

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS MEETING
MINUTES
October 25, 2023
2:00 p.m.

Present: Trinidad de Jesus Arguello, Abe Balsamo, Robyn Chavez, Lucille Gallegos, Carl Gilmore, Cipry Jaramillo, MD, Cristina Martinez, Don Mooney, Paul Sands, Peter Selzer, MD, Lynn Skall, Chris Stagg

Members Absent:

Administration: James Kiser, Connie Prewitt, Sue Romansky, Brittany Lamendola, Vivian Santistevan and Mitsy Carruth, Mercedes Burns, and Lenora Cisneros

Guests: Eric Jones, Ovation Healthcare, James Mann, CLA, and Dayna Duran

- I. **Call to Order** - Holy Cross Hospital, a division of the Taos Health Systems, Inc., Board of Directors meeting was called to order at 2:04 p.m., Wednesday, October 25, 2023, by Paul Sands, Board 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. **Public Comments** – There were no public comments presented.
- IV. **Declaration of Conflicts of Interest** - There were no conflicts of interest reported.
- V. **Approval of the September 25, 2023 Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the September 25, 2023 THS Board Minutes as presented. All were in favor and the motion carried.
- VI. **Review and approval of FY23 Audit - Draft – James Mann, CLA** – Mr. Mann presented the FY23 Audit Draft. Following review and discussion, a motion was made and seconded to approve the FY23 Audit Draft as presented. All were in favor and the motion carried.
- VII. **Review and approval of the FY23 Single Audit – Draft** – Mr. Mann presented the FY23 Single Audit findings. Following review and discussion, a motion was made and seconded to approve the FY23 Single Audit Draft as presented. All were in favor and the motion carried.
- VIII. **Review and approval of the FY23 Cost Report** – Connie Prewitt, CFO reported on the FY23 Cost Report. She presented financial comparative ratios. Following review and discussion, a motion was made and seconded to approve the FY23 Cost Report as presented. All were in favor and the motion carried.
- IX. **Approval of the Consent Agenda** –
 - **Compliance Oversight Committee (August)** – Renee Laughlin, VP Risk Mgmt./ComplianceFollowing review and discussion, a motion was made and seconded to approve the consent agenda as presented. All were in favor and the motion carried.
- X. **Video and Radio Ads – GRT** – Administration presented the various video and radio ads that have been recorded by the Marketing Department/Gizmo. The Board commended Gizmo for their great work in this project. The Board

XI. **Finance Report** – Connie Prewitt, CFO

- September 2023 Financial Statements – Connie Prewitt, CFO, presented the September 2023 financials for review and acceptance. (Refer to CFO's Narrative Report). Connie presented the Forecast for FY24 and reviewed the variances.

Following review and discussion, a motion was made and seconded to accept the September 2023 financials as presented. All were in favor and the motion carried.

Approval of Capital Request – Following review and discussion, a motion was made and seconded to approve the capital request (HANA Fracture Table - OR) as presented by Administration. All were in favor and motion carried. The table will be purchased with Mill Levy monies.

Leadership Risk Based Compensation Program – Connie reported that Administration is working with the Leadership Team on their FY24 Risk Based Compensation goals. Each Director/Manager needs to develop two individual goals. One goal can be personal development and the other department specific. The goals must be specific, measureable, achievable, relevant, and time-bound. Connie will bring the proposal in December for the board to approve.

XII. **Lifewings Quality & Safety Council Report – Misty Carruth, Quality Director** - October 2023

- Lifewings Quality & Safety Council Report – October 2023 – September S & Q Card

Quality Report

- Overall hospital rating score increased to 85.71%.
- Left without being seen decreased to 3%.
- Inpatient Readmission Rate decreased to 1.90%.
- Patient Satisfaction: Communication w/Doctors increased to 87.30%.
- Patient Satisfaction: Communication w/Nurses increased to 82.54%.
- Patient Satisfaction: Instructions for Care at Home increased to 95%.
- Survey return numbers:
 - Outpatient – 154
 - Inpatient – 23
 - ER – 84
 - Ambulatory Surgery – 33
 - Scorecard Response Rates – 14.50%

Patient Experience Updates

- September response rate = 14.5%
- 2,692 Sent, 325 Returned, 444 Undeliverable
- Survey reminders now in English/Spanish

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

Approval of the Critical Access Hospital (CAH) Annual Review – Following review and discussion, a motion was made and seconded to approve the Critical Access Hospital Annual Report as presented. All were in favor and the motion carried.

