive Session**

a) A motion was made and seconded at 7:35 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 8.28 p.m. All were in favor and the motion carried.

XVIII **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.

INITIAL APPOINTMENTS:

- **Fleet, Trisha MD, Hospitalist** – Appointment in the Pediatric & Adult Medicine Department
- **Neff, Peter, MD, Ortho Fellow** – Appointment in the Surgery & Anesthesia Department
- **Franklin, Donald, MD, Ortho Fellow** – Appointment in the Surgery & Anesthesia Department.
- **Jones, Daniel, MD, Ortho Fellow** – Appointment in the Surgery & Anesthesia Department.
- **Van Willigen, Deborah, MD** – Appointment in the Pediatric & Adult Medicine Department.

REAPPOINTMENTS:

- **Deithloff, Michelle DPM** – Reappointment in the Surgery & Anesthesia Department.

Dr. Peter Selzer is recommended as Medical Staff Representative for Board of Trustees for term beginning August, 2019 thru May 2021.

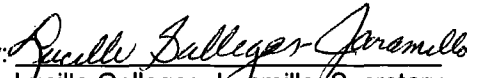
XIX. **Other Actions** – None.

XX. **Adjournment** - There being no further business, the meeting adjourned at 8:29 p.m.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Lucille Gallegos-Jaramillo, Secretary