

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS VIRTUAL MEETING MINUTES
January 26, 2022
2:00 p.m.

Present: Cipry Jaramillo, MD, Lucille Gallegos-Jaramillo, Christina Martinez, Don Mooney, Paul Sands, Peter Selzer, MD, Lynn Skall, Chris Stagg,

Members Absent: Trinidad de Jesus Arguello, Eduardo Sampere, and Menice Santistevan

Administration: Bill Patten, Renee Laughlin, Brittany Lamendola, Connie Prewitt, Sue Romansky, and Cynthia Lewis

Guests: Eric Jones, QHR, Brent Jaramillo, Taos County Manager

- I. **Call to Order** - Holy Cross Hospital, a division of the Taos Health Systems, Inc., Board of Directors meeting was called to order at 2:00 p.m., Wednesday, January 26, 2022, by Chris Stagg, Chair. Attendance was recorded and a quorum was present.
- II. **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 delete item 9.3 "approval of contract for Dr. Daniel Friedman" under the Finance Report. All were in favor and the motion carried.
- III. **Declaration of Conflicts of Interest** - There were no conflicts of interest reported.
- IV. **Approval of the December 8, 2021 Taos Health Systems (THS) `Board Minutes** - Following review and discussion, a motion was made and seconded to approve the December 8, 2021 THS Board Minutes as presented. All were in favor and the motion carried.
- V. **Lifewings Quality & Safety Council Report** – Brittany Lamendola, VP of Quality reported on the following:
 - Lifewings Quality & Safety Council Report – January 2022 – December S & Q Card
 - Quality Report
 - Overall hospital rating score dropped to 74.3%.
 - Left without being seen in ER had an increase.
 - Inpatient Readmission Rate increased due to high volume of COVID patients.
 - Patient Satisfaction: Communication w/Doctors declined.
 - Patient Satisfaction: Communication w/Nurses declined to 54.2%.
 - Patient Satisfaction: Instructions for Care at Home went up slightly.
 - Survey return rate:
 - Outpatient - 198
 - Inpatient – 16
 - ER – 40
 - Ambulatory Surgery – 30

The community health needs assessment will be going out to everyone next week. Brittany encouraged the board members to complete the survey.

Following review and discussion, motion was made and seconded to accept the Lifewings Quality & Safety Council Report as presented. All were in favor and the motion carried.

VI. **Finance Report** – Connie Prewitt, Interim CFO

- Approval of December 2021 Financial Statements – Connie Prewitt, Interim CFO, presented the December 2021 financials for review and approval. (Refer to CFO's Narrative Report).

Following review and discussion, a motion was made and seconded to accept the December 2021 financials as presented. All were in favor and the motion carried.

- Approval of Addendum to Physician Employment Agreement – Rameet Singh, MD – Following review and discussion, a motion was made and seconded to approve the addendum for Rameet Singh, MD as recommended by Administration. All were in favor and the motion carried. Bill stated that the contract has been reviewed by legal.
- Approval of Professional Services Agreement – Timothy Brininger, MD (OB and MFM Telehealth Consultant) - Following review and discussion, a motion was made and seconded to approve the Professional Employment Agreement for William Dougherty, MD as recommended by Administration. All were in favor and the motion carried. Bill stated that the contract has been reviewed by legal.
- Approval of Professional Services Agreement - Denise O'Grady, MD (Telemedicine Pediatric Patient Care Services) - Following review and discussion, a motion was made and seconded to approve the Professional Services Agreement for Denise O'Grady, MD as recommended by Administration. All were in favor and the motion carried. Bill stated that the contract has been reviewed by legal.
- Approval of Professional Services Agreement – Doug Emch, MD - (Therapeutic and Diagnostic Support) - Following review and discussion, a motion was made and seconded to approve the Professional Services Agreement for Doug Emch, MD as recommended by Administration. All were in favor and the motion carried. Bill stated that the contract has been reviewed by legal.