XIII. **HR Report** - Vivian Santistevan, CHRO reported on the following:

- Presented the HCMC Employee Stats.
- HR Update:
 - Hired three more nurses under Team Taos initiative, which brings us to a total of 24.
 - Conducted in person Emotional Intelligence training for the HR Team.

- Registered 15 employees to vote from October 3 – 9th.
- Veteran's Day Lunch is on Friday, November 10th from 12:00 to 1300.
- Personnel/Labor Relation Committee Report – Vivian reported that the Personnel/Labor Relations Committee met earlier today and elected Cristina Martinez as the Chair of the committee. They also reviewed the committee charter, meeting process and planning, identified key areas of focus, and reviewed the committee's expectations moving forward.

XIV. **Medical Staff Report** – Susan Romansky, COO reported on the following:

Cardiology

- Carol Chen-Scarabelli, NP, to join us October 30th.
- Pediatric Cardiology looking at a joint venture with other rural hospitals. SB7 fund will provide tele cardiology, second echo machine and training for echo techs.

Surgery

- Have had several phone interviews. Dr. Douglas Cook out of CA has been a surgeon since 2006 and is a very strong candidate. He takes call for two CAH and understands limited resources. He will be coming on site for an interview in December.
- Looking for an APC to assist with TSS/Urology.

Pediatrics

- Dr. Patterson will only provide clinic care until the end of 2023.
- Dr. Leshchiner would like to provide clinic care up to two weeks a month.
- Dr. Hassan is a possible Pediatrician. Sue has scheduled a second interview this week.
- Dr. Krist has spent most of his career in the South, but eager to relocate to the rocky mountain region. Currently in Mississippi. Working since 2019 to present (24 Yrs). Phone interview went well and we are arranging a site visit in January.
- Looking at possible ways to restructure calls for Pediatricians.
 - On the clinic side we would modify the pediatricians schedule when they were on call to see walk-ins/same day sick visits.
 - Also limiting the number of ED calls they receive. Our ED team can handle most peds visits and can determine what is needed, transfer or send home. Looking at Peds Hospitalist support for the ED from Christus St Vincent's. The ED could call them with questions and then already have a direct line to them to transfer patients as needed.

OB/GYN/FPOB

- Dr. Smith is starting October 16th. She will be the Medical Director at the Women's Health Institute Clinic.

Hospitalist

- Dr. Adam Spring, Hospitalist has been working in a CAH in Whitefish, Montana. He interviewed on 8/22 and has accepted an offer. He will start in January.

ED

- Staci West PRN NP, waiting for credentialing to be completed.
- Dr. Townley, independent contractor has signed her offer as an independent contractor. Waiting for credentialing to be completed.

Radiology - Recruiting for local Radiologist - no applicants yet.

Primary Care

- Dr. Mary Jo Young started on the 2nd of October.
- Met with Tiffany Lenhart, PA on the 20th. She is moving to Taos in June 2024.
- Spoke to Vance Hale, NP from Hobbs, NM. He has many years of primary care experience. Geriatrics is his specialty.
- Vetting a couple of other doctors.
- Submitted SB7 application for funding to build out office space, purchase equipment and cover other costs for the first three years of the practice.

