

**TAOS HEALTH SYSTEMS, INC.**  
**ANNUAL BOARD OF DIRECTORS VIRTUAL MEETING MINUTES**  
**June 29, 2022**  
**2:00 p.m.**

**Present:** Trinidad de Jesus Arguello, Lucille Gallegos, Xahra Gilbert, Carl Gilmore, Christina Martinez, Don Mooney, Paul Sands, Menice Santistevan, Peter Selzer, MD, Lynn Skall and Chris Stagg

**Members Absent:** Cipry Jaramillo, MD

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

**Guests:** Eric Jones, QHR, AVP and Kylie Lattimore, QHR

- 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, June 29, 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 presented. 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 May 25, 2022 Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the May 25, 2022 THS Board Minutes as presented. All were in favor and the motion carried.
- V. **Community Health Needs Assessment (CHNA) Presentation – Kylie Lattimore - QHR**

Kylie presented the following:

- CHNA process.
  - Identifying and surveying the local stakeholders
  - Soliciting feedback from the broader community
  - Analyze health factor and community data
  - Determine top health needs
  - Develop an Implementation Plan
- Top Health Priorities:
  - Mental health
  - Preventative Care
  - Substance Use Disorder
  - Affordability of Healthcare Services
  - Access to senior Services
  - Presence of Healthcare Services
- Implementation Plan Framework
  - Service Offerings and Programs
  - Collaborations with Community Agencies
  - Understanding of Key Underlying Social Factors

Ms. Lattimore reported that there were over 500 responses to the survey. Lucille Gallegos commended everyone who helped and worked on the CHNA Report. She mentioned that it was very informational and well put together. The final report will be posted on the hospital website.

Eric mentioned that the CHNA will be the foundation for the hospital's strategic plan. Those initiatives will then get distilled down further to actual individual initiatives that the Leadership Team will be tackling. Once the initiatives make it to the Strategic Plan, specific target timelines for implementation will then be identified. This information will be reviewed quarterly with the board to update them on the progress made on the initiatives. Eric mentioned that we will need to have documented evidence that the initiatives were completed and showing that we complied with the posting and publication rules.

Following review and discussion, motion was made and seconded to accept the Community Health Needs Assessment Report as presented. All were in favor and the motion carried.

VI. **Lifewings Quality & Safety Council Report** – Brittany Lamendola, VP of Quality reported on the following:

- Lifewings Quality & Safety Council Report – June 2022 – May S & Q Card

Quality Report

- Overall hospital rating score decreased to 82.60%.
- Left without being seen in ER dropped to 1.80%.
- Inpatient Readmission Rate increased to 9.3%.
- Patient Satisfaction: Communication w/Doctors dipped to 68.89%.
- Patient Satisfaction: Communication w/Nurses decreased to 73.33%.
- Patient Satisfaction: Instructions for Care at Home dropped to 76.90%.
- Survey return rate:
  - Outpatient - 132
  - Inpatient – 14
  - ER – 36
  - Ambulatory Surgery – 42
- DNV came back for their 60 day to re-audit our condition levels that they identified and was closed out this morning. Brittany thanked Doris West and Renee for their assistance.

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.

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

- May 2022 Financial Statements – Connie Prewitt, Interim CFO, presented the May 2022 financials for review and acceptance. (Refer to CFO's Narrative Report).

Connie mentioned that she is concerned about our days cash on hand continuing to decline.

Following review and discussion, a motion was made and seconded to accept the May 2022 financials as presented. All were in favor and the motion carried.

- Review and acceptance of the FY 2023 Draft Operating and Capital Budgets – Connie presented the following:
  - Budget goals and assumptions.
  - Budget key drivers of Financial Performance
  - Reviewed the Capital Budget. The total Capital Budget requests is \$17,325,336.
  - FY2023 Capital Budget by Ranking
  - Capital Budget by Department.
  - Key Opportunities for Exceeding the Budget
  - Key Risks for not meeting the Budget
  - % of growth year over year patient revenue.

Following review and discussion, a motion was made and seconded to accept the FY 2023 Draft Operating and Capital Budgets as presented. All were in favor and the motion carried.

- Approval of Physician Employment Agreement & Residency Stipend Agreements for Sarah Van Gaasbeek, MD (FP/OB) – Following review and discussion, a motion was made and seconded to approve the Physician Employment and Residency Stipend agreements for Sarah Van Gaasbeek, MD as recommended by Administration. All were in favor and the motion carried. Bill reported that the contract has been reviewed by legal.
- Approval of Professional Services Agreement – Heather Krause, MD (ED) – Following review and discussion, a motion was made and seconded to approve the Professional Services Agreement for Heather Krause, MD as recommended by Administration. All were in favor and the motion carried. Bill reported that the contract has been reviewed by legal.

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

1. Medical Staff Updates – Sue Romansky, COO, VP of Physician Practices

- A. Cardiology –Dr. Wolf has signed his contract and was scheduled to start in July. He is still waiting for his NM license. We anticipate that he will begin at the end of July. Sue continues to look at a few other Cardiologists just to be prepared in case things do not work out. Kyia Mountain, NP will be joining us in October.

Dr. Church, locums, will start July 18<sup>th</sup> to help cover Cardiology while Dr. Wolf gets his NM license.

- B. ED – Still working on some details and will make an offer to Dr. Heather Krause.

- C. Pediatrics – Maria Sanchez, NP has signed her offer letter and will be joining us at the TCCY Pediatric clinic. She is studying for her boards in the coming months and will be coming in August. We are also looking at another pediatrician interested in coming to Taos. Sue will share more information next month.

