

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS MEETING
MINUTES
April 24, 2024
2:00 p.m.

Present: Abe Balsamo, Robyn Chavez, Lucille Gallegos, Cristina Martinez, Jonathan Moran, DO, Don Mooney, Trinidad de Jesus Arguello, Paul Sands, Peter Selzer, MD, Lynn Skall, and Chris Stagg

Members Absent: Carl Gilmore

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

Guests: Eric Jones, Ovation Healthcare, Eileen Lujan, Taos Pueblo, Carol Kiesling, MD, Tim Moore, MD, Naomi Hanna, Dorothy Keck, Daniella Baca, Janna Valdez, Geoffrey Plant, Stephen Hall, and Raquela

- 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, April 24, 2024, 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. **Approval of the March 27, 2024 Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the March 27, 2024 THS Board Minutes as presented. All were in favor and the motion carried.
- IV. **Public Comments** – Several community members attended the meeting and voiced their concerns regarding the dismissal of Naomi Hannah, Nurse Midwife who was employed by Holy Cross Medical Center and worked at the Women’s Health Institute Clinic. Another concern expressed was the reduction of maternal care practitioner in NM.

Mr. Stephen Hall shared his concerns about yearly audits, excess fees and hospital financial deterioration. He suggested that the board prepare a resolution asking the County to provide assistance with healthcare and ask the County to write to our elected officials for assistance.

The board thanked the community members in attendance for coming to the board meeting.

- V. **Declaration of Conflicts of Interest** – Robyn Chavez reported that she had a conflict of interest, as Naomi Hannah was her midwife.
- VI. **Lifewings Quality & Safety Council Report – Misty Carruth, Quality Director** - April 2024

- Lifewings Quality & Safety Council Report – April 2024 – March S & Q Cards

- Quality Report (March)

- Overall hospital rating score – 64.7%.
- Left without being seen – 2.10%.
- Inpatient Readmission Rate – 3.60%.
- Patient Satisfaction: Communication w/Doctors – 67.3%.
- Patient Satisfaction: Communication w/Nurses – 74.5%.
- Patient Satisfaction: Instructions for Care at Home – 81.3%.
 - Scorecard Response Rates – 15.9%.

- Patient Experience updates and the patient comments were presented and reviewed.
- Ms. Carruth reported that we should be receiving the DNV survey results today. She reported that overall, HCMC did very well.
- Mr. Sands also thanked Ms. Cristina Martinez for sending her letter to the editor regarding the importance of patient's completing their surveys.

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.

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

- March 2024 Financial Statements – Ms. Prewitt, CFO, presented the March 2024 financials for review and acceptance. (Refer to CFO's Narrative Report).

Following review and discussion, a motion was made and seconded to accept the March 2024 financials as presented. All were in favor and the motion carried.

- Approval of Capital Request – Purchase and Installation of 7 Humidifiers in the OR - \$506,208 with a caveat on the engineering study. – Following review and discussion, a motion was made and seconded to approve the Capital request as presented. All were in favor and the motion carried.

Following review and discussion, a motion was made and seconded to amend the motion and include an adjustment of up to 10% plus or minus the current estimate. All were in favor and the motion carried.

- Approval of Restated Physician Employment Agreement for Steven Slikkers, MD (Surgeon) – Following review and discussion, a motion was made and seconded to approve the agreement as presented. All were in favor and the motion carried.
- Approval of Restated Physician Employment Agreement for Michael Darnell, MD (Surgeon) – Following review and discussion, a motion was made and seconded to approve the agreement as presented. All were in favor and the motion carried.
- Approval of Hospitalist Medical Director Agreement for Cipry Jaramillo, MD – Following review and discussion, a motion was made and seconded to approve the agreement as presented. All were in favor and the motion carried.

VIII. **CNO Report** – Brittany Lamendola, CNO reported on the following:

- Education Corner
 - ED and OR have begun mass transfusion simulations.
 - Working to get TNCC, ENPC, and NRP taught in-house.
- Transfer Data
 - ED Vol - 1424 TSF vol = 68 = 4.8% Tsf rate
 - Top Tsf Dx - Cardiac = 14; Trauma = 13; Psych = 9; Peds = 8
 - Mode of Tsf – Helicopter = 36; Fixed = 23; POV= 3; Ground =6 (all for profit)
- Nurse Executive Leadership Updates
 - LDRP Manager – Keeping Maria Green interim longer.
 - Pharmacy Director – Morgan Duval has accepted her offer and will start mid-June.
- Strategic Plan Focus
 - Workforce:
 - Nurse Exec. EQ training for group 2 soon.
 - CNO will be participating in Union Negotiations.

