

**TAOS HEALTH SYSTEMS, INC.**  
**ANNUAL BOARD OF DIRECTORS VIRTUAL MEETING MINUTES**  
**July 27, 2022**  
**2:00 p.m.**

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

**Members Absent:** Christina Martinez

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

**Guests:** Eric Jones, QHR, AVP, Geoffrey Plant, Taos News, Doug Kast, Tim Moore, MD, Jessica Himenz, Camille Trujillo, Clayton Putney, Sari Peterson, Alana Benjamin, MD, Carol Kiesling, MD, D. Trujillo, and Charlie Gonzales

- 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 Paul Sands, Chair. Attendance was recorded and a quorum was present. Mr. Sands reviewed the ground rules for the board and the guests 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. **Public Comments** – Dr. Moore, Jessica Jimenz, and Charlie Gonzales presented their concerns regarding Dr. Dougherty’s termination.
  - Dr. Tim Moore – Presented a letter from Lucas Schrieber, MD in support of Dr. Dougherty. He also presented a list of 120 people he was representing in support of Dr. Dougherty. He also presented letters and a petition from 100 employees supporting Dr. Dougherty.
  
  - Jessica Himenz, RN – Presented her support for Dr. Dougherty as his nurse.
  
  - Charlie Gonzales, Patient – Acknowledged the great care he has received from Dr. Ismail, Dr. White, Dr. Howard, and Dr. Dougherty.
  
- IV. **Declaration of Conflicts of Interest** - There were no conflicts of interest reported.
  
- V. **Approval of the June 29, 2022 Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the June 29, 2022 THS Board Minutes as amended. 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 – July 2022 – June S & Q Card
    - Quality Report
      - Overall hospital rating score decreased to 81.35%.
      - Left without being seen in ER increased to 5%.
      - Inpatient Readmission Rate decreased to 5.7%.
      - Patient Satisfaction: Communication w/Doctors increased to 75%.
      - Patient Satisfaction: Communication w/Nurses decreased to 72.20%.
      - Patient Satisfaction: Instructions for Care at Home dropped to 58.30%.

- Survey return numbers:
  - Outpatient – 128
  - Inpatient – 12
  - ER – 39
  - Ambulatory Surgery – 40

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

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

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

- TCCY 6 Month financial Review Comparison to Proforma – Connie presented the TCCY six month financial review comparison to proforma. She reviewed the challenges and opportunities with the practice. Connie reported that the plan is bring this back to the board at end of another six months so the board can actually see a full year compared to what we have projecting out. (Refer to Proforma Report).
- Approval of Physician Employment Agreement for Casey Smith, MD (OB/GYN) – Following review and discussion, a motion was made and seconded to approve the Physician Employment Agreement for Casey Smith, MD as recommended by Administration. All were in favor and the motion carried. Bill reported that the contract has been reviewed and approved 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, Cardiologist started on Monday of this week. We have signed him for three months. If all things go well, we will continue to sign him on for an additional three months until we can do a permanent contract with him.

Kyia Mountain, Cardiology NP will start in October. We look forward to having that team together.

- B. Hospitalist – Dr. Bassat is still joining us as a Hospitalist. She is going to be covering vacations, LOA’s or any sick time for our Hospitalists.

- C. Pediatrics – Dr. Williams is working out well at the TCCY Pediatric clinic.

Dr. Weinstein has also joined as at the clinic.

We have also recruited Dr. Herrera to help in Pediatrics as well. The only part we are missing to be fully credentialed, is his NM license. There seems to be quite a bit of delay with licenses being approved.

Marie Sanchez, NP has passed her boards and she is scheduled to start on August 22<sup>nd</sup>. Dr. Bennat will be onsite on August 5<sup>th</sup> to interview with our team.

- 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 – We had some additional interviews with a few FP/OB’s this month. We did not make an offer. We will continue to recruit for FP/OB’s.

Dr. Ouellette is excited and ready to join us in October.

We made an offer to Casey Smith, MD, but she still has not signed yet. We are waiting to hear back on her decision.

- F. Surgery – Dr. Slikkers will be our new surgeon and will be joining us in September. He is very experienced in non-invasive and laparoscopic procedures.
- G. Urology – We are interviewing for a urology mid-level to assist Dr. Lucero. We have had several interviews but have not made any offers.