Dr. Herrera did a site visit to Taos and was very excited to come to provide coverage in Taos. He is currently awaiting his NM License to come through. He will be a locums and will provide necessary coverage.

Dr. Williams started this month and have gotten great feedback from the staff and patients.

- D. OB/GYN – Sue is working with Dr. Casey Smith who will also be graduating next summer. We are looking ahead and have quite a few potentials in the coming year.
- E. FP/OB – It is very likely that Dr. Van Gaasbeek will be joining us once she completes her fellowship next summer. Sue has been in touch with Dr. Engle who came to interview a while back. The Credential's Committee has voted not to have anyone join us as an FPOB if they have not gone through an OB Fellowship. Dr. Engle is very interested in coming, and will be going back to school to complete her Fellowship. She plans to join us next year. We will consider offering the same type of residency offer as Dr. Sarah Van Gaasbeek.

- F. Surgeons – Dr. Slikkers will join us in September. In the meantime, Dr. Chao will continue to provide call coverage.

2. Operations – Bill Patten reported on the following:

- A. The fluoroscopy equipment has been delivered and we are making progress on the fluoroscopy project. Once the equipment is installed and up and running, then we will move forward in getting the new CT scanner installed. We are projecting an increase in CT volumes. Part of that is that we are now going to have two CT scanners. We decided to keep our old one as we were not going to get much for the trade in.

- B. We have been approached by a father of a former patient who passed away in December of this past year. While the patient was at HCH, he interacted with four different departments; Cancer Support, Diabetes Management, ED, and the inpatient Med-Surg unit. The father has indicated

an interest in making a donation in two different types. One donation would be a lump sum of six figures and the second would be a smaller amount with two different annuities for the next 18 years. Bill is working with the leadership in the four departments to get some ideas on how to use this money and what projects could be funded with these donations.

- C. COVID-19 - We are seeing similar #'s of positives in inpatients and outpatients through the ED and Med-Surg. The number of staff numbers getting covid has stabilized. Bill reviewed statistics from the Mayo Clinic relating to the other variants coming.
- D. Manager in Training Role – We are exploring an option for promoting one of our Imaging Techs into a “Manager in Training” role. Working on the details to get her some training. Gary Ayers, Laboratory Director, is overseeing the department.
- E. Continue to work on the Compensation analysis project and hope to have it completed by August of this year.
- F. Have hired Dawn Hodges, as the Interim HR Director. She is from Rifle, Colorado. She will be starting in mid-July. She is also interested in the permanent HR Director, but is waiting to see who the CEO will be before she makes a decision. Rob Stultz continues to provide HR remote support in the meantime. He will be coming to orient Dawn when she starts.
- G. We are developing a program to address employee and Medical Staff well-being and resiliency. A group of seven staff members attended the virtual conference. This team has been charged with developing our own curriculum for a program that we plan to roll out this Fall. We will also be exploring the use of a program that CPSI is offering us at no charge.
- H. With ROAMS taking the lead, we have begun a process that incorporates First Steps, TCCY, WHI, and HCH OB into looking at ways that we can improve our OB services and retain more of our market.

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

1. The CHNA summary presented today by Kylie has been posted to the board portal.
2. CEO Search Process – Eric to discuss this topic in executive session.
3. Leadership 2022 Conference in Nashville on July 20<sup>th</sup> & 21<sup>st</sup>. Eric encouraged the board members to attend.
4. Board Leadership Webinar – July 12<sup>th</sup> – Quality Oversight – Erika Sundrud, QHR

X. **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:**

- **Lucero, Erika PA-C** – Appointment in the Emergency Medicine Department.

**REAPPOINTMENTS:**

- **Moran, Jonathan, MD** – Reappointment in the Emergency Medicine Department.

XI. **Old Business**

- Approval of the Annual Clinical and Non-Clinical Contract Evaluations - Following review and discussion, a motion was made and seconded to approve the Annual Clinical and Non-Clinical Contract Evaluations as recommended by the Medical Executive Committee and Administration. All were in favor and motion carried. Bill reported that the Medical Executive Committee expressed their concerns relating to the Evident Contract (EMR). This has been noted on the contract evaluation form.

XII. **New Business –**

- Election of Board Officers – The board members were e-mailed a poll to nominate and vote for the board officer seats. The final #'s were tallied and Bill reported that the following board members were appointed for the 2022-2023 board officer seats:

Chair: Paul Sands

Vice-Chair: Lucille Gallegos

Treasurer: Don Mooney

Secretary: Menice Santistevan

XIII. **Executive Session**


- a) A motion was made and seconded at 3:38 p.m. to enter into Executive Session to discuss the Medical Staff credentialing and privileging recommendations, legally protected matters, appointment of the interim CEO, and personnel issues. All were in favor and the motion carried.

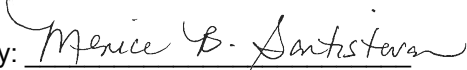
- b) A motion was made and seconded to reconvene into open session at 3:59 p.m. All were in favor and the motion carried.

Following review and discussion, a motion was made and seconded to approve the appointment of James Kiser as the Interim CEO. All were in favor and motion carried.

Following review and discussion, a motion was made and seconded to authorize HCMC Administration to collect additional information related to strategic options. All were in favor and motion carried.

- XIV. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 4:02 p.m. All were in favor and motion carried.

Respectfully submitted by:   
Lenora Cisneros, Recorder

Approved by:   
Menice Santistevan, Secretary