- Community:
 - We continue to host clinicals for UNM: EMTs, RNs, and CNAs.

IX. **COO Report** - Sue Romansky, COO reported on the following:

Surgery

- Dr. Stephen Balise our new general surgeon is schedule to start September 3rd. He is currently finishing residency at West Virginia University, graduates in July.
- Dr. Lucero returns on the 22nd after being out on leave for several weeks.
- TSS/Urology APC- We have three candidates.
 - Stella Obah
 - Eric Miller
 - Jaclyn Green – Site visit on the 22nd of April.
- Recruiting for a Urologist that is da Vinci trained.

Pediatrics

- Dr. Keith Krist accepted and will join us on July 8th.
- Dr. Clifford Scott – On site interview April 19th. He has been a pediatrician since 1993 and working in Texas. Very experienced.
- Dr. Peter Rice is an experience Pediatrician and is currently working in a large practice in North Carolina.

OB/GYN/FPOB

- Naomi Hannah is no longer with the organization.
- We will not be filling the open position at this time, there are enough OB/GYNs, FPOB and CNM to handle our delivery volume.

Hospitalist

- Several applicants for PRN.

ED

- Dr. Camille Doan has been an independent contract for several years, we have offered her employment which she has accepted.

Radiology recruiting for local radiologist, HR has expanded the search and is hopeful.

Primary Care

- Kyle Deisig and Amanda Sargent, APCs have been doing their clinical rotations with us. Both would like to stay. We would like to open a same day sick appointments at Primary Care and both would be excellent practitioners to assist us with this.
- Waiting to contact other primary care practitioners until we have a timeline for the MOB.

Cardiology

- Recruiting for a second APC for Cardiology
- Volumes support the new position.
- Recruited additional support staff to manage the schedule in the Imaging Department.
- Dr. Scarabelli needs more time to complete studies and finalize reports, we are months out to schedule ECHOS. New APC will give him more time.
- Need to purchase new Cardiac Ultrasound equipment to perform ECHOS.

Medical Staff Employment Agreements: Reviewing all to insure we are at market and retaining the great medical staff we have.

Med Staff App

- Resource to allow Medical Staff to submit their credentialing documents online. Streamlines the process making it easier for Medical Staff to submit documents and it helps the Medical Staff Office track credentialing dates, licensures etc.

MOB: \$15 million was approved. Working with county and Senator Gonzales on next steps.

Oncology: A tentative start date of September 2024 is planned to start seeing Oncology patients at our TSS location, Thursday/Friday.

Children's Heartline Consortium/Pediatric Echo Project: No updates.

Other Recruiting

- Director of Imaging
- Director of Rehabilitation Services
- Director of Physician Services
- **Approval of Appointment of John Foster, MD as the Cardiopulmonary Department Medical Director** – Following review and discussion, a motion was made and seconded to approve the appointment of John Foster, MD as the Cardiopulmonary Department Medical Director as presented. All were in favor and the motion carried.

X. **HR Update** – Vivian Santistevan, Chief Human Resource Officer reported on the following:

- Presented the April employee stats – Total HCMC employees is 522.
- Team Taos Initiative remains steady with 30 nurse hires and several offers in the works.
- Flex-Friday collaboration with Taos HS and Workforce Development is a huge success.
- Vanessa Garcia, HR Generalist/Recruiter was promoted to Lead HR Generalist as part of the HR mentorship/succession planning.
- Collective Bargaining negotiations almost complete for the Advance Practice Clinicians (APC) Union. Main Union negotiations begin in June.
- Presented the ongoing HR Initiatives.

XI. **Chief of Support Services Report** – Margaret Lynch, Chief of Support Services reported on the following:

- Support Services Update
 - Information Technology Services
 - Policy Review
 - Network Switches (Phase II)
 - Quality Management
 - DNV Site Visit
 - Dietary/Food & Nutrition
 - Inpatient Menus
 - Risk Management
 - Hospital Emergency Response Team
 - Plant Operations
 - Rounds
 - THS/HCMC Strategic Plan
 - Electronic Health Record – Vendor Comparison
 - Communication/Leadership – Leadership Development
 - HCMC Community Presence – HERT Meeting

- Projects Committee: HCMC has established a Projects Committee for all of the hospital projects.

