

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS' MEETING
MINUTES
October 29, 2025
2:00 p.m.

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

Members Absent:

Hospital Staff: James Kiser, Connie Prewitt, Vivian Santistevan, Brittany Hamilton, Misty Carruth and Lenora Cisneros

Guests: Eric Jones, Ovation Healthcare; Vernon Lujan, Deputy Oper. Officer, Taos Pueblo; Stephanie Gates, Taos News

- I. **Call to Order** – Holy Cross Hospital, a division of the Taos Health Systems, Inc., Board of Directors meeting was called to order at 1:05 p.m., Wednesday, October 29, 2025, by Paul Sands, 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 amend the agenda to include a “Development Update” under New Business, add Taos Pueblo Resolution under Old Business, and add the Compensation and Benefits Committee Update and MOB discussion to the Executive Session. All were in favor and the motion carried.
- III. **Approval of the September 24, 2025, Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the September 24, 2025, 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 conflict of interests presented.
- VI. **Cultural Presentation** - Mr. Vernon Lujan, Deputy Operations Officer delivered an informative presentation on the history of Taos Pueblo, offering the board a deeper understanding of the Pueblo’s cultural legacy and traditions. He provided historical context on Taos Pueblo. He highlighted its role as a center of culture and governance, and the significance of its sacred sites.

Mr. Lujan also discussed the Pueblo’s longstanding commitment to preserving its language, customs, and way of life despite historical challenges. He emphasized the importance of community, spiritual traditions, and stewardship of the land as core values that guide the Taos Pueblo people. Through historical context and personal reflections, he offered a meaningful perspective on the Pueblo’s past, its contributions to the broader region, and its ongoing efforts to protect and share its cultural heritage. Overall, the presentation was both

educational and inspiring, providing a thoughtful reminder of the deep historical roots and cultural strength that define Taos Pueblo.

Mr. Kiser addressed the ongoing efforts to provide cultural sensitivity training for staff and the importance of having tribal members on the board.

Mr. Sands informed Mr. Lujan of the hospital's interest in collaborating and engaging with the Taos Tribal Council regarding opportunities for Holy Cross Hospital to improve care and its services. Mr. Lujan recommended postponing participation until the new governing council has been appointed. He also agreed to speak to the Governor about getting the hospital on the tribal Council agenda. The Board thanked Mr. Lujan for his very informative presentation.

VII. **Lifewings Quality & Safety Council Report** – Misty Carruth, Director of Quality, Risk & Compliance

- Lifewings Quality & Safety Council Report – October 2025

Ms. Carruth reported that the hospital achieved a remarkable 1.5% readmission rate, significantly outperforming the national average of 15%. Additionally, patient satisfaction scores saw notable improvement, with all metrics exceeding established goals for the first time in two and a half years. Ms. Carruth reported that a celebration for the hospital staff is planned.

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.

VIII. **Approval of the Consent Agenda**

- CHRO Report
- CAPS Report
- CNO Report
- CSO Report
- Risk LWQ3 2025

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.

IX. **Acceptance of the Finance Committee Executive Summary, Capital Requests, and Draft FY2025 Audit** - Ms. Connie Prewitt presented an executive summary for the September 2025 Financials and the capital requests for approval.

Following review and discussion, a motion was made and seconded to accept the Finance Committee Executive Summary as recommended by the Finance Committee. All were in favor and the motion carried.

Approval of Capital Requests

- **Obix Software for Meditech Integration - \$105,563** – Ms. Prewitt presented the capital approval for the purchase of Obix Software needed for the Meditech Integration @ \$105,563. Following review and discussion, a motion was made and seconded to approve the capital purchase as presented. All were in favor and the motion carried.

- **IV Pumps - \$284,774** - Ms. Prewitt presented the capital approval for the purchase of IV Pumps (house wide) @ \$284,774. Following review and discussion, a motion was made and seconded to approve the capital purchase as presented. All were in favor and the motion carried.

Approval of the Draft FY2025 Audit

Ms. Connie Prewitt reported that the draft FY2025 audit results were presented at the Finance Committee earlier. She stated that the audit showed a clean unmodified opinion with no material adjustments. The auditors also provided an overview of the organization's key accounting policies adopted by the organization, confirming their alignment with generally accepted accounting principles. It was also noted that the addition of new disclosures in the financial statements include updates related to the HCA program and the HDAA. Another new note highlighted was a substantial grant received through the SB161 program, which carries strict spending requirements.

Following review and discussion, a motion was made and seconded to accept the FY25 Financial audit as recommended by the Finance Committee. All were in favor and the motion carried.

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

- Gave an update on the status of the EMR.
- Lion's Club gardeners club, beautification project at hospital grounds.
- Patient-LED Healthcare Summit – November 13, 2025 – 5:00 – 7:00 p.m. The summit will focus on Medicaid and Medical Malpractice Reform. Lenora will send out the invitations with the details to the board.
- Ms. Sue Romansky presented a brief update on medical staff recruitment efforts.

