

**TAOS HEALTH SYSTEMS, INC.**  
**BOARD OF DIRECTORS MEETING**  
**MINUTES**  
**October 30, 2024**  
**2:00 p.m.**

**Present:** Abe Balsamo, Robyn Chavez, Lucille Gallegos, Carl Gilmore, Eileen Lujan, Cristina Martinez, Jonathan Moran, DO, Don Mooney, Trinidad de Jesus Arguello, Paul Sands, Chris Stagg and Andrew Chavez

**Members Absent:** Peter Selzer, MD

**Administration:** James Kiser, Connie Prewitt, Sue Romansky, Vivian Santistevan, Brittany Hamilton, Margaret Lynch, Lenora Cisneros and Mercedes Burns

**Guests:** Eric Jones, Ovation Healthcare; Casey Carlton, e4h Architects; James Mann, CLA; Andrew Weber; Jessie Neiter; and Brent Murry

- I. **Call to Order** - Holy Cross Hospital, a division of the Taos Health Systems, Inc., Board of Directors meeting was called to order at 2:03 p.m., Wednesday, October 30, 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 September 25, 2024 Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the September 25, 2024 THS Board Minutes as presented. All were in favor and the motion carried.
- IV. **Public Comments** – There were no public comments presented.
- V. **Declaration of Conflicts of Interest** – There were no conflicts of interest presented.
- VI. **Approval of the Consent Agenda**
  - Board Quality Report – October 2024
  - CNO Report
  - CAPS Report
  - CardioRespiratory Rehab – Development Plan – 1<sup>st</sup> Draft
  - CHRO Report
  - Support Operations Report

Mr. Sands asked to pull out the CardioRespiratory Rehab Development Plan out of the Consent Agenda. He reported that he will be assisting in the implementation. Following review and discussion, a motion was made and seconded to approve the Consent Agenda as presented. All were in favor and the motion carried.
- VII. **Holy Cross Hospital FY24 Financial Audit** – James Mann, CLA - The audit results for FY2024 were presented, showing a clean unmodified opinion with no material adjustments. Following review and



discussion, a motion was made and seconded to approve the FY24 Financial audit as presented. All were in favor and the motion carried.

- VIII. **Medical Office Building Update - Casey Carlton, e4h Architecture** – Mr. Carlton, presented an update on the schedule and design progress for the Medical Office Building. He reported that they are in the process of working with the County to select a Contract Manager and a General Contractor. Mr. Carlton will be presenting the MOB schedule and design progress to the County Commission on November 19<sup>th</sup>.

The project is nearing the end of the schematic design phase, with cost estimating to follow. The site plan includes 2.5 acres for development, including staff and public parking, and a patient loading area. Discussion was held regarding the potential for traffic conflicts between ambulances and the new building which emphasized the need for careful planning and coordination with city planning departments.

- IX. **DaVinci Robot Update** – Christina Hull, OR Director provided an update on the arrival of the daVinci Robot and integration into the hospital. She reported that the robot has been used for four procedures, including umbilical and inguinal hernias, and a cholecystectomy. The team involved in the robot's implementation included the surgeons, circulators, sterile processing, and marketing. The robot is expected to enhance surgical capabilities and recruitment opportunities for the hospital.
- X. **HCMC Foundation Report** – Helen Forte, Interim Foundation Planner and Lucille Gallegos discussed the need for a foundation to support the hospital and community programs. Ms. Forte gave a brief history of the previous foundation and highlighted its successes and challenges. She mentioned that she has met with over 20 community members thus far. Ms. Forte also presented development options for creating a foundation or a development department within the hospital and asked the board for their input and guidance on where the foundation needs to go. Ms. Cristina Martinez emphasized the importance of grant writing and community engagement in securing funding. The consensus of the board was to further discuss this topic in executive session.

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

- **September 2024 Financial Statements** – Ms. Prewitt, CFO, presented the September 2024 financials for review and acceptance. (Refer to CFO's Narrative Report).
- **Approval of Capital Request** – Ms. Prewitt presented the list of Capital Requests for approval:
  - daVinci Equipment – \$86,000 - Previously approved by the Board Exec. Committee
  - Belmon Rapid Infuser - \$36,641
  - MOB Design Fees Final Estimate - \$462,775 increase for contingencies.
  - UPS for Voltage Regulator and Power Entrance Controller for CT - \$52,476

Following review and discussion, a motion was made and seconded to approve the Capital Requests as presented. All were in favor and the motion carried.

