

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS MEETING MINUTES
Hospital Board Room
January 29, 2020
6:00 p.m.

Present: Lucille Gallegos-Jaramillo, Cisco Gonzales (via teleconference), Joaquin Gonzales, Geilan Ismail, MD, Tim Moore, M.D, Peter Selzer, MD, Menice Santistevan, Chris Stagg, Cindy Vest and Barbara Vondy

Members Absent: Trinidad de Jesus Arguello, Rey Garcia, and Sylvia Villarreal, MD

Administration: Pam Akin, Renee Laughlin, Bill Patten, Sue Romansky, Steve Rozenboom, Jeff Schenck

Guests: Eric Jones, AVP; QHR

Citizens: Bea Balsamo, PA, Delores Endres, MD, and 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 5:59 p.m., Wednesday, January 29, 2020, by Chris Stagg, Chairman. 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 add "QHR Report" as Item XIII. All were in favor and the motion carried.
- IV. **Mission, Vision and Values** – Bill reported that they have been holding session for staff to get their input as to why Holy Cross Hospital exists and what changes need to be made moving into the future. The sessions have been well attended and employees are very engaged. They have a great insight as to the services and the changes that need to be made. Bill mentioned that they have added a section towards the end of the sessions where staff is given the opportunity to make statements directly to the board. Those statements will be included in the report for the February board meeting.
- 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 December 11, 2019 minutes as presented. All were in favor and the motion carried.
- VII. **Public Comments** – Bea Balsamo reported that that there are still many unanswered questions that she would like answered in the interest of the community and transparency. She presented the list of questions that she presented to the board a year ago. Chris Stagg referred Bea to review the hospital website where many of the answers to her questions have been published and posted for the public. Bea also addressed her concerns regarding the proposed GRT increase and mill levy.
- VIII. **Risk Mgmt./Compliance Dept. Presentation – Renee Laughlin, Risk/Compliance VP**
Renee presented the Risk Management and Compliance Department Highlights:
Risk Management:
 - Event Report Management
 - Claims Management
 - Risk Reduction Activities
 - Grievance Process and Committee
 - Hospital Emergency Preparedness Team (HERT)
 - Ethics Committee
 - QWIET (Quit Working Impaired Employee Team)
 - Professional Standards Committee (PSC)
 - Practitioner Feedback Report

- Workplace Violence Prevention Team (WPVP)

Compliance:

- Reporting structure
- 7 Essential Elements
- Compliance Board Oversight Committee
- Billing and Coding Working Committee
- HIPPA Privacy and Security (IT Breaching & Protect HIPPA Security)
- Corporate Compliance

The board thanked Renee for her presentation.

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

Sue presented on the following:

- Holy Cross Hospital received a Four Star Rating reported today.
- Star Rating Hospital Compare
- Measure Groups
- Number of measures in the categories of the groups.
- Safety of Care Measures
- Measure Reporting period
- New Mexico Hospital Star Ratings.

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.

- December 2019 Financial Statements – Approved on Consent Agenda as recommended by the Finance Committee.
- Approval of Capital Request – (IT) Two Servers – Approved on Consent Agenda.
- Qtrly. Quality Reports - Approved on Consent Agenda.
- Qtrly. Risk Mgmt. Lifewings Report - Approved on Consent Agenda.
- Qtrly. Patient Care Div. Reports - Approved on Consent Agenda.

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

- Discussed the three proposals that are currently being considered by the County Commissioners.
- Colleen Durocher is the new director for ROAMS Project. She started this week.
- Robert Motha, Pharmacy Director has resigned and will be moving back East. Tamara Brown will serve as Interim Pharmacy Director.
- Dayna Duran has been promoted to Comptroller and Gayle Martinez has been promoted to Marketing Manager.
- Gave an update on Physician Recruitment.
- Gave an update on the All Staff Meeting presentation.
- Reviewed two RFP's received for the ambulance transfers. Will be moving forward with this and will be scheduling a planning meeting to get this set up.
- Completed negotiations yesterday with two different bargaining units of our Union. The negotiations were related to wages. We have reached agreement on a three year contract for wages, which is contingent upon passing the mill levy proposal at the 1 mill level and the GRT proposal at the \$1.35M level. Once the contract is ratified by the Union, everything will be put into place.
- We have received our Safety Net Care Pool payment for the last quarter of 2019. It looks like if the State Health Department has accepted the NMHA's model for how this program will be administered moving forward although here are still details to be worked out. It is anticipated that Holy Cross Hospital will not see a reduction in funding in this program.
- Reviewed the draft language related to the idea of adding the Taos City Manager as a liaison to the Board. Bill asked the board for direction on this topic. This item will be discussed further at the Feb. Board Meeting.

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

- Reviewed the various Medical Staff Committees, Department Chairs and responsibilities.

Departmental Committees and Chairs:

- Perinatal Committee: Chair: Veronica Parker, MD
- Surgery & Anesthesia: Co-Chairs: John Reid, MD & David Flanagan
- Pediatric & Adult Medicine Committee: Chair: Robert White, MD
- ED Services Committee: Chair: Christa Castro, PA

Other Medical Staff Committees and Chairs

- Medical Executive Committee: Tim Moore, MD
- Professional Standards Committee: Peter Selzer, MD
- Credentials Committee: Jemery Kaufman, MD
- Bylaws Committee: Tim Moore, MD
- Pharmacy & Therapeutics Committee: John Foster, MD
- Utilization Review Committee: John Foster, MD
- Bio-Ethics Committee: Tim Moore, MD

XIII. **QHR Report – Eric Jones, AVP, QHR** - Eric reported on the following:

- Reviewed the two documents that were uploaded to the Board Portal regarding developments at QHC.
- Invited the Board to QHR's Leadership Conference coming up on March 3 – 5, 2020.

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 December financials. He also reported on the following:

- Appropriation Request update.
- Tax Support update.
- RFP for Audit Services.
- Review and approval of Capital Request for two servers for IT.

b) Joint Conference Committee Report – Chris Stagg

Chris gave an update on the January 8, 2020 JCC meeting.

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

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

XVII. **Executive Session**

A motion was made and seconded at 7:14 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.

A motion was made and seconded to reconvene into open session at 7:54 p.m. All were in favor and the motion carried.

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:

- **King, David PA-C** – Appointment in the Emergency Department.
- **Barrett, Robert CRNA** – Appointment in the Surgery and Anesthesia Department.
- **Zarzour, Joshua Caleb CRNA** – Appointment in the Surgery and Anesthesia Department.

- **Kazmi, Haris MD** – Appointment in the Perinatal Department.
- **Shanley, Patrick PA-C** – Appointment in the Perinatal Department.

Reappointments:


- **Friedman, Neal MD** – Reappointment in the Pediatric & Adult Medicine Department
- **Guttmann, Dan MD** - Reappointment in the Surgery & Anesthesia Department.
- **Mitchell, James CRNA** - Reappointment in the Surgery & Anesthesia Department.
- **White, Robert MD** - Reappointment in the Pediatric & Adult Medicine, Active Status.

OTHER:

Request for additional privileges by Yong, Tze, MD for Family Medicine Clinic Privileges.

XVIII. **Other Actions** – None.

XIX. **Adjournment** - There being no further business, the meeting adjourned at 7:55 p.m.

Respectfully submitted by: 
Lenora Cisneros, Recorder

Approved by: 
Lucille Gallegos-Jaramillo, Secretary