VII. **CEO Report** – Bill Patten and Sue reported on the following:

1. Medical Staff Updates

- A. Cardiology - Bill reported that Sue has arranged locum's coverage thru May. Lovelace has no one in the recruiting pipeline, so it appears we will continue to rely on our locums, at our expense. Lovelace has still not sent HCH a Professional Services Agreement to review. They have delayed their go-live until at least April 1st. Lovelace has related that they plan to bring in their own EMR. Bill and Sue have concerns that they have discussed with the Medical Staff Leadership. The Medical Staff leadership relayed their ranking: 1) hire our own cardiology team; 2) contract with a televideo cardiology service and staff with an on-site APC; and 3) Keep Lovelace on the list but do not lock in the deal yet. Bill asked the board for their input. The Board was supportive of keeping all options open with a strong preference toward hiring our own cardiology team.
- B. Radiology – Sue reported on details relating to the transition to Radiology Partners. Dr. Shoots will be the Medical Director. Sue reported that we have had a rough start relating to the data flow into the system and faxing processes. These issues have been resolved. We are waiting for the HL7 interface to go live which is project to happen before February 28th. Sue commended Marcos Romero, Misha Cook, and Anna Fresquez for all their hard work on this project.
- C. TCCY – Sue reported that we were fortunate to have a smooth transition. All employees have gone through the orientation. One provider has left and another has decided to retire. She continues to work on the billing side of the EMR, which is going smoothly. The clinic is extremely busy.

2. Board

- A. Nominating Committee – Bill mentioned that Lenora is doing a great job getting this process rolling for this cycle 0 thank you Lenora!
- B. Chris reported that Barbara Vondy has informed him that she will not be renewing her application for the board and has decided to resign effective 1-26-22.

3. Leadership Recruitment

- A. CNO Recruitment – Bill introduced Cynthia Lewis, our new interim CNO. Bill thanked Brittany and Renee for their service as co-interim CNO's.
- B. Materials Management Director – We have recruited Paul Scarcelli, our new Materials Management Director. He will start in three weeks.
- C. Case Management Manager – Patti Pittman is out on FMLA and knowing that we still need the department to prepare for the upcoming DNV survey, we will bring in an interim manager.
- D. LDRP Manager – We are reengaging our efforts to recruit an LDRP leader.
- E. ER – We are considering bringing in (8-13 week assignment), an ED Nursing leader to mentor Donna and help us prepare for the DNV survey.
- F. We received a \$20,000 donation from the Donald Rumsfeld Foundation.
- G. Workforce Grant – We are exploring a 1.5M grant. Colleen Durocher is assisting in evaluation whether we can apply for this

4. Finance

- A. We received a \$25,000 donation from the Donald Rumsfeld's Foundation.
- B. We are exploring the opportunity of collaborating with UNM-Taos, several hospitals in our region, and other entities for a workforce grant from the American Rescue Plan. As is common with HRSA grants of this kind lately, the turnaround time is very short; March 18th. It may help us fund a number of much needed workforce initiatives.
- C. We have purchased five Chromebooks and installed speech to text software to assist in our communications with the hearing impaired.

5. Operations

A. Covid-19

- a. The hospital continues to deal with unpredictable supply chain issues.
- b. We continue to have challenges getting traveling staff and the costs continue to increase. The FEMA staff that we got via the state were extended for another 4-week assignment. All our staff are working very hard and are burning out. We have started having "Fun Wednesday" events through the end of February. We have had many employees test positive for COVID-19.
- c. We are down to two days at the annex since our numbers have decreased and are planning to close it in the next few weeks.
- d. We are exploring the idea on purchasing bulk antigen tests to have available to give to the community.
- e. We received another free ventilator from the state – this gives us seven units. The plan is to keep this unit in the ED. We also are receiving two transport ventilators; these are full featured transport vents that should be much more useful than the units we currently have.

B. GRT Project

- a. Bill reviewed the GRT Project that Senator Bobby Gonzales is sponsoring. We are supposed to get a copy of the bill in the next day or two. Senator Gonzales was supposed to present the bill to the county on Tuesday.

C. IT Topics

- a. We are planning to connect the new IT UPS on February 16th. Before that date, Brittany and Burt are leading twice weekly planning meetings to make sure we limit the interruptions the needed downtime will produce. We are establishing better downtime standards and developing a better process for announcing when we are back up. The medical staff has expressed interest in being part of the IT Governance process.