2. Finance – Bill Patten reported on the following:

A. Imaging Project Update

- a. The Fluoroscopy room equipment has been installed and tested. It should be live in the next week or two. As soon as it goes live, we will get started on the new CT scanner. We believe that once we get the new CT scanner our overall volumes will go up.

B. Grant Opportunity

- a. At the last meeting, Bill informed the board about a grant opportunity we may have with a father of a former patient. Bill has met with the leaders of the four departments that touched the life of this patient and they are developing suggestions for donation options.

C. FY23 Capital Budget

With Connie's leadership, we are developing our FY23 capital budget. We have requested current mill levy balances from the County. Until we receive that information, we are using the following for our budget:

- 1. \$1.5M for items designated as critical
- 2. \$500K for items designated as needed
- 3. \$500K for contingency items
- 4. We are also considering using about half of the \$1.3M special COVID relief money that we recently received.

3. Operations

A. COVID-19

- a. We are seeing a similar number of positives in the ED and IP, but the number of positive staff members has declined somewhat.

B. We continue to work on the compensation analysis that we plan to have completed by August of this year. We will be presenting elements of that plan during executive session.

C. Our new Interim HR Director has accepted a permanent position in Colorado. She has given us adequate notice and Rob Stultz has expressed a willingness to help us, primarily remotely, until we can find a new interim or permanent director. I plan to involve James in this recruitment process.

D. Bill thanked the board for their positive feedback regarding the work that ROAMS is leading related to our First Steps, TCCY, WHI, and HCH OB programs. Bill will continue to keep the board updated as this process moves forward.

E. Bill updated the board regarding the water issue we had a few weeks ago. The city had a pump that got an electrical hit. They were able to divert some water to the hospital from Morgan street. Bill will be scheduling a meeting with the city to make sure that Holy Cross always has water.

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

1. Leadership 2022 Conference – Eric reported that they had some good attendance from the HCH Board members. Eric mentioned that he uploaded the presentation to the board portal for those board members who were unable to attend. Eric encouraged the board members to review the presentation slides. The 2023 Board Leadership Conference will be held in Phoenix, AZ on March 7<sup>th</sup> – 9<sup>th</sup>.

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:**

- **Williams, Amy, MD** – Appointment in the Perinatal and Pediatrics and Adult Medicine Department.
- **Weinstein, Yahel, MD** – Appointment in the Perinatal and the Pediatrics and Adult Medicine Department.

**Radiology Partners Teleradiology:**

- Blake, Heghan, MD
- Cunningham, James, DO
- Osumi, Alan, MD

**REAPPOINTMENTS:**

- **James, Keith CRNA**– Reappointment in the Surgery and Anesthesia.
- **Fleet, Trisha MD** - Reappointment in the Perinatal and Pediatric & Adult Medicine Department.
- **Deithloff, Michelle DPM** – Reappointment in the Surgery and Anesthesia Department.

**Other Recommendations:**

- A recommendation was made to the Board from the Medical Executive Committee to pursue establishing Holy Cross Hospital's own ground transport service. Paul Sands requested that we get a report showing what the top 10 diagnosis are on people that we are transporting out. Bill mentioned that the top three are 1) cardiac, 2) psych, and 3) strokes.

XI. **Old Business** - No old business was presented.


XII. **New Business**

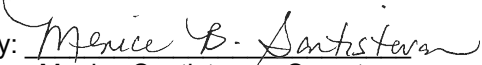
- **Board Committee Assignments** – Paul reviewed the 2022-2023 Board Committee assignments. He asked the board members if they had any changes to the draft presented. There were no changes to the proposed draft presented.
- **Board Leadership Training Update** – They presented a summary regarding the recent QHR Board Leadership training conference he attended. They mentioned that there were over 150 participants who attended, and that the education and material shared were very good and beneficial.

XIII. **Executive Session**

- a) A motion was made and seconded at 3:20 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 3:45 p.m. All were in favor and the motion carried.

XIV. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 3:47 p.m. All were in favor and motion carried.

Respectfully submitted by:   
Lenora Cisneros, Recorder

Approved by:   
Menice Santistevan, Secretary