**Gross Receipts Tax, Bonded Dollars** – Ms. Prewitt reported that the County has informed her that they are moving forward with the NM Finance Authority route for the bonding. She provided the County with the list of \$24M worth of capital needs that Holy Cross Hospital needs. If approved, we expect to receive the dollars sometime in February or March. The advantage of going with the NM Finance Authority is that the interest rate is much lower.

**Capital Outlay** – Ms. Prewitt reported that the hospital has just submitted a \$25M capital outlay request for 2025. This would encompass Womens' and Children's services, infusion chemo



therapy services, and space for visiting specialists. Senator Bobby Gonzales is moving forward with this request.

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

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

- Tribal Council Meeting – Mr. Kiser thanked Ms. Chavez, Mr. Sands, and Ms. Lujan for attending the Tribal Council Meeting yesterday. He mentioned that the Council approved the resolution. Mr. Sands reported that the Pueblo would like to see a resolution by the hospital passed. Ms. Chavez recommended taking the resolution to the press.
- EHR Update – Still negotiating with the vendors and hope to have a decision by February or March.
- Ortho Update – Mr. Kiser presented an update on Ortho.
- NMHA Quality Award – Mr. Kiser reported that he and Ms. Cristina Martinez had the opportunity to present the Quality Award to Senator Bobby Gonzales.

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

**Locums:**

- Davies, Zachary, CRNA
- Edwards, Jason, CRNA
- Hogan, Nicholas, CRNA
- Brockway, Theodor, CRNA
- Robertson, Amy, (OB/GYN)

**Initial Appointments:**

- **Hadley, Caroline (UNM) Tele Neuro Surg) Proxy** – Appointment in the Pediatric and Adult Medicine Department.

**Reappointments:**

- **Lynn, Christopher, CRNA** – Reappointment in the Surgery & Anesthesia Department.
- **Slikkers, Steven, MD (General Surgeon)** – Reappointment in the Surgery & Anesthesia Department.

Following review and discussion, a motion was made and seconded to approve the medical staff recommendations as presented. All were in favor and the motion carried.

XIV. **Ovation Healthcare Report** – Eric Jones, Ovation Healthcare reported on the following:

- **Octave – Point Solutions 2024 – 2025 Work Plan Update**
  - Vantage Workforce Efficiency (Refresh)
  - Master Facility Planning
  - FY2024 Medicare Cost Report Review
  - High Reliability Organization Quality/Patient Experience/Safety
  - 2025 – 2027 Community Health Needs Assessment
  - Swing Bed Program Training
- Supply Chain/Group Purchasing Organization (GPO) – The savings in 2022 was 7.4% vs. 2023 was 9.4% = 13% savings
- Presented the Product Vendor detail list.



- Referenced to the Culture of Compliance Monthly Board Leadership Training information included in the board portal. Discussed the value of federal tax exemption and community benefits provided by non-profit hospitals. (Informational). Mr. Jones encouraged the board to review. Ms. Helen Forte stated that she would work with Marketing on the economic benefit of hospitals on your community.
- Mr. Jones reminded the board about the upcoming board training in Amelia, FL in February. Please let Lenora know if you are planning to attend asap.

XV. **New Business** - CEO Goals – Ms. Cristina Martinez reported that the sub-committee will be presenting the goals for Mr. Kiser in the next few months.

XVI. **Monthly Board Committee Meeting Calendar (November)** – The Nov./Dec. board meeting is scheduled for Wednesday, December 4, 2024 at 2:00 p.m.

XVII. **Old Business**

- Taos Pueblo Tribal Council Resolution with HCH – The Resolution was presented to the board for review and approval. Following review and discussion, the consensus of the board was to accept the resolution as presented. All were in favor and the motion carried. The board also pledged to support a member of the hospital board to sit on the Indian Health Services Health Board once it is established.

XVIII. **Executive Session**

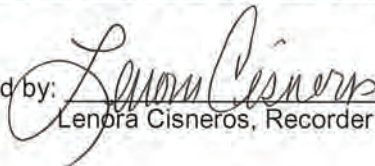
- A motion was made and seconded at 4:55 p.m. to enter into Executive Session to discuss legally protected matters. All were in favor and the motion carried.
- A motion was made and seconded to reconvene into open session at 5:30 p.m. All were in favor and the motion carried.
- Following review and discussion in Executive Session, a motion was made and seconded to establish a budget of \$200,000 for current fiscal year to fund the creation and promotion of a Development Office/Foundation for Holy Cross Hospital. All were in favor and the motion carried. Ms. Helen Forte to continue in her current capacity.

XIX. **Review Meeting Effectiveness**

- No review held.

XX. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 5:32 p.m. All were in favor and motion carried.

Respectfully submitted by:

  
Lenora Cisneros, Recorder

Approved by:

  
Cristina Martinez, Secretary