D. Strategic Planning

- a. Bill reported that based on normal operations needs along with some of the information we received from the Stroudwater report, the Senior Leadership Team (SLT), has undertaken its own strategic planning process. Bill presented a list of the projects. The 0.5% GRT will be a game changer for HCH and Bill suggested planning to have a robust board level strategic planning effort by the end of this fiscal year.

QHR Report – Eric Jones, QHR AVP – Eric reported on the following:

1. Supply Chain Shared Service Center Update – Eric presented a QHR Strategic Service Partner Savings Comparison from 2018, 2019 and 2020.
2. February Board Leadership Conference has been postponed. QHR is looking at rescheduling it to later on this summer.
3. Board Essential 101 and 201 are available to the board through their learning platform. This is a self-paced learning course. If anyone is interested, please contact Eric.
4. Board Leadership Webinars are also available via the QHR Learning Institute. This is on the portal for the board.
5. Behavioral Health Assessment (BHA) – Bill mentioned that the BHA summary was reviewed with the Senior Leadership team last week. Eric displayed how the board can access the assessment on the board portal.
6. Community Health Needs Assessment – The timeline is to get this done by the May board meeting. The assessment will be available via electronic or paper. The board may contact Brittany Lamendola or Eric if they have any questions.

VIII. **Medical Staff Recommendations – Cipry Jaramillo, MD**

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

INITIAL APPOINTMENTS:

- **Hopes, Kerry MD (TCCY)** – Appointment in the Perinatal Department and Pediatric and Adult Medicine Department.

Radiology Partners On-Site and Teleradiology

- **Hole, Steven MD.**
- **Bruner, Andrew MD**
- **Menghani, Vikas MD**
- **Molchanova-Cook, Olga MD**
- **Shoots, Robbie MD**

Appointment in the Pediatric and Adult Medicine Department.

Radiology Partners Teleradiology

- **Armstrong, Linda DO**
- **Bhavsar, Anil MD**
- **Chaudhuri, Jayanta MD**
- **Dier, Gary MD**
- **Eisenberg, Danny MD**
- **Fox, Jason MD**
- **Hendrix, Christopher DO**
- **Shockley, Joel MD**

- Hussain, Faheem MD
- Jones, Henry MD
- Luyckx, Benoit MD
- Madireddi, Sunthosh MD
- Maung, Tony MD
- Melitz, Celine MD
- Murri, Jason MD
- Nelson, Steve MD
- Ramos-Duran, Luis Raul MD
- Ruiz, David MD
- Sullivan, John MD
- Tank, Jay MD
- Tarau, Gabriela MD
- Vandemooter, Synda MD
- Weis, Adina MD

Appointment in the Pediatric and Adult Medicine Department.

REAPPOINTMENTS:

- **Doan, Camille MD** – Reappointment in the Emergency Medicine Department.
- **Guttmann, Dan MD** – Reappointment in the Surgery and Anesthesia Department.
- **King, David PA-C** – Reappointment in the Emergency Medicine Department.
- **Mullen, Jana MD** – Reappointment in the Perinatal Department.
- **White, Robert MD** – Reappointment in the Pediatric and Adult Medicine Department.

IX. **New Business – When to approve or accept discussion** – Paul Sands inquired if the board should be approving or accepting the Finance and Committee reports. Bill recommended noting if the item is to be accepted or approved next to the agenda items. The board was in agreement with the recommendation.


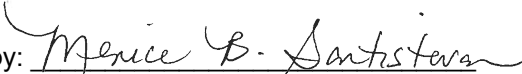
X. **Old Business** – None presented.

XI. **Executive Session**

a) A motion was made and seconded at 3:18 p.m. to enter into Executive Session to discuss the Medical Staff credentialing and privileging recommendations, 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 3:48 p.m. All were in favor and the motion carried.

XII. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 3:49 p.m. All were in favor and motion carried.

Respectfully submitted by:  Approved by: 
 Lenora Cisneros, Recorder Menice Santistevan, Secretary