XV. CEO Report – James Kiser reported on the following:

- Reported on the NMHA Annual Conference: State's Hospitals are in the same boat as HCMC: \$7.1 Billion in Revenue, \$7.3 Billion in Operating Expenses; thus 64% operating at a loss (Need a base, Mill Levy, greater tax, if not primary residence).
- We held "All Staff Meetings" in early October and they were well attended. The staff took the GRT very seriously. Cristina Martinez commended Max Moulton and Kevin Gilbert for their hard work on putting together the flyers, interviews, radio ads, and marketing the GRT. She also stated that their work is very professional and impressive.
- We continue to work with Ovation on finalizing the Strategic Plan. The Ovation approach is by far the most thorough we have seen. Ovation is planning to attend the December 6th board meeting and will be presenting the final Strategic Plan.
- Cerner Community Works will be coming to HCMC to do demos with our staff and medical staff on December 12th - 14th. We are going to keep our options open.
- We continue to have conversations relating to Chemotherapy with CHRISTUS St. Vincent's Oncologist, Presbyterian.
- James was very impressed with all of the letters to the editor, and civic group support for the hospital GRT.
- James reported that Mayor Maestas reached out to him asking if the hospital would support and endorse the letter condemning the burning of the Starbucks building. The consensus of the board is that they all support the endorsement of the letter.
- Holy Cross Medical Center and our clinics are now accepting Tri-West insurance so Taos County Veterans can now be seen right here in their own community. Connie was commended for her efforts in making this happen.
- Several Independent Primary Care physicians have asked to meet with James to discuss lab and transport services.
- Medicaid Supplemental Payment: Potential Base funding for ALL hospitals in New Mexico, HAP, replacement; 6% match; Governors Bill, we tax ourselves...from \$150 Million annually, to \$1-\$2 Billion; Short Session Legislature; July 1, 2024 (next Fiscal Year) (Average Commercial Rate)
- Discussion was held regarding a letter John Miller, Taos News Editor sent to James regarding elected officials on the THS Board. The board meetings are open to the public and anyone can attend for the exception of the executive session portion of the meeting. James will reply after the election is over.

XVI. **Ovation Healthcare Report** – Eric Jones, Ovation Healthcare, AVP – Wanda reported on the following:

- Advisory Services Board Report
 - Post Strategic Retreat timeline – Planning to do some wrap up activities on December 6th. Ginnie and Blake are planning to attend the December 6th board meeting. Eric reported that he has uploaded the Strategic Plan onto the board portal.
- GPO/Health Trust Purchasing Compliance – HCMC total potential savings is \$57,145.
- Ovation Consulting Support
 - Ongoing 2023
 - ❖ Strategic Plan
 - ❖ FY23 Medicare Cost Report Services
 - ❖ Master Facility Plan
 - Planning in 2024
 - ❖ High Reliability
- November Board Leadership Education
 - November 14, 2023 at 11:00 a.m. (MST)

XVII. **Medical Staff Recommendations – Cipry Jaramillo, MD, COS**

- 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:

- **Leshchiner, Alina MD (Locum – Pediatric Hospitalist)** - Appointment in the Pediatric and Adult Medicine.
- **Ceja Solorio, Juan DPM (Podiatry)** - Appointment in the Surgery and Anesthesia Department,. Active Status.

REAPPOINTMENTS:

- **Moore, Timothy MD (OB GYN)** – Reappointment in the Perinatal and Pediatric and Adult Medicine Department.
- **Handyside, Krista MD (Emergency Medicine)** – Reappointment in the Emergency Medicine Department.
- **Rosen, Stephanie MD (Pathology)** – Reappointment in the Surgery & Anesthesia and Perinatal Department.
- **VanderJagt, Timothy MD (Pathology)** – Reappointment in the Surgery & Anesthesia and Perinatal Department.

XVIII. **New Business**

- **Approval of Resolution Endorsing the Taos Schools Tax Levy** – Following review and discussion, a motion was made to approve a resolution endorsing the bond initiatives for the Penasco and Taos Schools. All were in favor and motion carried.

- **November/December Board Meeting Date** - Paul reminded the board of the December Board Meeting on December 6th at 2:00 p.m.

XIX. **Old Business**

XX. **Executive Session**

- a) A motion was made and seconded at 5:04 p.m. to enter into Executive Session discuss legally protected matters. All were in favor and the motion carried.
- b) A motion was made and seconded to reconvene into open session at 5:05 p.m. All were in favor and the motion carried.

XXI. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 5:06 p.m. All were in favor and motion carried.

Respectfully submitted by


Lenora Cisneros, Recorder

Approved by:


Cristina Martinez, Secretary