XII. **CEO Report** – Mr. James Kiser reported on the following:

- Da Vinci Robot Update: Ms. Prewitt reported on the meeting they had with the Da Vinci vendor. She mentioned that the price for the new model is \$385,000 more and as soon as the order is placed, it could be here by July. Ms. Prewitt also mentioned that the donor has agreed to increase his donation to go towards the newer model of the da Vinci.
- Medical Office Building (MOB) - Mr. Roberto Gonzales is meeting with the Cabinet Secretaries to clarify the language on the MOU.
- Mr. Kiser gave an Affordable Housing update.
- Working with Taos County to get on their schedule to present the hospital financials on a quarterly basis.
- Working with Ovation Healthcare on the Master Facility Plan.
- Mr. Kiser acknowledged National Volunteer Week and thanked all the volunteers for all their hard work and dedication.
- The board was invited to come celebrate the National Hospital Week activities starting on May 13th – 17th. The employee luncheon is scheduled for Wednesday, May 15th at 11:30 – 1:00 pm.
- Our nurses will be celebrating National Nurses Week on May 6th – 10th. They will all be receiving a nice gift.

XIII. **Board Committee Reports**

Nominating Committee Report – Lucille Gallegos reported on the following:

- Six applications were received for the vacant board seats.
- The Nominating Committee will be meeting on April 29th to review the applications.

Personnel Labor Relations Committee

- The committee met today and will be meeting on a quarterly basis.

XIV. **Medical Staff Recommendations – Jonathan Moran, DO, Chief of Staff**

- 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.

Locums: (Informational Only)

- Paul Bauer, MD – General Surgeon
- Heather Owens, MD- Pediatrician
- John Neal, DO – Pediatrician
- Janet Greenholz, MD – Pediatrician
- Lindsay Jobe, MD – General Surgeon

INITIAL APPOINTMENTS:

- **Eshraghi, Sheila MD (TeleNuero Surgery)** - Appointment in the Pediatric & Adult Medicine Department.

REAPPOINTMENTS:

- **Martin, Angel MD (Cardiology)** – Reappointment in the Pediatric & Adult Medicine Department.
- **Mannheimer, Alan MD (Pediatrician)** – Reappointment in the Perinatal and Pediatric and

Adult Medicine Department.

- **Murphy, Ryan MD (General Surgeon)** – Reappointment in the Surgery and Anesthesia Department.
- **Villaflor, Georgia CNP (Hospitalist)** – Reappointment in the Pediatric & Adult Medicine Department.
- **Heusner, Anna CNM** – Reappointment in the Perinatal and Pediatric and Adult Medicine Department.

XV. **Ovation Healthcare Report** – Eric Jones, Ovation Healthcare, AVP – Mr. Jones reported on the following:

- **Advisory Services Update**
 - Vantage Workforce Efficiency (Refresh) – Onsite visit completed week of April 15-19.
 - Master Facilities Planning – Ongoing.
 - Rural Health Clinic Analysis – Ongoing.
 - FY2024 Medicare Cost Report Review – 3rd Quarter.
 - High Reliability Organization Quality/Patient Experience and Safety – 3rd/4th Quarter.
 - GPO/HealthTrust Purchasing Compliance Update.
 - Annual GPO Savings & Rebate Review 2018-2022.
 - April Board Education Update.

XVI. **New Business**

- Annual approval of the Clinical Services Contract Evaluations – Following review and discussion, a motion was made and seconded to approve the Clinical Services Contract Evaluations as presented. All were in favor, and the motion carried.
- Annual approval of the Non-Clinical Services Contract Evaluations - Following review and discussion, a motion was made and seconded to approve the Non-Clinical Services Contract Evaluations as presented. All were in favor, and the motion carried.
- THS Board Bylaws Review – Mr. Don Mooney reviewed the changes in the bylaws and asked the board to review them and relay any changes they have to him. The plan is to have the final approval at the May 2024 board meeting.

XVII. **Old Business**

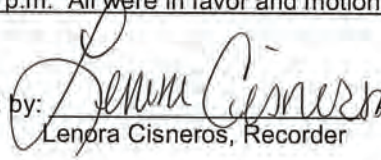
Review and approval of Board Resolution to Partner with the Taos and Picuris Pueblo Community - Following review and discussion, a motion was made and seconded to approve the resolution as presented. All were in favor and the motion carried.

XVIII. **Executive Session**

- A motion was made and seconded at 5:13 p.m. to enter into Executive Session to discuss legally protected matters. All were in favor and the motion carried.
- A motion was made and seconded to reconvene into open session at 5:25 p.m. All were in favor and the motion carried.

XIX. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 5:26 p.m. All were in favor and motion carried.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Cristina Martinez, Secretary