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

Initial Appointments:

- **Gustave, Martine, FNP** - Appointment in Pediatric and Adult Medicine Department and Surgery and Anesthesia.
- **Coaxion Teleradiology:** Appointment in the Pediatric and Adult Medicine Department.
 - Smith, Bryan, MD
 - Chambless, Luke, MD
 - Close, Kenneth, MD
 - Corn, Jared, MD
 - Giardina, Joseph, MD
 - Parikh, Viraj, MD
 - Pierami Neto, Rubens, MD
 - Ellerbrook, Lowell, MD

- Shaba, Steven, MD
- Sheets, Kyle, MD

Reappointments:

- **Johnson, Raleigh, MD (Tele Rad)** - Re-appointment in Pediatric and Adult Medicine Department.
- **VanderJagt, Timothy, MD (Pathology)** - Re-appointment in Pediatric and Adult Medicine Department and Surgery and Anesthesia Department.
- **Rosen, Stephanie, MD (Pathology)** - Re-appointment in Pediatric and Adult Medicine Department and Surgery and Anesthesia Department.
- **Alikhan, Mir, MD (Tele Rad)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Desai, Masoom, MD (Tele Neuro)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Deshmukh, Anish, MD (Tele Neuro)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Hosseini Farahabadi, Maryam, MD (Tele Neuro)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Ricks, Christian, MD (Tele Neuro)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Smith, Casey, MD (OBGYN)** - Re-appointment in Perinatal Department and Surgery and 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.

Dr. Moran reported that this would be his final meeting as Chief of Staff. He noted that Dr. Martin will assume the role beginning in January. Dr. Moran expressed his appreciation for the invaluable experience gained while serving on the board. The board, in turn, thanked him for his service both as an Emergency Department physician and as Chief of Staff.

XII. **Ovation Healthcare Report** – Ms. Jessie Neitzer, Ovation Healthcare presented on the following:

- Ms. Neitzer provided an overview of the partnership between Ovation and Holy Cross Hospital, noting Ovation’s role in group purchasing for IVs and other medical supplies. He highlighted that Ovation has been a long-standing partner supporting hundreds of independent rural hospitals by offering training, resources, and ongoing assistance. Ms. Neitzer added that Ovation now serves more than 500 clients across 47 states, strengthening rural healthcare systems through shared services. He emphasized that this partnership enables hospitals to benefit from collective purchasing power while still preserving local control and decision-making authority.

Ms. Neitzer reviewed the available board education and certification programs, including Board Essentials 101 and 201, outlining their benefits for both new and experienced board members. She emphasized the importance of ongoing education and certification to support effective board governance. She further emphasized that the Board Essentials 201 course is particularly valuable. It is a robust program that helps lay the

foundation for effective board service. It is also beneficial for prospective board members, individuals being considered for board roles, and physician leaders preparing for future board governance responsibilities.

Ms. Neitzer noted the possibility of offering an in-person Board Essentials 201 session in January, potentially paired with a social event. In addition, she suggested incorporating a review of the Board Self-Assessment and related action planning into the same session.

She also stated that the cultural overview provided earlier in the meeting qualifies as continuing education and should be recorded. A tracking document can be shared with the board to help monitor completed education hours. She added that education does not need to be obtained solely through the hospital, as sessions offered by the New Mexico Hospital Association also count. The key is simply reporting and receiving credit for the work already being done. The board agreed to continue this discussion and identify a date that works for all members.

- Ms. Neitzer reminded the board about the upcoming Ovation Leadership Conference on February 17-19, 2025, in Carlsbad, CA. She encouraged the board to attend.

XIII. **New Business**

Development Update - Ms. Lucille Gallegos presented a brief update on the Development Department. She praised Ms. Victoria Santistevan, Development Director for her efforts in raising funds.

- Holy Cross Hospital received \$10,000 from a donor for operational expenses. Ms. Santistevan also secured \$40,000 from an anonymous foundation for a new MRI, which is urgently needed.
- The hospital has purchased donor traffic software called Boomerang, aiming to be ready to accept donations by Thanksgiving.
- Ms. Lucille Gallegos encouraged the board members to donate to show leadership and promote giving. HCH employees will also be asked to donate, even if it's a small amount.
- Ms. Santistevan is working on a grant application for a new CT, and board members are asked to support her efforts.

XIV. **Old Business – Taos Pueblo/Holy Cross Hospital Resolution** – Mr. Paul Sands discussed going back to revisit the resolution the board was working on. The board was in agreement to wait till after January when the new administration comes in.

XV. **Monthly Board Committee Meeting Calendar (November & December 2025)** – Mr. Sands reminded the board that the combined November/December Board meeting will be held on December 3rd.

XVI. **Review Meeting Effectiveness** – The presentation went a bit longer than anticipated, but overall the information shared was very informative.

XVII. **Executive Session**

- a) A motion was made and seconded at 4:10 p.m. to enter into Executive Session to 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 4:45 p.m. All were in favor and the motion carried.

Following review and discussion in Executive Session, a motion was made and seconded to approve the At Risk Compensation Packet as recommended by the Compensation and Benefits Committee. All were in favor and the motion carried.

XVIII. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 5:05 p.m. All were in favor and motion carried.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Cristina Martinez, Secretary